

TERMS OF REFERENCE

**MEDICINE HAT INTERPRETIVE PROGRAM
OPERATIONS COMMITTEE**

October 18, 2012

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1. OVERVIEW

The Medicine Hat Interpretive Program (MHIP) provides nature programming and activities to the public. It is partially funded through a Service Contract between the Society of Grasslands Naturalists (GN) and the City of Medicine Hat (City). All contracts and grants must be consistent with an arm's length relationship between GN and the funding organization.

2. PURPOSE

The purpose of the MHIP Operations Committee is to:

- 1) review, monitor and approve the annual MHIP operating and project Budgets.
- 2) ensure that the MHIP is consistent with the GN Bylaws, and Policies and Procedures.
- 3) develop policies that are specific to the administration of the MHIP (subject to clause 2.2).
- 4) provide the Chief Interpreter with broad direction, feedback, support and guidance.
- 5) review the MHIP operations on an ongoing basis and make recommendations for improvement to the Chief Interpreter.
- 6) liaise with the City with respect to the Service Contract.
- 7) liaise with other funding organizations.
- 8) prepare the MHIP Operations Committee's annual report and submit it to the GN Annual General Meeting.
- 9) hire the Chief Interpreter and approve the staff hired by the Chief Interpreter.
- 10) project a positive and professional image of the MHIP and its Operations Committee.

3. APPOINTMENT AND MEMBERSHIP

- 1) The Committee shall comprise of five GN members as appointed by the GN Board of Directors plus the current GN President as an ex-officio member. All are voting members.
- 2) Non-voting members shall include the Chief Interpreter, a representative from the City, and a recording secretary and/or treasurer if this role is not assigned to one of the voting Committee members .
- 3) The Committee shall nominate a Chair and Vice Chair from the five voting members, and appoint a recording secretary and/or treasurer.
- 4) The election of the Chair and Vice Chair shall take place at the first meeting of the Operations Committee after the GN Annual General Meeting.
- 5) The term of the voting members shall be for one year.
- 6) There is no limit to the number of terms a member may serve.
- 7) If a Committee member vacates his/her position on the Committee prior to the end of his/her term, the vacancy shall be filled for the duration as approved by the GN Board of Directors.

4. REMUNERATION

Committee members shall perform their function without remuneration unless authorized by a committee meeting and approved by the GN Board of Directors.

5. MEETINGS

The Committee shall hold regular meetings and there shall be at least three meetings per year. The Chair is to schedule meetings and develop an appropriate agenda.

6. SPECIAL MEETINGS

Special meetings of the Committee may be called at any time by the Chair.

7. QUORUM

A quorum shall be three (3) voting members.

8. REPORTING

The Committee shall be responsible to the GN Board of Directors.

9. AGENDA

The agenda for the meetings shall be prepared by the Chair, in consultation with the Committee members and the Chief Interpreter.

10. MINUTES

The minutes shall be prepared by the recording secretary. The minutes shall be perused by the Chair and circulated to Committee members no later than two (2) weeks prior to the next scheduled meeting.

11. SUB-COMMITTEES

The Committee shall have the latitude to appoint sub-committees it believes necessary to assist in performing its functions.

12. ADMINISTRATION

- 1) The Committee shall base any decision or action in accordance with the guidelines set down in the Service Contract between the City and GN.
- 2) The Committee shall be in close communication with the GN Board of Directors on an ongoing basis.
- 3) The Committee shall have the authority to authorize the expenditure of MHIP funds subject to the GN Bylaws, and Policies and Procedures.
- 4) All cheques written by the MHIP shall be signed by any two of the four authorized signing members as selected by the Committee subject to the GN Bylaws, and Policies and Procedures. The President of GN is to be one of those with signing authority.
- 5) The Committee shall have no authority in matters concerning tenders.
- 6) The Committee shall have no direct involvement in the day-to-day operations of the MHIP.
- 7) Any dispute resolutions will be addressed based on the GN Bylaws, and Policies and Procedures.

13. INSURANCE AND PROTECTION

GN and the MHIP Operations Committee shall maintain insurance coverage to make best effort to help protect its Operations Committee Members, and other people specified as insured in the insurance policy(ies), from liability associated with the Operations Committee activities. The protection is strictly limited by the coverage and clauses in the insurance policy(ies) and by the amount paid by the insurance company(ies) to cover any particular claim.

14. AMENDMENTS

These Terms of Reference may be amended by a Committee vote, subject to approval by the GN Board of Directors.

15. PRIORITY OF DOCUMENTS

All clauses in these Terms of Reference are subject to GN Bylaws, and Policies and Procedures. In the eventuality of any perceived discrepancy between the governing documents, the document priorities are listed below in order of decreasing priority:

- 1) GN Bylaws,
- 2) GN Policies and Procedures,
- 3) MHIP Operations Committee Terms of Reference.