

Personnel Committee Terms of Reference

Hamilton Community Legal Clinic/ Clinique juridique communautaire de Hamilton

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Status:	draft revision
Next scheduled review:	Sep 2025

Purpose

The Personnel Committee coordinates the Board of Directors' supervision of the Executive Director (ED) and the Board's obligations set out in operational policies such as the Complaints Policy and the Workplace Equity Policy.

The ED is delegated responsibility and authority by the Board of Directors for achieving strategic objectives established by the Board. The ED is the only direct report of the Board. This makes the Board responsible for setting ongoing expectations and evaluating performance of the ED.

Roles and Responsibilities

- set measurable benchmarks to evaluate the ED's performance
- complete annual performance reviews for the ED
- maintain an accurate job description for the ED role
- recruit and recommend hiring of the ED
- provide guidance to the ED on request
- consider and respond to complaints from clients, staff, and members of the community according to procedures set out in operational policies
- implement the procedures set out in the Complaints Policy when a complaint is received by the Board
- facilitate the delegation of authority to an ED's designate when the ED is unavailable or is conflicted out from a responsibility set out in policies

The Board does not delegate authority to make decisions to the Personnel Committee.

Members of the committee:

- commit to three hours of combined meeting and work time in each of the nine regular meeting months,

- commit on a best effort basis to be available to discuss urgent issues, and
- arrive at each meeting having read any preparatory material that has been circulated more than 72 hours before the meeting starts.

The Chair of the Committee:

- convenes and chairs Committee meetings,
- sets and circulates an agenda for each meeting,
- facilitates the setting of a Committee work plan, and
- submits a summary of Committee discussions and decisions to the Board.

Accountability and Reporting

The Committee is accountable to the Board. It makes recommendations for decisions that the Board ultimately makes.

Notes summarizing the discussion and decisions made by the Committee will be kept and shared with the Board at its next meeting. Information in Committee notes that relate to individual employment relationships or other confidential information will be marked confidential and treated in the same manner as the Board's *in camera* meeting minutes.

Timeline

The Committee is a standing committee of the Board with a term of one year. It is constituted immediately following the AGM by the Chair of the Board appointing its members.

Until such an appointment, the Committee continues to operate with those members most recently appointed (i.e., the term of membership and Committee work continues uninterrupted until a new set of members is declared.)

A performance evaluation of the ED will be completed once each year.

Composition

The Committee consists of up to five board members.

The Chair of the Board is an *ex officio* member of the Committee. An *ex officio* member may vote and may count toward a quorum but is not included in the calculation of a quorum threshold.

The Committee will elect a Chair from among its members following each AGM.

Employees' Role

The ED is the staff liaison to the Committee.

The Committee will meet without staff as needed to discuss issues relating to the

Board's employment of the ED.

Meetings

Meetings of the committee are held each month there is a board meeting scheduled (i.e., Sep-Nov, Jan-Jun). The Committee selects a set meeting day and time at the start of each term.

Additional meetings may be called by the Chair as needed to address arising issues (e.g. complaints received) and meet timelines set out in policies.

Meetings can be held electronically or in person.

Decisions are made by developing consensus or by any other decision-making process adopted by the Chair.