

# WINNIPEG FILM GROUP

## TERMS OF REFERENCE

**Committee Name:** Governance Task Force

**Mandate:** To help the Winnipeg Film Group's Board Governance Committee review the Winnipeg Film Group's current bylaws.

**Scope:** The committee will research viable board structures and assess their merits. The committee chair will report back to the Winnipeg Film Group's Board of Directors.

### **Membership:**

- The committee will be chaired by a current board member, chosen by the collective majority of the committee's membership.
- Anyone can apply to be a committee member, but preference will be given to those who have previous experience with reviewing board governance structure.
- The committee will not proceed until a minimum of six members can commit to regular meetings.
- The committee will not exceed twelve members.

### **Deliverables:**

- To identify the criteria of successful boards.
- To identify the requirements of the Winnipeg Film Group's board of directors.
- To research possible board structures which would meet those criteria and requirements.
- To evaluate the merits of each appropriate board structure.
- To identify and recommend amendments to the bylaws to make them CRA compliant while not jeopardizing the WFG's eligibility for operating funding.

**Administration:** Consensus based decision making will be the goal of this committee.

### **Meetings:**

- Committee members should expect to meet face-to-face or via conference call regularly until a recommendation is prepared.
- A quorum of five members is required at each meeting, and majority rules.

### **Timeline & Reporting:**

- The goal of the committee will be to complete this process in the next fiscal year, meaning no later than June 30, 2016.
- The committee will provide quarterly reports to the board which in turn can be provided to the membership.