



# REVENUE GENERATION COMMITTEE

## Terms of Reference

September 2023

### 1. Overview

- 1.1. The Revenue Generation Committee (the “Committee”) is an Advisory Committee of the Board of Directors of Speed Skating Canada (SSC).

### 2. Policies and Code of Conduct

- 2.1. Committee Members are subject to and shall abide by SSC policies and codes of conduct.
- 2.2. Conflict of Interest
  - 2.2.1. Each Committee Member shall provide a signed declaration annually declaring any conflicts of interest and provide a verbal declaration of any conflicts of interest at each meeting of the Committee.
  - 2.2.2. Each Committee Member and any other person attending a meeting of the Committee shall declare any conflict of interest regarding specific matters arising while conducting or present for Committee business.
  - 2.2.3. A Committee Member who declares a conflict of interest will physically remove themselves from the discussion relating to the matter giving rise to the conflict and not vote on the matter.
- 2.3. Confidentiality
  - 2.3.1. Each Committee Member shall sign a confidentiality agreement at the beginning of their term confirming their understanding of their obligations to Speed Skating Canada.

### 3. Mandate and Objectives

- 3.1. The mandate of the Committee is to advise the Board on issues related to SSC’s revenue generation activities, including development of a Revenue Generation Strategy, associated policies, key outcomes, and risk assessment protocols.
- 3.2. The Committee will provide advice and support to the CEO, SSC staff, and any other individual or group involved in the implementation and execution of the Revenue Generation Strategy.



## 4. Composition, Appointment and Roles

- 4.1. The Committee will be composed of at least one (1) SSC board member, the Director of Business and Member Development and up to two (2) additional volunteer members, appointed for terms of two (2) years, exclusive of ex officio members.
  - 4.1.1. In the initial year, up to one half of the members shall be appointed to a one (1) year term in order to accomplish a staggering of terms.
- 4.2. Annually the Board will approve the membership of the Committee.
- 4.3. The **Committee Chair** is a board member of SSC and is appointed by the Board to Chair the Committee. The Committee Chair:
  - 4.3.1. Sets the agenda for each meeting and ensures that agendas and supporting materials are distributed to Committee Members in advance of meetings.
  - 4.3.2. Acts as or designates a moderator for all Committee meetings – responsible for reviewing and managing the meeting agenda and summarizing decisions and action items.
  - 4.3.3. Prepares or oversees the timely preparation of minutes of meetings of the Committee and the timely approval of those minutes by the Committee; and
  - 4.3.4. Works with the SSC designated staff on ensuring appropriate succession.
- 4.4. **Committee Members** shall be appointed by the Board and may be current or past members of the Board and / or subject matter experts. Committee members will:
  - 4.4.1. Understand the mandate and objectives of the Committee.
  - 4.4.2. Understand and represent the interests of stakeholders.
  - 4.4.3. Take a genuine interest in the Committee’s outcomes and overall success.
  - 4.4.4. Actively participate in meetings through attendance, discussion, and review of minutes, papers and other documents
  - 4.4.5. Support open discussion and debate and encourage fellow Committee Members to voice their insights.

## 5. Authority

- 5.1. The Committee will exercise its authority in accordance with Board guidelines and such additional provisions as are set out in this Terms of Reference.
- 5.2. The Committee is a limited agent of the Board in relation to revenue generation matters and is an active advisor (when called upon) to the Board on all other governance matters.

## 6. Meetings

- 6.1. The Committee shall meet at least four (4) times per fiscal year, and more often as considered necessary by the Chair.
  - 6.1.1. An agenda and supporting materials will be distributed to the Committee at least four (4) days prior to the meeting, or such other time as the Committee may decide.



- 6.1.2. The Committee may meet in person, by conference call (or digital equivalent) or by email as determined by the Chair and within the limits of the SSC Budget.
- 6.2 Meetings shall be conducted in accordance with any rules and procedures adopted by the Board or as set out in SSC's Bylaws.
- 6.3 Quorum shall be a simple majority of Committee Members, including at least the Chair or designate as determined by the Board.
- 6.3.1. Voting shall be conducted as necessary in order to determine the final recommendation of the Committee.
- 6.3.2. Voting outcomes will be based on the majority of Committee Members in attendance at the meeting. In the event of a tie vote, the Chair may exercise a second, tie-breaking vote.

## 7. Reporting

- 7.1. At each meeting, the Committee shall determine who will be responsible for taking minutes.
- 7.2. Minutes will be taken and will be filed with Speed Skating Canada's national office.
- 7.3. At each meeting, the Committee will receive reports from the relevant individual or group:
- 7.3.1. Minutes/action items from previous meetings; and
- 7.3.2. Issues having been identified since the previous meeting.
- 7.4. As a committee of the Board, the Committee operates independently of management. Status reports may be presented by the Chair (or designate) to the Board or at a meeting of the Members as requested by the Board.

## 8. Approval

- 8.1. These Terms of Reference were approved by Speed Skating Canada's Board of Directors in **September 2023**. The Board will review these Terms of Reference on a regular basis, with input from the Committee as required. Any provisions of SSC's Bylaws as they relate to committees will also apply.