

**Terms of Reference  
Human Resources Committee  
Action Dignity Society (“ActionDignity”)**

**Purpose** of the Human Resources Committee

The Human Resources committee supports the Board in its role of leadership and supervision of the Board’s one employee, the Executive Director. Roles and Responsibilities may include the following:

**Roles and Responsibilities:**

- Ensure a positive relationship between the Board and the Executive Director (ED).
  - Ensure the ED’s Job Description is up to date. Support the ED in presenting the ED’s annual goals to the Board including mutually agreeable measurable outcomes.
  - Lead the process for the ED’s Annual Compensation Review and employment circumstances: Recommend to the Board the annual total compensation (salary, benefits, bonuses, pension) adjustments for the Executive Director as well as any HR actions with respect to the ED employment (e.g. ED vacation carry-over, leaves of absence for the ED).
  - Ensure that the annual ED Performance Support Assessment is conducted in a professional, supportive manner: Involve all Board members through an assessment or other mechanism.
- Ensure the continuity of the Leadership of the ActionDignity through the following:
  - Lead Succession planning process for the ED role, including extended leaves of absence and an interim ED position.
  - Lead the process for hiring of a new ED if/when one is needed. At the time of hiring of a new ED, the Board might choose to appoint a hiring committee. The Board might ask this committee or the HR Committee to recommend an interim ED until a new person is hired.
- Provide oversight and recommendations to the Board in related areas:
  - Provide oversight to ensure that the Board’s legal obligations for human resources, including volunteers, are being met. The committee helps protect the Board and ensures the Board meets its legal responsibilities for HR, thereby helping manage human resources risk.
  - Review and recommend policies related to the Executive Director position.
  - Respond to conflict resolution situations for concerns that cannot be or have not been addressed by the ED.



- Fulfill other duties as assigned by the Board as appropriate to the responsibilities of this committee.

#### **Committee Membership Qualifications:**

- Have the necessary expertise or interest in the area of Human Resources, ActionDignity or other appropriate processes;
- Support the objectives and activities of ActionDignity and the Human Resources Committee;
- Attend meetings regularly and come prepared to actively participate;
- Commit a minimum of 3-5 hours a month;
- Must be a member of the Board since this committee discusses sensitive internal matters.

#### **Committee Composition:**

The committee members shall be comprised of at least 3 people composed of:

- At least 2 Board members
- Chair of the Board (ex-officio). Because of the role of the chair as the direct contact for the ED, the Chair of the Board will attend the Human Resources committee meetings.

#### **Appointments to Committees and Terms of Committee Membership**

Committee members shall be appointed by the Board for a renewable term of two years.

The Board may replace individuals as required throughout the year.

The Committee Chair, who is a Board member, shall be appointed by the Board.

#### **Quorum/Decision-Making:**

Quorum shall be composed of 50% of committee members and the Committee Chair. The committee strives for consensus in its decision-making process.

#### **Accountability**

The Committee shall report to the Board as required.

#### **Terms of Committee Membership:**

Committee members shall be appointed by the Board for a renewable term of two years.

#### **Frequency of Meetings:**



Meetings of the Committee shall be held at the call of the committee chair at least four times per year at a time that is convenient to the majority of its members. Meetings may be held by conference call as well as on a face-to-face basis.

### **ActionDignity Policies**

This committee adheres to the governance policies of ActionDignity.

