

## Ambassador Committee Terms of Reference

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### **Ambassador Committee Terms of Reference Processes and Procedures Notes:**

- Adopted by Resolution of the Board of HBBAS – May 19, 2021
  - Reviewed and/ or amended by the Board of HBBAS–
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### **Purpose:**

The Ambassador Committee provides leadership to the Board of Directors and organization with respect to ensuring a positive, meaningful and worthwhile Ambassador Program.

### **Type of Committee:**

Standing Committee

### **Functions:**

The Ambassador Committee will:

- Coordinate the Ambassador Competition
- Plan activities and public engagements for the Ambassadors throughout their term
- Coordinate entries for CNE and attendance at Convention, and provide chaperones as required

### **Composition/Membership:**

The committee will include at least one Director, plus additional volunteers as required. The Chair shall be appointed annually by the President at the first general meeting following the Annual General Meeting. The Committee may recruit or add non-Board members, advisors or resource persons as required.

### **Accountability:**

The Ambassador Committee is accountable to the Board of Directors of HBBAS. The committee will provide reports to the Board of Directors as necessary and appropriate. Reports shall be in writing, and received by the Secretary prior to Board meetings, for distribution with the agenda.

### **Operating Budget:**

The Chair will work with the Secretary/Treasurer each year to establish the budget. The Committee will work within this budget to provide all necessary entertainment, products and services.

### **Meeting Frequency:**

Formal meetings as required.

### **Conduct:**

Recommendations made by the Ambassador Committee are subject to approval by the Board of Directors of HBBAS.

## **Barn Committee Terms of Reference**

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### **Barn Committee Terms of Reference Processes and Procedures Notes:**

- Adopted by Resolution of the Board of HBBAS – May 19, 2021
  - Reviewed and/ or amended by the Board of HBBAS–
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### **Purpose:**

The Barn Committee provides leadership to the Board of Directors and acts as a liaison between patrons of the barn and the Board of Directors.

### **Type of Committee:**

Standing Committee

### **Functions:**

The Barn Committee will:

- Act as a point of contact for barn patrons (stall rentals) and liaison with the Board of Directors

### **Composition/Membership:**

The committee will include at least one Director, plus additional volunteers as required. The Chair shall be appointed annually by the President at the first general meeting following the Annual General Meeting.

### **Accountability:**

The Barn Committee is accountable to the Board of Directors of HBBAS. The committee will provide reports to the Board of Directors as necessary and appropriate. Report shall be in writing, and received by the Secretary prior to Board meetings, for distribution with the agenda.

The Daily Operation of the Stall Rental Barns shall be the responsibility of the HBBAS General Manager.

### **Meeting Frequency:**

Formal meetings as required. During formal meetings, minutes of the meeting will be recorded.

### **Conduct:**

Recommendations made by the Barn Committee are subject to approval by the Board of Directors of HBBAS.

### **Fiduciary Accountability:**

- Immediate concerns of either the Barn Committee or Barn Patrons will be address by the Executive Committee
- Lease agreements will be completed by all Barn Patrons for Stall Rentals.
- Pricing for Stall Rentals shall be reviewed on a yearly basis.
- Stall Rental Prices shall be approved by the Board of Directors
- Barn Patrons shall provide proof of insurance prior to being considered for stall rental.

## Board of Directors Terms of Reference

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### Board of Directors Terms of Reference Processes and Procedures Notes:

- Adopted by Resolution of the Board of HBBAS – May 19, 2021
  - Reviewed and/ or amended by the Board of HBBAS–
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### Purpose:

The Hanover, Bentinck & Brant Agricultural Society (HBBAS) Board of Directors provides overall leadership for the organization ensuring the mission and vision of the organization are fulfilled.

### Functions:

The Board of Directors will:

- Provide leadership and resources for the enhancement and promotion of the HBBAS;
- Take a leadership role in planning and conducting the annual fair; and
- Conduct Board business, participate and work cooperatively together for the betterment of the organization.

### Composition/Membership:

- The Board of Directors shall consist of up to eighteen directors.
- The membership shall elect at each Annual Meeting from among themselves 6 directors for a term of three years of which all directors must be at least 18 years of age upon election. 3. Directors shall be eligible for re-election at the end of the 3 year term
- In the event of a vacancy occurring on the Board by the death of or resignation of any officer or director or otherwise (failure to attend three consecutive meetings during the year without sufficient cause), the remaining members of the Board shall have power to appoint any member of the Society to fill such vacancy provided that, when three or more vacancies occur at the same time, a special general meeting of the Society shall be called and directors elected to fill the vacancies.
- The Board of Directors shall have the power to act for and on behalf of the Society in all matters, subject to the Constitution of the Society.
- A voting member shall serve as Associate Director for one year before being eligible to serve as a director.
- If a director were to not attend three consecutive meetings without reasonable cause, it is up to the board's discretion that the director be relieved of their title.
- All directors must volunteer at a minimum of one fair weekend during their term as a director

### Accountability:

The Board of Directors is accountable to the Membership of the HBBAS. The Board of Directors will provide reports to the Membership as necessary and appropriate.

### Meeting Frequency:

The Board of Directors shall meet as necessary, as outlined in the constitution, or at the call of the Chair and may meet in person or by video/ teleconference.

### Conduct:

Actions of the Board of Directors are subject to approval by the Membership of the HBBAS

## **Executive Committee Terms of Reference**

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### **Executive Committee Terms of Reference Processes and Procedures Notes:**

- Adopted by Resolution of the Board of HBBAS –May 19, 2021
  - Reviewed and/ or amended by the Board of HBBAS–
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### **Purpose:**

To oversee the management of the Society, and act in the best interest of the membership. The Executive Committee provides leadership to the Board of Directors and organization, ensuring the mission and vision of the organization are fulfilled.

### **Type of Committee:**

Standing Committee

### **Functions:**

The Executive Committee will:

- Provide oversight between regularly scheduled board meetings for all matters of a critical, urgent or time sensitive nature, pertaining to the organization;
- Provide leadership in coordinating and conducting the business of the organization at all meetings;
- Lead/ coordinate recruitment, orientation and negotiation of compensation of HBBAS staff;
- Develop and implement an officer succession plan

### **Composition/Membership:**

The committee will include the President, 1<sup>st</sup> Vice-President, 2<sup>nd</sup> Vice-President, Raceway Chair, Homecraft Chair, Secretary/Treasurer and General Manager. The President will chair this committee and the General Manager will provide administrative support to this committee.

### **Accountability:**

The Executive Committee is accountable to the Board of Directors of HBBAS. The committee will provide reports to the Board of Directors as necessary and appropriate.

### **Meeting Frequency:**

The Executive shall meet as necessary at the call of the Chair and may meet in person or by video/ teleconference.

### **Conduct:**

Recommendations made by the Executive Committee are subject to approval by the Board of Directors of HBBAS.

## Fair Committee Terms of Reference

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### Homecraft Committee Terms of Reference Processes and Procedures Notes:

- Adopted by Resolution of the Board of HBBAS –05/17/2023
  - Reviewed and/ or amended by the Board of HBBAS –
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### Purpose:

The Hanover, Bentinck & Brant Agricultural Society (HBBAS) Fair Committee provides leadership to the Board of Directors with regards to the organization and operation of the Hanover Fair.

### Type of Committee:

Standing Committee

### Functions:

The Fair Committee will, in coordination with the Secretary Treasurer:

- Plan and prepare for entertainment and events at the Fair
- Prepare the Schedule of Events
- Solicit local businesses for sponsorship of homecraft specials and collect donations
- Coordinate judges and volunteers
- Oversee the various coordinators and volunteers for the Fair including, but not limited to:
  - Homecraft Coordinator
  - Children's Activities Coordinator
  - Livestock Competitions Coordinator
  - Ribbon Coordinator
  - Volunteer Coordinator
  - Ways & Means Coordinator

### Composition/Membership:

The committee will include at least one Director, plus additional volunteers as required. The Chair shall be appointed annually by the President at the first regular Board of Directors meeting following the Annual Meeting, and shall be part of the Executive.

### Accountability:

The Fair Committee is accountable to the Board of Directors of the HBBAS. The committee will provide reports to the Board of Directors as necessary and appropriate. Reports shall be in writing, and received by the Secretary prior to Board meetings, for distribution with the agenda.

### Budget:

The Chair will work with the Secretary/Treasurer each year to establish the Fair budget. The Committee will work within this budget to provide all necessary products and services.

### Meeting Frequency:

Formal meetings as required.

### Conduct:

Recommendations made by the Fair Committee are subject to approval by the Board of Directors of HBBAS.

## Finance Committee Terms of Reference

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### Finance Committee Terms of Reference Processes and Procedures Notes:

- Adopted by Resolution of the Board of HBBAS –May 19, 2021
  - Reviewed and/ or amended by the Board of HBBAS–
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### Purpose:

The Hanover, Bentinck & Brant Agricultural Society (HBBAS) Finance Committee provides leadership to the Board of Directors and organization with respect to monitoring the financial activities and responsibilities of the organization.

### Type of Committee:

Standing Committee

### Functions & Objectives:

The Finance Committee will:

- Ensure that the organization has adequate financial systems, policies and controls in place to manage financial risk;
- Assist the General Manager in the development of the annual budgets for HBBAS and Committees;
- Review and recommend investment options and/or portfolios purchased by the organization;
- Develop a financial 5 year lookahead for the organization, in support of the HBBAS Strategic Plan;
- Review a financial 5 year lookahead as required based upon HBBAS Strategic Plan requirements.
- Ensure there are adequate internal management and financial information statements/reports in place within the organization for the timely preparation and review of the internal and year-end statements/reports and other financial information;
- Monitor at least quarterly the organization's revenues and expenses against the approved budget and provide recommendations to HBBAS staff and the Board to take corrective action if necessary;
- Review and amend, the Functions & Objectives, as directed by the HBBAS Board of Directors;
- Review and amend draft audited statements prior to the General Annual Meeting;
- Review and recommend an Auditor to the HBBAS Board prior to the General Annual Meeting;

### Composition/Membership:

The Finance Committee Chair shall be appointed at the first regular Board of Directors meeting following the Annual Meeting. The Finance Committee Chair should be a member of the Executive Committee. The remaining Finance Committee members shall consist of at least one member of the Executive, and at least 2 other members. HBBAS Staff may be requested to attend meetings as required to assist in preparation of reports.

### Accountability:

The Finance Committee is accountable to the Board of Directors of HBBAS. The committee will provide reports to the Board of Directors as necessary and appropriate. The committee will appoint a member to record the minutes of the meetings. The Finance Committee Chair or delegate, shall report to each regular Board meeting. Reports shall be in writing, and received by the Secretary prior to Board meetings, for distribution with the agenda.

**Meeting Frequency:**

The Finance Committee shall meet monthly or as required.

**Conduct:**

Recommendations made by the Finance Committee are subject to approval by the Board of Directors of HBBAS.

## Governance Committee Terms of Reference

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### **Raceway Committee Terms of Reference Processes and Procedures Notes:**

- Adopted by Resolution of the Board of HBBAS –05/17/2023
  - Reviewed and/ or amended by the Board of HBBAS–
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### **Purpose:**

The Hanover, Bentinck & Brant Agricultural Society (HBBAS) Governance Committee provides leadership to the Board of Directors and organization with respect to the policies, procedures, constitution, and other governing documents of the Society

### **Type of Committee:**

Standing Committee

### **Functions:**

The Governance Committee will:

Oversee the development and regular review of HBBAS Policies and Procedures and other governing documents of the Society

Provide recommendations to the Board of Directors related to the development and review of HBBAS governance documents

Provide recommendations to the Board of Directors related to the development and implementation of Board member and volunteer recruitment and retention campaigns

### **Composition/Membership:**

The Governance Committee Chair shall be appointed by the President at the first regular Board of Directors meeting following the Annual Meeting. The Chair shall present committee members for approval by the Board, provided that the majority of the committee is comprised of Directors. The Chairperson shall report to regular meetings, or delegate a representative to do so in his or her absence, as necessary.

### **Accountability:**

The Governance Committee is accountable to the Board of Directors of the HBBAS. The committee will provide reports to the Board of Directors as necessary and appropriate. Reports shall be in writing, and received by the Secretary prior to Board meetings, for distribution with the agenda. Recommendations made by the Governance Committee are subject to approval by the Board of Directors of HBBAS.

### **Meeting Frequency:**

The Governance Committee shall meet annually to review all governance documents, or as required.

## Nomination Committee Terms of Reference

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### **Nomination Committee Terms of Reference Processes and Procedures Notes:**

- Adopted by Resolution of the Board of HBBAS – May 19, 2021
  - Reviewed and/ or amended by the Board of HBBAS–
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### **Purpose:**

The Nominating Committee will provide a nomination list of Directors at the Annual General Meeting.

### **Functions:**

The Nominating Committee will: Solicit nominations for the position of Director for a three year term, as well as nominations for any other vacancies for Director for one or two year terms, and nominations for Associate Director, and submit a report to the Board of Directors at least two weeks before the Annual General Meeting.

### **Composition/Membership:**

The Nominating Committee will be appointed by the President, and will be composed of a team of 2 Directors. The two members appointed cannot be running for a position for the next year. The Committee may use the support and input from the HBBAS Executive.

### **Accountability:**

The Nominating Committee is accountable to the Board of Directors of HBBAS. The Committee will provide a report to the Board of Directors at the Annual General Meeting.

### **Meeting Frequency:**

Committee members serve one term and will meet as necessary, at the call of the Chair and may meet in person or by video/ teleconference.

### **Conduct:**

A report by the Nominating Committee is presented to the Board of Directors for the election of Directors at the Annual General Meeting.

## Raceway Committee Terms of Reference

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### **Raceway Committee Terms of Reference Processes and Procedures Notes:**

- Adopted by Resolution of the Board of HBBAS –May 19, 2021
  - Reviewed and/ or amended by the Board of HBBAS–
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### **Purpose:**

The Hanover, Bentinck & Brant Agricultural Society (HBBAS) Raceway Committee provides leadership to the Board of Directors and organization with respect to the management of Hanover Raceway.

### **Type of Committee:**

Standing Committee

### **Functions:**

The Raceway Committee will:

- Oversee the scheduling and management of horse racing at Hanover Raceway
- Provide direction and guidance to the General Manager in the daily operations related to horse racing, requirements of Standardbred Canada and Ontario Harness Racing (OHR)
- The Raceway Committee will prepare an annual budget and present to the Board for approval.

### **Composition/Membership:**

The Raceway Committee Chair shall be appointed by the President at the first regular Board of Directors meeting following the Annual Meeting. The Chair shall present committee members for approval by the Board, provided that the majority of the committee is comprised of Directors. The Raceway Chairperson shall report to each regular meeting or delegate a representative to do so in his or her absence.

### **Accountability:**

The Raceway Committee is accountable to the Board of Directors of HBBAS. The committee will provide reports to the Board of Directors as necessary and appropriate. Reports shall be in writing, and received by the Secretary prior to Board meetings, for distribution with the agenda. Recommendations made by the Raceway Committee are subject to approval by the Board of Directors of HBBAS.

### **Meeting Frequency:**

The Raceway Committee shall meet on the second Wednesday of each month, or as required.