

## Policy \_\_\_\_\_

Subject: **Committees**  
Effective 13 August 2015

**Preamble:** Committees may be established by the Board of Directors to increase the efficiency and effectiveness of the Board. Committees may be either 'standing' or 'ad hoc'.

**Purpose:** To provide a framework to ensure committees operate and report to the Board of Directors in a consistent manner.

**1.0 Committee membership:** Committee members will normally be either shareholders or members of SGCC. Occasionally, others may be invited to join a committee in a consultative capacity. Every committee must include at least one member of the Board of Directors and should include representation from relevant stakeholder groups.

**2.0 Chairperson:** The chairperson of each committee will be selected by the committee members and need not be a member of the Board of Directors. A designated member of the Board of Directors, however, must be in attendance at every committee meeting and must report to the Board on behalf of the committee. If an executive sub committee is formed, a member of the Board must be a member of this sub committee.

**3.0 Mandate:** Every committee must have a written mandate approved by the Board of Directors and reviewed annually by both the committee and the Board. Committees report directly to the Board and have no authority on their own.

**4.0 General committee responsibilities:**

- a) Recruit members
- b) Maintain confidentiality of sensitive information
- c) Fulfil its specific mandate as approved by the Board
- d) Meet as necessary
- e) Provide written reports to Board, when required.

**5.0 Administration of the Policy:** The Committees policy shall be administered by the Board of Directors.

**6.0 Review of policy:** The Board of Directors will review this policy annually making amendments as necessary.

APPROVED by the BOARD OF DIRECTORS 13/08/2015; Revised 15/03/2017

