

## **Terms of Reference of Biathlon Canada Human Resources & Compensation Committee**

**June 2014**

The Human Resources & Compensation Committee (the “Committee”) is a standing committee of the Board of Directors to assist the Board in fulfilling its oversight responsibilities in connection with:

- Compensation philosophy
- Senior staff pay
- Employment agreements and performance evaluations
- Staff development and succession planning
- Talent management
- Organization structure.

The Committee shall be comprised of three members of the Board of Biathlon Canada and a Biathlon Canada staff member as may be appointed and replaced from time to time by the Board. The Board shall ensure that those appointed to the Committee have, collectively, the necessary skills and experience to perform the tasks expected of the Committee. A member of the Board of Biathlon Canada shall chair the Committee. A quorum for each meeting of the Committee shall be three people.

The Committee shall meet, in person or by teleconference, at least two times each year. Minutes are to be kept of each meeting and these should form the basis of any follow-on reporting and action.

One meeting shall be to review the operating staffing plan and employment agreements proposed by Biathlon Canada staff for the coming fiscal year and to recommend any changes it considers desirable prior to the annual budget being submitted to the Board for approval. A second meeting shall be to review the plans for staff development including professional development, succession planning and talent management prior to the renewal of annual employment contracts and performance reviews.

A report on the findings – and recommendations if applicable - of each Committee meeting shall be submitted to the Board at the subsequent Board meeting.

### **Responsibilities of the Committee:**

- a. To review the operating staffing plan and employment agreements proposed by Biathlon Canada staff for the coming fiscal year and to recommend any changes it considers desirable prior to the annual budget being submitted to the Board for approval;
- b. To review the plans for staff development including professional development, succession planning and talent management prior to the renewal of annual employment contracts and performance reviews;
- c. The Committee shall delegate two members of the Committee, both members of the Board, to form a Senior Staff Compensation sub-committee to consider:
  - i. If compensation for senior staff is appropriate;
  - ii. If any changes are required to the structure of existing employment agreements.
- d. The Committee will assist the Board in the hiring of the Executive Director when required;
- e. The Committee will assist the Executive Director in any other hiring processes as approved in the Biathlon Canada Staffing Structure;
- f. The Committee shall make a presentation on current Human Resource plans for Biathlon Canada

- to the annual general meeting of Members of Biathlon Canada;
- g. The Committee shall delegate one or more members of the Committee to meet with Biathlon Canada staff to review the Biathlon Canada Risk Management Policy areas concerning HR and Compensation. The first such review shall take place in the Fall of 2014; subsequent reviews shall take place every other year;
  - h. The Chair of the Committee will act as the Screening Officer for the Biathlon Canada Dispute Resolution and Appeals Policy;
  - i. The Chair of the Committee along with the Executive Director will be responsible for the implementation of the Biathlon Canada Harassment Policy;
  - j. The Chair of the Committee along with the Executive Director will be responsible for the implementation of the Biathlon Canada Conflict of Interest Policy;
  - k. Other duties as assigned by the Board through direction or policy implementation.

The Committee shall not have authority to make decisions on behalf of the Board or to bind Biathlon Canada in any way, unless specifically authorized to do so by the Board.

These Terms of Reference were approved by the Board of Biathlon Canada on 22 June 2014 and may only be amended by the Board.