

Governance Committee Terms of Reference

Name

Governance Committee of the Volunteer Ireland Board of Directors.

Purpose, role, and remit

- Monitoring that VI complies with all relevant legal and regulatory requirements
- Monitoring that VI complies with the Governance Code
- Monitoring and reviewing governance policies and procedures
- Monitoring board replenishment and renewal
- Monitoring the chairperson undertakes to reviewing the performance of the board and evaluating the contribution of individual members annually
- Monitoring risk using the risk assessment and policy
- Monitoring the implementation of the Code of Conduct for the Directors

Membership

The Governance committee has at least three members.

Appointments

The Board agrees the members of the Governance committee.

Frequency of meetings

The Governance committee meets at least twice per year or as necessary as it considers in order to discharge its duties.

Authority

The Governance committee is not a decision-making body and will operate in accordance with the authority delegated to it by the Board. The Board remains ultimately responsible with the committee's role to consider and advise the board. The committee may invite any director, employee or other person to attend any of its meeting and is authorised to seek any information it requires to enable it to discharge its responsibilities.

Record of meetings

The chair of the Governance committee ensures there is an agreed written record of the meeting and that it is provided to the Board, including any comment or recommendation the committee may have for the Board.

Performance review

The Chairperson of the Board shall, at least annually, review the performance of the Governance committee and its terms of reference and report its conclusions, including any recommendations for change, to the Board.

Date of latest sign-off from Trustees: 24 June 2025