

# Sensational Kids

Helping Children Achieve



## Corporate Governance Committee

### Terms of Reference

*Approved/updated: At Board Meeting on 11th June 2016*

- The role of this committee is:
- To oversee Board nominations and other processes for Board membership.
- To evaluate the Board's performance and to ensure orientation for new members.
- To monitor the company's governance structures and processes, including regulatory filings and adherence to statutory obligations.
- To report to the Board on Corporate Governance matters and make recommendations regarding same, including required training.
- To oversee implementation of the Governance Code

### Membership

This Committee is a 'standing committee' of the Board but will be subject to an annual review of its Terms of Reference and membership. Membership is 3 people but additional members can be added to a maximum of 5 people. Membership is restricted to Sensational Kids Board members and Officers.

### Current Members:

*Mary Scully (Company Secretary)*

*Fiona McLoughlin-Healy (Director)*

*Paula Egan (Director)*

### Meeting arrangements

Regular quarterly meetings will be held at a location agreed upon between members from time to time. Interim meetings can be called by any committee member to address specific items, time critical matters or heavy workload. The Chair of the committee will forward a notice of meeting and agenda with any support documents at least 3 days in advance of the meeting, either via the web portal or by email. Quorum for a meeting is 2 members and proceedings will be minuted by one of the attendees. A minute book (in hard copy and/or electronic format) will be maintained at an agreed location.

The Committee will submit quarterly reports, in addition to ad hoc reports, as required, to the Board.