

SEED STEERING COMMITTEE – TERMS OF REFERENCE

Revised January 2016

Background

The Seed is a collaborative initiative that emerged out of several years of community-based research initiated by the Guelph & Wellington Task Force for Poverty Elimination (PTF) and the Guelph & Wellington Food Round Table (GWFRT). This research looked at the local emergency food system in Guelph-Wellington in order to identify strengths, challenges and areas for improvement.

Based on the results of this research, recommendations for improving emergency food services and reducing food insecurity in Guelph/Wellington were put forth by an ad-hoc committee in 2013. In addition to other short-term recommendations, the long-term recommendation was made that a 'hub & spoke' model be established - with The Seed acting as 'the hub' in order to support neighbourhood-based emergency food providers as 'the spokes'. It was recommended that while initial work of The Seed should focus on increasing access to fresh food for emergency food providers and raising public awareness of food insecurity, The Seed should eventually offer a wide range of place-based programming that could include community kitchen and garden programs, as well as civic engagement and advocacy groups. Members of this ad-hoc committee committed to continuing to work together as The Seed Community Food Hub Committee – an aligned committee with the PTF – in order to move forward with this vision.

In October 2014, The Seed Committee received funding from the Ontario Trillium Foundation through a Host Agency - Guelph Community Health Centre - to continue with the development of The Seed. In February 2015, a Directing Coordinator was hired to work with the Steering Committee and oversee the project. Strategic Priorities were identified in 2015, focusing on building organizational resources and sustainability for the long-term project vision, as well as supporting short-term community needs through engagement with current initiatives.

Purpose

The purpose of The Seed Steering Committee is to provide strategic oversight, governance and leadership for The Seed, to ensure that the mission, vision and values of The Seed are being effectively followed and align with its current work, and to identify and manage community issues which impact The Seed.

Steering Committee Responsibilities

1. Provide strategic oversight, governance and leadership for The Seed by establishing the strategic priorities and approving the annual work plan for the purpose of informing decisions made by and the work of the Directing Coordinator and other staff.
2. Provide input and final approval of staffing, budget allocation, communications and sustainability planning; identify and supporting sub-committees/working groups of The Seed as required.
3. Support the work of the Directing Coordinator, including regular reviews of and feedback related to the work plan and achievements, and the identification of opportunities, challenges and community issues which may impact The Seed.
4. Act as ambassadors of The Seed in order to raise awareness and further understanding of food security in Guelph/Wellington by building and strengthening relationships with community stakeholders, the media and the general public.

The Seed Directing Coordinator Responsibilities

1. Be an employee of the Host Agency, following job description requirements and abiding by all policies in accordance with the Host Agencies practices.
2. Determine the day-to-day priorities of The Seed in consultation with the Community Health Manager (Guelph CHC) and with input from the Steering Committee Co-Chairs and Members on an as needed basis.
3. Monitor daily expenditures and review the budget on a monthly basis
4. Providing Steering Committee with quarterly written reports outlining of current activities of The Seed and outlining arising concerns for discussion
5. Seek advice and direction from Steering Committee members during monthly meetings, and The Seed Co-Chairs for time-sensitive issues between meetings

Steering Committee Membership

The Steering Committee members are individuals and representatives of organizations that share the goals and priorities of The Seed. The Steering Committee should consist of a maximum of 12 members. Others may be asked to join The Seed on a temporary basis to provide expertise. Members serve two-year (24 month) terms that can be renewed.

Membership should include (but is not limited to):

- Host Agency Representative(s)
- Community Representative with lived experience
- Guelph Community Health Centre representative
- Guelph-Welling Poverty Task Force representative
- Guelph Neighbourhood Support Coalition representative
- City of Guelph representative
- County of Wellington representative
- Wellington-Dufferin-Guelph Public Health representative
- Upper-Grand District School Board representative
- University of Guelph representative

Should community members or representatives from organizations have interest in becoming a Steering Committee member, interest can be expressed to the Directing Coordinator or Co-Chairs at any time via email. The nomination will be followed up with a brief interview and approved by Steering Committee. This process is outlined on The Seed website. Additionally, calls for new Committee members will be made annually, and on an as needed basis.

Members may resign at any time from membership in the Committee by notifying the Co-Chair of their resignation.

The Steering Committee may suspend or remove any Member from the Committee for any one or more of the following grounds:

- (a) violating any provision of the Terms of Reference;
- (b) carrying out any conduct which may be detrimental to The Seed as determined by the Steering Committee

In the event that the Committee proposes that a Member should be expelled or suspended from membership in the Committee, the Co-Chair shall provide notice of suspension or removal to the Member and shall provide

reasons for the proposed suspension or removal. The Member may make written submissions to the Co-Chair in response to the notice received. In the event that no written submissions are received, the Co-Chair will proceed to notify them of their suspension or removal from membership in the Committee. Where written submissions are received in accordance with this section, the Committee will consider such submissions in arriving at a final decision and shall notify the Member concerning such final decision.

Chair

The Steering Committee will be Co-Chaired by two members elected by the Steering Committee. The Chairs serve a minimum one-year (12 month) term, with the opportunity to repeat terms, as approved by the Steering Committee, to a maximum of three terms. Co-chair terms should be staggered by at least 6 months. One Steering Committee Co-Chair must be an employee of a Host Agency at all times.

The Co -Chairs of the Steering Committee are responsible for:

- Collaborating with The Seed Directing Coordinator to prepare meeting agendas;
- Facilitating regular meetings of the Steering Committee;
- Supporting the Directing Coordinator between meetings with consultation and feedback as required
- Acting as a representative and spokesperson for The Steering Committee as required

Meetings

The Seed Steering Committee meetings are held regularly and as required. Meetings are scheduled at times that are appropriate for the majority of members. Quorum of the committee shall be 50 percent of the members in attendance (either in person or via Skype/phone). Members who are unable to attend two meetings in a row or frequently miss meetings without reason, may be considered members not in good standing and may be asked by the Co-Chairs to re-evaluate their commitment to the Committee.

Meeting agendas are drafted by The Seed Directing Coordinator and Steering Committee Co-Chairs and are distributed Committee members prior to meetings. Additional agenda items may be added by informing The Seed Coordinator or Co-Chairs in advance or informing the Co-Chair at the time of the meeting. All efforts are made to ensure there is time to deal with additional items. Where additional items have not been covered at a meeting, these items shall be brought forward as unfinished business at the following meeting.

Meeting notes that capture key points of discussion, decisions, and action items will be recorded by a Steering Committee member on a rotating basis. The draft minutes will be circulated to the Steering Committee members

for review before finalizing. Approved minutes are maintained at the Host Agency by the Directing Coordinator and are accessible upon request. A complete list of current committee members is appended (Appendix 2).

Decision Making

As a collaborative partnership of community stakeholders and not formally incorporated as a non-profit organization, The Seed requires the services of a Host Agency(ies) to act as its agent in employing staff and providing a variety of administrative and support functions. Host agencies are Seed partners and fully share the vision, goals and priorities of The Seed. A Host-Agency agreement provides additional details about the specific roles and responsibilities of the Steering Committee, Host agency and Seed staff.

Priority setting and decision-making related to the work of The Seed, strategic planning, and overall program direction will be collaboratively undertaken and approved by The Seed Steering Committee.

Vetting and hiring of applicants for all staff at The Seed will be informed by a hiring sub committee of the Steering Committee. The sub committee will be determined based on the hiring requirements. All final hiring and firing decisions rest at the sole discretion of the Host Agency responsible for administering the funding for the staff position.

Annual budgets will be created and discussed by The Steering Committee. Final sign-off by the Host Agency is required. Budgetary changes of up to 10 percent per category are allowed without collaborative sign-off, unless otherwise informed by funder guidelines. Further details around financial decision making are included in the Host-Agency agreement.

The Seed Steering Committee, including all sub-committees, will use the consensus process as the primary decision – making process for all issues or choices presented. A consensus will be considered to have been reached when no member objects to the question on the floor. Should the chair of the meeting determine, after a reasonable effort to achieve consensus has been made, that a consensus will not be reached regarding a particular question, then the chair shall refer the question to be decided by a majority vote of the members. Should a member miss a meeting, at which there is quorum, the decision stands.

If a time sensitive decision is required between committee meetings, the Directing Coordinator will consult with the Co-Chairs who have the authority to make the decision in regard to items that have already been approved

within grant applications or is business as usual. If necessary, the Co-Chairs have the authority to request consensus via email from members of The Seed Committee. All members of The Seed are required to respond via email within 48 hours in order for a decision to be approved. If members are “out of office” and not returning before the decision deadline or do not respond to the email, and quorum is achieved, the decision stands.

The Seed shares and provides opportunities for the community to have input into and provide feedback on the overall strategic priorities of The Seed. Examples of such opportunities include: Open Space and Charrette community planning days, regular updates and requests for feedback provided to other community groups (ie. The PTF, Emergency Food Providers Network, GWFRT), as well as a feedback form available on The Seed’s website.

The Seed Directing Coordinator determines day-to-day priorities with input from The Seed Co-Chairs and Steering Committee members on an as-needed basis. When The Seed Directing Coordinator is unsure of their authority, they will approach The Seed co-chairs for advice and direction for time-sensitive issues, and The Seed Steering Committee for all other issues.

Conflict of Interest Guidelines

A conflict of interest can be defined as a situation in which a person or organization is in a position to derive personal benefit from the actions or decisions made in their official capacity. Members of The Seed have a duty to avoid being in real or perceived conflict between the committee’s interests and their personal and/or organization’s interests. Conflict of interests must be disclosed to the Co-Chairs when it first becomes known.

Confidentiality

Steering Committee members will respect the confidentiality of matters related to The Seed, The Host Agencies or Partner Organizations brought before the Steering Committee. For the purposes of these terms, Confidential Information means any information which relates to the business affairs and practices, assets, intellectual property, data, reports, work in progress, education materials, advocacy tools or business plans of The Seed or its partner organizations.

The Seed Steering Committee agree to treat all confidential information belonging to other parties as confidential and safeguard it accordingly and will not release any confidential information belonging to other parties to any person without prior written consent.

Review of Terms of Reference The Terms of Reference will be reviewed annually in August.

Appendix 2 – Steering Committee Members 2015/16

Andrew Seagram, Upper Grand District School Board

Brendan Johnson, Guelph Neighbourhood Support Coalition (Co-Chair)

Dan Gillis, University of Guelph

Gavin Dandy, Everdale Environmental Learning Centre

Kate Vsetula, Guelph Community Health Centre (Co-Chair)

Lisa Needham, Wellington-Dufferin-Guelph Public Health

Randalin Ellery, Guelph & Wellington Task Force for Poverty Elimination

Tina Brophy, Community Representative

Appendix 3 – Host Agencies & Associated Funding

Guelph Community Health Centre – Ontario Trillium Foundation (2014 - 2017)