

# TA14.10

## Attachment 1

### TAF'S GRANTS AND PROGRAMS COMMITTEE Terms of Reference February 2017

#### 1. Governance of Grants and Programs Committee

Responsibility for The Atmospheric Fund's ("TAF") grants and programs rests solely with TAF's Board of Directors ("the Board"). The Board reviews its grant and program policies and priorities periodically, and publishes them on TAF's website. The Board allocates up to 4.5 percent of TAF's assets, on a rolling four-year average, to grants and programs.

#### 2. Delegation

The Board shall delegate some responsibilities with respect to grants and programs to expert advisors. In particular, the Board may establish a Grants and Programs Committee to oversee activities related to these matters. The duties of the Board and the Grants and Programs Committee are as follows:

The Board will:

- a. Appoint members of the Grants and Programs Committee;
- b. Consider, and approve or reject the Grants and Programs Committee's recommendations regarding grant allocations;
- c. Consider, and approve or reject the Grants and Programs Committee's recommendations regarding program allocations in the amount of \$50,000 or more.
- d. With respect to program spending from the Provincial Endowment:
  - (i) Consider, and approve or reject the Grants and Programs Committee's recommendations regarding program allocations exceeding \$25,000; and,
  - (ii) Ratify any spending for program allocations in the amount of \$25,000 or less.

The Grants and Programs Committee is responsible for:

- a. Periodically reviewing TAF's priorities, policies and procedures related to the grants and program allocations;
- b. Screening and evaluating all grant requests and any program allocation requests exceeding \$50,000, and making recommendations to approve or reject investment, including specific conditions;
- c. Monitoring the progress of projects and programs which received investment, including reviewing and evaluating investments exceeding \$50,000;

- d. Providing guidance and advice to the Board and TAF staff, as required.
- e. With respect to program spending from the Provincial Endowment:
  - i. Reviewing and making recommendations to the TAF Board on any program spending over \$25,000; and
  - ii. Reporting to the TAF Board for their ratification of any program spending in the amount of \$25,000 or less immediately following the decision of the Chief Executive Officer.<sup>1</sup>

### **3. Composition of the Grants and Programs Committee**

- a. Members of the Grants and Programs Committee shall be appointed by the Board on the recommendation of the Committee or TAF staff and shall represent a range of perspectives and professional experience relevant to TAF's mandate and strategic priorities.
- b. The Grants and Programs Committee shall be composed of not fewer than six members and not more than 11 members.
- c. Membership of the Committee shall include at least one TAF Board member as well as other members who are experienced in either grantmaking, project management, business strategy and development, technical matters, regional greenhouse gas reduction strategies, or community affairs relevant to TAF's mandate.
- d. Between 42.5 percent and 50 percent of the Committee members shall have demonstrated expertise in developing and/or implementing strategies or projects which achieve regional GHG emissions reductions in the Greater Toronto and Hamilton Area.
- e. Members of the Grants and Programs Committee are appointed for a four-year term and may be reappointed by the TAF Board, for a maximum of one additional four-year term.
- f. A Chair of the Grants and Programs Committee will be selected by members of the Grants and Programs Committee. The Chair must be a member of the TAF Board.

### **4. Conduct of the Grants and Programs Committee**

- a. The Grants and Programs Committee meets at least four times per year. Meetings of the Committee will consider new applications, the progress of funded projects, and TAF's grants and programs priorities, outreach, communications, and policies and procedures. The open meeting requirements (and exceptions) under Section 190 of the *City of Toronto Act, 2006* apply.
- b. The Chair, with support from the Grants Program Manager, will convene the meeting giving consideration to the application deadline and the next meeting of the Board of Directors.

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<sup>1</sup> In practice, this would occur at the next TAF Board meeting following the decision of the Chief Executive Officer.

- c. An agenda and materials for consideration are distributed at least one week in advance of the meeting. Distribution of meeting materials by electronic means is permitted.
- d. The quorum for the meeting is a majority of the appointed members of the Committee. Decisions are carried by a majority vote. Tied motions fail.
- e. The Grants and Programs Committee will be invited to participate in periodic strategy and evaluation meetings organized by staff, make site visits, and attend presentations or press conferences organized by successful proponents.
- f. The Grants and Programs Committee shall undertake a biennial self-evaluation to assess recruitment, training, and support needs.
- g. Members of the Committee may be reimbursed by TAF for reasonable out-of-pocket expenses, such as travel costs, but are not otherwise entitled to any remuneration in connection with TAF-related activities.

**5. Conflict of Interest**

- a. Members of the Grants and Programs Committee will familiarize themselves with the *Municipal Conflict of Interest Act* and undertake to comply with its requirements.

February 2017