



Climbing Escalade Canada (“CEC”) Diversity & Inclusion Committee Terms of Reference

Official Policy Name

CEC-OP-05 Climbing Escalade Canada – Diversity & Inclusion Committee Terms of Reference

Purpose/ Mandate

Reporting to the Executive Director (“ED”), the Diversity & Inclusion Committee (“D&IC”) aims to support the CEC diversity and inclusion mandate by providing expertise, knowledge and advocacy to the ED.

Goals and Objectives

The objectives of the D&IC include, but are not limited to:

- Supporting CEC in understanding the climbing community current state and challenges regarding Diversity & Inclusion;
- Engaging in frequent, candid communication to correct misperceptions about Diversity & Inclusion;
- Reviewing proposed Policies and Actions in respect to Diversity & Inclusion;
- Providing guidance to CEC Management and Directors on all things related to Diversity & Inclusion;
- Aligning with CEC’s Strategic Plan;
- Encouraging more diversity & inclusivity within the Canadian climbing community in general and the CEC organization specifically, including, but not limited to, staff, directors, committees, volunteers;
- Developing accountable action items to further the Diversity & Inclusion mandate; and
- Supporting other initiatives as requested by the ED and/or CEC board of directors (the “Board”).

Members/Composition

There shall be no fewer than three and no more than ten committee members.

Chair

The D&IC chair shall be a member of the committee selected using an annual intra-committee nomination and simple majority vote model (“D&IC Chair”).

The D&IC Chair is responsible for:

- Acting as liaison between the Board, the ED, and the D&IC;
- Coordinating D&IC meetings and creating operational timelines; and,
- If requested by the ED, attending Board meetings as a non-voting member to present information and updates from the D&IC.

Working groups may be established for special projects, as determined by the Committee.

From time to time the Committee may invite other individuals with subject matter knowledge to participate in and share their insights with the Committee, as deemed appropriate by the D&I Committee.

Membership Process

The open call for applications shall be posted publicly on the CEC website no less than two (2) months before the term expiration of any committee member, with a deadline for applications no less than one (1) month before the term expiration of any committee member.

All individuals are welcome to join the D&IC; however, preference shall be given to those experienced in diversity and inclusion initiatives, and/or special consideration will be given to applicants that identify as black, indigenous, POC, LGBTQIA+, women, and/or athlete with disability. The ED, in their sole discretion, shall review the open call applications each year and recommend which of the applicants shall be appointed to the CC. Selected committee members must be endorsed by the board of directors.

The Board in its sole discretion, but preferably in conjunction with a recommendation from the ED, may remove any member of the D&IC or its subcommittees. Removal of members of the D&IC may be conducted regardless of whether cause for removal is established, but must be conducted respectfully.

Members of the Board may apply and be appointed to the D&IC ("**Regular Board D&IC Member**") provided they comply with the terms of this policy and undertake to refrain from representing the Board at D&IC meetings. Board members applying for membership on the D&IC must not participate in or be present at the endorsement process conducted by the Board in relation to the membership of the D&IC.

Term of Membership

All appointments have a maximum term of two (2) years, starting on June 1. The D&IC Chair shall be responsible for ensuring the D&IC composition is split such that roughly half of the members shall face expiring terms each year. The D&IC Chair, in their sole discretion, may appoint certain D&IC members for a one (1) year term in order to ensure compliance with the previous sentence.

Upon the expiration of their term of membership, committee members interested in serving for an additional consecutive term must re-apply via the open call for applications and be re-appointed by the ED and Board. Prior involvement on the D&IC does not guarantee an appointment to the D&IC.

There are no limits to the number of consecutive terms for any one committee member.

Accountability

The D&I Committee reports, and is accountable, to the Executive Director of CEC.

Work Methods/ Frequency

Work Methods

All D&IC work will utilize a shared learning approach with an emphasis on discussion and evidence-based decision making.

Frequency

The D&IC shall hold at least 1 video call every quarter to set objectives and monitor progress on the completion of those objectives.

Meeting Process

Every meeting must include:

- Meeting Chair – Responsible for directing conversation and ensuring adherence to the agenda;
 - o Meeting chair may be someone other than the committee chair.
- Secretary – Person appointed by the committee that is responsible for recording meeting minutes. Can be different or the same at each meeting.

Consensus Model and Voting Rules

Decisions by the D&IC should be made via a consensus decision-making model. A consensus decision-making model is a group decision-making process in which group members develop, and agree to support a decision in the best interest of the whole.

If consensus cannot be reached, a vote shall be taken pursuant to the following requirements:

- A minimum of 60% of committee or sub-committee members need to be in attendance or by proxy order to achieve quorum to conduct business.
- If quorum is met, an action shall require at least 75% approval of the members in attendance or by proxy at the meeting.
- If a committee member is unable to attend, they may assign a proxy in writing to vote on their behalf.
- If quorum is met, the members shall vote using the either of the following methods, as decided by the meeting chairperson:
 - o show of hands, or
 - o anonymous ballot, as decided by the chairperson of the meeting.
- Board representatives, if in attendance, are present to represent the Board’s interest, and cannot cast a vote. They will cast a vote at the Board level if needed.
 - o For greater clarity, Regular Board D&IC Members are not considered, and are not eligible to be, Board representatives for the purposes of this section. Accordingly, a Regular Board D&IC Member may not represent the interests of the Board as a Board representative and therefore may cast a vote. If a Board representative is required or requested to attend a D&IC meeting, a Board member other than the Regular Board D&IC Member must attend.

Reporting and Recommendations

Reporting and recommendations shall be governed by the following rules:

- The D&IC shall develop and provide recommendations, and share them with the D&IC Chair and/or the ED;
- Recommendations or approvals are then presented to the Board, and if required, will be voted on by the Board.

Communications

A group email and phone number list will be created for all members of the D&IC. The email and number list is ONLY to be shared amongst the D&IC members and must not be shared with anyone outside of the D&IC unless express permission to do so is granted by the ED.

The ED must only approve the sharing of email or phone numbers in accordance with applicable privacy and anti-spam legislation.

Currency

Date of Last Update	Author	Description
June 2020	CEC	Drafted Policy
September 2020	Borden Ladner Gervais LLP	Updated policy and inserted policy cross references.
November 2020	CEC Board of Directors	Approval

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