



The Canadian Functional Fitness Federation

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Committee Governance Framework

Canadian Functional Fitness Federation (CFFF) updated 2025 02 06.

1. Purpose and Function

- a. Committees are essential to the CFFF, assisting the Board of Directors (the Board) by focusing on specific areas and streamlining board meetings through background work, detailed analysis, and routine tasks. Committees must operate within their designated areas of interest or need.

2. Committee Structure and Membership

- a. Each committee consists of a chairperson (a Director) and at least two additional members, all appointed by the Board of Directors.
- b. A minimum of one board member and two additional members are required on each committee.
- c. The Board sets the terms of reference for all Program and Ad-hoc Committees and may establish Ad-hoc Committees to address specific concerns.
- d. The Board retains the authority to remove any member from any committee.
- e. All committee appointments will be for 12 month terms unless otherwise stated.

3. Terms of Reference

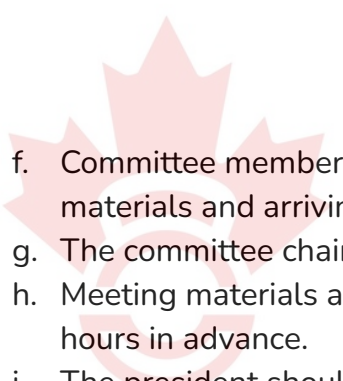
- a. Each committee operates in accordance with applicable laws, a Board-approved mandate, and the Canadian Sport Governance Code.
- b. The terms of reference outline each committee's purpose, composition, responsibilities, and reporting procedures.
- c. The Board reviews and approves the terms of reference for all committees, which should be accessible on the CFFF website.

4. Quorum

- a. A majority of committee members constitutes a quorum for all committees.

5. Meetings

- a. Committees meet outside of board meetings, providing updates at every second board meeting.
 - b. Meetings are scheduled in advance, with additional meetings as necessary.
 - c. Notice of meetings must be provided at least 48 hours in advance via personal delivery, electronic mail, or other electronic means.
 - d. Meetings may be held without notice if all members waive their right to notice.
 - e. Participation in a meeting constitutes a waiver of notice.
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- f. Committee members must diligently prepare for meetings by reviewing circulated materials and arriving ready to discuss agenda items.
 - g. The committee chair sets the agenda in consultation with the President.
 - h. Meeting materials and agenda must be delivered to all committee members at least 48 hours in advance.
 - i. The president should be included in all meeting invites and materials, though they may not attend all meetings (unless also an active committee member).

6. Access to Management

- a. Committee members should liaise only with the President and must not assume operational responsibilities without joint approval from the Board and President.

7. Reporting

- a. Committees report regularly to the Board on matters within their responsibilities.
- b. The committee chair is responsible for ensuring the committee fulfills its duties and responsibilities.

8. Decision-Making

- a. Each committee member has one vote, with decisions made by majority vote.
- b. In the case of a tie, the committee chair holds a second or casting vote.

9. Independent Advisors

- a. The Board may authorize the hiring of professional advisors at the expense of the CFFF with approval from the President and a vote via the board.

10. Annual Review

- a. Each committee, with assistance from the President or an appointed board member must assess its performance and the adequacy of its Terms of Reference at least once per year and report findings to the Board with any proposed changes.

11. Delegation of Authority

- a. The board of directors may delegate powers to committees
- b. Certain powers cannot be delegated such as the ability to amend articles or bylaws, or approve financial statements.
- c. Any delegations of authority must be clearly defined in the committee's terms of reference.

12. Financial Responsibility

- a. Committees must ensure proper accounting practices and compliance with all legal and regulatory requirements.
- b. The CFFF may reimburse directors for reasonable expenses with proper documentation and approvals.

13. Diversity and Inclusion

- a. The CFFF is committed to diversity and inclusion. The Board should report annually on efforts to attract committee members with the necessary skills and diversity.

14. Ethical Conduct

- a. Committee members must act honestly and in good faith, using their business judgment in the best interests of the CFFF.
- b. Committee members must disclose any conflict of interest to ensure they are properly managed.

15. Transparency

- a. Each committee will appoint a secretary to record and circulate meeting minutes which will be provided to the President to be posted publicly on www.cfff.fit
- b. Committees must maintain transparency by sharing regular updates, decisions, and accomplishments with members.
- c. Meeting notes, agendas and documentation must be kept accessible to the board for review at any time.

16. Compliance with the Code

- a. Committees must comply with all applicable laws, the Canadian Sport Governance Code, and CFFF bylaws and policies.

17. Confidentiality

- a. Committee members must maintain the confidentiality of sensitive information.

18. Attendance

- a. Committee members are expected to attend, or catch up on, all committee meetings.
- b. Attendance records for committee meetings will be included in materials distributed to members during director elections.
- c. To keep committees efficient, any low attending or producing members may be removed by the committee chair or president.

19. Continuing Education

- a. Committee members are expected to pursue continuing education opportunities to enhance their skills and knowledge.
- b. Committee members are expected to keep up to date with the latest information shared from the IF3 or CFFF.

20. Additional Notes

- a. The CFFF is expected to comply with the [Canadian Sport Governance Code](#).
- b. The organization must adhere to the [Canada Not-for-Profit Corporations Act](#).
- c. The CFFF's bylaws outline the rules and regulations governing the organization.
- d. The committee must respect members rights as outlined in the NFP Act
- e. The NFP Act is the primary law that governs the CFFF, and the organization must comply with the act. The Canadian Sport Governance Code does not override the Act. If there are any conflicts, the Act will govern.