

PEOPLE AND CULTURE COMMITTEE TERMS OF REFERENCE

MEMBERSHIP:

President – ex officio
Up to four (4) Board of Director members
Chief Executive Officer (non-voting)
Chief Operating Officer (non-voting)
Executive Director, People and Culture (non-voting)
Director, People and Culture (non-voting)

TERM: Coinciding with Board of Director terms

CHAIRPERSON: The committee will select a Chair

APPOINTMENT: The Board of Directors will appoint members.

MINISTRY/DEPARTMENT RESPONSIBLE: People and Culture Department

MEETINGS: Quarterly. The Committee may schedule additional meetings as required.

QUORUM: Majority of members

VOTING: Consensus

PURPOSE:

The objectives of the People and Culture Committee are to ensure that MNBC Employees have an optimal employee experience in a safe and respectful environment and ensure that all People and Culture strategies are well-governed, strategic, and aligned with MNBC's values and goals.

The People and Culture Committee supports the Board by providing governance level oversight of MNBC's human resources, talent management, and organizational culture. The Committee provides strategic input on initiatives that impact the workforce, workplace culture, and broader organizational development, ensuring alignment with MNBC's goals and values. The Committee reviews and endorses people-related policies prior to full Board approval and leads CEO performance review and compensation principles as stated in the Board Policy Manual.

REPORTING MECHANISM:

The committee is assigned specific tasks as stated in the People and Culture Committee section of the MNBC Employee Handbook and must report on these tasks to the Board of Directors.

The committee will keep high-level notes of all meetings, which will be forwarded to the Board of Directors for review. The committee will make recommendations to the Board of Directors.

EXPENSES:

Meeting expenses must be submitted to the CEO for pre-approval. Individual committee member expenses are reimbursable by MNBC according to approved policy.

TERMS OF REFERENCE REVIEW: The Terms of Reference will be revised as appropriate and presented to the Board for review and approval when necessary.