



HUMAN RESOURCES COMMITTEE Terms of Reference

A. Objective

The Human Resources Committee shall oversee all human resource and compensation matters of the Corporation and ensure that policies and practices are in place to support a high performing and ethical organization.

B. Responsibilities

The Committee will:

1. Develop performance objectives for the CEO (in conjunction with the Board Chair).
2. Together with the Board Chair, oversee the CEO evaluation process and lead the CEO annual performance and compensation review.
3. On an annual basis, lead the development of a succession plan for the CEO.
4. On an annual basis, receive an update from the CEO on the succession plans and development plans for the executive team.
5. Report to the Board on Executive succession on an annual basis.
6. Regularly review the executive organizational structure for Destination British Columbia and approve substantive structural changes to the business units and their related responsibilities.
7. Receive periodic updates from the CEO relating to the overall people strategy, including leadership initiatives and structure, retention, diversity, equity and inclusion and risk mitigation.
8. Ensure that the Corporation has appropriate human resources policies and a compensation strategy and philosophy that meets Government's conditions and criteria.
9. Oversee any major organizational restructuring of the Corporation.
10. Annually review the results of the Employee Engagement Survey to gain insight into the culture of Destination BC and the engagement and satisfaction of its staff.
11. Liaise with the Finance & Audit and Governance Committees on issues associated with ethics.
12. Provide oversight of Corporation's the Standards of Conduct.



13. The Committee annually reviews its Terms of Reference to ensure that it continues to meet best practice and needs of the Board. Suggested revisions are forwarded to the Governance Committee which is responsible for proposing changes to the Board for approval on an annual basis as required.
14. Be comprised of no less than 3 and no more than 7 directors.