**Terms of Reference for Capital Development Committee – TEMPLATE**

***Instructions: This template is intended to assist you in creating a Terms of Reference for a committee related to a new development project. Instructions under each heading are highlighted below. Examples are listed for each section. This is meant to be a guide that you can customize as you see fit.***

1. **Committee Name**

*A simple name for your newly formed committee dedicated to your new project.*

Examples:

* *Capital Development Committee*
* *(add)*

1. **Type**

*Define the type of Committee.*

Examples:

* A standing committee of the board which is ongoing.
* An ad-hoc committee taking on a special project for a limited amount of time.
* An advisory committee that brings unique knowledge and skills that enhance the board’s knowledge and skills.

1. **Purpose**

*Define the primary objectives and goals of the committee in relation to the building development project.*

Examples:

* To oversee the planning and design [and possibly construction] of the new building development project.
* To ensure that the building design aligns with the organization's mission and meets the needs of the community.
* To explore potential funding sources and strategies to support the building development project during the initial assessment phase.
* To begin early donor engagement and relationship building to gauge interest and support for the project.

1. **Scope**

*Clearly outline the boundaries and limitations of the committee's responsibilities.*

Examples:

* Oversee the entire building development process from inception to completion.
* Provide guidance and direction on architectural design, engineering, and construction matters.
* Ensure compliance with building codes, regulations, and safety standards.
* Monitor and manage risks associated with the construction project.

1. **Composition**

*Specify the number of members, roles, and qualifications required for committee members. Identify key stakeholders who should be represented on the committee.*

Examples:

* 5-7 members
* Roles: Chair or Co-Chairs
* Include representatives from the Board of Directors, staff, external construction experts, etc.
* Include representatives from diverse backgrounds, including architecture, engineering, finance, community development, and legal expertise, to provide comprehensive oversight.
* The [insert committee name] will consist of [insert #] individuals. [identify key characteristics of the individuals, if relevant, e.g. Board members, staff, community members].
* The Chair shall:
  + Call meetings of the committee.
  + Chair meetings of the committee.
  + Designate another Board member who is a committee member to chair the committee in the Chair’s absence.
  + Report to the Board on the work of the committee.
* Quorum shall be simple majority (50%+1) of the voting committee members present at a meeting.

1. **Responsibilities / Authority**

*Detail the specific tasks and responsibilities assigned to the committee. Outline decision-making authority and reporting mechanisms. Ensure that the responsibilities listed align closely with the committee's purpose and scope, focusing on tasks directly related to the planning, design, and construction phases of the project.*

Examples:

* To create a needs analysis.
* To hire a Project Manager / Development Consultant to lead the project.
* To identify potential risks and challenges associated with the project and proposing mitigation strategies.
* To review architectural plans and construction contracts.
* To foster collaboration and coordination with other relevant committees or stakeholders involved in the project.

1. **Meetings**

*Define the frequency, format, and location of committee meetings. Establish protocols for virtual or in-person meetings.*

Examples:

* Monthly meetings held in person or virtually, with additional meetings scheduled as needed.
* Bi-weekly meetings alternating between virtual and in-person sessions for flexibility.
* Quarterly meetings supplemented by regular email updates and progress reports.
* The [insert committee name] will meet [identify frequency, e.g. once a week, twice per month]. The meetings may be in-person, or electronically, e.g. Teams, Zoom.
* Consider specifying how meeting agendas will be developed and distributed to ensure efficient use of meeting time and resources.

1. **Communication**

*Describe how the committee will communicate with other stakeholders.*

Examples:

* The Project Manager / Development Consultant will attend a meeting with the Committee bi-monthly. The Executive Director will provide regular reports via email and attend all meetings of the Committee.

1. **Timeline**

*Establish a timeline for the committee's activities, aligning it with the overall project schedule, outlining key milestones. Allow flexibility in the timeline to accommodate adjustments based on the outcomes of the initial assessments.*

Examples:

* 12-18 month timeline for completion, with key milestones outlined at the outset.
* Phased approach with specific targets set for design, permitting, and construction phases.
* Flexible timeline allowing for adjustments based on unforeseen challenges or opportunities.
* Align the timeline with funding availability and fundraising goals to ensure financial sustainability.
* [insert period of time or start and end date, e.g. one year or April 2024 to March 2025].

1. **Budget**

*If applicable, specify the committee's budget and the process for financial decision-making. Allocate resources for conducting feasibility studies and other assessments necessary for evaluating the project's viability. Include provisions for reallocating funds based on the committee's recommendations and adjusting the budget as needed.*

Example:

* Explore financing options such as grants, loans, or partnerships to supplement existing funds.
* Establish a contingency fund to address unforeseen expenses or cost overruns.
* Allocate a budget of $X for the construction project, with regular budget reviews and adjustments as needed.
* Seek competitive bids from contractors with scopes of work that exceed $50,000 to maximize cost-effectiveness while maintaining quality standards.

1. **Confidentiality**

*Identify whether information will remain confidential to the committee members only.*

Examples:

* All discussions at committee meetings shall be confidential and only disclosed to members or staff if approval has been granted by the committee. Committee members shall maintain the confidentiality of any records, materials, or discussions and guard against improper access.
* To determine what material is considered confidential, a committee member should raise the concern to the Chair of the committee or the board.

1. **Risk Management**

*Identify potential risks related to the building development project and describe how the committee will address them.*

* Identify potential risks such as delays, budget overruns, or regulatory hurdles, and develop mitigation strategies.
* Regularly assess and reassess risks throughout the project lifecycle, adjusting strategies as necessary to minimize exposure.

*For More Information:*

* [*Charity Village*](https://charityvillage.com/tips-for-creating-an-effective-committee-terms-of-reference/) *– Tips for Creating an Effective Committee Terms of Reference*
* [*Ontario Organizational Development Program*](https://sectorsource.ca/resource/file/board-committee-terms-reference-template) *– Board Committee Terms of Reference Template*
* [*Co-op Creator*](https://coopcreator.ca/resource/creating-a-terms-of-reference/) *– Creating a Terms of Reference*
* [*Boardable*](https://boardable.com/resources/board-committees?nab=0) *– Nonprofit Board Committees: A Q&A Guide to Grow Impact*
* [*Capital Campaign Pro*](https://capitalcampaignpro.com/capital-campaign-committees-ultimate-guide/) *– Capital Campaign Committees: The Ultimate Guide*