

**Walk On, Victoria
Terms of Reference
December 12, 2014**

Purpose

Walk On, Victoria (WOV) is a non-profit, volunteer-run pedestrian advocacy group.

Our mission is to *improve the walkability of Greater Victoria's neighbourhoods and promote walking as a healthy, sustainable form of transportation and recreation.*

Our vision is: *Greater Victoria is a livable community that is a safe and attractive place for everyone to walk.*

Composition

Walk On, Victoria is comprised of a

- a Steering Committee, including a Chair and a Secretary;
- regular (non-Steering Committee) members; and
- Subcommittees made up of at least one Steering Committee member and any number of regular members

The Chair

The Chair can serve up to a maximum of two years. The Chair will be elected by the steering committee. Voting will be carried out in the way described in these terms of reference. Any Steering Committee member is eligible to stand for the Chair position. Two individuals may choose to stand as co-chairs. There is no term limit.

The Secretary

The Secretary can serve up to a maximum of two years. The Secretary will be elected by the Steering Committee. Voting will be carried out in the way described in these terms of reference. Any Steering Committee member is eligible to stand for the Secretary position. There is no term limit.

Steering Committee Members

The Steering Committee consists of up to twelve members plus a Chair. Only Steering Committee members may vote. A Steering Committee member can be removed from the steering committee by consensus of all other Steering Committee members.

Steering committee members are asked to serve a minimum of six months and to sign a letter of commitment upon joining the steering committee. Steering committee membership may be terminated if a member misses three out of four consecutive meetings without notifying the Chair. Regular members may attend up to two steering committee meetings before deciding if they want to join the steering committee.

Members who elect not to become steering committee members or if the steering committee is full may continue to attend meetings in an observational capacity unless decided by the Steering Committee.

Individuals who wish to join the Steering Committee must contact the Chair expressing their interest. If required, a waiting list will be kept. If a space on the Steering Committee opens up, the first individual on the waiting list will be invited to join. Waiting individuals will be given one week to respond to an invitation to join the Steering Committee. They may choose to attend two meetings before confirming their commitment.

Roles and Responsibilities

While acting as a member, all steering committee and regular members are responsible for:

- Respecting other members;
- Acting in the best interest of the group; and
- Taking steps to avoid any conflict of interest, whether real or perceived.

The Chair shall be responsible for:

- Organizing and chairing steering committee meetings;
- Tracking each project at a high level and ensuring project members report out periodically;
- Delegating the function of Chair to another steering committee member and stepping out of any steering committee decisions in any case of real or perceived conflict of interest; and
- Transferring knowledge and group materials to a new Chair in the final two months of their term.

The Secretary shall be responsible for:

- Attending steering committee meetings and taking meeting notes (minutes);
- Distributing meeting notes to steering committee members within seven days of each meeting; and
- Delegating the function of secretary to another steering committee member when unable to attend meetings.

Steering committee members shall be responsible for:

- Reading designated material sent by the Chair;
- Declaring potential conflicts of interest before meetings;
- Attending meetings and participating in informed decision-making at meetings; and
- Volunteering for the group as a whole (e.g., graphic design or social media work) or volunteering for project sub-committees based on personal interest and availability.

Project sub-committee members may include steering committee and regular members, and shall be responsible for:

- Working on specific projects as discussed and agreed upon by the steering committee;
- Reporting out to the steering committee on the progress of their project; and
- Appointing a main contact person to bring key decisions about their projects to the steering committee at regular meetings for a vote (for decisions potentially affecting group as a whole).

Regular members (non-steering committee) shall be responsible for:

- Volunteering for project sub-committees based on personal interest and availability; and
- Volunteering for implementation of projects (e.g., volunteering for events) based on personal interest and availability.

Decision Making Structure

Decisions will be made at regular meetings by a vote of the steering committee. Majority will decide the outcome. A quorum for a steering committee meeting is defined as 50% of the steering committee membership (rounded up if not a whole number). If a real or perceived conflict of interest arises in relation to a decision between a member's personal/business life and their role as a member, they are expected to abstain from voting on that matter. In the case of a tie, the vote fails.

Sub-committees may decide on their own decision-making process.

Revisions

These terms of reference can be revised at any time by a vote of the steering committee.