

# Terms of Reference

## EVALUATION AND COMPENSATION COMMITTEE

### 1 Objective

The Evaluation and Compensation Committee will ensure that the Board of Directors, Vice-Chair, Chair, committee members and staff fulfill their legal, ethical and functional responsibilities through performance management, including compensation and contract negotiation for Staff, General Manager, Registrar and Examiner-in-Chief.

### 2 Responsibilities

#### *Performance Management*

- Responsible for a performance plan, including key performance indicators, deliverables and time frames.
- Review, on an annual basis, the job descriptions for the Staff, General Manager, Registrar and Examiner-in-Chief.
- Responsible for an evaluation framework and conducts performance evaluations annually for the Board of Directors, Vice Chair, Chair, Staff, General Manager, Registrar and Examiner-in-Chief.
- Address any performance related concerns to the Board of Directors as part of the quarterly report to the Board.
- Produce a written performance evaluation for the Board of Directors, Vice-Chair, Chair, Staff, General Manager, Registrar and Examiner-in-Chief.
- Staff evaluations will be presented to the committee for review by the General Manager.

#### *Compensation*

- Responsible for a compensation philosophy, strategy and guidelines for the Staff, General Manager, Registrar and Examiner-in-Chief.
- Review, on an annual basis, the compensation package offered to the Staff, General Manager, Registrar and Examiner-in-Chief.
- Ensure that the Staff, General Manager, Registrar and Examiner-in-Chief are fairly and appropriately compensated by industry standards.
- Develop, on an annual basis, a budget for the Staff, General Manager, Registrar and Examiner-in-Chief salaries and benefits.

*Contract Negotiation*

- Ensure the Staff, General Manager, Registrar and Examiner-in-Chief have valid contracts; and negotiate future contracts.
- Employ external resources to develop/modify contracts as required.

**3 Membership and Term**

The Evaluation and Compensation Committee is a sub-committee of the Board of Directors.

Members

Board Chair (Chair)	Renewable yearly
Board Vice-Chair (Ex-officio)	While in office
Director	Renewable yearly
Director	Renewable yearly
Member-at-Large	Renewable yearly
Public Member	Renewable yearly
Treasurer	While in office

**4 Meeting Procedures**

<i>Schedule:</i>	Bi-annually and when called by the Chair.
<i>Format:</i>	In-person, by teleconference or other electronic means.
<i>Agenda:</i>	Developed by the Chair, with input from members.
<i>Guests:</i>	The Chair may invite guests to attend meetings as a resource as required.
<i>Minutes:</i>	Prepared by the Vice-Chair for review and approval at next committee meeting; filed at Head Office.
<i>Reporting:</i>	It is the responsibility of each committee Chair to provide oral and written reports on a quarterly basis to the Board of Directors, and to ensure that all recommendations stemming from the committee are presented to the Board for approval.

**5 Decision-making**

The committee cannot commit the use of the organization's financial or human resources without prior approval from the Board.



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**6 Accountability**

The Evaluation and Compensation Committee will be accountable to the Board through the Chair of the committee.

**7 Staff Resource**

General Manager