

## **Board Governance Committee**

Terms of Reference approved by the Board of Directors, 17 March 2013  
Updated by the Board of Directors, 24 November 2014

1. The Board Governance Committee (BGC) consists of three (3) Board members and potentially one (1) co-opted member, with preference given to those who have proven experience and knowledge of TI governance system and process. All members of the BGC are appointed by the Board of Directors until the following Board elections, renewable.
  
2. The BGC shall advise the Board on the following issues:
  - a) TI Charter and other by-laws
  - b) Institutional systems and governance structure
  - c) Transparency and access to information
  - d) Legal compliance
  - e) Any other issues related to governance
  
3. The BGC shall conduct the Board self-assessment
  
4. The BGC may on its own initiative make recommendations to the Board on the issues within its remit.

*Ends.*