



Terms of Reference – Strategy Committee

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Date approved by Board:			

Purpose

The Strategy Committee exists to support Robogals Global in the oversight and review of its mission, vision, values and strategy. The scope of the Strategy Committee may extend to include oversight and review of other strategic activities such as key partnerships, as delegated by the Robogals Global Board.

Responsibilities

The Strategy Committee is responsible for:

1. Oversight of the design of the Robogals Global strategic planning process
2. Oversight and facilitation of the review of the Robogals Global strategy and annual plan
3. Making recommendations to the Robogals Global Board regarding the endorsement of the Robogals Global strategy and annual plan
4. Supporting the Robogals Global Management with short and long term planning processes
5. Oversight of key strategy areas including:
 - a. Business models
 - b. Delivery models
 - c. Partnerships and key stakeholder engagement
6. Development and review of strategy policies established by the Robogals Global Board and Management and making recommendations to the Board in relation to these policies
7. Receiving, reviewing and endorsing regional strategies and plans
8. Providing guidance for Regional planning processes
9. Monitoring and guiding key Robogals Global partnerships to ensure alignment of the partnerships with the Robogals strategy and the effective management and delivery of those partnerships
10. Oversight (monitor & review role) and guidance on the formation and implementation of appropriate contractual arrangements, with respect to alignment with the Robogals strategy
11. Oversight of Robogals branding, profiling and communications
12. Enacting the Robogals values; and
13. Providing input to the identification, monitoring and evaluation of the Robogals CEO's annual KPIs, with respect to strategy.

Membership

The Strategy Committee shall consist of a minimum of two (2) Directors.

The Directors on the Strategy Committee can invite individuals external to Robogals to sit on the Committee.

The CEO shall generally attend meetings of the Committee.

The Committee or Committee Chair can invite other individuals to attend meetings as required.

Appointment

The Robogals Global Board shall at their first meeting following the Annual General Meeting (AGM) in each year, determine the Directors who shall sit on the Committee until the following AGM. The Board may also appoint or remove Directors from the Committee at any time.

Other members of the Committee who are not Directors shall be appointed by the Directors on the Committee.



Chair

The Strategy Committee will appoint a member of the Committee as Chair. The Committee Chair shall be a Director. The Chair is responsible for leading the Committee within its Terms of Reference and reporting to the Board, as agreed upon.

Frequency and Quorum of Meetings

The Committee shall meet not less than three (3) times in each year. A quorum at each meeting shall be two (2) non-executive Directors.

Record of Meetings

The Strategy Committee shall ensure that an agreed written record of each of their meetings is made available to the Robogals Global Board.

Authority

The Strategy Committee has authority to:

- Investigate any matter brought to its attention.
- Have direct access to any volunteer or contractor of Robogals Global or a subsidiary, and seek any information that it requires from any volunteer of Robogals Global or a subsidiary, in order to discharge its responsibilities.

Powers

The Strategy Committee has an advisory role to assist the Robogals Global Board and does not have any power to commit the Board to any recommendation or decision made by it except if it has express delegated authority from the Board.