

COLUMBIA BASIN TRUST

**DELIVERY OF BENEFITS COMMITTEE
OF THE BOARD OF DIRECTORS**

TERMS OF REFERENCE

1 Purpose

- 1.1 The purpose of the Delivery of Benefits Committee is to assist the Board in fulfilling its oversight responsibilities related to the governance and management of Delivery of Benefits programs, initiatives and activities.

2 Membership and Meetings

- 2.1 The Board of Directors will make all appointments to the Committee.
- 2.2 The Committee shall be composed of not fewer than three directors and not more than five directors, not counting the Board Chair.
- 2.3 A majority of the members of the Committee shall constitute a quorum. The presence of the Board Chair can be counted towards quorum.
- 2.4 The Board Chair is an ex-officio and a voting member of the Committee.
- 2.5 The members of the Delivery of Benefits Committee shall serve a one year renewable term.
- 2.6 The Committee shall appoint a Committee Chair.

3 Responsibilities

The Committee is responsible for:

- 3.1 Recommending Delivery of Benefits strategies to the Board.
- 3.2 Reviewing progress reports on the achievement of goals and objectives, and reporting to the Board:
 - 3.2.1 Recommending an overall Delivery of Benefits budget to the Board;
 - 3.2.2 Recommending Delivery of Benefits policies to the Board;

- 3.2.3 Meeting with the Audit Committee at least every two years to discuss issues related to significant risks and exposures;
- 3.2.4 Recommending Community Development Program projects for review in excess of Committee approval limits established by the Board of Directors;
- 3.2.5 Approving Community Development Program projects within approval limits established by the Board; and
- 3.2.6 Annually reviewing the performance of the Delivery of Benefits Committee against its Terms of Reference.
- 3.2.7 Perform any other duties as may be assigned by the Board or required by law.

4 Reporting

- 4.1 The Committee shall keep regular minutes of its meetings, and report on its discussions to the Board of Directors.