

SAMPLE BOARD COMMITTEE DESCRIPTION

**Governance Committee**

Objective

The Governance Committee ensures that the board functions at the highest level of effectiveness through a year round concerted effort. Assesses board structure and composition; establishes a statement of expectations for board members; facilitates and evaluates the contribution of each board member; recruits and engages new board members; nominates a slate of officers; develops and implements an orientation for new board members (with the executive director) and ongoing board education; and makes recommendations to enhance governance.

Role

* Determines the ideal composition of the board based on institutional goals, objectives, and challenges; determines skills and qualities needed as well as diversity and constituent representation
* Evaluates actual composition of board compared to the ideal; identifies, cultivates and recruits candidates who have the skills and qualities needed; prepares and integrates new board members into the board to ensure that they are fully engaged
* Establishes and articulates expectations of board members; evaluates level of involvement and institutional leadership and support provided by each and every board member; gives feedback to board members to ensure that each member fully participates
* Develops a board manual for board members (with assistance from chief executive) and ensures that it is updated annually
* Develops and implements board orientation for new board members (with chief executive)
* Ensures that there is ongoing education to the board regarding key issues facing the organization; this education can be conducted prior to or during board meetings or on special occasions
* Plans for leadership development and succession
* Submits nominations to board for election – officers, new board candidates, and candidates qualified for elections to additional terms
* Evaluates the governing structure of the board or every couple of years or when a new strategic plan is developed -- in order to ensure that the board is sufficiently organized to do its work
* Determines when to have a full board assessment retreat to involve all board members in evaluating the board’s effectiveness and recommending ways to enhance governance

Composition:

* Appointed by the chair in consultation with the chief executive
* Chaired by experienced board member who is knowledgeable on issues of governance
* Includes several committee members who are knowledgeable regarding governance, strategic issues, community needs, have relationships with a significant number of people in the community, and represent diverse backgrounds and constituencies
* Staffed by chief executive
* Meets 3-4 times a year as necessary

Role of THE Chair:

* Lead and guide work of committee
* Report directly to board chair and relate directly to chief executive
* Collaborate with chief executive and chair to identify key issues for committee study and deliberation and to set committee agendas
* Ensure that committee members are properly and well informed, that meetings are productive and records maintained
* Assign tasks to committee members as appropriate
* Report to board regarding committee’s deliberations and recommendations