

What is the Role of a *Governance Committee?*

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THE ASSOCIATED's Agency Excellence Committee

A governance committee is one of the most influential standing committees of the board. Sometimes referred to as the nominating committee or board development committee, the governance committee's main role is to recruit new board members and to ensure that each board member is equipped with the proper tools and motivation to carry out his or her responsibilities.

Some specific duties of a governance committee include assessing the board's current composition and identifying missing qualities and characteristics drafting a recruitment plan and continuously cultivating new prospects developing job descriptions for board members orienting new board members and continuing to educate all members on their responsibilities ensuring that the board regularly engages in self-assessment an ongoing and continuous focus on identifying, preparing and recruiting future governance leaders, including the definition of skills and attributes required in Board members the Board election process orientation of new and existing Board members training and education of the Board related to governance roles and responsibilities (and with respect to bridging Board knowledge gaps) assessment/evaluation of the Board, the Chair, individual directors, including each director's self-assessment, and Board meetings/sessions evaluation and monitoring of governance structures and processes, including policy development and processes for Board monitoring/oversight of operations identification and recruitment of external resources/experts to assist the Board in its governance role and responsibilities identification and development of recommendations on Board conflict of interest and discipline bylaws, policies and processes

Example Governance Committee Description #1

1. Conduct regularly-scheduled re-examinations of the agency's Mission Statement.
2. Conduct regularly-scheduled re-examinations of the agency's Vision Statement.
3. Conduct regularly-scheduled re-examinations of the agency's By-Laws.
4. Conduct regularly-scheduled reviews of the agency's operating policies (conflict-of-interest [for board and staff, document retention, loans to employees, ethics, whistle-blower, procurement, contract review, grievance and other employment-related practices, etc.)
5. Oversee Board orientation and ongoing Board development, including formalizing the description of criteria for Board membership, establishing job descriptions for Board members and committee leadership, creating a board member contract with the agency, considering term limits and establishing a Board self-evaluation process.
 - a. The Governance Committee should ensure that the composition of the Board (1) reflects the demographics of the community served and (2) provides the particular talents needed to accomplish the strategic plan.
6. Establish a Personnel Practices procedure.
7. Update the existing job description for the President (Executive Director) and conduct an annual performance review of the President. The outcome of this annual review would be communicated for inclusion in its compensation review.

Example Governance Committee Description #2

The purpose of the Governance Committee is to enhance the engagement and participation of Board and Council members, and to ensure the effective operation of the lay leadership structure.

Committee activities include:

- Recruitment and nomination of new Board members
- Recruitment of new Council members
- By-laws review
- Lay leadership development
- Orientation and mentoring for new members and observers