

Sample Job Description

Governance Committee

The overall purpose of the Governance Committee is to enhance the engagement and participation of Board members and ensure the effective operation of the board as a whole and of individual board members. The work of the committee revolves around the following six major areas of responsibility:

1. Ensure the board is able to fulfill its fiduciary and legal obligations.

- Monitor the board's due-diligence function as it relates to governance. Recommend action to the board. (Due diligence is the process used to assure that an organization is healthy and effective.)
- Recommend changes to board structure to ensure the board of directors is able to fulfill its legal and moral obligations.
- Monitor effectiveness of governance policies (e.g., board operations, officer expectations, performance of board members, etc.) Recommend changes and/or new policies for board action.
- Recommend governance standards for board and committee operations. Monitor adherence to the standards and engage the board in dialogue for change.

2. Ensure board composition reflects the needs of the organization.

- Work with the nominating committee to assess current and anticipated needs related to board composition; determine the knowledge, attributes, skills, abilities, influence, and access to resources the board will need to accomplish future work of the board.
- Work with the nominating committee to review and recommend optimum composition of the board.
- In cooperation with nominating committee, contact board members to assess their continuing interest in board membership and term of service and work with them to identify the appropriate role they might assume on behalf of the organization.

3. Ensure board roles and responsibilities are clear to board members, staff and other stakeholders.

- Review/update Board member job description on a regular basis.
- Review/create/update job descriptions for all board committees and task forces.

4. Ensure that board members have the knowledge, skills and resources they need to fulfill their Board responsibilities.

- Work with the President to design board orientation and "onboarding" of new board members, including a board buddy program.
- Design and implement regular board training and education.
- Create process for sharing past committee work with new leadership.

- Assess how well Board members are engaged and satisfied with their board experience.

5. Enhance Board Engagement and Effectiveness

- Perform an annual assessment of each board member and the board as a whole.
- Provide ongoing guidance to the Board President and other Board leaders on steps they might take to enhance board effectiveness.
- Review the Board's practices regarding member participation, conflict of interest, etc., and suggest improvements as needed.
- Create a process for holding Board members accountable.
- Work collaboratively with the bylaws committee to review and update the organization's bylaws and policies particularly as they relate to the Board.
- Conduct exit interviews of Board members who are leaving the board.

6. Strengthen Board Leadership

- Work with Board President to ensure meetings use and develop the leadership skills of the board.
- Ensure that committee chairs have the knowledge, skills and resources they need to fulfill their role
- Provide leadership development opportunities for board members.
- Engage past leaders in the organization in effective and meaningful ways.