

Governance Committee

Typical description of this committee: The stated purpose includes things like overseeing and evaluating the **board's performance**, along with **overseeing and evaluating compliance** with legal entities and guidelines.

12 Key Tasks for the Governance Committee *(Source: NEO Law Group)*

1. Develop a board member, committee* member, and officer** recruitment strategy, taking into account desired skill sets and diverse perspectives
2. Continually identify and recruit candidates for the board, committee and officer positions consistent with such strategy **Note that the typical governance committee does not specify CEO/GM but rather officer positions.**
3. Develop, and ensure appropriate implementation of, a board, committee, and officer orientation and onboarding strategy, which emphasizes appropriate respect of diversity, inclusion, and equity **Now note that a top task is to orient officers, but in the case of HSV, the POA arranges and conducts the orientation for the board members.**
4. Develop and implement a plan for continually educating the board, committees, and officers, and continually strengthening the bonds among such individuals to encourage independent expression of ideas and collaborative decision-making **Again the tail wagging the dog, we have the employees of the organization comprise and educate the members of the committees and in most cases actually select the people who serve on the committees.**
5. Periodically review the defined and adopted mission and vision statements of the organization and whether they are consistent across documents and activities **Number 5 on their list is the Board setting the vision and not being handed one to be adopted.**
6. Periodically review the governing documents of the organization and whether they are consistent with applicable laws and actual or desired organizational practices; amend such governing documents, as necessary **The recent discovery that the very existence of HSV's Governance Committee is in direct violation of our Bylaws.**
7. Develop and review other governance policies to guide effective oversight and thoughtful planning **It is the BOARDS responsibility to establish governing policies not the POA administration.**
8. Review the performance of the board and committees, including the effectiveness of meetings, and make recommendations, as appropriate
9. Review the performance of, and any perceived or actual conflicts involving, individual board members
10. Ensure timely and compliant elections of board members and officers
11. Recommend retention and re-election of incumbent board members, as appropriate
12. Recommend the request for resignation or removal of a board member, as appropriate

* Reference to "committees" above are generally to those committees with governance-related responsibilities that report to the board

Additional Tasks that May be Delegated to the Governance Committee

1. Develop a job description for the Executive
2. Conduct a regular performance review of the Executive
3. Approve any change in compensation of the Executive (possibly for recommendation to the Board before its final approval)