

BYLAWS - NOMINATION AND GOVERNANCE COMMITTEE

Nomination and Governance Committee. The Nomination and Governance Committee shall be charged with identifying and recruiting new Board members and recommending them to the Board of Directors. The Committee shall develop an orientation plan for new Board members and ensure that all Board members have the tools necessary to fulfill their obligations. The Committee shall design and implement the selection process for Board officer candidates. The Committee shall facilitate annual board self-assessments, and periodically review and revise, as necessary, the Board of Directors Handbook and Policy Manual.

NOMINATION & GOVERNANCE COMMITTEE CHARTER

PURPOSE

The Nomination & Governance Committee ("Committee") assists the Board of Directors of the organization fulfill its responsibilities regarding matters that relate to governing the organization and in identifying and recommending candidates for election to the Board of Directors.

MEMBERSHIP

The Committee shall be composed of at least three Board members. Others that have expertise in governance may be appointed subject to the conditions stated in the Bylaws. The President is an ex-officio member.

The Board Chair, consulting with the President, appoints the Chair of the Nomination & Governance Committee and affirms its members.

CHAIR

The Chair is responsible for scheduling meetings, drafting the meeting agenda, spiritual centering and reading the modified DEI Statement, and has the authority to call special meetings as needed or reschedule regular meetings, so long as all Committee members are provided reasonable notice (three to five days).

The Chair will ensure that minutes for all Committee meetings are taken and stored on a Board of Directors shared document platform in a timely manner following each Committee meeting. They may delegate this responsibility to another Committee member or staff.

MEETINGS

Meetings will be scheduled as often as needed, so long as all Committee members are provided reasonable notice (three to five days).

RESPONSIBILITIES/DUTIES

The Nomination & Governance Committee performs all duties as requested or required by the Board of Directors.

The Committee is specifically responsible for the following duties and responsibilities:

1. Advise the Board about governance framework strategies including relevant amendments to the organization's bylaws to strengthen the organization and empower the Board in meeting its obligations related to good governance principles and the organization's mission. Develop and make recommendations for policies that reflect best practices for overall excellent governance.
2. Advise the Board about strategies that strive to increase individual Board Director's effectiveness and ability to work collaboratively with their peers.
3. Evaluate the Board's current composition and identify the current and future needs of the organization to ensure that the Board has the necessary diversity, perspectives, experience, skills, maturity and judgment to effectively pursue its duties in planning and oversight. Make recommendations to the Board about the criteria and qualifications that they deem appropriate for election as Board Directors.
4. Identify, recruit, and interview potential candidates for Board Directors that meet the identified criteria for election to the Board. Make nominations to the Board for qualified individuals as Board Directors. Develop and make recommendations for policies on issues related to Board Director service.
5. Make recommendations with the President and the Board of Directors for candidates to serve as Committee Chairs and Committee Members.
6. Develop a Conflict-of-Interest policy and other appropriate Board policies and recommend them to the Board.
7. Lead and facilitates periodic Board self-assessments to ensure superior board performance and overall trust in its effectiveness.
8. Review the Board's individual Board Directors and Board Chairs at the end of each of their Board terms as part of the re-election process to ensure that they continue to have the appropriate skills and engagement level to continue serving on the Board.
9. Help develop an orientation process for newly appointed Board Directors and provide ongoing Board training and development.
10. Develop annual goals for the Committee.
11. Annually evaluate effectiveness of the Committee. Review its purpose and duties and recommend any proposed changes to the Board.
12. Provide training/onboarding resources to ensure new Board members' understanding of the organization's governance process.