

# Governance Committee

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## Authority

1. The Committee is an advisory committee established under Article VI, Section 1 of the Bylaws.

## Membership

1. Directors may be members of the Committee. The Board will appoint members of the Committee and a Chair.
2. The Board may fill vacancies on the Committee. The Board may remove a Committee member from the Committee at any time, with or without cause.

## Operations

1. The Committee will meet every other month in the months during which the Board does not have a scheduled meeting. The committee may meet more often, with meetings called by the Chair.
2. The Chair of the Committee will preside over Committee meetings. A majority of Committee members will constitute a quorum. Committee approvals will require a vote of a majority of the Committee members present at a meeting at which a quorum is present.
3. The Committee will report its activities to the Board at each bi-monthly Board meeting.
4. The Committee may invite any director, officer, employee, outside advisor or other individual who is not a Committee member to attend Committee meetings or meet with Committee members, but such persons will not have voting power and will not be held out as Committee members.
5. The Executive Director will serve as the Committee's staff liaison.
6. The Committee will review this charter periodically and recommend any proposed changes to the Board for review.

## Responsibilities

1. Lead regular review and revision of Aging Together Board member statement of roles, responsibilities, and expectations
2. Develop, clarify and recommend board priorities and areas of focus based on Aging Together Strategic Plan
3. Assess current and anticipated needs related to Board composition needed to accomplish future work of the Board
4. Identify and nominate individuals for election to the Aging Together Board and lead Board in succession planning
5. Assess, on an annual basis, continuing interest of existing Board members as to the desire of each individual to continue Board service and to identify appropriate leadership roles for Board members
6. Design, review and revise Board orientation materials and apprise Board member of continuing education training opportunities
7. Assess Board performance, in coordination with Board Chair, on a periodic basis and propose changes to structure and operations to enhance Board effectiveness, as appropriate
8. Review and suggest improvements to Board policies, guidelines, and practices
9. Other tasks as assigned by the Board