

WIN Governance Committee Charter

PURPOSE:

The Governance Committee will assist the Board of Governors with governance of the organization and make recommendations for Board action. The Governance Committee holds itself accountable for the following activities:

KEY RESPONSIBILITIES:

The governance committee holds itself accountable for the following:

Monitoring and Maintaining Board-Wide Adherence to Governance Best Practices

- Organizes a board self-assessment every two to three years.
- Evaluates the organization's governance needs by periodically reviewing the board's size, strategic composition, and committee structure; and recommending changes as needed.
- Reviews and recommends changes to bylaws and board policies every two years.
- Periodically reviews and recommends changes to the responsibilities of individual board members.
- Keeps track of board member performance, in relation to the board responsibilities, and supports the board Chair in ensuring all members uphold their board commitments.
- Provides ongoing advice to the board Chair on steps they might take to enhance board effectiveness.
- Regularly reviews the board's practices regarding member participation, conflict of interest, and board culture and suggests needed improvements.

Guaranteeing Steady Board Leadership for the Future

- Identifying, cultivating, and nominating new board members to build a strategically composed board.
- Recruiting for geographic, demographic, and skill diversity among board members; including diversity of race, gender, age, skill set, perspective, specialty, and experience.
- Maintaining an officer succession plan that grooms high-performing committee members to serve as WIN president, Governor of Education, Governor of Practice, and Governor of Research.
- Developing a Leadership Training Program for WIN members interested in leadership within the organization.
- Supporting committees without a chair, and working to develop internal committee leadership.

Onboarding and Training New and Existing Board Members

- Orienting new and returning members to WIN policies, practices, and responsibilities.
- Providing ongoing governance training and support to the Board and Committees.
- Creating opportunities for the Board of Governors to build relationships and interact socially.

- Working with the Executive Director to establish opportunities for the Board of Governors to mingle with members at opening ceremonies of the conference, through webinars, and at other opportunities.

Monitoring and Maintaining Governance Best Practices for the Board of Governors

- Conducting a board self-assessment every two to three years.
- Assessing the organization's governance needs by periodically reviewing the board's size, strategic composition, and committee structure; and recommending changes as needed, to include nominating members for open positions.
- In partnership with the Executive Director and WIN President, create an annual board calendar for approval by full board.
- Review and recommend changes to bylaws and board policies every two years.

Governance Committee Structure And Term Limits

The Governance Committee is staffed by the Executive Director. The committee is comprised of the WIN President, a WAN member, a member of the WIN Past Presidents, and a WIN Board member. Others may be considered and added, from time to time, to ensure:

- a diverse range of backgrounds and a variety of experiences
- experience with organizational development
- knowledge of good governance practices
- have experience in group performance evaluation

Meetings

The Governance Committee will meet via remote meeting technologies at least quarterly and hold additional meetings as needed to fulfill its responsibilities as described in this committee Charter. Typical time commitment may be between 1-2.5 hours a month.

Committee Reports

The governance committee will provide updates/progress reports to the board.

Checks And Balances Of Power

The governance committee has no power or authority to act on behalf of the full board. The governance committee will abide by the provisions in the governance documents that pertain to the meetings and actions of the board.