

## LSA GOVERNANCE COMMITTEE

### The Governance Committee

As the nature of effective governance has received increased attention and boards are seeking means to enhance governance, governance committees have emerged, expanding the charge and activities of what were nominating committees.

The governance committee is responsible for ongoing **recommendations to enhance the quality and viability of the board**. Governance Committee exists to support the board and ensure that there are always qualified people to serve. They do not have authority over the board. The committee frequently focuses in five areas.

**Board roles and responsibilities:** Provide ongoing leadership to the board to review the board's statement of its roles and areas of responsibility, and the expectations of directors as individuals. This would include guidance in reviewing the mission, establishing a vision, and goals to attain that vision, as well as, annual review of the by-laws, and reviews of employees and committee chairs.

**Board composition:** Assess needs for board composition. The governance committee should determine the knowledge, attributes, skills, abilities, and influence of board members, and assess what future issues the board will need to consider. Identify and appraise potential candidates.

**Board knowledge:** Design and oversee an orientation process, including information for board candidates and for new board members. Design and implement an ongoing program of board education to keep board members knowledgeable enough to discharge their duties as individuals and as a board.

**Board effectiveness:** Lead a periodic assessment of the board's performance and propose, as appropriate, adjustments in structure, process, and clarification of the board's responsibilities.

**Board leadership:** Consider the likely turnover on the board and those likely to be proposed for board leadership, taking steps to recruit and propose board members for roles that prepare them for leadership.

The governance committee will not only do the work of the nominating committee but increase the board's capacity to do its work by ensuring that the mechanics of the board are running smoothly.