

POLICY 4.1

Board Committee Principles

DATE OF ADOPTION: JULY 1, 2019

Board committees may be established to help the board be more effective and/or efficient in its work. Board committees are not to interfere with the board's delegation of authority to the CEO, or the CEO's to other staff.

Accordingly,

1. The roles and authority of board committees are governed solely by the board of directors and CSHA's governing documents (articles of incorporation, bylaws, and board policies).
2. Board committees are accountable to the board, which, in turn, may accept, modify or reject a committee's recommendations.
3. Unless specifically authorized by the board, board committees may not make any commitment of organizational resources or funds, or seek outside funding.
4. Board committees may only speak or act for the board when formally given such authority for specific and/or time-limited purposes. The board will carefully state expectations and authority for each committee (in the board committee structure policy) in order not to conflict with authority maintained by the board or delegated to the CEO.
5. As the CEO works for the full board, he or she will not be required to obtain approval of a board committee before an executive action.
6. Board committees exist to help the board do its job, not to exercise authority over staff.
7. This policy applies to any group formed by board action, whether or not it is called a committee and regardless of whether it includes non-board members. This policy does not apply to committees formed under the authority of the CEO.
8. At no time may any committee communicate with others inside or outside the association in a manner that implies organizational authority not explicitly granted to it by the association. To that end, no committee, working group or other subgroup may create email addresses, names, designs or take any action that contains the CSHA name or brand, or conveys unauthorized official status.

Responsibilities of board committee members

Board committee members shall:

1. Read, reference, and abide by the Bylaws and Board Governing Policies of the organization;
2. Act in the best interests of the association, and adhere to the CSHA Member Code of Conduct;
3. Prepare for and attend at least 75 percent of committee meetings (including virtual attendance via teleconference or video conference), unless excused by the committee chair due to extenuating circumstances;
4. Avoid any conflict of interest or appearance of a conflict of interest;
5. Not use their position on the committee for personal or professional gain;
6. At no time knowingly falsify information or share false information pertaining to the organization with any parties; and
7. Conduct themselves in a manner that enhances the organization's public standing.

Appointments and terms

Committee appointments that are not designated by definition in an officer position, including committee chairs, are made by the incoming CSHA board chair and/or chair-elect (except where designated otherwise) in consultation with the CEO and ratified by the CSHA Board of Directors at the June board meeting. Except where otherwise noted in board policy, approximately half of each committee is appointed by the incoming CSHA board chair each year for two-year terms, thus ensuring overlapping service on the committees.

Appointments of board committee members may include CSHA board members, CSHA members and CSHA non-members who do not currently serve on the board of directors. A non-member might be appointed for a variety of reasons, including specific knowledge or experience that would enhance a committee's work.

Individuals may serve no more than two terms as a member of a committee, consecutive or otherwise, and one term as committee chair, unless otherwise provided for in these Board Governing Policies.