

COMMITTEE RESPONSIBILITIES

Committees play an integral role in advancing the mission and goals of an organization. This is a handy guide for chairs and committee members to improve processes and outcomes.

Foreword

Committees supplement the work of the Board of Directors and staff. They provide knowledge, time and resources that the Board and staff may not have.

Some of the most successful programs and initiatives have been developed by committees. For instance, committees have published books, raised funds, developed curriculum, conducted research and elected candidates.

Leadership skills are honed in committees, paving the way for qualified leaders to advance.

Types of Committee

Standing Committees are identified in the bylaws and serve the duration of the election year. They are assumed to continuously function.

Subcommittees are used to break up the work of a committee into smaller tasks.

Councils, Work Groups, Special Interest Groups are other names for committees.

Task Forces and **Ad Hoc Committees** are appointed for a specific purpose and deal with a specific subject. They disband upon completion of their tasks.

Populating Committees

The size of a committee may be stated in the bylaws. It is influenced by factors such as interest in a committee's project, the number of members; and whether or not committees are open to members, etc.

Some organizations limit composition to Board members. Others hold a "call for volunteers." In some cases the appointed chair finds persons to serve. It is common to have member term limits. In all cases, the selection of committee members will have an impact on outcomes.



TIP: When seeking volunteers, remember that people don't want to give their valuable time nearly as much as they want to "*make a difference.*"

Terms of Office

In standing committees, the chair and members' terms correlate with the organization's election year. Task forces and ad hoc committees disband when their work is completed.



TIP: It may be easier to find volunteers when projects are broken into smaller tasks and assigned to *task forces* and work groups.

Orientation

Orientation is vital. This can be achieved by including the chairs in the Board's annual orientation, or via a special in-person or webinar orientation designed exclusively for committees. An organization should have a manual and policies specifically for committee operations.

The Governing Documents

Committees are guided by the organization's governing documents and may request them for understanding and clarification:

- **Mission** – Purpose for existence
- **Articles of Incorporation** – Authority from state government.
- **Bylaws** – Relationship to stakeholders.
- **Policies** – Interpretation of Bylaws and Articles

Processes may be described in an orientation manual or a specially created committee handbook.



TIP: Boards don't do committee work at the board meeting.

Copyright

Committees often produce results in the form of articles, manuals, educational content and designs, for instance. The committee must understand that their work products, original works and intellectual property belong to the parent organization and not to the committee or its members.



TIP: Committees that are charged with creating original works should sign a form assigning copyright to the organization.

Purpose and Charges

Purpose Statement - Each committee should have a clearly stated purpose or mission. The purpose seldom changes. Here is a sample purpose for an Audit Committee: *The primary function is to assist the Board in fulfilling its oversight responsibilities for a periodic audit and financial reporting.*

Charges - Committees receive their program of work, assignments or charges from the Board of Directors. Committee work should support the organization's strategic goals.

Charges or tasks for an Audit Committee might be stated for the year as:

- Prepare an RFP for an auditor.
- Review input and recommend to Board.
- Work with audit firm as a resource.
- Invite the auditor to present to the Board.
- Ensure that recommendations of the auditor receive consideration.

The combination of mission and current year charges frames the work of the committee.

Minutes and Reports

Minutes are one way to keep the organization informed of committee decisions, progress and needs. The IRS asks on Form 990, "Does the organization document the meetings held for each committee with authority to act on behalf of the governing body?"

Keep minutes so that the Board and staff are aware of direction, decisions and actions. Minutes should record:

- Committee Name
- Date and Time
- Attendees

- Actions and Decisions
- Adjournment
- Financial Impact



TIP: Some organizations have adopted a policy to clarify authority: *Committees have no authority to represent or contract for the organization, nor speak for the Board of Directors.*

Committee Liaisons

A liaison serves as a *resource* and *advocate* to the committee.

Board Liaison – A member of the Board assigned to assist and report on committee efforts.

Staff Liaison – The role of the staff liaison is to be a resource and encourage progress. Staff members should not necessarily be the committee's "secretary."



TIP: A liaison is a resource and friend of the committee – they should not usurp role of the committee chair.

Trends in Committees

- No sacred-cow-committees – is the committee needed? Consider disbanding, merging or changing its structure.
- Committees are aligned with organization's overarching goals.
- On-line portals facilitate meetings and archive reports and collaborative efforts.
- Committees must produce results ---- for instance research, reports, income, etc.

Antitrust Avoidance

When two or more people from the same industry meet, it is important to avoid discussions of prices, rates, discounts, competitive practices and boycotts. Some committees start each meeting by reading an antitrust avoidance statement or including the statement on a committee sign in sheet and/or on the agenda.

Authority

Committees have only the authority described in the bylaws, purpose statement, and current year charge. In general, committees have no authority to speak or contract for the organization or to commit funds, without explicit approval.

High Performing Committees

- Understand the committee's "fit" and importance in the organization.
- Engage the members with a passion
- Consider committee succession to ensure quality committee in future year.
- Think big – create a new program, curriculum, meeting or revenue source.
- Interface with other committees to maximize outcomes.
- Be accountable for commitments.



TIP: Remember the adage: *Committees Recommend > Board Approves > Staff and Volunteers Implement*

Common Sense

- Prepare for meetings; read, read, read!
- Respect the chair, agenda and rules of order.
- Bring a calendar, start and end on time.
- Know the mission and goals.
- Listen more than you speak.
- Check personal and political agendas at the door.
- Respect confidentiality.
- You don't speak for the organization without authority.
- Support the Board; don't bad-mouth any action or person. (Dissenting votes may be noted in the minutes – not outside the meeting.)



TIP: The internet facilitates on-line collaboration, storage and retrieval of committee documents.

The Chair and Vice Chair

The chair sets the tone. It is critical that he or she understand the big picture, communicate expectations and share an image of success.

- Provide leadership by communicating the committee mission, charge and seek member input and ideas.
- Stay in contact with committee members.
- Plan a calendar of meetings and determine how members prefer to meet (in-person, on-line, conference calls, etc.)
- Develop the meeting agenda and organize any supporting documents.
- Collaborate with related committees; avoid working in a "silo."
- Mentor a committee vice-chair.

- Assign tasks to members or subcommittees.
- Monitor progress.
- Prepare reports that show progress and request input and action of the Board or staff.
- Work with an assigned Board and/or staff liaison.
- Evaluate committee effectiveness at mid-year and year-end.



TIP: Appoint a vice chair or co-chair to ensure continuity if the chair is distracted.

The Committee Members

Members of the committee bring their unique perspectives and resources to achieve the mission and goals.

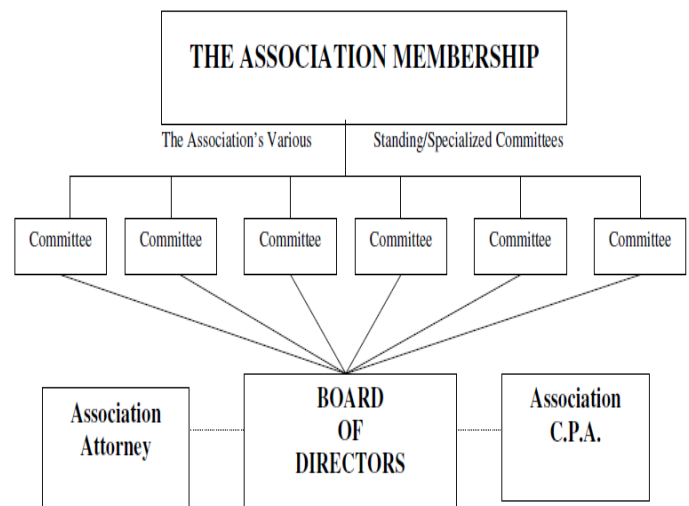
- Understand the purpose of the committee and ask what the specific charges are for the year.
- Offer ideas --- and respect the perspectives of others.
- Prepare for meetings by reviewing documents and previous work.
- Acknowledge, almost immediately, any communications regarding the committee.
- Ask for clarifications as needed from the chair, liaisons, staff and/or the Board.



TIP: Read the agenda and support materials prior to meetings; ask questions of the chair, leaders and staff in advance.

Organizational Chart

An org chart depicts lines of communication and authority.





Rules of Order

While Boards often rely on a form of parliamentary procedure (i.e. Roberts Rules of Order), committees tend to be less formal. It is important to follow the meeting agenda. Most important is to maintain decorum of courtesy and respect where discussions and work can be accomplished.

Planning Meetings

Committee meetings have three phases: **Before, During and After**

Before – Craft an agenda, collaborate with others, gather resources, and plan for a meaningful meeting.



TIP: The best room set-up is an open-U or a round table, depending on committee size. The goal is for every member to feel equal and be able to see and hear comfortably.

During – Be engaged at the meeting (turn off digital distractions); adhere to the agenda and seek meaningful results; take meeting minutes.

After – Circulate the minutes to committee members; inform the Board and staff of committee actions and needs; follow through on commitments; measure interim progress and deadlines; prepare for the next meeting.



TIP: Have a *reason* to meet ---- nothing turns off volunteers more than wasted time.

Failures and Traps

- Decisions made without necessary information.
- Personal agendas.
- Lack of understanding of member needs.
- Uncertain about the committee's purpose and assignments.
- Working in the current year only --- failing to build on prior committee work or to project more than a year out.
- Funds or commitments without authority.
- Organization's structure, policies and governing documents ignored.
- Someone usurping authority of the chair.

Evaluation

Take time to evaluate the structure, processes and outcomes of the committee every six to 12 months; considering aspects such as need for the committee, effective orientation, successful outcomes, resources and leadership.

At the close of meetings ask: *Was this an effective meeting; how can we improve the next meeting?*

Set Ground Rules at the Start

- ☐ Meetings will start and end on time.
- ☐ Turn off digital distractions.
- ☐ If you arrive late, please refrain from voting until the next agenda item so as not to interrupt the flow of discussion of those who arrived on time.
- ☐ An agenda will be distributed at least 10 days in advance; it will frame our discussions; avoid meeting distractions and sidebar conversations.
- ☐ Prepare for meetings by reviewing advance materials.
- ☐ Minutes will document decisions and actions of the committee.
- ☐ Decisions of the committee shall stand; expressing dissenting opinions after the meeting is inappropriate.
- ☐ Respect new ideas and new people on the committee.

