



**Adopted: January 23, 2002**

## **GOVERNANCE POLICY No. 102: BOARD COMMITTEE PRINCIPLES**

---

*Board committees will be assigned, when used, so as to reinforce the wholeness of the board's job and so as never to interfere with delegation from board to CEO (Executive Director).*

Accordingly,

1. Board committees are to help the board do its job, as well as help or advise the staff where appropriate. Committees ordinarily will assist the board by preparing policy alternatives and implications for board deliberation. In keeping with the board's broader focus, board committees will normally not have dealings with current staff operations.
2. Board committees may not speak or act for the board except when formally given such authority for specific and time-limited purposes. Expectations and authority will be carefully stated in order not to conflict with authority delegated to the CEO.
3. Board committees cannot exercise authority over staff. Because 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.
4. Board committees are to avoid over-identification with organizational parts rather than the whole. Therefore a board committee that has helped the board create policy on some topic will not be used to monitor organizational performance on that same topic.
5. Committees will be used sparingly and ordinarily in an ad hoc capacity.
6. This policy applies to any group that is formed by board action, whether or not it is called a committee and regardless whether the group includes board members. It does not apply to committees formed under the authority of the CEO.

August 2001

Extracted from: Carver, J; Reinventing Your Board.