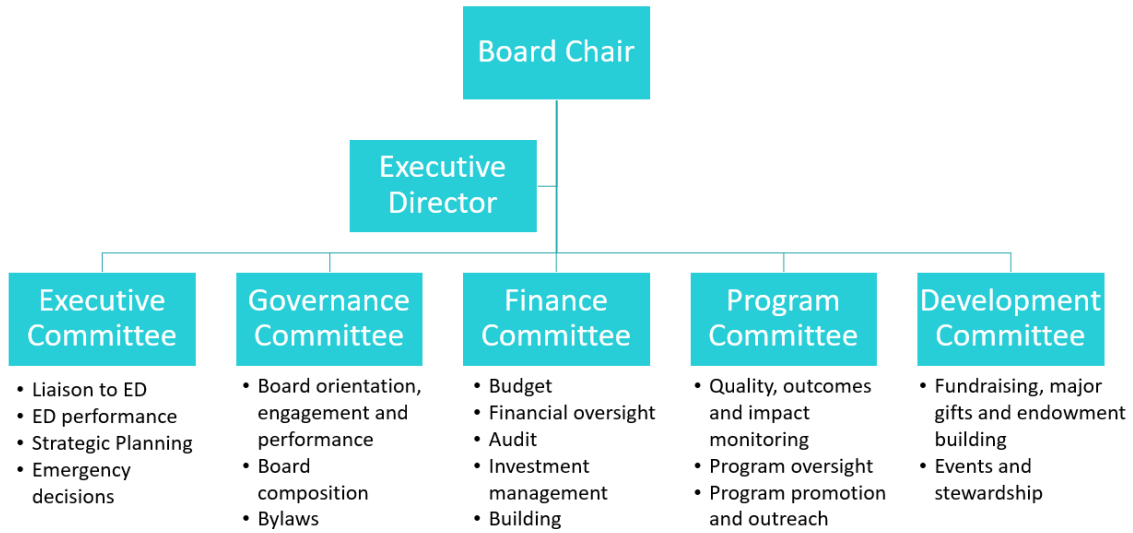


Board Committee Structure Recommendations

Below is the committee structure that has been proposed to help the organization move forward and support the strategic plan implementation.



Board Committee Structure Recommendations

Executive Committee Job Description

The Executive Committee is responsible for working in support of, or occasionally in place of, the full board. The roles and responsibilities of the committee revolve around several major areas.

1. Perform policy work

- Carry out specific directions of the board, and take action on policies when they affect the work of the executive committee or when the full board directs the committee to do so.
- Review and recommend HR other policies not overseen by another committee.
- Ensure the organization complies with all legal requirements.

2. Act as liaison to the chief executive

- Facilitate annual assessment of the chief executive by the board and report the results of the assessment to the chief executive.
- Review compensation and benefits for the chief executive.
- Ensure a succession plan is in place for the Executive Director and key leadership positions.

3. Help develop a strategic plan

- Initiate the board's involvement in establishing a strategic framework or direction.
- Ensure an annual agenda of board work is completed in line with the organization's strategic objectives.

4. Conduct executive searches

- Assume the lead in the search for a new chief executive or delegate the responsibility to a task force.
- Conduct the research necessary to determine an appropriate salary for the chief executive.
- Seek approval from the full board before hiring a new chief executive.

5. Handle urgent issues

- Resolve an emergency or organizational crisis (e.g., loss of funding or unexpected loss of chief executive).

Knowledge, skills and abilities needed for the Executive Committee include:

- Nonprofit Leadership/Governance
- Legal
- Auditing
- Strategy/Planning
- Human Resources/Organization Culture
- Organizational and Workforce Development
- Inclusion/Accessibility
- Insurance/Employee Benefits

Board Committee Structure Recommendations

Governance Committee Job Description

The Governance Committee is responsible for ongoing review and recommendations to enhance the quality of the board of directors. The work of the committee revolves around six major areas.

1. Help create board roles and responsibilities

- Lead the board in regularly reviewing and updating the board's description of its roles and areas of responsibility and what is expected of individual board members.
- Assist the board in periodically updating and clarifying the primary areas of focus for the board, and help shape the board's agenda for the next year or two, based on the strategic plan.

2. Pay attention to board and committee composition

- Lead in assessing current and anticipated needs related to board composition, determining the knowledge, attributes, skills, abilities, influence, and access to resources the board will need to consider to accomplish future work of the board.
- Develop a profile of the board as it should evolve over time.
- Identify potential board member candidates and explore their interest and availability for board service.
- Nominate individuals to be elected as members of the board.
- In cooperation with the board chair, contact each board member eligible for re-election to assess his or her interest in continuing board membership and work with each board member to identify what he or she might be able to contribute to the organization.

3. Encourage board development

- Provide candidates with information needed prior to election to the board.
- Design and oversee a process of board orientation, share information needed during the early stages of board service and ensure new board members are mentored.
- Design and implement an ongoing program of board information, education, and team building.

4. Assess board effectiveness

- Initiate periodic assessment of the board's performance, and propose, as appropriate, changes in board structure and operations.
- Provide ongoing counsel to the board chair and other board leaders on steps they might take to enhance board effectiveness.
- Regularly review the board's practices regarding member participation, conflict of interest, confidentiality, and so on, and suggest needed improvements.
- Periodically review and update the board policy and practices.

5. Prepare board leadership

- Take the lead in succession planning, taking steps to recruit and prepare for future board leadership.
- Nominate board members for election as board officers.

6. Review and Revise bylaws as necessary

- Periodically review (at least once every three years) and revise as necessary.

Board Committee Structure Recommendations

Knowledge, skills and abilities needed for the Governance Committee include:

- Nonprofit Leadership/Governance
- Legal
- Inclusion/Accessibility
- Organizational Development
- Human Resources/Organizational Culture
- International Relations/Working with Diverse Cultures
- Stakeholder Outreach/Community Relations

Board Committee Structure Recommendations

Finance Committee Job Description

The Finance Committee is responsible for assisting the board in ensuring the organization is in good fiscal health. The work of the committee revolves around several areas:

- 1. Ensure that accurate and complete financial records are maintained**
 - Monitor income and expenditures against projections.
 - Review and recommend financial policies to the board, including ensuring adequate internal controls and maintaining financial records in accordance with standard accounting practices.
- 2. Ensure that accurate, timely, and meaningful financial statements are prepared and presented to the board**
 - Present quarterly or monthly financial statements to the board with pertinent notes.
- 3. Oversee budget preparation and multi-year financial planning**
 - Propose for board approval a budget that reflects the organization's goals and board policies.
 - Ensure that the budget accurately reflects the needs, expenses, and revenue of the organization and that the budget gets passed on a yearly basis.
 - Ensure 3-5 year financial forecasting is considered in the budgeting process.
- 4. Safeguard the organization's assets**
 - Review proposed new funding for ongoing financial implications, recommending approval or disapproval to the board.
 - Ensure that the organization has the proper risk-management provisions in place.
 - Provide oversight to the investment policy and relationships with banks and investment advisors.
- 5. Help the full board understand the organization's financial affairs**
 - Ensure that the board as a whole is well informed about the organization's finances.
 - Educate the board about financial matters.
- 6. Ensure compliance with federal, state, and other requirements related to the organization's finances**
 - Ensure that organization maintains adequate insurance coverage and appropriately assesses and manages risk.
 - Ensure that the IRS Form 990, other forms, and employment and other taxes required by government are filed completely, correctly, and on time.
- 7. Manage the Audit Relationship**
 - all committee members should be very clear about what they can expect from the auditor and vice versa
 - arrange for meetings with the auditor
 - understand the audit recommendations and the plan for carrying them out
 - consider meeting with the auditor in executive session to review the financial health of the organization, the adequacy of the financial systems and the competence of the financial staff
- 8. Select the Independent Auditor**
 - assess the firm's qualifications, capacity and professional style
 - interview several candidates in person before making selection and check references
 - ensure that the auditor is a CPA and that they have previous nonprofit audit experience

Board Committee Structure Recommendations

- 9. Evaluate strategic locations for buildings, technology, programs and services based on community need and create a master plan for community service delivery.**
- Ensure that a long-range facility plan is created and periodically updated to ensure appropriateness of facilities
 - Ensure that a preventative maintenance program is developed and implemented to ensure that facilities and equipment are adequate and appropriately maintained.
 - Provide input and direction regarding capital budget expenditures for major building, technology and maintenance requirements for the organization.
 - Monitor the capital and operating expenditures related to building projects and outcomes.

Knowledge, skills and abilities needed for the Finance Committee include:

- Accounting
- Auditing/Internal Audit
- Financial Management
- Legal
- Risk Assessment and Management
- Investment Management
- Debt Financing/Access to Capital
- Information Technology
- Insurance/Employee Benefits
- Facilities Management and Maintenance

Program Committee Job Description

The purpose of the Program Committee is to take a strategic approach to the mission, quality and programming of the organization, and identify new programs and services for the organization and to ensure successful development and implementation.

The roles and responsibilities of the committee include:

1. **Advise the board on industry trends and strategic challenges relating to the mission of the organization, and assess community need for programs and services.**
 - a. Stay up to date on the PA State Education Standards

2. **Ensure that programs and services are developed and implemented that meet the needs of the community and achieve desired outcomes**
 - a. Periodic community needs assessment (every 3-5 years)
 - b. Diversity, equity, inclusion
 - c. Accessibility

3. **Identify and track key indicators for measuring the quality and success of programs**

4. **Plan and implement strategies to increase awareness and participation in programs and activities**

Knowledge, skills and abilities needed for the Education Committee includes:

- PA Department of Education Standards
- Grant Writing/Grant Management
- International Relations/Working with Diverse Cultures
- Data Collection/Impact Tracking/Program Evaluation
- Inclusion/Accessibility
- Nonprofit Leadership/Governance
- Strategy/Planning and Exhibit Development
- Stakeholder Outreach/Community Relations
- Information Technology

Board Committee Structure Recommendations

Development Committee Job Description

The purpose of the Development Committee is to work with the board chair, the executive director and the development staff (if present) to provide valuable input for developing the fundraising plan and engaging the board in fundraising.

Roles and Responsibilities of the Development Committee include:

1. Involve and motivate other board members and volunteers to ensure that fundraising goals are met.
2. Help to develop policies for board and staff action related to gift solicitation and recognition
 - a. Determine expectations for individuals and organization as a whole
3. Ensure that the case for support is strong, current and based on the organization's mission and goals
 - a. Case for support includes: mission, goals, objectives, programs, governing board, staffing, facilities and equipment, finances, planning and evaluation, history
4. Help to develop strategies for involvement and cultivation of major gift and planned giving prospects
 - a. Identification of donors and relationship building with them
 - b. Develop planned giving program
5. Provide information on environmental factors affecting fundraising among the organizations' constituencies
 - a. Determine what is going on in the community and beyond
6. Help to evaluate potential prospects for increased contributions
 - a. Review information and make suggestions; develop personal contacts
7. Help to develop expectations for financial contributions from the board, and providing leadership by making their own gifts
8. Support annual, special and planned giving programs including making thank you phone calls and sending personal thank you letters
9. Participate actively in special events and providing leadership for capital campaigns
 - a. work with special event & project subcommittees
10. Help to develop a regional marketing and public relations strategy and make suggestions for ways to increase visibility of the organization.

Knowledge, skills and abilities needed for the Development Committee includes:

- Development/Fundraising/Donor Relations
- Marketing/Advertising/Public Relations
- Library Program Development
- Grant Writing/Grant Management
- International Relations/Working with Diverse Cultures
- Strategy/Planning
- Stakeholder Outreach/Community Relations
- Government Relations/Advocacy