

**GOVERNANCE PROCESS  
POLICY D5**

**COMMITTEE PRINCIPLES**

The Board may establish committees to help carry out its responsibilities. Committees must not interfere with delegation from Board to Management.

1. Board committees may not speak or act for the Board except when formally given such authority for specific and time-limited purposes. Such authority will not conflict with authority delegated to Management and its boundaries will be clearly delineated.
2. Committees will primarily assist the Board by preparing recommendations for board consideration.
3. If a committee has assisted the Board in creating policy in a specific area, that committee cannot be the sole monitor of organizational performance in that area. This is to ensure participation of the Board as a whole in the monitoring of all board policies.
4. Board committees cannot exercise authority over the Board, staff or Management.
5. This policy applies only to committees that are formed by board action.
6. Board committees must be chaired by a board member, except in cases where the chair is no longer a board member after the September elections. In those cases the committee chairs' and other committee members' terms will continue until the November board meeting committee selections.
7. Committee chairs and members will be determined at the annual November board meeting. Terms for chairs and members will be one year from November to November.
8. Committee calendars and charters will be reviewed and accepted by the Board in January every year.

This policy will be monitored and reviewed in conjunction with the annual board evaluation.

Adopted 12/02/1998  
Modified 02/06/2008