###### READ USA

###### Board Committee Descriptions

###### DRAFT April 2022

**Development and Governance Committee**

**Purpose of the Committee:**

As a committee of the Board of Directors, helps the Board carry out its due diligence function related to assuring fiscal health through philanthropy and fund development. Partners with staff to institutionalize the philanthropic process within the Board and its individual members, assuring a donor-centered organization. Identifies and recruits new board members and ensures board governance aligns with by-laws and policies related to board membership.

* **Reports to:** Board of Directors and takes direction from the institution’s strategic plan.
* **Staff to the Committee:** CEO.
* **Committee membership and operations:** Members include both Board and non-Board members. All committee work is done in partnership with and through the leadership and enabling of assigned staff. The CEO makes all staff assignments. The committee does not usurp the authority of the Board, and neither directs nor oversees staff.
* **Frequency of meetings:** As necessary, estimated at six times per year.

**Scope of Work for the Development and Governance Committee**

* Articulate of roles and performance expectations in fund development for board members.
* Devise and recommend philanthropy and fund development policies and recommend to the Board for action, including any limitation policies.
* Help nurture a culture of philanthropy throughout the organization, and assure that all donors of time and money are respected and honored.
* Assure that the Board and individual Board members are adequately educated about the basic principles and best practices in fund development, including the design of a donor-centered organization.
* Through the fund development planning process: help establish the charitable contributions goals for the annual budget; devise the annual fund development plan for action by the Board; and recommend results and benchmarks for action by the Board.
* Review results and evaluate return on investment (ROI) compared to the plan. Identify trends and implications and engage the Board in strategic dialogue and decision-making regarding philanthropy and fund development.
* Help the Board articulate the case for philanthropic support directed at specific audiences.
* Establish task forces to carry out specific fund development activities. Monitor task force performance.
* Provide personal follow-up to individual Board members to monitor their participation.
* Identifies board membership needs and manages a recruitment strategy for board membership.

**Members:**

**Finance Committee**

Purpose:

The finance committee is responsible for assisting the board in ensuring the organization is financially viable and meeting its fiduciary and compliance responsibilities. The work of the committee revolves around six major areas.

* **Reports to:** Board of Directors and takes direction from the institution’s strategic plan.
* **Staff to the Committee:** CEO and CAO.
* **Committee membership and operations:** Members include both Board and non-Board members. All committee work is done in partnership with and through the leadership and enabling of assigned staff. The CEO makes all staff assignments. The committee does not usurp the authority of the Board, and neither directs nor oversees staff.
* **Frequency of meetings:** As necessary, estimated at six times per year.

**Scope of Work for the Finance Committee**

*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.

*3. Oversee budget preparation and 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.

*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.

*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.
* Ensure that the IRS Form 990, other forms, and employment and other taxes required by government are filed completely, correctly, and on time.

**Members:**

Program Committee

**Purpose:**

The program committee is responsible for ensuring our programs have a viable and sustainable strategy and are achieving their intended educational impact and outcomes.

* **Reports to:** Board of Directors and takes direction from the institution’s strategic plan.
* **Staff to the Committee:** CAO.
* **Committee membership and operations:** Members include both Board and non-Board members. All committee work is done in partnership with and through the leadership and enabling of assigned staff. The CEO makes all staff assignments. The committee does not usurp the authority of the Board, and neither directs nor oversees staff.
* **Frequency of meetings:** As necessary, estimated at six times per year.

**Scope of Work for the Program Committee**

The work of the committee includes:

* Oversight of new program development; monitor and assess existing programs.
* Initiate and guide program evaluations.
* Facilitate discussions about program priorities for the full board of directors.
* Review plans for program growth.
* Review and assist with the development of data collection and research strategies.
* Lead with the CAO presentation of program reports to the full board at each board meeting.
* Assist CAO with relationships and partnership essential to the implementation of program strategies.

**Members:**

**Executive Committee**

* **Reports to:** Board of Directors and takes direction from the institution’s strategic plan.
* **Staff to the Committee:** CEO and CAO.
* **Committee membership and operations:** Board officers and committee chairs. Other board members as needed.
* **Frequency of meetings:** As necessary, estimated at six times per year.

**Scope of Work for the Executive Committee**

* Act on behalf of the board on all issues related to READ USA between board meetings, with responsibility to report actions to the board for ratification or further board action at the next board meeting.
* 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.
* Nurture the chief executive by providing counsel, feedback, and support when needed.
* Plan and conduct an annual assessment of the chief executive and report the results of the assessment to the board and chief executive.
* Review compensation and benefits for the chief executive.
* Initiate the board’s involvement in establishing a strategic framework or direction.
* Approve and/or assist in strategic planning.
* Review the annual performance plan for READ USA focus on progress made, or the lack thereof, in accomplishing goals on a semi-annual basis and reporting to the board as warranted.
* Assume the lead in the sear for a new chief executive or delegate the responsibility to a search committee.
* Conduct the research necessary to determine an appropriate salary for the chief executive.
* Seek approval from the full board before terminating an existing chief executive or hiring a new chief executive.
* Resolve emergency or organization crisis as needed and inform board of any decisions made on its behalf.

**Members:**