

# **COLUMBIA BASIN FOUNDATION**

## **Governance Policy & Procedure**

**Subject:**  
Governance Committee

**Approved Date:**  
March 10, 2008

**Policy:**

The Columbia Basin Foundation (“CBF”) Board of Directors is the governing body for the organization. They are legally responsible and have fiduciary responsibility for the organization. Board members are volunteers recruited from the communities CBF serves.

A Governance Committee consisting of two or more board members, as provided for in the bylaws, will meet as necessary to address the following tasks:

Recruitment of board members:

- Maintain board member job descriptions.
- Maintain a board profile that helps identify:
  - Skills and expertise the board and organization needs.
  - New board members from beyond the board’s traditional circles.
  - Board member eligibility for re-election.
  - Board members who wish to leave at the end of their term.
  - The communities within the serving area that are and are not represented on the board.
- Contact potential board members and gauge their interest in serving.
- Recommend new board members.
- Recommend committee chairs and committee members for appointment.
- Recommend board officers for election.
- Observe and nurture potential leaders within the board.

Education of board members:

- Orient new board members to ensure that they have adequate materials and understand their roles and responsibilities.
- Involve board members in “continuing education” in the role of board members.
- Ensure that an effective communication system is in place to keep board members informed (e.g., board and committee minutes, e-mails).

Evaluation of board performance:

- Annually lead the board in its self-assessment and develop recommendations to the board for self-improvement.
- Discuss with staff their views of the board’s performance and ways to strengthen the board in both its governing and supporting role.
- Assess board members’ individual participation and make recommendations.

Advising the board on governance:

- Make recommendations to the board on governance issues

Creation and Evaluation of Board Policy:

- Create, revise and review all board policies, except Investment and Distribution policies which are handled by the respective committees.
- Make recommendations to the board on policies created, revised or reviewed