

<b>Committee Name:</b> Governance	<b>Session #:</b>	<b>Report #:</b>
<b>Committee Chair:</b> Hugh Moore	<b>Vice Chair:</b> Leianne Crittenden	
<b>Minutes recorded by:</b> Leianne Crittenden	<b>Date/time of meeting:</b> December 8, 2013 7:30 pm EDT	

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**Motions Passed:**

**MSA: The committee recommends buying *Ten Basic Responsibilities of Nonprofit Boards* from Board Source for all active members of the BOD and for all members of the Governance Committee**

<b>Number of committee members present: 5</b>	<b>Absent: 2</b>	<b>Number of other delegates present: 0</b>
<b>Committee members present (list all, including chair and vice chair):</b> Hugh Moore, Sean Fitzgerald, Jim Wheeler, Carl Bromer, Leianne Crittenden		

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**Minutes**

Governance Committee Conference Call

1. **November 3, 2013 Meeting Minutes** were reviewed and approved.
2. **Board Training.** Patty suggested that the Governance Committee provide formal training of Board Members, and that they read *Ten Basic Responsibilities of Nonprofit Boards* from Board Source in preparation for February board meeting. We should also provide Committee training as well as BOD. Other suggestions included membership in Board Source. Hugh checked the site for costs. Membership for USMS would be about \$1500. It would cost around \$5000 to include LMSCs. Cost of the book is \$29, or about \$900 to cover all BOD and Governance Committee members. Carl asked if we can find another source for these materials (they are the same price on Amazon). Leianne expressed concern over adding to duties of volunteers at the LMSC and Committee level. Board Source training has been conducted intermittently, but people have liked them. **MSA: The committee recommends buying *Ten Basic Responsibilities of Nonprofit Boards* from Board Source for all active members of the BOD and for all members of the Governance Committee.** Hugh to talk Nadine about the cost. Once we get the books then we can figure out a presentation for Feb Board meeting. Hugh will try to get the books to the Governance Committee by the end of the month.
3. **Review Committee Charter.** Hugh will post the Governance Committee Charter in the Discussion Forum so that the committee can review. For each Permanent Committee of the Board there are three sources of information: unpublished charter, Rules Book, and USMS Policy Manual. Hugh would like to continue with the discussion of the charter. Hugh to post all three in one spot in a word document.
4. **Policy Manual Report.** Hugh asked Carl to chair a subcommittee to review the USMS Policy Manual and make recommendations for updates. Carl and Hugh will provide updates to Committee as they progress.
5. **Continue with "Design an organizational structure for USMS starting with a blank sheet of paper."** We discussed Jim's summary chart of the organization, everyone agreed that the organization is terribly complex and large. At one point the Board was over 40 people, but was trimmed to 16. Jim will try to show how the At Large Directors and Zone Reps and National Office fit into the picture.
6. **New Business**  
None

Next meeting tentatively scheduled for 1/5/14 at 7:30 EST

The meeting was adjourned at 8:30 pm Eastern

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