

Committee Name: Governance	Session #:	Report #:
Committee Chair: Hugh Moore	Vice Chair: Leianne Crittenden	
Minutes recorded by: Hugh Moore	Date/time of meeting:	January 5, 2014 7:30 pm EDT

Motions Passed:

none

Number of committee members present: 3	Absent: 4	Number of other delegates present: 0
Committee members present (list all, including chair and vice chair): Hugh Moore, Sean Fitzgerald, Carl Bromer		

Minutes

Governance Committee Conference Call

1. **December 8, 2013 Meeting Minutes** were reviewed and approved.
2. **Board Training.** Review of *Ten Basic Responsibilities of Nonprofit Boards* from Board Source. All members of the Governance Committee and Board of Directors were sent a copy of the book. Hugh would like the committee to review the entire book. He feels that chapter 8 has special relevance to the Governance Committee and would like to make sure that all committee members have reviewed the chapter in preparation for discussion of committee policies. Carl noted that the self assessment appendix was good. Hugh will compare the assessment with the one performed by the BOD last year.
3. **Review Committee Charter.** Hugh previously started a Discussion Forum thread on reviewing the Governance Committee Charter. The thread has two parts: responsibilities of the committee and eliminating committee charters for all permanent committees of the board in favor of replacing them with policies that are maintained in the Policy Manual. It was agreed by the committee that charters should be replaced by policies. Discussion of responsibilities will continue once committee members have read chapter 8 of *Ten Basic Responsibilities of Nonprofit Boards*.
4. **Policy Manual Report.** Carl and Hugh will propose updates to the Governance Committee prior to the next meeting so that they can be presented to the BOD at their face to face meeting on 2/7-2/9. Suggested updates will include adding policies for permanent committees of the board that had previously been maintained in charters.
5. **USMS Organizational Structure.** Discussion will continue on the Discussion Forum.
6. **New Business.** None

Next meeting date and time will be established by polling members.

The meeting was adjourned at 8:20 pm Eastern
