

AAWGT GOVERNANCE COMMITTEE CHARTER

December 2017

PURPOSE

The Governance Committee ensures that AAWGT governing documents and statements of policy reflect the mission and goals of AAWGT. Committee members work with AAWGT Officers, Committee Chairs and Assistant Chairs to develop comprehensive, objective, and consistent governing documents to enhance the organization's effectiveness, continuity and development.

RESPONSIBILITIES

1. As needed, review Bylaws and recommend changes to the Steering Committee.
2. As needed, review and revise this Charter.
3. As needed, review and revise, in coordination with Committee Chairs/Assistant Chairs, the Committee Charters.
4. Suggest the development or revise, as appropriate, other AAWGT policies that affect the entire organization and are not committee-specific.
5. Provide advice on procedural governance issues, based on Robert's Rules of Order Newly Revised (RONR).
6. Review and provide advice on all written agreements entered into by AAWGT.
7. Manage the Conflict of Interest disclosure process for the Steering Committee.
8. Recruit qualified and available candidates for Governance Committee membership.
9. Provide recommendations to the Leadership, Development and Nominating (LDN) Committee for future Committee leadership positions.
10. Provide guidance on conflict of interest issues to the Officers, Steering Committee, and to LDN with respect to prospective candidates for the leadership slate.
11. Conduct reviews of the responsibilities and structure of Committees for proper allocation of responsibilities to ensure AAWGT needs and priorities are met and to minimize duplicate efforts. Recommend new Committees or realignment of existing Committees, as appropriate. Discuss recommendations with the President, Vice-President, and affected Committee(s).

PROCEDURES

1. The Committee consists of a Chair and an Assistant Chair and strives to maintain at least three additional members. The current President and/or Vice President shall be *ex officio* members.
2. A quorum is a majority of the members of the Committee. Decisions by the Committee shall be made by a majority vote of the quorum present and voting.
3. The Chair and Assistant Chair shall job-share duties of the Committee and may form subcommittees to focus on specific projects.
4. The Chair shall schedule regular committee meetings and special meetings as needed and advise members of the time and place of these meetings as early as possible.
5. Meeting agendas shall be prepared and distributed in advance of any meeting.
6. Minutes of meetings shall be kept and distributed.
7. The Chair and/or Assistant Chair shall prepare routine reports of Committee activities for the Steering Committee. In addition, the Chair and/or Assistant Chair shall provide details of any pertinent issues or problems to the AAWGT President at least one week prior to each Steering Committee and general AAWGT meeting.
8. The Chair shall establish at the beginning of each calendar year the Committee's timeline of major activities for the coming year.
9. At any transfer of leadership of the Committee, the outgoing Chair shall review this Charter with the incoming Chair/Assistant Chair.

TIME LINE FOR AMENDING BYLAWS

(Bylaws should not be amended frequently)

1. Review Bylaws February through June.
2. Accept Bylaw ideas from the Steering Committee until the end of April.
3. Accept Bylaw ideas from the General membership until the end of May.
4. Craft wording of proposed amendments July through August.
5. Present proposed amendments to the Steering Committee for approval in September.
6. Announce proposed amendments to the General Membership in September.
7. Conduct vote on proposed amendments in November.

POSITION REQUIREMENTS/QUALIFICATIONS FOR CHAIR/ASSISTANT

1. Knowledge of the culture, organizational structure and operations of AAWGT and working knowledge of parliamentary procedures.
2. Familiarity with board governance, contracts, policy development, organizational development or legal training is desirable.
3. Prior service on the Governance Committee or on the Steering Committee is required.
4. Time commitment is throughout the calendar year, and varies depending upon the workload. Approximately 3 hours per week for Committee business. Attendance at Steering Committee and regularly monthly Committee meetings is estimated at approximately 4-6 hours per month. Special projects, such as re-writing bylaws or drafting a new policy, may require significantly more time in meetings and time spent researching, drafting, and editing.