

STANDING COMMITTEE FUNCTIONAL DESCRIPTIONS

BOARD OPERATIONS COMMITTEE

Headed by the Board Chair and consisting of the Board Chair-Elect, Treasurer, Secretary, and Immediate Past Chair and consisting of the chairs of the Planning and Program Development, Performance Oversight and Monitoring, and External Relations/Resource Development Committees and the President & CEO (ex officio), the Board Operations Committee is basically responsible for the effective functioning of the Board of Directors, including Board human resource development, and for the maintenance and development of the Board – President/CEO working relationship, in this capacity being accountable for:

- Coordinating the functioning of the Board of Directors and the Board's standing committees, keeping the Board Governing Mission updated, setting Board member performance standards, and monitoring the performance of the Board as a whole and of individual Board members.
- Recommending revisions in the Lighthouse Bylaws to the Board of Directors in the interest of stronger governance and management of Lighthouse affairs.
- Developing and keeping updated a profile of preferred Board member attributes and qualifications and fashioning and executing strategies to promote the appointment of qualified candidates to fill Board vacancies, serving in an advisory capacity to the Board of Directors and, in effect, as the Board's nominating committee.
- Developing and overseeing execution of a formal Board member capacity building program, including such elements as orientation of new members, continuing education and training, and a mentoring program pairing new with senior Board members.
- Ensuring that the President & CEO employment contract and position description are updated as necessary to reflect changing Lighthouse needs, priorities, and circumstances.
- Annually negotiating President & CEO performance targets, annually or semi-annually evaluating President & CEO progress in achieving these targets, and determining the President & CEO's compensation based on local and national CEO salary benchmark data. *Note that these are CEO-specific performance targets, relating to significant President & CEO commitment of her time to particular high-priority items. They must*

be in accordance with – and cannot contradict – the overall Lighthouse organizational targets that are set through the annual planning and budgeting process, under the oversight of the Board’s Planning and Program Development Committee.

- Taking action on behalf of the Board of Directors in true emergency situations, when a significant action cannot wait until the next scheduled Board meeting and it is not practical to assemble a quorum of the Board – either in-person or via teleconference. The Board Operations Committee can act on behalf of the full Board only when a quorum (50 percent plus one of the membership) of the Board Operations Committee is present at a formally called meeting, and the Board must be formally notified of such actions in writing within a week of their being taken.