

**Sample Nonprofit Board Committee Descriptions**

Committees of the board of directors provide opportunities for board members to be more deeply engaged with a specific project, function and/or strategy of the organization. Committees are led by a Committee Chair and can consist of both board and non-board members. Committee Chairpersons should be members of the board of directors that understand the organization’s mission and goals and can represent the committee to the board of directors. They provide updates on committee activities, present committee recommendations for board approval and develop a pipeline of prospective board members from the committee. Committees have limited decision-making authority but may be tasked with carrying out the necessary research and development to recommend a decision to the board of directors.

Standing committees can be stated in the bylaws or exist indefinitely as part of the board of directors. These commonly include the Executive and Finance Committees. Committees can also be “ad hoc” meaning they are established by the board of directors for a specific purpose and are temporary. Common ad hoc committees include personnel (when the organization is in a growth stage of adding or expanding staff), strategic planning (to champion a strategic planning process), and executive director Search (when a search for an executive director is underway).

# Executive Committee

The role of an executive committee, as with all committees, is to help the board accomplish its work in the most efficient way. Some boards form an executive committee just because everyone else has one—it seems to exist by default. When creating any committee, it is wise to first analyze the entire structure of the board and determine whether that committee would add value. This resource is designed to help boards determine whether an executive committee is a necessary tool for their organization.

## What is an executive committee?

As the name implies, an executive committee has special responsibilities and authorities above all other committees. Usually, an executive committee acts on behalf of the full board. Its main purpose is to facilitate decision making in between board meetings or in the case of a crisis or other urgent circumstances. It can also act as the communication link to the chief executive and, in some cases, performs the chief executive’s performance evaluation.

## Limits of authority

* Typically, the responsibilities of an executive committee are outlined by its limitations. To ensure critical powers remain with the full board, an executive committee should refrain from:
* amending bylaws;
* electing or removing board members;
* hiring or firing the chief executive;
* approving or altering the budget; and
* making significant structural decisions (such as adding or eliminating programs, approving mergers, or dissolving the corporation).

**Members of the executive committee**

Board officers commonly serve on the executive committee, typically led by the board’s chair. Large boards may include additional members to promote diverse decision-making and prevent power concentration. The committee should remain small for flexibility and efficiency, with the chief executive usually participating as an ex-officio member.

# Fund Development Committee

As a committee of the Board of Directors, helps the Board carry out its due diligence function related to assuring fiscal health through philanthropy and fund development. The committee partners with staff to institutionalize the philanthropic process within the Board and its individual members, assuring a donor-centered organization. The Development Committee’s responsibilities include:

* Working closely with the development staff to coordinate identification, cultivation, solicitation and stewardship of donations to the organization;
* Securing training and resources to support board members with fundraising activities; and/or
* Assessing and monitoring the organization’s Fund Development Plan.

# Finance Committee

The finance committee is responsible for assisting the board in ensuring the organization is financially viable and meeting its fiduciary and compliance responsibilities. The work of the committee revolves around six major areas:

* Ensure that accurate and complete financial records are maintained;
* Ensure that accurate, timely, and meaningful financial statements are prepared and presented to the board;
* Oversee budget preparation and financial planning;
* Safeguard the organization’s assets;
* Help the full board understand the organization’s financial affairs; and
* Ensure compliance with federal, state, and other requirements related to the organization’s finances.

# Audit Committee

In compliance with the nonprofit laws, we are required to perform an annual financial audit (if we meet revenue threshold) and to make it available to the public. Per the legislation, the purpose of the audit committee is to ensure that the organization performs an annual audit and that it is disclosed to the public, specifically, the committee’s duties include:

* Recommend to the board of directors the retention and termination of the independent auditor;
* Negotiate the compensation of the auditor on behalf of the board;
* Confer with the auditor to satisfy the committee members that the financial affairs of the charitable organization are in order;
* Review and determine whether to accept the audit; and
* Approve performance of any non-audit services to be provided by the auditing firm.

# Program Committee

The program committee is responsible for ensuring our programs have a viable and sustainable strategy and are achieving their intended educational impact and outcomes. The work of the committee includes:

* Oversight of new program development; monitor and assess existing programs;
* Initiate and guide program evaluations;
* Facilitate discussions about program priorities for the full board of directors;
* Interface with the CEO, Chief Operating Officer (COO), and Program Director (PD) to monitor organizational process against goals in program operations: youth employment, job training, youth services, and post-program transition/placement outcomes; and
* Work with staff to determine how to incorporate input of community members into board meetings.

# ****Governance Committee****

**The Governance Committee is the most important committee of your nonprofit leadership.**Its chief responsibilities are to determine the membership of your board and measure the quality of performance of the board as a whole and of your individual board members. As a committee of the Board of Directors, helps the Board recruit, orient and engage board members. Partners with the executive committee to ensure board members are meaningfully engaged and supported to be successful.

## Major Responsibilities:

* Seek, recruit and conduct new Board Member recruitment using an application, nomination & onboarding processes;
* Evaluate and recommend the Board leadership slate and committee members;
* Monitor and review bylaws, and other governing documents, and maintain compliance; and
* Assess and recommend governance, structural and/or organizational changes.

## Committee Chair

Each committee of the board of directors will have an elected Chair. (The Chair of the Executive Committee is the Board President.) The Chair is responsible for leading the work of the committee.

## Major Responsibilities:

* Scheduling and sending reminders of committee meetings or designating someone else to go;
* Planning committee meeting agendas;
* Facilitating committee meetings;
* Coordinating with committee members to ensure minutes are taken;
* Coordinating with committee members to provide a verbal and/or written report of the committee’s work to the full board;
* Ensuring the committee develops goals and work plan for the year;
* Coordinate with the Executive Director or other staff committee members to complete work; and
* Ensure the committee carries out its work.

*Our team compiled these committee descriptions as a convenience to nonprofit leaders. They are is sourced from some of our own experiences, resources, trainings, and some of our favorite, publicly-available resources including:* [*BoardSource*](https://boardsource.org/)*,* [*BoardEffect*](https://www.boardeffect.com/)*,* [*Hurwit & Associates*](https://www.hurwitassociates.com/)*,* [*Bridgespan*](https://www.bridgespan.org/)*,* [*National Council of Nonprofits*](https://www.councilofnonprofits.org/)*, and more.*