

# GOVERNANCE AND PERSONNEL COMMITTEE CHARTER

## Mission

The Governance and Personnel Committee (Committee) is a board committee determined by International Council (IC) to assist IC in the oversight of (a) annual self-evaluation; (b) on-boarding of slated and elected IC members; (c) continuous education of IC members in the areas of fiduciary, strategic and generative governance; (d) review of specified working documents; and (e) personnel issues concerning the executive director and staff material benefits changes. Authority will be granted to members of this Committee by Board Resolution.

## Authority and Responsibilities

### Governance

1. Develop and conduct an annual board self-evaluation.
2. Develop and execute bi-annual self-evaluation of performance for all standing and special committees.
3. Facilitate the bi-annual self-review of standing and special committee charters with legal counsel as needed. As a Committee, consider any recommended changes to committee charters for recommendation to IC.
4. Review IC Expectations and Guidelines annually and as needed in consultation with legal counsel as needed.
5. Review the IC Plan of Work annually.

### Board Orientation and Development

1. On or before the first month of the biennium, and as needed, develop and conduct an on-boarding process and education for slated and elected IC members.
2. Deliver continuous education for IC in all areas of governance, including fiduciary, strategic and generative topics, on a regular basis, and as needed in response to the self-evaluation process.

### Personnel

1. Determine the annual compensation package for the executive director (ED).
2. Develop and conduct the ED performance review in accordance with the process for International Headquarters (IH) staff performance evaluation.
3. Based on the performance review, work with the ED to develop short- and long-term performance goals.
4. In the event of a vacancy in the ED position, work with the International President to coordinate the hiring of a new ED.
5. Participate in IH executive succession planning discussion.

## Organization

### Review of Charter/Performance

This charter shall be reviewed and reassessed by the Committee at least bi-annually and proposed changes shall be made, as necessary. In addition, at least bi-annually, the Committee shall evaluate its performance.

### Membership/Structure/Quorum

The Committee will include three IC members, one of whom shall be the International President and one of whom shall be the Vice Chair. The Committee shall select a chairwoman of the Committee each biennium. All IC members on this Committee shall have voting rights. The ED of the Sorority shall serve as an ex-officio, non-voting member of the Committee for all matters excluding the ED's performance review. A quorum of any meeting shall consist of a majority of its voting members. Committee members can participate via conference call.

### **Meetings**

The Committee will meet at least six times yearly and as necessary via conference call to fulfill its responsibilities. The Committee can communicate between meetings via email communication.

### **Agenda, Minutes and Reports**

Agendas for the Committee meetings shall be prepared by the chairwoman. The Committee shall provide reports to IC quarterly. Minutes for all meetings shall be taken and approved by Committee members at the following meeting. The chairwoman may designate a Committee member to serve as secretary of the Committee.