

Finance & Audit Committee

Commission and Primary Outcomes:

- Assure the agency's ongoing financial integrity, process, and policies reflect Tubman's vision and mission, supports competent staff, and uses agency resources effectively.

Responsibilities to the Board:

- Produce annual committee work plan.
- Analyze and review the preparation of annual budgets, periodic long-range financial forecasts, and cash flow requirements. Recommend annual budgets to approval.
- Review internal financial statements and monitor agency performance compared to budget.
- Report to the Board of Directors on the financial position, indicating variances from budget and review possible corrective actions.
- Review and approve annual audit and assure management letter recommendations occur.
- Establish finance related ad hoc task forces and review recommendations, as well as review financial implications of other agency task forces.
- Monitor periodic internal control review, and review and approve internal control policies.
- Review and advise on all financial service providers.
- Review Tubman's corporate insurance program at least annually.
- Help ensure that policies and practices are in place for management of the Tubman's key risks. This includes Tubman's policies on Whistle Blower and Workplace Retaliation Protection, Harassment, and employee Grievance Procedure.
- Provide oversight of the ad hoc Human Resources and Investment Task Forces.
- As appropriate, adopt recommendations of the Human Resources and Investment Task Forces and recommend to Board.
- Review grievances as stipulated in the Human Resource Policy Manual.
- Annually, review human resource trends, agency demographics, and consistency and compliance with grants and funder.
- Review and update the Human Resource Policies periodically, to ensure they are legal and consistent with the agency's values and mission.
- Review and recommend the annual benefit plans, compensation ranges, compliance of benefits and program, pension investment options, and findings of any external human resource audits.

Advisory Roles to the Chief Executive Officer:

- Recommend investment of short-term assets and assist in obtaining lines of credit.
- Review and recommend investment policies; evaluate investment performance semi-annually, including 401(k) plan investments.
- Consult with the Chief Executive Officer on HR matters as requested.

Committee Composition/Membership:

Chair: Board Treasurer

Members: Board and Community Volunteers

Staff Liaison: Director of Finance

Administrative Support: Lead Accountant

—Approved by the Board of Directors 3/13/18

Resource Development Committee

Commission and Primary Outcomes:

- Assure sufficient contributed income to support Tubman's activities, services and physical assets; provide leadership and assistance for the annual campaign divisions (major gifts, special events, community campaigns and planned giving); strategically coordinate all agency fundraising campaigns.

Responsibilities to the Board:

- Maximize the participation of the board in fundraising activities.
- Conduct the Board component of the annual giving campaign.
- Identify and secure leadership for the Campaign Cabinet and ad hoc committees, including special events and sustainability and capacity building.
- Assist in the identification and solicitation of resources to implement the strategic plan.
- Review and recommend annual contributed incomes goals and fundraising expenses.
- Review and recommend prospective funding sources for board approval.
- Monitor fundraising campaign progress and periodically report to the board.
- Identify, cultivate and recruit potential board candidates and community volunteers to strengthen the resource development capacity on the board.
- Evaluate the effectiveness and financial results of the campaign divisions annually.

Advisory Roles to the Chief Executive Officer:

- Provide strategies for donor cultivation and recognition.
- Recognize efforts of all Campaign participants and solicitors.

Committee Composition/Membership:

Chair: Appointed Board Member(s)

Members: Board and Community Volunteers

Staff Liaison: Director of Development

Administrative Support: Executive Assistant

—Approved by the Board of Directors 5/11/21

Nominating & Governance Committee

Commission and Primary Outcomes:

- To identify and recruit a sufficient number of directors to effectively lead the organization and assure the achievement of its mission and strategic plan, evaluate and promote the participation and engagement of the Board of Directors in the ongoing activities of board and organization.

Responsibilities to the Board:

- Propose criteria and policy for board membership and re-election.
- Assess current makeup of board including skills, experience and diversity, and identify potential board members.
- Canvass Board Members annually for candidates for board, committees, and leadership.
- Recruit, interview, and nominate new board members.
- Recommend re-election and replacement of directors annually and as Board vacancies occur.
- Nominate the slate of officers for election.
- Orient and mentor new Board members as to their role and board responsibilities.
- Encourage, monitor, and support full participation of all directors.
- Conduct an evaluation of individual directors on an annual basis.
- Maintain confidentiality of potential board candidates and the discussion and evaluation of board members to be respectful of all and to preserve the integrity of the process.
- Establish a succession plan so that Board Members are identified and prepared for leadership positions including officers and committee chairs.
- Develop annual work plan for Nominating Committee.

Advisory Role to the Chief Executive Officer:

- Establish board member orientation and training plan that addresses the needs of the board and organization.

Committee Composition/Membership:

Chair: Appointed Board Member

Members: Board members and Past Board Members (minimum of 4 + ex officio)

Administrative Support: Executive Assistant

—Approved by the Board of Directors 2/11/20