

LAUGHING MATTER BOARD OF DIRECTORS

GENERAL BOARD COMMITTEE PROTOCOLS

Roles and Responsibilities of Committee Chairs

It is the responsibility of committee chairs to:

- Work with the vice chairs and management to develop meeting agendas to assure appropriate agenda items for each committee and sufficient time on the agenda for thorough review and discussion;
- Bi-Annually, assure that committees conduct self-evaluations;
- Bi-Annually, develop specific measurable targets and objectives for conducting committee self-evaluations;
- Set and communicate policies regarding meeting participation and attendance by both Board members and management;
- Work with management to develop appropriate communication practices;
- Regularly inform the Chairman of the Board and full Board about matters of significant strategic and financial importance that come before committees;
- Communicate any concerns regarding board or management conduct to the Chairman of the Board; and
- Keep meetings focused and on schedule.

Committee Meetings

- Committee Chairs, in consultation with members of committees, will determine the frequency and length of committee meetings.
- Executive sessions will be regularly scheduled to promote open discussion among committee members.
- Attendance at committee meetings for all or a portion is to be: (1) Board members – limited to committee members, unless the chair of the committee decides that other members of the Board of Directors would be appropriate; and (2) Management – the Executive Director, the Corporate Secretary or designee, and such other person(s) as determined by chair of the committee, in consultation with the Executive Director.

Committee Meeting Materials

- Meeting materials will be sent committee members no later than 3 days in advance of a meeting.

- Meeting materials will be accessible for all board members in a secure electronic format or in hard copy if requested.

Committee Members Duties and Responsibilities

It is the responsibility of committee members to:

- Read all materials prior to attending a meeting to conserve meeting times and focus discussion on questions or comments committee members have about the materials.
- Coordinate requests for more information on and questions regarding meeting materials with committee chairs.
- Consult with the committee chairs regarding committee members' trips or visits to chapters or donors on the behalf of the committee.

Committees Generally

Each committee will:

- Develop a charter which outlines the committee's duties, responsibilities, and procedures for recommendation to the full Board for approval.
- Bi-Annually, review its committee charter.
- Bi-Annually, conduct a self-evaluation of its performance and report findings to the Governance and Board Development Committee.