Committee Name: Governance		Session #:	Report #:
Committee Chair: Hugh Moore		**Vice Chair:**	Leianne Crittenden
Minutes recorded by: Leianne Crittenden		**Date/time of meeting:**	November 3, 2013 7:00 pm EDT

Motions Passed:

1. None

Number of committee members present: 5	Absent: 1	Number of other delegates present: 0

Committee members present (list all, including chair and vice chair): Hugh Moore, Patty Miller, Anthony Thompson, Jim Wheeler, Carl Bromer, Leianne Crittenden

Minutes

Governance Committee Conference Call

1.   **Convention Meeting Minutes** were reviewed and approved.

2.   **Review Committee Charter** Hugh will post the Governance Committee Charter in the Discussion Forum so that the committee can review.

3.   **Policy Manual Updates** Hugh asked Carl to chair a subcommittee to review the USMS Policy Manual and make recommendations for updates. The Governance Committee will then present recommendations to the BOD. Hugh volunteered to help. Following is an initial list of changes to consider:

• Currently committees reporting to the board have a description in the Rule Book, a charter, and another description in VII.B. of the Policy Manual. The subcommittee will look into where the descriptions/charters of the Board Committees are found, and if there are conflicts with policy manual and/or USMS Rules. They will then make recommendations on how they should fit into the Policies. Consideration: refer to Rule Book in VII.B and include charters in VII.B.

• How are VP/Committee alignments documented? III.D. and IV.B both state that an organizational chart can be found at usms.org/admin/policies.

• Policy Committee will now report to Governance and can be removed from VII.B. Remaining committee are now all in Rule Book.

• VII.D. can refer to NBR procedures.

• USMS Electronic Media Communications Policy has been added as a separate document on website. Should it be part of Policy Manual like Whistleblower, Privacy, Confidentiality, and Conflict of Interest? Should any of these have a separate link on website? Yes this should be included in the Policy Manual. Patty thinks that if we want a separate link, that is up to the website designers on how to make a link to this policy.

4. **Board training – February BOD meeting**
Hugh noted that Nadine would like some Board training at the February BOD meeting. Typically there has been training for new Board members performed by Jim Miller. We have also occasionally used Board Source for training. Nadine and Rob Butcher recently attended a Nonprofit Board Leadership Clinic in Atlanta. Nadine has suggested that we develop training from some of the material that was presented at the clinic. Hugh has some concerns about copyrights and plagiarism.

Anthony said that every couple years, they have tried to do formal training, also did self assessment of the Board, and used the results as an element of the training to review the roles and responsibilities, and how they are doing as a member. Anthony thought that the outside source was more effective as a means of training. Patty and Carl suggest that for February, we suggest topics for training, and then once there is a budget, we can either come up with materials or resources for the Board.

Hugh indicated that two areas form self assessment were weak—mentoring and succession planning.

Hugh would like to start creating materials for training, and to also use those materials for the LMSCs. Patty is suggesting that we come up with an outline of topics, and then prepare some short modules that can be presented to the Board (and can also be used by the LMSCs) as standard materials. Hugh is concerned about whether this can be done in time for the February meeting—but if we can do a couple of modules and then build on those materials over time. Hugh will send the materials to Committee and we can make an outline of topics for board training.

5.   **Continue with "Design an organizational structure for USMS starting with a blank sheet of paper."** We will Review Mission Statement, and map current Organization (for December meeting), and in January we will review what is effective, overlapping, or is not working.

6.   **New Business**
None

Next meeting tentatively scheduled for 12/8/13 at 7:30 EST

The meeting was adjourned at 8:30 pm Eastern