

This policy applies to any group formed by the Board, whether or not it is called a committee and regardless of whether the group includes Board members. It does not apply to committees formed under the authority of the Chief Executive Officer. A Board committee may not take final action on behalf of the Board, it may only make recommendations to the Board.

1. Establishing a Committee:

- a) Board committees will be organized as needed to assist with tasks that belong to the Board. The Board shall appoint all members of Board committees.
 - i. Standing committees are formed to do their assigned duties on an on-going basis, although members may fluctuate. Unless the Board otherwise limits the duration, standing committees are formed with a continued existence.
 - ii. Special committees are formed for a specific purpose. Upon completion of the assigned project and presentation of its final recommendation to the Board, the committee automatically dissolves unless assigned additional projects by the Board.
 - iii. Board members are encouraged and expected to volunteer for at least one committee membership.
 - iv. The Board is responsible for providing committee members on-going training in governance issues.

2. Committee Composition:

- a) Committees shall consist three (3) Board members.
 - i. When appropriate, the Board may appoint non-members to serve on committees as Ex-officio members. An Ex-officio member may not serve as a committee chair. Ex-Officio members appointed to a committee shall serve for no pay.
 - ii. Committee membership should reflect the diversity of the Southern Nevada Community Health Center community.

3. Committee Roles, Responsibilities and Expectations:

- a) The Board will approve each committee's charter. Each charter shall indicate the committee's purpose, scope of duties and responsibilities, composition, voting and quorum rules, meeting rules, reporting requirements, and for special committees, conditions for dissolution. When used, committees will ensure the Community Health Center's needs and interests are asserted over personal and/or business relationships.
- b) Except as otherwise provided in its charter, a committee may establish a schedule of meetings as necessary and practical to carry out its assigned charge, review and discuss information, and formulate recommendations for presentation to the full Board.
 - i. Board Committees:
 - a. Support the Board in doing its jobs, not to help or advise the staff. In keeping with the Board's broader focus, Board committees will normally not have direct involvement with current staff operations.
 - b. Cannot exercise authority over staff.

- c. Will ensure all meetings comply with Nevada’s Open Meeting Law and generally follow parliamentary procedure as contained in Robert’s Rules of Order insofar as they do not conflict with the Community Health Center’s Bylaws or applicable law.
- ii. Committee Members:
 - a. May not speak or act for the Board except when formally given such authority for specific and time-limited purposes.
 - b. Ex-officio members shall not vote and are not counted toward quorum.
- iii. Committee Meetings, Reports, and Recommendations:
 - a. Reports and recommendations should be based upon objective criteria in furtherance of the Community Health Center’s current and future needs. Reports from Board committees shall be agendaized as part of the regular Board meeting or as requested by the Board Chair.
 - b. Meetings will be presided over by the committee chair.
 - c. The Chief Executive Officer will provide a mechanism for official committee communications.
 - d. The Board may choose to accept or reject committee recommendations, and/or provide additional direction to the committee in carrying out their charge and continuing their deliberations.

Adopted by the SNCHC Governing Board on January 29, 2020