Every Board of Directors (BOD) of every organization, whether profit or non-profit, has a fundamental responsibility for self-management: for creating structure, policies and procedures that support good governance. Committees are a critical part of the structure as much of the work a board does is accomplished through its committees. The exception is the Executive Committee, which acts on the board’s behalf. Committees recommend action to the full board for discussion and approval for implementation.

Every BOD member should serve on at least one but preferably no more than two board committees to establish liaison and provide the BOD with members having direct involvement in the work of committees. Non-board members serving on board committees should also limit their service in the same way.

**Populating Board Committees (BC)**

Nominations to serve on committees are open to all qualified FFI members. Nominations for service on committees may come from Committee Chairperson, Committee members, and any other FFI member including self-nomination. All nominations to serve on committees shall be forwarded to the respective FFI BOD committee Chairperson for review and forwarded to the FFI BOD Chairperson as a Committee Chairperson’s recommendation for BOD approval. The BOD Chairperson shall make the final recommendations to the FFI Board for their approval. These committee nominees will have a vote on committee business, upon approval of their appointment by the FFI BOD.

Committee size depends on the needs of the Board, the organization and an assessment of how many people are needed to carry out the committee’s work. Committee assignments are based on the experience, skills, interests and available time of members. Nominees to serve on BOD Committees should be able to confirm or demonstrate a working knowledge and/or experience in support of FFI Strategic Mission, Policies and Programs as qualifications for nomination.

All committee appointments are for one year ending at the Annual FFI Board Meeting, unless stipulated otherwise in BOD policy. Therefore, this procedure will be followed annually to populate committees. Vacancies on committees may be filled by BOD Chairperson appointment until the next Annual Board Meeting. There are no limits on the number of terms (annual
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appointments) an individual may serve. Chairpersons of all committees are appointed by the BOD Chairperson with the advice and approval of the FFI BOD.

Committee Member Qualifications and Involvement

Committee members, like members of the FFI BOD, are expected to meet minimum qualifications for serving on FFI BOD Committees. First and foremost, the individual must be a member in good standing of FFI. Like members elected to the FFI BOD, members appointed to a committee, are expected to attend all duly called meetings in person or by conference call unless excused in advance of the meeting by the appropriate Chairperson. They are also expected to attend FFI events at the Club, Council or International levels. Committee members should be able to explain and demonstrate through their active involvement, the work of their Committee and FFI while seeking opportunities to recruit new FFI members and encourage their participation in Club, Council and FFI events, services and programs. They should advance FFI programs, seminars, conservation activities across FFI. But most importantly, individuals who accept an appointment as Committee members, like those elected to the FFI BOD, must make a serious commitment to participate actively and directly in the programs of their Committee assignments. Should circumstances change and an individual can no longer meet their commitments, it is appropriate and honorable to resign their Committee appointment.

Sub-committees of BOD Committees

Chairpersons may establish sub-committees as needed to facilitate the work of a BOD Committee. Sub-committees are the primary working units of the BOD Committees. They must be active and responsive. A sub-committee shall have a specific function or project as determined by the Committee Chairperson. The Committee Chairperson will assign the members of the sub-committee including the lead member of the sub-committee who has the responsibility for providing leadership and reporting to the Committee Chairperson. The sub-committee leader serves at the pleasure of the Committee Chair. The lead member should be a voting member of the BOD Committee. The Committee Chairperson may, with the concurrence of the Board Chairperson, appoint a sub-committee leader who is not a voting member of the BOD Committee. This leader will be an ex-officio member of the BOD Committee.

Members of the sub-committee may be voting members of the BOD Committee or non-voting FFI members appointed to the sub-committee to provide assistance and expertise as may be needed to accomplish tasks assigned to the sub-committee. All sub-committee members are expected to be active working members. They must stay current with sub-committee activities and offer thoughtful, studied comment on sub-committee business. The Committee may direct sub-committees to address specific issues. Sub-committees are responsible for initiating proposals for policies and programs for consideration by the BOD Committee.

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Sub-committees do not have the authority to speak for the FFI unless so designated by the FFI BOD. All policies recommended by sub-committees shall be submitted to the Committee for consideration prior to the Committee determining whether to make a recommendation to the FFI BOD. Recommendations of the Committee shall be forwarded to the BOD Chairperson by the Committee Chairperson with his/her recommendation and comments as appropriate.

Prepared by: Keith Groty and Tom H. Logan