GOVERNANCE COMMITTEE CHARGE

PURPOSE

The Governance Committee provides strategic oversight of TSAE's governance framework to ensure the Association remains effective, accountable, and positioned for the future. The committee evaluates governance structures, governing documents, Board policies, and governance practices, recommending improvements that strengthen leadership effectiveness, organizational agility, and alignment with TSAE's mission and strategic plan.

DESCRIPTION

The Governance Committee consists of the Chair-Elect, who serves as Committee Chair, two (2) current members of the Board of Directors, one (1) Past Board Chair, and one (1) additional member appointed by the Board Chair-Elect. Committee appointments should include individuals with an interest in governance, organizational effectiveness, and strategic leadership.

In carrying out its responsibilities, consider how recommendations support broad member engagement, accessibility, and opportunities for participation across the Association.

RESPONSIBILITIES

1. Conduct ongoing review of the TSAE Bylaws, Board policies, and other governing documents, recommending revisions as appropriate.
2. Evaluate the Association's governance structure and recommend improvements that enhance effectiveness, accountability, and member representation.
3. Review the structure, purpose, and effectiveness of Board committees, task forces, and governance processes, recommending modifications as needed.
4. Recommend governance policies and practices that support sound decision-making, transparency, organizational stewardship, and equitable participation and leadership opportunities.
5. Monitor governance trends and emerging practices within the association profession and recommend innovations appropriate for TSAE.
6. Periodically review Board roles, responsibilities, and governance processes to ensure alignment with the Association's strategic direction.
7. Support the Board in maintaining a governance framework that enables effective leadership and long-term organizational sustainability.
8. Periodically review the DEIB Position Statement.
9. Consider the impact of governance recommendations on the broad diversity of TSAE membership.

MEETINGS

The Governance Committee will meet at least quarterly or as needed to review governance matters and develop recommendations for consideration by the Board of Directors. Committee business may be conducted through virtual meetings or electronic communication when appropriate.

REPORTING

The committee is responsible for reporting recommendations to the TSAE Board of Directors with the assistance of and through the committee staff liaison. The TSAE Board of Directors retains responsibility for approval of all governance policies, governing document revisions, and structural changes.

ANTI-TRUST

Because of potential federal anti-trust violations, no committee member is authorized to discuss supplier pricing, including menu prices, special event prices, etc., or to enter into contractual agreements on behalf of TSAE.

STAFF LIAISON

Executive Director