



# Governance Committee

April 17, 2024

- **Elect Committee Chair**
- **Review Committee Charter**
- **Review Board Policies**

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: BOARD GOVERNANCE COMMITTEE CHARTER**

**Purpose**

The purpose of the Board Governance Committee is to assist in ensuring effective Governance practices, and for the oversight of STRS Ohio operations in accordance with the laws of the State of Ohio, consistent with Board Policies.

**Function**

The primary responsibility of the Committee is for matters pertaining to Board education, executive evaluation and succession, and all relevant governance policies.

**Composition**

The Board Chairperson shall serve as the Board Governance Committee Chairperson. Four additional Board members will be appointed by the Board Chairperson to the Committee. The Board Chairperson will appoint or reappoint Committee members as needed and fill any mid-term vacancies on the Committee with an appointment that will be noticed to the Board at its next meeting.

**Attendance and Quorum**

The Committee should meet as often as needed, but in no circumstances less than quarterly. Attendance at every meeting is encouraged. Committee members will notify the Committee Chairperson or the Executive Director of an intended absence. A quorum of the Committee will be a majority of the Committee's membership.

**Responsibilities**

The responsibilities of the Board Governance Committee are to:

- Develop and recommend governance policies and charters designed to support effective Board governance practices.
- Review compliance with STRS Ohio policies and charters and recommend amendments, as necessary.
- Coordinate and oversee the implementation of the Board's self-evaluation.
- Coordinate the Executive Director's annual performance evaluation.
- Review and discuss with the Executive Director, at least annually, any staff succession plans or issues.
- Coordinate any employment searches for the Executive Director position.
- Coordinate ongoing Board education as needed.

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- Oversee new Trustee orientation program.
- Review and maintain a Board member website outlining the responsibilities of the Board and Board members, Board policies, and other relevant information.
- Report Committee activities, issues, and related recommendations to the full Board following each Committee meeting.

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# Questions?

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