

# **CSCU** Board of Regents

## **GOVERNANCE AND NOMINATIONS COMMITTEE CHARTER**

### **1. General Description of Authority**

The Governance and Nominations Committee (“Committee”) is a standing committee of the CT Board of Regents for Higher Education (“Board”) established to develop and recommend strategies, policies, and practices that orient, educate, motivate and assess the performance of Regents and the structure and organization of Board and associated committee meetings. As well, the Committee membership is charged with creating a plan of Board and Board committee membership and composition so that the Board and its committees can deliberate and act in ways commensurate with the needs of the Connecticut State Colleges and Universities (“System”) and consistent with the Board’s fiduciary obligations. Working with the Chancellor, it identifies, cultivates and recruits potential Regents so that the Chair can recommend to the appropriate appointing body candidates for appointment to the full Board.

The Committee shall be appointed by the Chair of the BOR. It shall be composed of not less than three members of the BOR. One BOR member shall serve as chair of the Committee.

### **2. Duties and Responsibilities**

The Governance and Nominations Committee (GNC) will assist the Board of Regents in furthering the mission of the System. The GNC will:

- a. Recommend to the full Board committee structure, membership and responsibilities.
- b. Periodically review processes and procedures to make the Board and its Committees more effective.
- c. Periodically review committee charters and recommend revisions as necessary and appropriate.
- d. Periodically review the Board’s by-laws and make recommendations to same.
- e. Help the Board determine desired Board composition in terms of composition, qualifications and diversity.
- f. Oversee the orientation and development of new Board members.
- g. Lead the Board in its annual review of Board performance and effectiveness.

### **3. Meetings**

The Committee shall meet as often as deemed necessary by the Chair. An annual calendar will be established.

### **4. Reporting**

A report of the Governance and Nominations Committee will be a standing agenda item for regular Board meetings. In addition, the Committee will report at least annually to the full Board.