

Wentworth Institute of Technology Trusteeship and Governance Committee Charter

Mission

The mission of the Trusteeship and Governance Committee is to support and improve the Board's performance as a fiduciary governing body, including attention to membership, leadership, trusteeship, organization, culture, and function.

Responsibilities

The committee's primary responsibilities include:

1. Advise the Board on practices that would increase efficiencies in committee work.
2. Monitor and, as needed, recommend improvements in Board interaction with and understanding of University constituencies.
3. Identify and nominate trustee candidates for the Board's consideration for election.
4. Recommend to the Chair of the Board persons to be considered for appointment to committees and as chairs of committees.
5. Establish, implement, and oversee governance education programs, new trustee orientation, trustee assessments, and other topics.
6. Recommend to the Board needed policies for board governance and maintain a governance policy manual.
7. Assume responsibility for periodic comprehensive board self-assessment and improvement.
8. Seek out and provide educational content and guest presenters to keep the Board abreast of relevant topics impacting the University and higher education in general.
9. Recommend Board appointment of *ad hoc* committees or subcommittees as necessary to adapt and respond to University needs in an efficient and nimble fashion.

Composition and Delegation

The members and chair of the Trusteeship and Governance Committee shall be appointed by the Chair of the Board for renewable one-year terms or as necessary to fill vacancies in the interim, all subject to the approval of the Board. The committee shall be comprised of at least six trustees, including *ex officio* and elected trustees. The president shall assign to the committee a designated member of the administrative staff to assist the committee with its work.

Meetings

In accordance with the applicable provisions of the Corporation's Bylaws, as amended from time to time, the committee shall meet at such times and places as the members deem advisable.

Minutes

Minutes of each meeting of the committee shall be prepared and sent to the committee chair for review within two weeks of each meeting. A final draft of the minutes will then be sent to the vice president for executive affairs and all committee members for approval at the following Board meeting. The committee will also report to the Board on any significant matters arising from the committee's work.

Evaluation

The committee shall review this Charter at least annually and, if appropriate, propose changes of the Charter to the Board. The committee shall perform an annual evaluation of the committee's performance and make applicable recommendations to the Chair of the Board.