# Governance Committee Charter

**Committee Sponsor:**

<table>
<thead>
<tr>
<th>Who: The Michigan Cancer Consortium Board</th>
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<td><strong>Their Role:</strong> A Co-Chair of MCC or their designee and 2 Board members will sit on the Committee.</td>
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**Committee Name:**

<table>
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<th>How this Committee will be known: MCC Governance Committee</th>
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<td><strong>Tag Line:</strong> Developing and sustaining leadership for the future of the MCC</td>
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**Committee Authority:**

**Leadership of the Committee:**

- The leadership of the Governance Committee will be selected by committee members annually.

**What this committee can do:**

- The Governance Committee prepares and presents a slate of the MCC Board of Directors to be voted upon by the membership.
- The Governance Committee recommends to the MCC Board of Directors the following:
  - Leadership job descriptions (including but not limited to Board, Board Officers, Governance Committee Chair, Membership Committee Chair, Advocacy Chair, and Ad Hoc Committee Chair)
  - Board member nomination criteria
  - Board officers’ nomination criteria
  - Board development activities (to be scheduled at board meetings)
  - Board orientation and training
  - Decision Rules for Conflict Resolution
  - Ground Rules
  - Conflict Of Interest Policy and Code of Ethics
  - Organizational Plan updates

**What this Committee cannot do:**

- The Governance Committee cannot approve any of the above. The MCC Board of Directors can only give approval.
Committee Mission / Purpose:

The Governance Committee is a standing committee of the MCC that provides oversight on matters related to the structure and governance of the organization. The Governance Committee will oversee issues including but not limited to bylaws, nominations and elections, leadership succession, and other issues related to the Board of Directors.

*Bylaws of the MCC, adopted August 4, 2003*

Committee Vision (Desired Outcomes):

The Governance Committee will work toward developing strong board leadership to lead the Consortium to thrive and achieve its mission.

Committee Membership and Time Frame:

1. Standing committees shall consist of one MCC Co-Chairperson or their designee, two members of the Board of Directors, and individuals from at least four MCC member organizations that do not have representatives on the Board of Directors. Standing committees may also include other individuals to serve at the pleasure of the MCC officers.

*Bylaws of the MCC, adopted August 4, 2003*

The MCC Board of Directors will review the composition of this committee annually. Orientation and training will be provided to any new committee members. The Board will encourage past Board members to be active in this committee and consider this committee an opportunity to encourage potential leaders to serve.

Committee Key Responsibilities:

**Succession Planning for the MCC:**
- Ensure a process for identifying and preparing leaders. (i.e. leaders for the MCC Board, leaders for Committees)

**Recruitment of New Board Members:**
- Oversee the nominations process and ensure the criteria for board members is accurate and current.
- Recruit board members based on current stage of board development.

**Orientation/Training of New Board Members:**
- Develop, maintain and ensure implementation for orientation and training for new Board members.

**Board Member/Officers/Committee Job Descriptions:**
- Develop and maintain accurate and current job descriptions for the above positions.

**Evaluation of the Board:**
• Ensure the process and implementation of evaluation of the Board of MCC.

Committee Key Responsibilities (continued):

Agenda and Reporting Format:
• Recommend a standard Board and Committee agenda and reporting format to be used.

Review of MCC Governance and Structure:
• Review and recommend, when necessary, changes in the governance and/or structure of the Board. This would most likely include by-laws changes.

Committee Decision-Making / Conflict of Interest:

This Committee will use **consensus** decision-making that is defined as a decision that everyone is willing to live with and actively support. The fallback, if consensus is not reached, will be the MCC Decision Rules for Conflict Resolution, which are published on the MCC website.

Any decision that has been delegated to a committee that presents a conflict of interest shall be decided in accordance with the MCC Conflict of Interest policy.

Committee Communication:

The Governance Committee will communicate as documented in the Communication Action Register from each meeting with MCC membership, Board of Directors, officers, and staff. The purpose of the communication will be to provide information on the work of the committee and to seek input and feedback as needed.

Committee Time Frame:

Appointment to this committee will be for a minimum of a 3-year commitment.