

Nominating and Governance Committee Charter

Purpose

The nominating and governance committee is responsible for developing, evaluating, and recruiting new members to the Silicon Valley Community Foundation board of directors. The committee will also be responsible for initiating and drafting any needed changes in the by-laws or other governance documents of the board, and for ensuring that these governance provisions remain in compliance with any applicable laws and with current best practices for good governance.

Responsibilities

- Determine optimal size for the board of directors
- Determine the needed characteristics and experience for the board
- Manage annual and unplanned turnover to keep board at optimal size
- Maintain a working list of potential board members and advisors
- Create and maintain a process for the recruitment of new members
- Create and maintain an orientation program for new directors
- Create and maintain an annual self-evaluation process for the board
- Maintain a process for the selection of committee members and chairs
- Evaluate board processes and by-laws and recommend changes as needed

Membership and Leadership

The committee shall consist of a minimum of three (3) with a target of five (5) current board members. This committee will not include non-board members. The chair shall be a board member. The CEO and president and the current board chair will be ex-officio members.

Meetings

The committee shall meet as necessary, but generally four (4) times annually. Telephonic participation in meetings or conference calls may be used in place of formal meetings as needed and appropriate.