

# TRINITY EPISCOPAL CATHEDRAL

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## Charter of the Governance Committee of the Vestry

### Purpose

The Governance Committee reviews, analyzes, and makes recommendations to the Vestry concerning the governance of the Cathedral and its administration.

### Composition & Terms

The Committee has from five to seven members, as follows:

Three to five Vestry members designated annually by the Dean, who serve from (i) the earlier of the conclusion of first Vestry retreat or April 1 of each calendar year until the earlier of conclusion of the first Vestry retreat or April 1 of the following year;

The Dean of the Cathedral (ex officio);

The Cathedral's Operations Manager (ex officio, without vote).

### Committee Leadership

The Committee is chaired by a Vestry Member designated as such annually by the Dean. A Vestry member may serve up to three successive years as chair.

### Meeting Schedule and Quorum

The Committee meets monthly on a day and time determined by the membership. A simple majority of voting members constitutes a quorum. Business may also be conducted between formal meetings by email addressed to all committee members.

### Committee Purpose and Mission

The essential mission of the Committee is to review, analyze, and make recommendations to the Vestry concerning the governance of the Cathedral and its administration. These matters include:

- (1) The functioning of the Vestry itself to ensure the Vestry is focused on work that matters;

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- (2) The functioning of Vestry committees to ensure that issues are thoroughly analyzed and considered before being addressed by the Vestry;
- (3) The process and timing for bringing issues to the Vestry to ensure that Vestry members have a full understanding of, and sufficient time to thoroughly analyze, consider, and discuss, those issues.
- (4) Identification of specific issues that should be considered, re-considered, or considered more thoroughly by the Vestry, and the appropriate committee to which any such issue should be referred initially;
- (5) Development of Vestry committee charters in consultation with committee chairs, the Dean, and the Senior Warden for consideration by the Vestry;
- (6) Identification of information that should be provided routinely to the Vestry;
- (7) Identification and compilation of all policies that affect or govern the operation of Trinity;
- (8) Identification of non-Vestry Trinity committees that are involved in the governance or administration of Trinity and developing recommendation as to how/whether those committees should be chartered and the extent to which the activities of those committees should be coordinated with Vestry committees;
- (9) The process for appointing members of Vestry and non-Vestry committees.

Approved: [date]

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