

## **Charter**

### **Board Professional Development Committee of the American Civil Liberties Union of Minnesota**

#### **Purpose**

The Board Professional Development Committee (the “Committee”) of the American Civil Liberties Union of Minnesota (the “ACLU-MN”) is responsible for the improvement of the operations and effectiveness of the Board of the ACLU-MN through education and training of directors.

#### **Key Responsibilities**

The Committee is responsible for developing and implementing a program for directors to increase their skills as Board members and to improve the efficacy of the Board. The Committee will specifically be responsible for the following duties and responsibilities:

1. Identification of the key responsibilities and necessary skills of directors. These responsibilities and skills will include, without limitation:
  - a. Fiduciary duties
  - b. Legal compliance
  - c. Audit and financial management and integrity
  - d. Fund raising and financial sustainability
  - e. Equity, diversity and inclusion
  - f. Risk management
  - g. Strategic thinking and planning
  - h. Advocacy for the mission of the ACLU-MN
  - i. Evaluation of the executive director and staff
2. Development of a program of education and training for directors with respect to the key responsibilities and skills.
3. Identification and implementation of best practices in director development.
4. Benchmarking the performance of the Board against other ACLU affiliates and other non-profits of similar size, scope and leadership in the community.
5. Coordination with the Governance Committee to provide seamless director training from orientation to Board service.

6. Performing such other activities as the Board may, from time to time, assign to the Committee.

### **Committee Composition and Term Limits**

The Committee shall be composed of at least [three] and not more than [ten] directors. They will be appointed by the Board Chair in accordance with the bylaws of the ACLU-MN. The Board Chair will designate a Committee member to serve as Committee Chair. This is a standing committee with no term limits. Members may be dismissed at the discretion of the Board Chair in accordance with bylaws of the ACLU-MN.

### **Meetings**

The Committee will meet at least quarterly and hold additional meetings as needed to fulfill its responsibilities as described in this Committee Charter and as called by the Committee Chair.

### **Authorization and Limitations of Power**

The Committee is established in accordance with the Bylaws and has no power or authority to act on behalf of the full Board, except with respect to the matters set forth in this Charter under “Key Responsibilities”. The Committee will abide by the provisions in the Bylaws that pertain to the meetings and actions of the Board.