

Minnesota Organization for Habilitation & Rehabilitation
Governance Committee Charter
As approved on October 16, 2019

1.0 Purpose

The purpose of the Governance Committee (“Committee”) as established under Section 7.8 of the MOHR Bylaws is to assist in the self-governance duties of the Minnesota Organization of Habilitation & Rehabilitation (“MOHR”) Board of Directors (“Board”).

2.00 Authority

The Committee shall have the authority to fulfill its purpose as defined in this Charter, subject to the direction and control of the Board.

3.00 Charter Statement

The Committee shall act consistent with MOHR principles to assist in the self-governance duties of the Board. The Committee shall:

3.10 Identify potential directors of the Board; nominate qualified director candidates to the Board; orient and educate new directors; and, provide a mechanism to evaluate existing directors.

3.20 Evaluate the effectiveness of and make recommendations to the Board of possible changes to the governance structures of MOHR.

3.30 Conduct such other activities as directed by the Board.

4.00 Membership

The composition of the Committee shall be as follows:

4.10 A Chair who shall be the immediate Past-President of MOHR, who shall also serve on the Executive Committee that shall facilitate committee activities. If the Immediate Past-President is unable or unwilling to serve, then the most recent Past-President able and willing to serve shall serve as Chair.

4.20 A Co-Chair designated by the MOHR President from the elected members of the Committee, if deemed necessary by the MOHR President.

4.30 Other committee members elected annually by resolution of the Board at its meeting following the annual meeting.

4.40 Two-thirds or more of the Committee members shall be directors of the Board.

5.00 Procedures

The Committee will follow the following procedures to transact its business:

5.10 The Committee will hold regularly scheduled meetings at a date, time, and location to be determined by the Chair. Regular meetings must be called with a least three working days notice. Special meetings may be called as needed by the Chair.

5.20 The presence, either in person or by means of remote communication, of a majority of the members of the Committee shall constitute a quorum for the transaction of business at any meeting of the Committee.

5.30 Each Committee member shall have one vote in any action of the Committee.

5.40 The affirmative vote of the majority of the Committee members present at a duly held meeting shall be sufficient for any action, except a written action without a meeting must be signed by the number of Committee members that would be required to take action at a Committee meeting at which all Committee members are present.

5.50 Minutes of each Committee meeting shall be prepared for review and approval by the Committee.

5.60 Robert's Rules of Order shall govern parliamentary procedure in any meeting of the Committee insofar as they are consistent with the laws, the MOHR Articles of Incorporation, the MOHR Bylaws, and this Charter.