**Memorandum to Humanities Montana Ad Hoc Governance Committee**

**Re: Humanities Committee structure**

**July 31, 2023**

Humanities Montana will have five standing committees: Executive; Grants; Finance & Audit; Governance; and Programs. The duties of the first four committees, approved by the full board at the Billings board meeting in June, are as follows:

Executive Committee:

1. Handles emergent issues between regular board meetings;
2. Supports the Executive Director by providing counsel and feedback as needed;
3. Evaluates the Executive Director on an annual basis and recommends an appropriate compensation package;
4. Updates the personnel policies handbook in conjunction with the Executive Director for full board approval.

Grants: remains the same as written in the bylaws.

Finance & Audit: remains the same as written in the bylaws.

Governance: (replaces Trusteeship)

1. Develops a board matrix for recruiting and maintaining a board with diverse backgrounds and skill sets representative of Montana;
2. Nominates new board members for election to the board and assists the Executive Director in developing and coordinating new board member orientation;
3. Recommends committee assignments in coordination with the board chair;
4. Nominates board members for election as officers;
5. Reviews and updates the bylaws at least every 3 years or as needed to resolve newly developed issues;
6. Creates or reviews policies (e.g., the Code of Conduct, the Code of Ethics, the Board Calendar) for full board approval on an annual basis.

With regard to the Program Committee, suggested changes are as follows:

This committee will be renamed the Community Engagement Committee. Proposed specific duties include:

1. Provides oversight of Humanities Montana programming;
2. Serves in an advisory capacity for any new programming;
3. Assists with conferences and special events; including the Governor’s Humanities Awards;
4. Networks with partner organizations;
5. Assists with donor outreach and communications with stakeholders.