

A. **Title:** Requested amendment to Article IX and Article X of the Council and VMC bylaws respectively.

B. **Rational:** In order to clarify and explain the role of the Governance Review Committee while ensuring that the committee, board of directors and membership fully understands the Committee's role. That responsibilities are understood, and the committee and all involved follow through with its requirements and obligations.

C. **Current section wording:** This is a new section

D. **Proposed section wording:**

## **Amendment to Brevard Veterans Council Bylaws, Article IX, Committees**

## **Amendment to Veterans Memorial Center Bylaws, Article X, Committees**

### **Section 6: Governance Committee**

#### **A. Purpose**

The Governance Committee serves both the Council and VMC and is responsible for ongoing review and recommendations to enhance the quality and future viability of both Boards of Directors and the performance of both organizations. The governance committee serves as the "conscience of the board".

#### **B. Composition**

The Governance Committee is a joint committee composed of a committee chairman who is appointed by the Council Chairman and VMC President and is a member of either the Council or VMC Board of Directors. Members of the committee will be selected by the committee Chairman and then presented to the Council Chairman and VMC President for approval.

#### **C. Responsibilities**

1. Maintain the by-laws of the organization and recommending changes as needed.
2. Evaluate adherence to the mission, bylaws, and policies to assure that the boards and the organizations fulfill their legal, contractual, and community obligations. Any irregularity found will be brought directly to the appropriate Board.
3. Review relevant SOPs and department operations documents which directly affect the governance of the organizations.
4. Recommend changes to the organizational structure to the Executive Committee to improve performance and communications, including committee and individual job descriptions.
5. Will, upon the request of the Chairman of the Council or President of the VMC render a determination concerning the interpretation of the organizations' Bylaws.