



Valleywise Community Health Centers Governing Council Executive Committee Charter

Purpose

The purpose of the Executive Committee (Committee) of the Valleywise Community Health Centers Governing Council (Governing Council) is to ensure the Governing Council carries out its due-diligence function related to Governing Council member recruitment and retention, the healthy development and operation of the Governing Council, its committees, and performance of the individual Governing Council member by equipping them with the proper tools and motivation to carry out his or her responsibilities.

Membership

Membership shall consist of the Governing Council Chair, Governing Council Vice Chair, Governing Council Treasurer, the Governing Council's standing committee chairs, and a member at large. The Chief Executive Officer of the Federally Qualified Health Center (FQHC) Clinics is an ex officio non-voting member of the Committee.

Responsibilities

1. Identify and actively recruit potential candidates for Governing Council membership. This includes seeking community assistance (which may include local civic, religious and community organizations) in identifying persons interested.
2. Maintain an awareness of the needs of the Governing Council when recruiting prospective candidates, including but not limited to user status, area of expertise, race, and ethnicity.
3. Develop the criteria for qualifications of potential candidates for Governing Council membership.
4. Conduct appropriate inquiries into the qualifications of interested candidates for Governing Council membership.
5. Along with the CEO, oversee the new Governing Council member orientation program as defined in policy 89102 F, Valleywise Community Health Centers Governing Council Member Orientation.

6. Promote ongoing Governing Council member development, continuing education, and governance training.
7. Promote retention of existing Governing Council members.
8. Ensure Governing Council members have clearly defined roles and responsibilities.
9. Ensure Governing Council Officers have clearly defined roles and responsibilities.
10. Ensure a healthy Governing Council culture exists.
11. Establish a formal written succession plan for Governing Council Officers and Committee Chairs.
12. Determine if extenuating circumstances as defined in policy 89103 F, Excused Absences, warrant the excusal of a Governing Council member's absence from a Governing Council or Committee meeting.
13. Make recommendations to the Valleywise Community Health Centers Governing Council regarding the removal of a Governing Council member.
14. Periodically, review the Governing Council's committees' structures and effectiveness.
15. At least every three (3) years review the Governing Council Bylaws and Mission statement and make recommendations to the Governing Council for suggested revisions.
16. At least every three (3) years review the Executive Committee Charter and make recommendations to the Governing Council for suggested revisions.
17. Ensure that annual compliance training is provided and that Governing Council members submit a signed attestation.

Meetings

Meetings will be held quarterly. Additional meetings can be scheduled at the discretion of the Committee Chair.

Meeting Procedures

1. The Committee Chair will facilitate all meetings. The Committee Vice Chair will facilitate meetings in the Chair's absence.
2. Committee members must attend in person or, when circumstances dictate, telephonically or by other technological means. A quorum shall consist of a majority of the voting Committee members, which is necessary for the Committee to meet and to take action.

3. Minutes shall be recorded and maintained for each Committee meeting in compliance with Arizona Open Meeting Law and shall contain all actions taken by the Committee. Minutes recorded or maintained for Executive Session discussions, however, will be kept confidential pursuant to A.R.S. § 38-431.03.
4. The Committee will report its actions to the Governing Council at the next regularly scheduled Governing Council meeting.