

## **Personnel Committee Charter**

Approved 11-22-2022

### **Charge**

The Personnel Committee derives its authority from Article 5, Section 2 (i) of the Orleans Conservation Trust (the “Trust”) Bylaws (the “Bylaws”), which charges the Committee with assisting the Trustees in managing the Trust’s human resources. In most cases the Committee meets its charge through reports and recommendations to the Board.

### **Composition**

The President shall appoint the members of the Committee, including the Committee Chair. Only Trustees may serve as voting members of the Committee. The Committee shall be composed of at least three Trustees. The President may appoint specially qualified non-trustees to serve on the Committee as non-voting members. The President and Executive Director of the Trust shall serve as *ex-officio* non-voting members of the Committee.

### **Term**

Committee members shall serve a one-year term. All terms commence upon appointment by the President at the Board meeting following the Annual Meeting, or, if a member is appointed after said Board meeting, such member’s term shall run from the date of appointment until the Board meeting following the next Annual Meeting. During a member’s term, the member may resign or be removed by the Board. There are no limits on the number of terms a member may serve on the Committee.

### **Responsibilities**

In addition to such other rights and duties as are delegated to it by the Trustees, the Committee’s general responsibilities include:

- Develop and share with the board an annual workplan for the committee and meet as frequently as circumstances and the annual workplan dictate;
- Develop and share with the board an annual report summarizing the committee’s performance against the workplan and detailing any issues that the committee faced during the year;
- Administer and annually review those policies that fall under the jurisdiction of the Committee, and make recommendations for any changes, if necessary, to the Board;
- Report to the Board the results of Committee meetings;
- Recommend to the Board personnel policies appropriate for the Trust;
- Ensure that the performance of the Executive Director is evaluated;
- Support the staff in the implementation of policies and procedures derived from the Trusts role as an employer;
- Recommend to the Board the Executive Director’s compensation with benchmark data for the recommendation; and

- Complete such other tasks as the Committee shall take on commensurate with its charge and delegated responsibilities.