

NJHSA COMMITTEE CHARTERS (AS OF 5/1/21)

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NETWORK OF JEWISH HUMAN SERVICES AGENCIES, INC.

Advocacy Committee Charter

Authority

The Advocacy Committee (the "Committee") is a committee of the Network for Jewish Human Services Agencies, Inc. ("NJHSA") established as a program committee within the discretion of the CEO and the Board. It is primarily responsible for overseeing the Advocacy pillar of NJHSA by planning, implementing, monitoring, and evaluating advocacy initiatives of NJHSA, and by supporting such initiatives of its member agencies.

Membership

The Committee shall consist of members of the Board appointed to the Committee by the Board Chair in consultation with the CEO. The Board Chair, in consultation with the CEO, may also appoint additional individuals who are not members of the Board to serve on the Committee. Committee members are appointed to one-year terms (eligible for annual reappointment at the Chair's discretion) and serve at the pleasure of the Board. The Board Chair shall appoint a member of the Committee as chair of the committee.

Operations

A majority of the members of the Committee shall constitute a quorum thereof. Committee approvals will require a vote of a majority of members present at a meeting at which a quorum is present.

As membership of the Committee is comprised of both members of the Board and other individuals, the Committee shall be deemed a Committee of NJHSA (and not of the Board) and shall not have authority to take formal action as designee of the Board and the Committee will not hold itself out as having authority to act for the Board.

Duties and Responsibilities

The following shall be the principal duties and responsibilities of the Committee:

- Familiarize itself on applicable legal and tax limitations on the nature and scope of lobbying activities and review policies and procedures to assure that NJHSA advocacy initiatives remain consistent with its status as a 501(c)(3) tax exempt organization.
- Serve as a liaison among the CEO, NJHSA staff, Board Chair, Committees of the Board and NJHSA, and member agencies to identify initiative priorities and oversee appropriateness of advocacy programs in light of NJHSA's mission.

- For so long as NJHSA and this committee coordinates with, and relies upon the services of, the Jewish Federations of North America Washington Office, the Committee will oversee the terms and conduct of that relationship.
- The Committee, acting directly or through one or more subcommittees organized for the purpose, will determine, evaluate and promote the concerns of NJHSA's Canadian, Israeli and International member agencies, focusing on ways that NJHSA's advocacy pillar can serve the needs of those constituencies.
- Identify, evaluate and arrange for participation in, various advocacy coalitions that would strengthen the advocacy positions of NJHSA. In doing so, the Committee will evaluate and implement appropriate standards and guidelines to assure that NJHSA remains in control of its advocacy messages.
- The Committee will report to the Board at each regular meeting thereof on then current advocacy initiatives and priorities, as well as any determinations made since the last report to abandon or materially alter any previously pending advocacy initiative (and the reasons for such action).

Meetings of the Committee

The Committee shall meet at such times as it deems necessary or as otherwise directed by the Committee Chair, the Chair or the Board. Participation in meetings of the Committee may be telephonic, electronic or through similar means. A Committee member, with assistance of staff if available, shall have responsibility for maintaining a record of the Committee's proceedings and actions. The Committee shall regularly report its activities to the full Board in accordance with the Board's policy for doing so from time to time.

Adoption of Charter

The Board of Directors adopted this Charter on January 27, 2019.

NETWORK OF JEWISH HUMAN SERVICES AGENCIES, INC.

Audit Committee Charter

Authority

The Audit Committee (the "Committee") is a committee of the Board of Directors established under Article VII, Section 4 of the Bylaws and is responsible for assisting the Board of Directors of the Network for Jewish Human Services Agencies, Inc. ("NJHSA") to meet its obligation to retain an independent auditor to conduct an annual audit and, following its completion, to review the results thereof, and any management letter, with the auditor. The Committee also coordinates with the Finance Committee to provide oversight of NJHSA's financial procedures, management practices and controls, record keeping, and other similar matters required to facilitate an unqualified annual audit of NJHSA's financial statements in accordance with generally accepted auditing standards (GAAS). The statutory requirements under Section 712-a of the New York Not-For Profit Corporation Law (NCL) for audit oversight have been delegated by the Board to the Committee.

Membership

The Committee shall consist of not fewer than three members of the Board, appointed by the Board Chair, and ratified by the Board. No Committee member may be an officer of NJHSA or a member of its Finance Committee. Each member of the Committee shall be an "independent director" as defined in Section 102(21) of the NCL.¹ Committee members are appointed for one-

¹ "Independent director" means a director who: (i) is not, and has not been within the last three years, an employee or a key person of the corporation or an affiliate of the corporation, and does not have a relative who is, or has been within the last three years, a key person of the corporation or an affiliate of the corporation; (ii) has not received, and does not have a relative who has received, in any of the last three fiscal years, more than ten thousand dollars in direct compensation from the corporation or an affiliate of the corporation; (iii) is not a current employee of or does not have a substantial financial interest in, and does not have a relative who is a current officer of or has a substantial financial interest in, any entity that has provided payments, property or services to, or received payments, property or services from, the corporation or an affiliate of the corporation if the amount paid by the corporation to the entity or received by the corporation from the entity for such property or services, in any of the last three fiscal years, exceeded ... twenty-five thousand dollars ... ; or (iv) is not and does not have a relative who is a current owner, whether wholly or partially, director, officer or employee of the corporation's outside auditor or who has worked on the corporation's audit at any time during the past three years. For purposes of this subparagraph, the terms: "compensation" does not include reimbursement for expenses reasonably incurred as a director or reasonable compensation for service as a director as permitted by paragraph (a) of section 202 (General and special powers) of the New York Not-For-Profit

year terms (eligible for annual reappointment at the Chair's discretion) and serve at the pleasure of the Board.

It is anticipated that the Committee will always include members who possess some skills in the disciplines of accounting and audit requirements and financial controls and oversight. The following attributes are all deemed to be essential components of possession of such skills:

1. An understanding of generally accepted accounting principles (GAAP), generally accepted auditing standards (GAAS), and financial statements and their application to accounting for estimates, accruals and reserves.
2. Experience in preparing, auditing, analyzing, or evaluating financial similar in complexity to, and raising issues of a type that can reasonably be expected to be raised by, NJHSA's financial statements (or experience actively supervising one or more persons engaged in such activities).
3. An understanding of internal controls and procedures for financial reporting.
4. An understanding of customary not-for-profit audit committee functions.
5. A general understanding of nonprofit financial issues and knowledge of the not-for-profit sector in which NJHSA participates.

In considering whether any individual, or the Committee has a whole, possesses the foregoing attributes, the following questions may be considered:

1. Do one or more individuals have formal training in the disciplines of accounting or auditing?
2. Do one or more individuals have experience as a chief or principal financial officer (for example, as a finance director or business manager), principal accounting officer, controller, public accountant or auditor, or of similar functions, or of overseeing individuals responsible for such functions?
3. Do one or more individuals have experience overseeing or assessing the performance of companies, nonprofit organizations, or public accountants with respect to the preparation or evaluation of financial statements?
4. Do one or more of the individuals have other relevant financial experience (for example, service on the board of banking or investment institutions or experience as a banker or financial advisor)?
5. Do one or more individuals have experience serving on audit or finance committees of other not-for-profit organizations?

Operations

Corporation Law; and "payment" does not include charitable contributions, dues or fees paid to the corporation for services which the corporation performs as part of its nonprofit purposes, or payments made by the corporation at fixed or non-negotiable rates or amounts for services received, provided that such services by and to the corporation are available to individual members of the public on the same terms, and such services received by the corporation are not available from another source.

The Committee shall choose a Chair from among its members. A majority of the members of the Committee shall constitute a quorum thereof. Committee approvals will require a vote of a majority of members present at a meeting at which a quorum is present.

Pursuant to NPL Section 712-a, Section (e), only independent directors may participate in Committee deliberations or voting relating to matters relating to Section 712-a (as identified above). However, the Committee may generally coordinate its activities with the Finance Committee of the Board, and invite any director, officer, employee, outside advisor or other individual who is not a Committee member with an interest a matter under discussion to present information as background or answer questions prior to the commencement of Committee deliberations or voting with respect thereto. Such persons shall not participate in Committee deliberations or voting and will not be held out as Committee members.

Duties and Responsibilities

The following shall be the principal duties and responsibilities of the Committee:

- Provide oversight to ensure that NJHSA has an adequate system of internal controls in place for information used in connection with its annual financial statements.
- If at any time NJHSA appoints an internal auditor, the Committee shall supervise the auditors' work and approve, in advance, the work plans of the internal auditor.
- Be directly responsible for the appointment, compensation, retention, evaluation and oversight of the outside auditor preparing or issuing an audit or any related work (including resolution of disagreements between management and the outside auditor regarding financial reporting) and the outside auditor shall report directly to the Committee.
- Review with NJHSA's independent auditor the scope and planning of the audit each year prior to the audit's commencement (NCL 712-a, Section (b)(1)).
- Upon completion of each annual audit, review and discuss with the independent auditor: (A) any material risks and weaknesses in internal controls identified by the auditor, (B) any restrictions on the scope of the auditor's activities or access to requested information, (C) any significant disagreements between the auditor and NJHSA management, and (D) the adequacy of NJHSA's accounting and financial reporting processes (NCL 712-a, Section (b)(2)).
- Review with the outside auditor any audit problems or difficulties and management's response.
- Annually review the outside auditor's qualifications, independence and performance, as well as the scope, approach and cost of the audit. (NCL 712-a, Section (b)(3)).

- Review, monitor, and consider suggestions for improvement of, NJHSA's internal controls and exercise oversight over management's handling of major financial exposures.
- Assist in the preparation, and provide interim reviews of drafts, of NJHSA's annual Form 990 filing and approve its final form prior to distribution thereof to the full Board.
- Ensure that the CEO and management staff employ personnel and systems capable of providing timely and accurate financial information.
- Establish procedures for the receipt, retention and treatment of complaints or concerns received by NJHSA regarding accounting, internal accounting controls or auditing matters, including confidential, anonymous submissions from employees.
- In coordination with the Governance and Finance Committees, implement and oversee NJHSA's processes for monitoring compliance with legal and regulatory requirements.

Meetings of the Committee

The Committee shall meet at least four times each fiscal year and at such other times as it deems necessary or as otherwise directed by the Committee Chair or the Board. Notice of meetings shall be given to all Committee members, or may be waived, in the same manner as required for meetings of the Board. Participation in meetings of the Committee may be telephonic, electronic or through similar means. While members may deliberate through correspondence among members, all decisions must be made at a meeting or by unanimous consent.

A Committee member, with assistance of staff, if available, shall have responsibility for maintaining a record of the Committee's proceedings and actions. The Committee shall regularly report its activities to the full Board as required by NPL 712-a, Section (b)(4), and in accordance with the Board's policy for doing so from time to time.

Adoption of Charter

The Board of Directors adopted this Charter on January 27, 2019.

NETWORK OF JEWISH HUMAN SERVICES AGENCIES, INC.

Best Practices Committee Charter

Authority

The Best Practices Committee (the "Committee") is a committee of the Network for Jewish Human Services Agencies, Inc. ("NJHSA") established as a program committee within the discretion of the CEO and the Board. It is primarily responsible for overseeing the best practices pillar of NJHSA by planning, implementing, monitoring, and evaluating best practice initiatives of NJHSA, and by supporting such initiatives of its member agencies.

Membership

The Committee shall consist of members of the Board appointed to the Committee by the Board Chair in consultation with the CEO. The Board Chair, in consultation with the CEO, may also appoint additional individuals who are not members of the Board to serve on the Committee. Committee members are appointed to one-year terms (eligible for annual reappointment at the Chair's discretion) and serve at the pleasure of the Board. The Board Chair shall appoint a member of the Committee as chair of the committee.

Operations

A majority of the members of the Committee shall constitute a quorum thereof. Committee approvals will require a vote of a majority of members present at a meeting at which a quorum is present.

As membership of the Committee is comprised of both members of the Board and other individuals, the Committee shall be deemed a Committee of NJHSA (and not of the Board) and shall not have authority to take formal action as designee of the Board and the Committee will not hold itself out as having authority to act for the Board.

Duties and Responsibilities

The following shall be the principal duties and responsibilities of the Committee:

- Familiarize itself with the types of best practice initiatives that would be of interest and utility to NJHSA membership by (i) communicating with member agencies on their needs and requirements for this pillar, and (ii) investigation of programs and services that may be available to NJHSA in response to such requirements.
- Communicate with the Chairs of all NJHSA/Board committees to determine if there are areas of such committees' responsibility and activities that can serve as models for agency "best practices" or that create templates or guidelines for use by member

agencies (e.g., employee handbook materials, financial reporting templates and techniques, model governance documentation, communications templates, etc.)

- Coordinate with the chairs of the NJHSA Executives' Conference and Annual Conference committees to arrange for appropriate "best practice" program offerings at the conferences.
- Consider establishing a portion of the NJHSA website dedicated to making best practices materials (e.g., handbooks, template documents) available as reference tools for member agencies.
- Identify means (e.g. blogs, webinars) by which best practices programming can be made available to member agencies between conferences, and preparation or solicitation of such materials.
- Serve as a liaison among the CEO, NJHSA staff, Board Chair, Committees of the Board and NJHSA, and member agencies to identify initiative priorities and oversee appropriateness of best practices programs in light of NJHSA's mission.
- The Committee, acting directly or through one or more subcommittees organized for the purpose, will determine, evaluate and promote the concerns of NJHSA's Canadian, Israeli and International member agencies, focusing on ways that NJHSA's best practices pillar can be refined to appropriately serve the needs of those constituencies.
- The Committee will report to the Board at each regular meeting thereof on then current best practices initiatives and priorities, as well as any determinations made since the last report to abandon or materially alter any previously pending advocacy initiative (and the reasons for such action).

Meetings of the Committee

The Committee shall meet at such times as it deems necessary or as otherwise directed by the Committee Chair, the Chair or the Board. Participation in meetings of the Committee may be telephonic, electronic or through similar means. A Committee member, with assistance of staff if available, shall have responsibility for maintaining a record of the Committee's proceedings and actions. The Committee shall regularly report its activities to the full Board in accordance with the Board's policy for doing so from time to time.

Adoption of Charter

The Board of Directors adopted this Charter on January 27, 2019.

NETWORK OF JEWISH HUMAN SERVICES AGENCIES, INC.

Communications Committee Charter

Authority

The Communications Committee (the "Committee") is a committee of the Network for Jewish Human Services Agencies, Inc. ("NJHSA") established as a program committee within the discretion of the CEO and the Board. It is primarily responsible for overseeing the internal and external communications efforts of NJHSA including its e-newsletter, website and social media outlets.

Membership

The Committee shall consist of members of the Board appointed to the Committee by the Board Chair in consultation with the CEO. The Board Chair, in consultation with the CEO, may also appoint additional individuals who are not members of the Board to serve on the Committee. Committee members are appointed to one-year terms (eligible for annual reappointment at the Chair's discretion) and serve at the pleasure of the Board. The Board Chair shall appoint a member of the Committee as chair of the committee.

Operations

A majority of the members of the Committee shall constitute a quorum thereof. Committee approvals will require a vote of a majority of members present at a meeting at which a quorum is present.

As membership of the Committee is comprised of both members of the Board and other individuals, the Committee shall be deemed a Committee of NJHSA (and not of the Board) and shall not have authority to take formal action as designee of the Board and the Committee will not hold itself out as having authority to act for the Board.

Duties and Responsibilities

The following shall be the principal duties and responsibilities of the Committee:

- Familiarize itself with the means by which NJHSA and member agencies communicate with each other on matters including pillars activities, conferences, governance, membership, service vendors and marketing.
- Communicate with the Chairs of all NJHSA/Board committees to determine if there are concerns or suggestions growing out of such committees' areas of responsibility and activities that require coordination with the Committee. For example, do particular committees have special or unique publicity or marketing requirements,

do they need dedicated website or other internet resources, is assistance needed in communicating with member agencies to determine the needs and priorities of the relevant committee?

- Coordinate with the chairs of the NJHSA Executives' Conference and Annual Conference committees to assure timely and effective notification of member agencies regarding programs and other meeting arrangements.
- Evaluate the adequacy and effectiveness of the NJHSA website and online presence with a view to identifying ways in which they can be improved and enhanced on a continuing basis to improve communications with member agencies and other constituents.
- Coordinate with other committees of NJHSA to identify (e.g. blogs, webinars) by which information and programming can be (i) shared efficiently among the members of such committees, and (ii) made available to member agencies between conferences, and preparation or solicitation of such materials.
- Serve as a liaison among the CEO, NJHSA staff, Board Chair, Committees of the Board and NJHSA, and member agencies to identify issues of concern or areas for improvement in communications with NJHSA constituencies including among staff, board and board leadership, among committees and with member agencies.
- The Committee, acting directly or through one or more subcommittees organized for the purpose, will determine, evaluate and promote any special or unique communications concerns of NJHSA's Canadian, Israeli and International member agencies, focusing on ways that means of communication can be refined to appropriately serve any unique information and program needs of those constituencies.
- The Committee will report to the Board at each regular meeting thereof on then current best practices initiatives and priorities, as well as any determinations made since the last report to abandon or materially alter any previously pending advocacy initiative (and the reasons for such action).

Meetings of the Committee

The Committee shall meet at such times as it deems necessary or as otherwise directed by the Committee Chair, the Chair or the Board. Participation in meetings of the Committee may be telephonic, electronic or through similar means. A Committee member, with assistance of staff if available, shall have responsibility for maintaining a record of the Committee's proceedings and actions. The Committee shall regularly report its activities to the full Board in accordance with the Board's policy for doing so from time to time.

Adoption of Charter

The Board of Directors adopted this Charter on January 27, 2019.

NETWORK OF JEWISH HUMAN SERVICES AGENCIES, INC.

Executive Committee Charter

Authority

The Executive Committee (the "Committee") is a committee of the Board of Directors established under Article VII, Section 3 of the Bylaws and, except as limited by applicable law (and as outlined below), it shall perform such duties, and take such actions, of the Board as may be necessary for the effective operation and management of the Network for Jewish Human Services Agencies, Inc. ("NJHSA") between Board meetings.

Membership

The Committee shall consist solely of all of the incumbent Officers of NJHSA and the immediate past Board Chair thereof. The Board Chair shall be the Chair of the Committee.

Operations

A majority of the members of the Committee shall constitute a quorum thereof. Committee approvals will require a vote of a majority of members present at a meeting at which a quorum is present.

The Committee may invite any director, officer, employee, outside advisor or other individual who is not a member to attend meetings or meet with its members about Committee affairs, but such persons will not have voting power and will not be held out as Committee members.

Duties and Responsibilities

The following shall be the principal duties and responsibilities of the Committee:

- It may perform any function of the Board that is not specifically reserved by applicable law to the Board, as well as any powers that may be expressly delegated to it from time to time by the Board, except that the Committee shall not have authority as to the following matters:
 - Submission to the Members of any action requiring Members' approval under the New York Not-For-Profit Corporation Act
 - Filling vacancies in the Board or in any committee of the Board
 - Fixing compensation of the directors for serving on the Board or any committee

- Amending or repealing the Bylaws or adopting new Bylaws
 - Hiring or firing the CEO
 - Adopting NJHSA's budget
 - Amending or repealing any resolution of the Board which by its terms shall not be so amended or repealed
- The Committee shall annually evaluate the performance and compensation of the CEO in accordance with requirements of applicable law and with due consideration of appropriate comparable compensation data, which the Committee will obtain for this purpose.
- It shall conduct the annual review of the CEO and make recommendations to the Board regarding CEO's performance goals for the subsequent year.
- In consultation with the Finance Committee and the Human Resources Committee, the Committee will annually review the compensation policies of NJHSA in light of the financial needs and resources of the organization and proposed budget requirements.
- The Committee shall oversee activities of all other NJHSA committees with the goal of assuring that the activities thereof are appropriately coordinated on all matters as to which responsibilities for oversight or organizational policy overlap among multiple committees.
- Provide a sounding board to the CEO and as a source of ready advice on operating and personnel matters.

Meetings of the Committee

The Committee shall meet [at least once in each month other than a month in which a meeting of the Board takes place] and in any event, with such frequency as it may determine to be necessary to carry out its responsibilities. Notice of meetings shall be given to all Committee members, or may be waived, in the same manner as required for meetings of the Board. Participation in meetings of the Committee may be telephonic, electronic or through similar means.

While members may deliberate through correspondence among members, all decisions must be made at a meeting or by unanimous written consent. A Committee member, with assistance of staff if available, shall have responsibility for maintaining a record of the Committee's proceedings and actions. The Committee shall regularly report its activities to the full Board in accordance with the Board's policy for doing so from time to time.

Adoption of Charter

The Board of Directors adopted this Charter on January 27, 2019.

NETWORK OF JEWISH HUMAN SERVICES AGENCIES, INC.

Finance Committee Charter

Authority

The Finance Committee (the "Committee") is a committee established under Article VII, Section 2 of the Bylaws and is responsible for assisting the Board of Directors of the Network for Jewish Human Services Agencies, Inc. ("NJHSA") to meet its obligation to provide independent oversight of NJHSA's budget, financial reporting, and other significant financial policies and documents prior to their presentation to the Board for its review and approval, as well as to provide informed general oversight of NJHSA financial matters between meetings of the Board. The Committee also coordinates with the Audit Committee to provide oversight of NJHSA's financial procedures, management practices and controls, record keeping, and other similar matters required to facilitate an unqualified annual audit of NJHSA's financial statements.

Membership

The Committee shall consist of not fewer than five members of the Board appointed by the Board Chair. The Board Chair may also appoint additional individuals who are not members of the Board to serve on the Committee. The Chair of the Audit Committee may not serve on the Committee. Committee members are appointed to one-year terms (eligible for annual reappointment at the Chair's discretion) and serve at the pleasure of the Board.

The Committee shall always include some members who possess skills in the disciplines of accounting, investment management, and capital structure/finance. The following attributes are all deemed to be essential components of financial expertise:

6. An understanding of generally accepted accounting principles (GAAP), generally accepted auditing standards (GAAS), and financial statements and their application to accounting for estimates, accruals, and reserves.
7. Experience evaluating financial statements similar in complexity to those of NJHSA's.
8. An understanding of customary not-for-profit finance committee functions.
9. A general understanding of nonprofit financial issues and knowledge of the not-for-profit sector in which NJHSA participates.

In considering whether any individual, or the Committee has a whole, possesses the foregoing attributes, the following questions may be considered:

6. Do one or more individuals have formal training in the disciplines of accounting or auditing?
7. Do one or more individuals have experience as a chief or principal financial officer (for example, as a finance director or business manager), principal accounting officer,

- controller, public accountant or auditor, or of similar functions, or of overseeing individuals responsible for such functions?
8. Do one or more individuals have experience overseeing or assessing the performance of companies, nonprofit organizations, or public accountants with respect to the preparation or evaluation of financial statements?
 9. Do one or more of the individuals have other relevant financial experience (for example, service on board of banking or investment institutions or experience as a banker or financial advisor)?
 10. Do one or more individuals have experience serving on audit or finance committees of other not-for-profit organizations?

Operations

The Chair of the Committee shall be the Treasurer. If the Treasurer is unable to participate in a meeting of the Committee, the Treasurer may appoint another member of the Committee who is also a member of the Board to chair the meeting.

A majority of the members of the Committee shall constitute a quorum thereof. Committee approvals will require a vote of a majority of members present at a meeting at which a quorum is present.

As membership of the Committee is comprised of both members of the Board and other individuals, the Committee shall be deemed a Committee of NJHSA (and not of the Board) and shall not have authority to take formal action as designee of the Board and the Committee will not hold itself out as having authority to act for the Board.

Duties and Responsibilities

The following shall be the principal duties and responsibilities of the Committee:

- Regularly review the financial results and affairs of NJHSA and provide guidance to the Board and CEO about such matters.
- Consider NJHSA's policies relating to cash flow, cash management and working capital.
- Review and recommend annual operating budgets (including any changes thereof during the year) for approval by the Board.
- Consider and recommend necessary or appropriate changes from time to time in NJSA's capital structure.
- Provide appropriate independent financial oversight of significant expenses, tax planning and compliance, and any other transactions or financial matters that the CEO or Board Chair desires to have reviewed by the Committee.

- Ensure that the CEO and management staff employ personnel and systems capable of providing timely and accurate financial information.
- At the request of the Chair of the Audit Committee, assist in the preparation and review of NJHSA's annual Form 990.
- Report not less frequently than annually to the Board on the insurance and risk management programs of NJHSA.
- Designate and monitor the officers and employees that from time to time are authorized to execute documents in the ordinary course of business pursuant to previously approved banking and other financing arrangements.

Meetings of the Committee

The Committee shall meet at least four times each fiscal year and at such other times as it deems necessary or as otherwise directed by the Committee Chair or the Board. Participation in meetings of the Committee may be telephonic, electronic or through similar means.

A Committee member, with assistance of staff if available, shall have responsibility for maintaining a record of the Committee's proceedings and actions. The Committee shall regularly report its activities to the full Board in accordance with the Board's policy for doing so from time to time.

Adoption of Charter

The Board of Directors adopted this Charter on January 27, 2019.

NETWORK OF JEWISH HUMAN SERVICES AGENCIES, INC.

Governance Committee and Nominating Sub-committee Charter

Authority

The Governance Committee (the "Committee") is a committee of the Board of Directors established under Article VII, Section 1 of the Bylaws and is primarily responsible for assisting the Board of Directors of the Network for Jewish Human Services Agencies, Inc. ("NJHSA") to meet its obligation to ensure the overall effectiveness of NJHSA governance. A Nominating Sub-committee of the Committee (the "Sub-committee") is also established under Article VII, Section, 1 to recommend to the full Committee, and thereafter to the Board, a slate of directors and officers for election at each annual meeting of NJHSA's members.

Membership

The Committee shall consist of not fewer than five members of the Board appointed by the Board Chair. At least two members of the Committee (and the Sub-committee) shall be either an officer or past Board Chair of NJHSA.

Committee members are appointed to one-year terms (eligible for annual reappointment at the Chair's discretion) and serve at the pleasure of the Board. The Board Chair shall appoint a member of the Committee and of the Sub-committee as Chair of the Committee or Sub-committee, as the case may be.

Operations

Sixty percent of the members of the Committee, or the Subcommittee, as the case may be, shall constitute a quorum thereof. Committee or Sub-committee approvals shall require a vote of a majority of members present at a meeting at which a quorum is present.

The Committee and Sub-committee may invite any director, officer, employee, outside advisor or other individual who is not a member to attend meetings or meet with its members about Committee or Sub-committee affairs, but such persons will not have voting power and will not be held out as Committee or Sub-committee members.

The Nominating Sub-committee and the Committee shall coordinate to provide nominations to the entire Board of Directors not less than 45 days prior to the date of annual meeting of Members or such other meeting at which the office is to be voted. (Officer candidates shall recuse themselves from all deliberations and voting in respect of their own nominations.)

Duties and Responsibilities

The following shall be the principal duties and responsibilities of the Committee and Sub-committee, as the case may be:

- The Committee shall evaluate in light of best governance practices the mix of backgrounds, skills, experience and temperaments required for effective Board leadership. In light thereof, the Committee shall adopt and thereafter regularly review and modify in light of experience, general goals to recruit and retain a Board that reflects a diverse mix of professional experience and skills, geographic/member agency diversity, gender, age, socioeconomic and life experience diversity, availability of experienced “outside” lay leadership, prospective future leadership and such other factors as the Committee considers appropriate for consideration by the Sub-committee in recruitment and nomination of prospective Board candidates. The Sub-committee shall identify, screen, interview, recruit and recommend candidates for the Board in light of the requirements of NJHSA’s By-laws and related recruitment goals adopted from time to time by the Committee, and when making nominations to the Board, discuss how those requirements and goals were considered in connection with the nominations being offered.
- In identifying and recommending directors or employees of Member Agencies for nomination to the Board, the Sub-committee shall endeavor to identify Member Agency nominees primarily from among agency executive staff and, in all circumstances, ensure that such nominees are current senior staff or lay leaders with broad knowledge of the activities both of their own agency and Jewish human service agencies generally.
- Recommend to the Committee for nomination, and the Committee shall nominate, candidates for Board officer positions.
- Assess the Board’s current composition and identify needs that should be met by future Directors, assuring that the Board has the diversity of perspective and the judgment, experience, maturity, and expertise it needs to govern NJHSA effectively, including assuring responsible succession planning for Board offices and committee chairs.
- Create and oversee a Board self-evaluation process and a process by which the Sub-committee can evaluate and offer feedback on Board performance.
- Advise the Board regarding operational strategies and structures including potential amendments to NJHSA’s Bylaws designed to strengthen the Board in meeting its governance obligations and carrying out NJHSA’s charitable mission.
- Develop recommendations for adoption and, thereafter, review and evaluate, on an ongoing basis, NJHSA’s governance structure (including when appropriate, the adequacy of the charter and bylaws), committee structure, governance documents, committee charters, and governance procedures with a view to assuring compliance with any

changing legal requirements and reflecting the “best practices” of non-profit organizations generally.

- Arrange and provide orientation and, as appropriate, training and continuing education of directors, officers, and committee chairs and members.
- Oversee implementation of and compliance with the NJHSA’s Conflict of Interest Policy, including: (i) requiring timely and appropriate disclosure by Directors, Officers, and committee members of all related party matters; (ii) the collection, review and compliance with conflict-of-interest certifications and disclosures; (iii) the provision of Director training with respect to this Policy; and (iii) periodic review of the Policy and the implementation of and compliance with the Policy.
- Review and make recommendations on issues of conflict of interest, independence, or ethics.
- Such other matters as the Board may from time to time determine. In so doing, it shall be the responsibility of the Committee to maintain regular open communication among the Committee, the Board of Directors, the Officers, other NJHSA committees, and NJHSA’s CEO.

Meetings of the Committee

The Committee shall meet at least four times each fiscal year and at such other times as it deems necessary or as otherwise directed by the Committee Chair, Sub-committee Chair or the Board. The Sub-committee shall meet at such other times as it deems necessary or as otherwise directed by the Committee Chair, Sub-committee Chair or the Board. Notice of meetings shall be given to all Committee or Sub-Committee members, as the case may be, or may be waived, in the same manner as required for meetings of the Board. Participation in meetings may be telephonic, electronic or through similar means. While members may deliberate through correspondence among members, all decisions must be made at a meeting or by unanimous consent.

A Committee or Sub-committee member, with assistance of staff if available, shall have responsibility for maintaining a record of the Committee's and Sub-committee's proceedings and actions. The Committee and Sub-committee shall regularly report its activities to the full Board in accordance with the Board's policy for doing so from time to time.

Adoption of Charter

This Charter was adopted by the Board of Directors on January 27, 2019 and amended on February 9, 2020.

NETWORK OF JEWISH HUMAN SERVICES AGENCIES, INC.

Grants and Opportunities Committee and Awards Sub-committee Charter

Authority

The Grants and Opportunities Committee (the "Committee") is a committee of the Board of Directors Network for Jewish Human Services Agencies, Inc. ("NJHSA") with authority to advise the CEO with respect to the identification of, and applications for, grant or similar opportunities and thereafter, to facilitate and oversee the impartial notification of, awarding and proper administration of Network sponsored or administered grants or other member agency opportunities. The Committee will work with the CEO and Network staff to help identify, review, apply for, negotiate, document, publicize, review applications for, and make recommendations regarding, awarding of discretionary grants and opportunities and regularly report to the full Board on its activities.

A standing Awards Sub-committee of the Committee is also established to (i) review criteria for annual awards established by the Network for presentation at its annual conference (or at such other times as may be specified at the time the award is established), (ii) review and evaluate submissions received in respect of such awards, and (iii) to determine the award winners each year.

Membership

The Committee shall consist of not fewer than four, nor more than seven, members of the Board appointed to the Committee by the Board Chair in consultation with the CEO. The Board Chair, in consultation with the CEO, may also appoint individuals who are not members of the Board to serve on the Committee or any sub-committee thereof. Any sub-committee shall consist of not fewer than five, nor more than eleven members, at least two of whom shall be members of the Board. The Board Chair shall endeavor to appoint individuals with relevant experience in evaluating, awarding and administering not-for-profit grants and award programs.

To avoid any appearance of partiality or bias in the evaluation or awarding of grants and other opportunities, no individual that is (or has been within the preceding 24 months) a Chief Executive Officer, Executive Director, or other paid professional employed by any Member Agency or an officer or executive committee member of the Board of any Member Agency may be appointed to serve on this Committee (but such limitation shall not apply to the Awards Sub-committee). In addition, no paid employee of the NJHSA other than the CEO may serve on the Committee or the sub-committee.

In appointing members of this Committee, the CEO and Board Chair shall at all times exercise special care to select individuals that, in the view of the Network's Members, can serve in a disinterested and impartial fashion when recommending grants, awards, and other benefits to, or recognition of, individual member organizations (and those affiliated with them). When

appointing members of the Awards sub-committee, the CEO and Board chair shall endeavor (but shall not be obligated) to appoint one or more former Chief Executive Officers or Executive Directors of Member Agencies whose employment affiliations in such capacity have ended prior to their appointment. All members of the Committee, including those serving on any sub-committee thereof, shall act in strict conformity to NJHSA's conflict of interest policy.

Committee and sub-committee members are appointed to one-year terms (eligible for annual reappointment at the Board Chair's discretion) and serve at the pleasure of the Board. The Board Chair shall appoint a member of the Committee and of any sub-committee as Chair of the Committee or sub-committee, as the case may be.

Operations

The Committee and any sub-committee shall each meet with such frequency as it may determine to be necessary to carry out its responsibilities.

One third of the members of the Committee or sub-committee, as the case may be, but in no event fewer than three members, shall constitute a quorum thereof. Committee and sub-committee approvals will require a vote of a majority of members present at a meeting at which a quorum is present.

The Committee and any sub-committee may invite any director, officer, employee, outside advisor or other individual who is not a member (including individuals that may have associations or affiliations with one or more Member Agencies or other circumstances that make them ineligible for Committee or sub-committee membership) to attend meetings or meet with its members about Committee and sub-committee affairs, but such persons will not have voting power and will not be held out as Committee or sub-committee members, as the case may be. The Committee, in consultation with the Board Chair and CEO, may also from time to time organize additional sub-committees to advise it with respect to specific grants or opportunities, special awards, or for any other relevant Committee purpose.

Duties and Responsibilities

The Network Board has determined that the evaluation and possible awards of grants, opportunities, or other benefits to individual member organizations (as opposed to benefits and opportunities made available or granted to all members simultaneously), and selections for receipt of Network awards or similar recognition, should at all times occur through a process that is impartial, transparent to the Board and membership in its functioning, and that brings input from individuals with experience in soliciting, evaluating and awarding grants, awards, and other benefits. In addition, it is critical that the activities of the Committee be guided generally by the principle that no Member Agency should at any time be advantaged or disadvantaged by the presence of a staff or board member on the Network's Board or committee thereof.

The following shall be the principal duties and responsibilities of the Committee and the Awards Sub-committee:

- Provide an independent review of, and recommendations to the CEO or his designees of, grant and other member opportunities, including where so requested, recommendation of specific grant amounts, and any specific terms and conditions that should accompany any such award.
- Review categories of awards established or to be established by the Network for acknowledging the activities and accomplishments of its members, the criteria for making such awards, reviewing submissions received in respect thereof, and determining award winners.
- Assist the CEO, staff and membership in identifying new potential opportunities to obtain funding for Network sponsored grants, and to obtain other beneficial opportunities for Agency Members.
- Provide types of technical or other assistance that the Network may provide to its members on the subject of soliciting and applying for grants and opportunities (both from the Network and independently from third party funders), with a view to maximizing opportunities for Member Agencies to obtain grant funding and access to other beneficial opportunities.
- Consider the terms and conditions proposed by funder/facilitators for any proposed Network sponsored grants or other benefits, and to weigh any such requirements both against the mission and priorities of the Network and any potential legal, commercial or reputation risks of any proposed arrangement that may be identified by counsel, staff or other advisors (e.g., whether the source of grant funding, or the means by which the funder or opportunity facilitator expects it to be awarded, are fully consistent with the Network's high standards for fairness, honest dealings, respect for individuals, etc.)
- With respect to each grant, award, or other opportunity to be offered by NJHSA, work with the CEO to establish and oversee clear and fair standards for evaluating applications to obtain such grant, award, or other opportunity and by which the grant, award, or opportunity will be made. The Committee shall maintain accurate books and records with respect to its consideration, awards and administration of all grants, awards, and other opportunities. .
- Work with the CEO and NJSNA staff to recommended priorities for identification of future funders, specifying where specific Member Agency needs, or unique funding windows/opportunities merit immediate committee and staff attention.
- Review and provide feedback to NJHSA staff regarding the form and content of all materials (both tangible and electronic) by which grants, awards, and similar opportunities are publicized, evaluated, and documented.

- Report to the Board at each regular Board meeting on the status of all pending or anticipated grants, awards, or other opportunities, with particular focus on (i) new or planned offerings, (ii) the amount and nature of interest expressed by Member Agencies, (iii) the general status of the application and evaluation process for each identified grant, award, or opportunity, and (iv) any identified problems or issues with any program or award identified by or to anyone on the Committee and the strategy employed by NJHSA to resolve the same.
- Solicit feedback and suggestions from Member Agencies regarding their needs and priorities for specific types of Network sponsored grants, and on any changes or addition to its Member awards programs.
- Where any unusual problem or dispute arises with respect to an existing or planned Network sponsored grant program, work with the CEO and Board Chair to refer discussion thereof to the full Board.

Meetings of the Committee

The Committee and each sub-committee thereof shall meet at such times as it deems necessary or as otherwise directed by the Committee or sub-committee Chair, as the case may be, the Board Chair or the Board. Participation in meetings of the Committee or any sub-committee may be telephonic, electronic or through similar means. Any action required or permitted to be taken at a meeting of the Committee or sub-committee may be taken without a meeting if a consent in writing or electronically to the adoption of a resolution authorizing the action is signed or authorized, as the case may be, by every member entitled to vote thereon. Any such action shall be taken in accordance with the requirements of Article XIII, Section 2 of the NJHSA By-laws.

A Committee or sub-committee member, as the case may be, with assistance of staff if available, shall have responsibility for maintaining a complete and accurate record of the Committee's or sub-committee's proceedings and actions in such detail (and subject to such confidentiality limitations as may in any specific circumstances be appropriate) to assure awards are considered, made and administered transparently, fairly and impartially. The Committee shall regularly report its activities (including those of its sub-committees) to the full Board in accordance with the Board's policy for doing so from time to time.

Adoption of Charter

The Board of Directors adopted this Charter on February 8, 2021.

NETWORK OF JEWISH HUMAN SERVICES AGENCIES, INC.

Human Resources Committee Charter

Authority

The Human Resources Committee (the "Committee") is a committee of the Network for Jewish Human Services Agencies, Inc. ("NJHSA") established under Article VII, Section 6 of the Bylaws. The Committee provides guidance to the CEO on all matters pertaining to NJHSA personnel. The Committee also provides guidance and resources to NJHSA member agencies on matters related to best practices in the field of human resource management.

Membership

The Committee shall consist members of the Board appointed to the Committee by the Board Chair in consultation with the CEO. The Board Chair, in consultation with the CEO, may also appoint additional individuals who are not members of the Board to serve on the Committee. Members of the Board shall constitute a majority of the Committee members. Committee members are appointed to one-year terms (eligible for annual reappointment at the Chair's discretion) and serve at the pleasure of the Board. The Board Chair shall appoint a member of the Committee as chair of the committee.

Operations

A majority of the members of the Committee shall constitute a quorum thereof. Committee approvals will require a vote of a majority of members present at a meeting at which a quorum is present.

As membership of the Committee is comprised of both members of the Board and other individuals, the Committee shall be deemed a Committee of NJHSA (and not of the Board) and shall not have authority to take formal action as designee of the Board and the Committee will not hold itself out as having authority to act for the Board.

Duties and Responsibilities

The following shall be the principal duties and responsibilities of the Committee:

- The Committee, in consultation with the CEO, develops and thereafter maintains a written employee handbook that summarizes in customary form all significant policies and procedures applicable to NJHSA employees (and to independent contractors, temporary workers and similar individuals who may from time to time work with NJHSA employees).

- Develops and maintains policies and procedures relating to availability and scope of employee benefits and makes recommendations to the CEO and the Board for approval thereof, as appropriate and applicable to the policy.
- The Committee will also provide guidance to the CEO for the development of staff training and related matters.
- The CEO's determinations regarding salary and related benefits for employees will be reviewed not less frequently than annually, and the Committee will provide the CEO and the Board with such comments relating thereto as it deems appropriate in the exercise of general oversight responsibilities.

Meetings of the Committee

The Committee shall meet at such times as it deems necessary or as otherwise directed by the Committee Chair, the Chair or the Board. Participation in meetings of the Committee may be telephonic, electronic or through similar means. A Committee member, with assistance of staff if available, shall have responsibility for maintaining a record of the Committee's proceedings and actions. The Committee shall regularly report its activities to the full Board in accordance with the Board's policy for doing so from time to time.

Adoption of Charter

The Board of Directors adopted this Charter on January 27, 2019.

NETWORK OF JEWISH HUMAN SERVICES AGENCIES, INC.

Innovation Committee Charter

Authority

The Innovation Committee (the "Committee") is a committee of the Network for Jewish Human Services Agencies, Inc. ("NJHSA") established as a program committee within the discretion of the CEO and the Board. It is primarily responsible for overseeing the Innovation pillar of NJHSA by seeking opportunities to bring innovative resources to NJHSA member agencies, being an advocate for creation and adoption of such innovative resources and for generally overseeing NJHSA's Center for Innovation and Research.

Membership

The Committee shall consist of members of the Board appointed to the Committee by the Board Chair in consultation with the CEO. The Board Chair, in consultation with the CEO, may also appoint additional individuals who are not members of the Board to serve on the Committee. Committee members are appointed to one-year terms (eligible for annual reappointment at the Chair's discretion) and serve at the pleasure of the Board. The Board Chair shall appoint a member of the Committee as chair of the committee.

Operations

A majority of the members of the Committee shall constitute a quorum thereof. Committee approvals will require a vote of a majority of members present at a meeting at which a quorum is present.

As membership of the Committee is comprised of both members of the Board and other individuals, the Committee shall be deemed a Committee of NJHSA (and not of the Board) and shall not have authority to take formal action as designee of the Board and the Committee will not hold itself out as having authority to act for the Board.

Duties and Responsibilities

The following shall be the principal duties and responsibilities of the Committee:

- Familiarize itself with the charter and mission of NJHSA's Center for Innovation and Research, and discuss current activities and initiatives with those individuals responsible for the center's activities.
- Serve as a liaison among the CEO, NJHSA staff, Board Chair, Committees of the Board and NJHSA, and member agencies to identify member agency priorities for

innovation and oversee appropriateness of pending or proposed programs in light of NJHSA's mission.

- The Committee, acting directly or through one or more subcommittees organized for the purpose, will determine, evaluate and promote the concerns of NJHSA's Canadian, Israeli and International member agencies, focusing on ways that NJHSA's innovation pillar can serve any unique needs of those constituencies.
- Identify, evaluate and arrange for participation in, various coalitions or industry working groups working to develop innovative programs and services across the not-for-profit sector in areas of common need, with a view to recommending possible cost and personnel sharing to expedite developments on a cost efficient basis.

Meetings of the Committee

The Committee shall meet at such times as it deems necessary or as otherwise directed by the Committee Chair, the Chair or the Board. Participation in meetings of the Committee may be telephonic, electronic or through similar means. A Committee member, with assistance of staff if available, shall have responsibility for maintaining a record of the Committee's proceedings and actions. The Committee shall regularly report its activities to the full Board in accordance with the Board's policy for doing so from time to time.

Adoption of Charter

The Board of Directors adopted this Charter on January 27, 2019.

NETWORK OF JEWISH HUMAN SERVICES AGENCIES, INC.

Lay Leadership Committee Charter

Authority

The Lay Leadership Committee (the "Committee") is a committee of the Network for Jewish Human Services Agencies, Inc. ("NJHSA") established as a program committee within the discretion of the CEO and the Board. It is primarily responsible for developing, implementing and overseeing targeted program efforts to address the needs of, and provide appropriate professional development to, the lay leadership of NJHSA member agencies.

Membership

The Committee shall consist of members of the Board appointed to the Committee by the Board Chair in consultation with the CEO. The Board Chair, in consultation with the CEO, may also appoint additional individuals who are not members of the Board to serve on the Committee. Committee members are appointed to one-year terms (eligible for annual reappointment at the Chair's discretion) and serve at the pleasure of the Board. The Board Chair shall appoint a member of the Committee as chair of the committee.

Operations

A majority of the members of the Committee shall constitute a quorum thereof. Committee approvals will require a vote of a majority of members present at a meeting at which a quorum is present.

As membership of the Committee is comprised of both members of the Board and other individuals, the Committee shall be deemed a Committee of NJHSA (and not of the Board) and shall not have authority to take formal action as designee of the Board and the Committee will not hold itself out as having authority to act for the Board.

Duties and Responsibilities

The following shall be the principal duties and responsibilities of the Committee:

- Familiarize itself with the categories of member agency lay leadership (e.g., board chairs and members, fund raising committees, program committees, government liaison, interfaith participation) and areas in which initiatives of the Committee would benefit member agencies relationships with, and reliance on, lay leaders.
- Serve as a liaison among the CEO, NJHSA staff, Board Chair, Committees of the Board and NJHSA, and member agencies to identify member agency needs and requests for lay leadership programs, both at conferences and during the course of

the year, and, in light thereof, work to develop and oversee appropriate lay leadership development programs in light of NJHSA's mission.

- The Committee, acting directly or through one or more subcommittees organized for the purpose, will determine, evaluate and promote the concerns of NJHSA's Canadian, Israeli and International member agencies, focusing on any unique needs or concerns that may exist among these constituencies and the way lay leaders participate in their work.

Meetings of the Committee

The Committee shall meet at such times as it deems necessary or as otherwise directed by the Committee Chair, the Chair or the Board. Participation in meetings of the Committee may be telephonic, electronic or through similar means. A Committee member, with assistance of staff if available, shall have responsibility for maintaining a record of the Committee's proceedings and actions. The Committee shall regularly report its activities to the full Board in accordance with the Board's policy for doing so from time to time.

Adoption of Charter

The Board of Directors adopted this Charter on January 27, 2019.

NETWORK OF JEWISH HUMAN SERVICES AGENCIES, INC.

Membership Committee Charter

Authority

The Membership Committee (the "Committee") is a committee of the Network for Jewish Human Services Agencies, Inc. ("NJHSA") established under Article VII, Section 5 of the Bylaws. It is primarily responsible for (i) developing criteria for membership in NJHSA, and (ii) to evaluate membership applications in accordance with Article III, Section 3 of the By-laws.

Membership

The Committee shall consist members of the Board appointed to the Committee by the Board Chair in consultation with the CEO. The Board Chair, in consultation with the CEO, may also appoint additional individuals who are not members of the Board to serve on the Committee. Committee members are appointed to one-year terms (eligible for annual reappointment at the Chair's discretion) and serve at the pleasure of the Board. The Board Chair shall appoint a member of the Committee as chair of the committee.

Operations

A majority of the members of the Committee shall constitute a quorum thereof. Committee approvals will require a vote of a majority of members present at a meeting at which a quorum is present.

As membership of the Committee is comprised of both members of the Board and other individuals, the Committee shall be deemed a Committee of NJHSA (and not of the Board) and shall not have authority to take formal action as designee of the Board and the Committee will not hold itself out as having authority to act for the Board.

Duties and Responsibilities

The following shall be the principal duties and responsibilities of the Committee:

- The Committee shall develop and thereafter oversee written policies and procedures relating to NJHSA membership eligibility, dues, eligibility, rights and privileges.
- Written criteria for NJHSA membership, which may include varying criteria applicable to different categories of membership, shall be established by the Committee and recommended for adoption by the Board.
- The Committee shall evaluate applications for membership in accordance with written criteria that it will develop for this purpose. Criteria adopted by the

Committee for evaluating membership applications will be reported to the Board and made available, upon request, to any current or prospective member agency.

- Requests for dues relief shall be forwarded to the Chair, for consideration, following consultation with the CEO, in light of written guidelines established by the Committee for evaluation of such requests.
- Requests for dues relief shall be forwarded to the Committee for consideration in light of written guidelines established by the Committee for evaluation of such requests.
- The Committee shall establish from among its members a designated International Members' Subcommittee of the Membership Committee. This Subcommittee will consider all matters within the scope of the Membership Committee's responsibilities from the perspective of the needs and concerns of International Member Agencies and shall assure that its findings and recommendations are considered by the Committee in carrying out the Committee's responsibilities.
- The Committee shall recommend dues policies for consideration and adoption by the Board.
- The Committee is responsible for marketing and outreach to prospective new member agencies, including considerations applicable to implementing NJHSA International Task Force's recommendations for expanding the international reach of the membership.

Meetings of the Committee

The Committee shall meet at such times as it deems necessary or as otherwise directed by the Committee Chair, the Chair or the Board. Participation in meetings of the Committee may be telephonic, electronic or through similar means. A Committee member, with assistance of staff if available, shall have responsibility for maintaining a record of the Committee's proceedings and actions. The Committee shall regularly report its activities to the full Board in accordance with the Board's policy for doing so from time to time.

Adoption of Charter

This Charter was adopted by the Board of Directors on January 27, 2019 and amended on November 16, 2020.

NETWORK OF JEWISH HUMAN SERVICES AGENCIES, INC.

Services Committee Charter

Authority

The Services Committee (the "Committee") is a committee of the Network for Jewish Human Services Agencies, Inc. ("NJHSA") established as a program committee within the discretion of the CEO and the Board. It is primarily responsible for overseeing the Services pillar of NJHSA by working with staff to identify, review, negotiate, document, approve and offer third party services that can be made available on favorable terms through the intercession of NJHSA and its potential marketing and buying power.

Membership

The Committee shall consist of members of the Board appointed to the Committee by the Board Chair in consultation with the CEO. The Board Chair, in consultation with the CEO, may also appoint additional individuals who are not members of the Board to serve on the Committee. Committee members are appointed to one-year terms (eligible for annual reappointment at the Chair's discretion) and serve at the pleasure of the Board. The Board Chair shall appoint a member of the Committee as chair of the committee.

Operations

The Committee shall meet with such frequency as it may determine to be necessary to carry out its responsibilities.

A majority of the members of the Committee shall constitute a quorum thereof. Committee approvals will require a vote of a majority of members present at a meeting at which a quorum is present.

As membership of the Committee is comprised of both members of the Board and other individuals, the Committee shall be deemed a Committee of NJHSA (and not of the Board) and shall not have authority to take formal action as designee of the Board and the Committee will not hold itself out as having authority to act for the Board.

Duties and Responsibilities

The following shall be the principal duties and responsibilities of the Committee:

- Provide an independent review of staff recommendations for service providers, including appropriate consideration of the results of staff diligence reviews of business and regulatory standing, financial strength and reliability of proposed service providers.

- Assist the staff in identifying new favorable service provider opportunities.
- Consider the commercial/business terms and conditions of proposed service provider agreements, and to weigh legal and commercial risks of any proposed arrangement that may be identified by counsel, staff or other advisors.
- Establish and oversee the application of standards and procedures applicable to service provider marketing activities by NJHSA, including review of any member issues or complaints about goods or services provided by a service provider.
- Provide NJSHA staff with recommended priorities for identification of future service providers, specifying where specific agency needs may require greater access to staff resources.
- Review and provide feedback to NJHSA staff regarding the form and content of all marketing materials (both tangible and electronic).
- Work with the staff to assure regular, and no less frequently than annual, review of all existing service provider relationships to determine compliance by both NJHSA and the provider with terms of existing agreements, identify and resolve any pending disputes, and make recommendations regarding contract extensions and renewals.
- Report to the Board at each regular Board meeting on the status of service provider arrangements, with particular focus on (i) new or planned offerings, (ii) any identified problems or issues with any program and the strategy employed by NJHSA to resolve the same.
- Solicit feedback and suggestions from member agencies regarding their needs for additional service arrangements.
- Identify unusual or financially significant service provider contact arrangements for possible referral to, and review and approval by, the full Board.

Meetings of the Committee

The Committee shall meet at such times as it deems necessary or as otherwise directed by the Committee Chair, the Chair or the Board. Participation in meetings of the Committee may be telephonic, electronic or through similar means. A Committee member, with assistance of staff if available, shall have responsibility for maintaining a record of the Committee's proceedings and actions. The Committee shall regularly report its activities to the full Board in accordance with the Board's policy for doing so from time to time.

Adoption of Charter

The Board of Directors adopted this Charter on January 27, 2019.

NETWORK OF JEWISH HUMAN SERVICES AGENCIES, INC.

Strategic Planning Committee Charter

Authority

The Strategic Planning Committee (the "Committee") is a committee of the Network for Jewish Human Services Agencies, Inc. ("NJHSA") established as a program committee within the discretion of the CEO and the Board. It is primarily responsible for (i) overseeing the development, periodic refreshment, and implementation of a Network strategic plan, (ii) providing programmatic guidance and direction to the CEO and Board, (iii) reviewing major programmatic initiatives and insuring their consistency with the Network's mission and nature as a member focused organization, and (iv) performing any related functions that may be assigned to it by the Board.

Membership

The Committee shall consist of the Chair (or, if there are Co-Chairs, both Co-Chairs) of each of the other standing committees of NJHSA and its Board. The Board Chair, in consultation with the CEO, may also appoint additional individuals who are not members of the Board to serve on the Committee. Committee members who are the Chair or Co-Chair of another NJHSA committee serve on the Committee through the end of any fiscal year in which they serve as Chair or Co-Chair of another committee. Other members appointed by the Board chair are appointed to one-year terms (eligible for annual reappointment at the Chair's discretion). All committee members also serve at the pleasure of the Board. The Board Chair shall be the Chair of the Committee.

Operations

A majority of the members of the Committee shall constitute a quorum thereof. Committee approvals will require a vote of a majority of members present at a meeting at which a quorum is present.

As membership of the Committee may be comprised of both members of the Board and other individuals, the Committee shall be deemed a Committee of NJHSA (and not of the Board) and shall not have authority to take formal action as designee of the Board and the Committee will not hold itself out as having authority to act for the Board.

Duties and Responsibilities

The following shall be the principal duties and responsibilities of the Committee:

- Making recommendations to the CEO, the Board and the Members related to the Network's mission, vision, strategic initiatives, major programs and services.
- Helping the CEO and staff identify (and anticipate) critical strategic issues facing the organization and assisting in the analysis of alternative strategic options.
- Ensuring that the CEO, staff and Board establish and maintain an effective strategic planning process, insuring development of a three to five year strategic plan with measurable goals and time targets.
- Understanding NJHSA's Members and their missions and constituencies, the human services sectors in the jurisdictions in which Members operate, and the core competencies of NJHSA and its Members. Keeping up-to-date on changing community needs and resources, changes in legal, technological, regulatory and financial environments, and searching for opportunities to improve the scope, effectiveness and quality of the services provided by NJHSA.
- Creating, and thereafter periodically reviewing NJHSA's mission, vision and strategic plan and recommending their adoption or amendment, as the case may be, to the Board based on Member needs and changes in their community needs, changing financial, legal and governmental conditions, and other relevant factors.
- Considering the merits of major new programs and services.
- Assisting in the development of a strategic dashboard of key indicators for regular presentation to, and review by, the Board.
- Monitoring NJHSA's performance over time against measurable progress points or targets.

Meetings of the Committee

The Committee shall meet at such times as it deems necessary or as otherwise directed by the Committee Chair or the Board. Participation in meetings of the Committee may be telephonic, electronic or through similar means. A Committee member, with assistance of staff if available, shall have responsibility for maintaining a record of the Committee's proceedings and actions. The Committee shall regularly report its activities to the full Board in accordance with the Board's policy for doing so from time to time.

Adoption of Charter

The Board of Directors adopted this Charter on January 27, 2019.

NETWORK OF JEWISH HUMAN SERVICES AGENCIES, INC.

Annual Conference Committee Charter

Authority

The Annual Conference Committee (the "Committee") is a committee of the Network for Jewish Human Services Agencies, Inc. ("NJHSA") established annually as a program committee within the discretion of the CEO and the Board. It is responsible for planning, marketing and evaluation of each of the Network's annual Member conferences generally held in the Spring of each year.

Membership

The Committee shall consist of members of the Board appointed to the Committee by the Board Chair in consultation with the CEO. The Board Chair, in consultation with the CEO, may also appoint additional individuals who are not members of the Board to serve on the Committee. Committee members are appointed to a one-year term and serve at the pleasure of the Board. The Board Chair shall appoint a member of the Committee as chair of the committee.

Operations

A majority of the members of the Committee shall constitute a quorum thereof. Committee approvals will require a vote of a majority of members present at a meeting at which a quorum is present.

As membership of the Committee is comprised of both members of the Board and other individuals, the Committee shall be deemed a Committee of NJHSA (and not of the Board) and shall not have authority to take formal action as designee of the Board and the Committee will not hold itself out as having authority to act for the Board.

Duties and Responsibilities

The following shall be the principal duties and responsibilities of the Committee:

- Familiarize itself with the scheduling, logistical and program requirements for conducting a well-organized, informative and successful membership conference and annual meeting of NJHSA members, with special focus on the unique challenges and opportunities presented by the virtual format that has been adopted.
- Serve as a liaison among the CEO, NJHSA staff, Board Chair, other Committees to assure that logistical arrangements (streaming services, virtual meeting space providers, media and programming consultants, video and audio editing services, virtual help desks) and related technical requirements are in place for a satisfactory and engaging virtual meeting.

- In coordination with the Finance Committee, provide independent oversight of budgets and expense matters associated with staging the conference.
- Oversee publicity requirements to promote the conference and to solicit proposals for conference presentations.
- Assist NJHSA staff in identifying appropriate programs for presentation at the conference and organizing the schedule for presentations and opportunities for virtual “replays” thereof.
- Consideration of appropriate “keynote” and similar lead speakers and the appropriate virtual format for their presentation.
- After the conference is over, oversee a survey of members soliciting feedback on their conference experience including theme, substantive content, format of virtual presentations, ease of use and technology, costs and expenses, ideas for improvement of future conferences, including ideas to incorporate virtual programs in future “in person” conferences.
- After completion of each annual conference, meet with the individual(s) selected to chair or participate in the Conference Committee for the following year’s conference to provide guidance in light of its experience on the work to be done by that committee.

Meetings of the Committee

The Committee shall meet at such times as it deems necessary or as otherwise directed by the Committee Chair, the Chair or the Board. Participation in meetings of the Committee may be telephonic, electronic or through similar means. A Committee member, with assistance of staff if available, shall have responsibility for maintaining a record of the Committee's proceedings and actions. The Committee shall regularly report its activities to the full Board in accordance with the Board's policy for doing so from time to time.

Adoption of Charter

The Board of Directors adopted this Charter on November 16, 2020.

The Executive Committee of the Board of Directors amended this Charter on _____, 2021

NETWORK OF JEWISH HUMAN SERVICES AGENCIES, INC.

Annual Executives' Conference Committee Charter

Authority

The Annual Executives' Conference Committee (the "Committee") is a committee of the Network for Jewish Human Services Agencies, Inc. ("NJHSA") established annually as a program committee within the discretion of the CEO and the Board. It is responsible for planning, marketing and evaluation of the Network's annual executive's conference which is customarily held in the Fall of each year.

Membership

The Committee shall consist of members of the Board appointed to the Committee by the Board Chair in consultation with the CEO. The Board Chair, in consultation with the CEO, may also appoint additional individuals who are not members of the Board to serve on the Committee. Committee members are appointed to a one-year term and serve at the pleasure of the Board. The Board Chair shall appoint a member of the Committee as chair of the committee.

Operations

A majority of the members of the Committee shall constitute a quorum thereof. Committee approvals will require a vote of a majority of members present at a meeting at which a quorum is present.

As membership of the Committee is comprised of both members of the Board and other individuals, the Committee shall be deemed a Committee of NJHSA (and not of the Board) and shall not have authority to take formal action as designee of the Board and the Committee will not hold itself out as having authority to act for the Board.

Duties and Responsibilities

The following shall be the principal duties and responsibilities of the Committee:

- Familiarize itself with the scheduling, logistical and program requirements for conducting a well-organized, informative and successful executives' conference.
- Serve as a liaison among the CEO, NJHSA staff, Board Chair, other committees to assure that logistical arrangements (hotel and restaurant facilities, meeting rooms, A/V equipment, vendor/sponsor areas, internet access and related technical requirements) are in place for a satisfactory meeting.

- In coordination with the Finance Committee, provide independent oversight of budgets and expense matters associated with staging the conference.
- Oversee publicity requirements to promote the conference and to solicit proposals for conference presentations.
- Assist NJHSA staff in identifying appropriate programs for presentation at the conference and organizing the schedule for presentations.
- Consideration of appropriate “keynote” and similar lead speakers.
- Act as a liaison with the “host Federation” in the city in which the conference is to be held.
- After the conference is over, oversee a survey of members soliciting feedback on their conference experience including theme, substantive content, ease of travel and travel arrangements, costs and expenses, ideas for improvement of future conferences and ideas for future conference locations.
- After a conference is over, meet with the individual(s) selected to chair or participate in the Committee for the following year’s conference to provide guidance on the work to be done by the committee.

Meetings of the Committee

The Committee shall meet at such times as it deems necessary or as otherwise directed by the Committee Chair, the Chair or the Board. Participation in meetings of the Committee may be telephonic, electronic or through similar means. A Committee member, with assistance of staff if available, shall have responsibility for maintaining a record of the Committee's proceedings and actions. The Committee shall regularly report its activities to the full Board in accordance with the Board's policy for doing so from time to time.

Adoption of Charter

The Board of Directors adopted this Charter on January 27, 2019.

The Executive Committee of the Board of Directors amended this Charter on _____, 2021