SEPTEMBER 11TH NATIONAL MEMORIAL TRAIL ALLIANCE

Committee Charters Policy

Adopted by the Board of Directors: October 23, 2026 **Authority:** Article V of the Bylaws.

This Policy is adopted by the Board under Article V of the Bylaws and may be amended by the Board without amending the Bylaws. Where this Policy conflicts with the Bylaws, the Bylaws control — including the governance-critical provisions fixed in Article V (the Executive Committee's limits, the Governance Committee's role in nominations and bylaws review, and the Treasurer chairing the Finance Committee).

General Rules for All Committees

(Restated from Bylaws Section 5.1 for convenience.)

- **Authority.** Committees are subject to the authority, supervision, and control of the Board. Unless the Board grants authority to act on the Alliance's behalf, a standing committee may only recommend action to the Board.
- **Appointment.** The Board appoints committee chairs and members for terms it determines. Directors, and — where seated — Strategic Advisors and Honorary Members, each have one (1) vote on their committee. The Chair of the Board is an ex-officio voting member of all committees.
- **Meetings, quorum, and records.** Each committee chair calls meetings, sets the agenda, and appoints a recording secretary. Unless the Board provides otherwise, a majority of a committee is a quorum, and the act of a majority present at a meeting with a quorum is the act of the committee. Committees may meet by telephone or video conference and may act by unanimous written consent on the same terms as the Board.

Standing Committees

1. Executive Committee

Membership. The Chair, the Vice-Chair(s), the Secretary, the Treasurer, and the President (ex officio), plus any additional Directors the Board includes; chaired by the Chair. A majority is a quorum.

Duties. Carries out policies established by the Board and, between Board meetings, manages the affairs of the Alliance. It may review operations; prepare administrative, capital, and personnel policies for Board review; and make emergency decisions after polling as many Directors as is practicable.

Limits (fixed by Bylaws Section 5.2). The Executive Committee may **not** amend the Bylaws, change the organizational structure, or establish major policies without the consent of the full Board.

2. Governance Committee

Membership. Composed of Directors.

Duties.

- Propose annually, for election by the Board, candidates to fill vacancies among Directors and officers, and assemble the slate.
- Develop and maintain a recruitment and orientation program for new Directors and officers.
- Conduct the annual review of the Bylaws and recommend amendments (Bylaws Article XVI).
- Propose, jointly with or in place of the President, the class assignments and founder-transition placements under Bylaws Article XIX, for approval by vote of the Board; and administer them once approved.
- Maintain the Officer and Board Roles Policy and the Personnel Policies and Procedures Manual, and lead strategic-planning support for the Board.

3. Finance Committee

Membership. Composed of Directors and chaired by the Treasurer. The Alliance's **Bookkeeper** (finance staff) and its independent **accountant** attend as invited, non-voting ex-officio participants.

Duties.

- Develop, review, and recommend the annual operating and capital budgets and long-range financial plans and policies.
- Make recommendations on the investment of funds and on risk management and insurance, and secure bonding as advisable.
- Present an annual financial plan to the Board and arrange the annual audit or review by a certified public accountant (Bylaws Section 9.4).

Program Committees

4. Development Committee

Membership. Directors and, where appropriate, Strategic Advisors uniquely suited to fundraising.

Duties. Assist the Board and President in fundraising by developing, adopting, and implementing a development plan to attract the funds and services needed to carry out and expand the Alliance's mission, coordinating with the President and staff. Major new revenue initiatives and expenditures require Board approval.

5. Communications Committee

Membership. Directors and the staff **Communications Coordinator**.

Duties. Supports the Alliance's traditional media, social media, branding, and newsletter, with periodic evaluations of effectiveness, and supports other efforts directed by the Board's Strategic Plan.

Working Groups (Optional and As-Needed)

The Board — or the Executive Committee — may commission **working groups** for specific, often seasonal or time-limited purposes. Working groups are **optional and not required**; more than one may exist at a time; the same individuals may serve in more than one; and the structure exists for administrative tracking and coordination. Each serves at the will of the Board, with leadership set by the Executive Committee, and recommends action to the Board unless the Board grants it authority to act. Working groups are formed and dissolved by the Board as its work requires.

Common working groups include:

- **Trail Implementation working groups** — commissioned per trail-implementation project; support the project's signage and trail alignment, advise on needed studies and on the parties to conduct them, help develop trail-management tools, and advise on and review trail-development standards as state and federal policy changes.
- **State and regional working groups** — formed, where useful, to coordinate the Alliance's work in the District of Columbia or a state or region containing a segment of the network.
- **Trail-designation working groups** — formed as needed to develop and recommend to the Board the designation (or withdrawal of designation) of trail segments as official parts of the network, together with related maintenance, signage, and trail-management-organization recommendations, and to maintain the September 11th National Memorial Trail Policy and Procedures Manual.

Review

The Governance Committee reviews this Policy at least annually and recommends updates as the Alliance's work and committee structure evolve.