

Policy on committees

Approved February 26, 2025.

Context

[Dryad by-laws](#) (2024), article 7, Section 1. General.

The Board's position is that Directors may serve on any of the committees, advisory groups and task forces described here to meet this obligation.

Nomenclature

1. Committee - A standing instrument of the Board, included in the by-laws or formally created by the Board (according to requirements in the by-laws), to meet an ongoing need or responsibility. Eg: Executive and Finance Committees
2. Task force - Task-oriented subgroup whose effort is endorsed by the Board and is set to conclude within a specific frame of time. Eg: Strategy Advisory Task Force, which decides in 2025 whether a strategy advisory group is needed
3. Advisory group - A Subgroup whose role it is to provide advice and guidance to Dryad on an as-needed basis. Formation and effort are endorsed by the Board. Eg. Fundraising advisory board

Overview

- A. While committees are standing long-term instruments of the Board, task forces and advisory groups may be time-limited and have specific scope that falls under a committee.
- B. Committee and subgroup meetings are the opportunity for Directors to participate in substantive discussions around Dryad operations and progress toward our mission.
- C. The specific charges of each committee and its subgroups allow those with the needed expertise to engage deeply with tasks.
- D. The output of committee and subgroup work should be findings and recommendations to the Executive Director and the Board.
- E. Each committee is responsible for ensuring the Board is apprised of the movements of its associated instruments.
- F. The Executive Committee should convene as necessary the chairs of committees

and subgroups to support clear communication and coordinated action.

- G. Committee and subgroup updates shall be regularly circulated between Board meetings, and are also provided prior to Board meetings with the expectation that Directors review these products. Directors may reach out directly to chairs for clarifications or with suggestions. Ideally, the majority of review and discussion should take place prior to the Quarterly Board meetings.
- H. As an Ex Officio member of all committees, the Executive Director will also be engaged with the committee outputs.
- I. Optimally, the Board will take outputs from committees to be the best possible account of findings and recommendations. The Board will then rely on that work to arrive at final decisions based on Dryad's overall goals, needs, and abilities. Occasionally, review during a Quarterly Board meeting may surface new questions or recommendations. These may be resolved during the Board meeting, or the Board may elect to send these questions or recommendations back to committees for additional work.

Ensuring the thoroughness of work at the committee level will allow the Board to dedicate its quarterly meetings to fulfilling its technical responsibilities as the fiscal and legal overseers of the Dryad organization.

Approved committees

- Committees
 - Reporting to the Board of Directors: Code of Conduct
- Task forces
 - Reporting to the Executive Committee: Strategy Advisory
 - Reporting to the Finance Committee: Member Model; Large Data
- Advisory Groups
 - Reporting to the Executive Committee: Nominations and Elections
 - Reporting to the Finance Committee: Fundraising