

National Association of Corporate Directors New York Chapter Inc.

MEMBERSHIP COMMITTEE CHARTER

Purpose

The Membership Committee sustains and grows the membership of the Chapter, with a primary emphasis on listed and private company directors, but also including nonprofit directors and representatives of top corporate management, institutional investors and other key stakeholders. In furtherance of this mission, the Committee is responsible for proposing, developing and overseeing Chapter efforts to recruit new NACD members, encouraging them to participate in Chapter events, maintaining high local membership retention, and communicating effectively with existing and potential local members.

Membership

The Committee shall be composed of three or more Directors appointed by the Board. The Board shall designate the Chairman or Co-Chairs of the Committee.

Meetings

The Committee shall meet at least three times annually or more frequently as it shall determine is necessary to carry out its duties and responsibilities. The Chairman will schedule regular meetings; additional meetings may be held at the request of two or more members of the Committee, the President, or the Chairman of the Board. Meetings of the Committee are open to all Directors and Sponsor representatives interested in supporting the Committee in its efforts, and the Committee may seek advice and participation of other advisors and supporters as it deems appropriate.

Duties and Responsibilities

In carrying out its responsibilities, the Committee shall develop and oversee Chapter efforts to:

1. Develop the Chapter's contact database of NACD members and potential members meeting NACD's membership criteria as a tool for recruiting and communication.
2. Encourage local members to regularly participate in Chapter events, and other eligible corporate directors to sample Chapter events and consider NACD membership.
3. Welcome new local members when they join NACD and make new participants feel welcome at their first Chapter programs.

4. Collect comments, feedback and ideas from local members about Chapter events and activities, including potential program topics, speakers and formats.
5. Reach out to recent members who have let their NACD membership expire and who continue to meet NACD membership criteria, and encourage them to renew.
6. Review reporting from NACD National regarding local membership growth and retention.
7. Oversee development of the Chapter's website as a tool for communicating with and providing useful information to actual and potential members, and appropriately promoting the NACD National, Chapter and Sponsor brands.
8. Maintain minutes of meetings and report to the Board the results of Committee meetings.
9. Periodically review and assess the adequacy of this Charter and recommend any proposed changes to the Board for approval.
10. Perform such other duties as are necessary or appropriate to further the Committee's purposes, or as the Board may from time to time assign to it.

The Committee shall liaise with NACD National staff as necessary and appropriate, including to ensure proper coordination and alignment of all recruitment, retention and communications activities.