

CDF PROGRAM COMMITTEE CHARTER

Effective 8/12/11

PURPOSE:

The purpose of the Program Committee, in collaboration with the CDF Executive Director, is to plan, develop, and successfully execute profitable programs and educational events that will support fulfillment of the Corporate Directors Forum (CDF) Mission and Vision.

COMMITTEE MEMBERSHIP:

Program Committee members will be selected by the Program Committee Chair and the Executive Director to provide synergistic viewpoints for achieving CDF's Vision. Additional members shall be selected based on the specific expertise required by the Committee. The number of Committee members shall be at the Chair's discretion and would be expected to be from five to ten persons.

CHAIR/VICE CHAIR: The Program Chair, the Executive Director and the Chair of CDF will concur on the Vice Chair who will then be presented to the Executive Committee for approval. When the Program Chair completes his/her term, the Vice Chair steps in as Chair, pending approval by the full board.

COMMITTEE DUTIES:

The Program Committee, in coordination with the Executive Director, shall:

- Develop an annual Program Plan & Event Map to provide a tentative plan for future programs.
- Present the Program Plan & Event Map to the Board at the annual retreat. Adjustments to program schedules and topics will be made as necessary to ensure timely presentation of high quality topics and speakers.
- The Committee do appropriate advance planning for each program so as to achieve the milestones as outlined on the program planning timeline
- Periodically survey Program attendees and the CDF Board to determine program success and obtain feedback for guiding future Program planning.
- Create a summary report of the "lessons learned" and the programs' overall performance for the previous twelve months, to be presented to the full board at the annual retreat.
- Assist in developing potential sponsors for programs, and recommend improvements in sponsor benefits..
- Plan Programs with the following goals:
 - Select timely topics related to Corporate Governance.
 - Select speakers who are experts on Corporate Governance issues, have strong Board experience or otherwise have appropriate experience for the topic
 - Strive to occasionally have "high impact – high visibility" keynote speakers.
 - Include several points of view on each panel.
 - Strive to have directors/members walk away with Governance topics and issues that they can discuss/explore with fellow Board members to enhance their Board's educational experience.
 - Provide networking and peer interaction opportunities.

COMMITTEE MEETING:

The Chair of the Program Committee in conjunction with the Executive Director will be responsible for the agenda. Program Committee meetings shall be held at the calling of the Chair and as often as necessary to successfully fulfill the defined duties of the Committee. Committee members are expected to attend at least 70% of the scheduled meetings.