

LAND REVIEW COMMITTEE CHARTER

This Land Review Committee Charter was approved by the Governance & Nominating and the Executive Committee and adopted by the Land Review Committee of the Board of Directors (the “Board”) of The Santa Fe Conservation Trust (“SFCT”) on Updated date.

Section I—PURPOSE:

The Land Review Committee (the “LRC”) shall assist the Board in five primary areas with respect to SFCT’s conservation projects and activities:

1. **Ensure that SFCT Achieves its Key Conservation and Stewardship Priorities:**
Enable the Board to provide effective oversight of SFCT conservation projects, stewardship and activities to achieve key conservation priorities as defined by SFCT’s mission, long-range goals, and best conservation practices;
2. **Ensure that SFCT has established appropriate and effective Systems, Policies and Procedures and Standards to govern its Conservation and Stewardship Activities:**
Monitor and ensure that organizational systems are in place and are being implemented to ensure that SFCT’s conservation projects, stewardship and activities are achieving the organization’s conservation objectives, conform to the highest standards of integrity, meet the letter and spirit of the law, and, in coordination with the Board’s Finance & Audit Committee, ensure that they are financially sound;
3. **Provide Oversight and Risk Assessment of Transactions and Activities:** Oversee conservation projects, stewardship and activities being undertaken by SFCT to ensure that results are being achieved that advance the organization’s conservation and stewardship priorities while ensuring that legal and financial risks are well managed; and work with the Governance and Nominating and Finance & Audit Committees to ensure that SFCT policies are appropriately monitored to assure the highest standards of conservation services and to protect the reputation of the organization.
4. **Evaluate Conservation Projects, Stewardship and Activities:** Ensure effective review of conservation projects, stewardship and activities requiring full Board approval.
5. **Ensure SFCT activities are informed by the Land Trust Alliance Standards and Practices and meets accreditation requirements.**

Section II—COMPOSITION:

The Board Chair will appoint the Land Review Committee Chair. The Committee shall be comprised of at least three members appointed from the Board of Directors by the Chair of the Board, in collaboration with the Committee Chair and Executive Director. The Committee Chair has the discretion to appoint non-director Committee members. The Board Chair and the Executive Director are an *ex-officio* voting members.

The members of the Committee may be removed, with or without cause, by the Board Chair in consultation with the Executive Committee.

The Committee Chair will chair all regular sessions of the Committee and will set the agenda for the Committee meetings.

The Committee may form and delegate authority to subcommittees consisting of one or more members when appropriate.

Term Limits: LRC members are appointed for up to three 3-year terms.

Section III—MEETINGS:

The LRC shall meet as frequently as circumstances dictate. Meetings of the LRC may be held at any time in person or by such electronic means as permit all persons participating in the meeting to communicate with each other simultaneously and instantaneously. A quorum is required to vote to approve agenda items. A quorum constitutes a majority of the total LRC membership.

The LRC shall meet as needed with the Executive Director and such other executive officers and others within SFCT as it determines appropriate to fulfilling its responsibilities hereunder.

Section IV—RESPONSIBILITIES AND DUTIES:

The LRC shall, as appropriate, perform the following:

1. Evaluate conservation activities, strategies, and projects to ensure that there is a potential for high conservation return on the investment of staff and volunteer time and financial resources;
 - a. Ensure that there is a strong basis for conservation projects, activities and strategies when initiated, and that, in the spirit of adaptive management, scientific assumptions are regularly reviewed and representative projects evaluated following the Project Selection Criteria Policy.
 - b. Monitor and evaluate organization-based processes for conservation project and activity review to ensure that conservation projects and activities effectively achieve key conservation priorities as defined by the SFCT's mission, long range goals, and best conservation practices.
2. Provide oversight of conservation transactions and activities for:
 - a. Conservation significance:
 - i. Contribution to the organization's regional conservation goals
 - ii. Contribution to goals by focal area and conservation values
 - b. Conservation results/impact:
 - i. At least annually, review a summary of conservation activity by:
 1. Focal Areas
 2. Project management: Conservation Easements and Fee title

3. Dollars expended; stewardship endowments, external funding being sought
 4. Conservation Values protected
 5. Update of total acreage protected
- c. Conservation and Stewardship capacity:
Review Strategic Conservation Plan, Strategic Objectives, and Implementation Progress
- d. Conservation innovation:
Review innovative conservation transactions to ensure that appropriate oversight is achieved and that the lessons learned are being institutionalized throughout the organization.
- e. Effective management of risks:
LRC will review and provide oversight for stewardship and management-run processes to mitigate legal, financial, and reputational risk.
3. Evaluate and provide preliminary review for projects and conservation activities requiring full Board approval:
 - a. LRC will provide preliminary review of projects in excess of any relevant threshold amount for Board review prior to recommending them for approval by the Finance & Audit Committee and the full Board.
 - b. LRC will review projects or activities that require Board approval because the project/activity presents a case of “first impression” or because of the potential for organizational or reputational risk.
4. The LRC Chair or designee will report regularly to the Board (i) following meetings of the LRC; (ii) with respect to such other matters as are relevant to the LRC's discharge of its responsibilities; and (iii) with respect to such recommendations as the LRC may deem appropriate.
5. Maintain minutes or other records of meetings and activities of the LRC.

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