

**Children’s Developmental Services of Campbell County  
Board of Directors  
Governance Policies**

***I. Mission & Purpose***

The mission of the Children’s Developmental Services of Campbell County is to serve the community by providing comprehensive quality early childhood services for children and their families, in caring and compassionate integrated environments, so that all children may achieve their fullest potential as unique individuals in society.

***II. General Executive Restraint and Board of Directors /Executive Director relations, Board of Directors Delegation to Executive Director***

- A. The Executive Director shall not cause or allow any practice, activity, decision, or organizational circumstance which is unlawful, negligent, contrary to the mission, values or policies as expressed by the Board of Directors (Board), or in violation of local, state and federal laws and regulations or professional ethics.
- B. Board responsibility focuses on establishing broad policies; the Board delegates implementation and supplemental policy formation to the Executive Director, unless otherwise stated.
  - 1. The Board delegates authority to the Executive Director, therefore authority and accountability of staff is that of the Executive Director.
  - 2. The Executive Director shall act within acceptable boundaries of prudence and ethics. The Executive Director is authorized to establish all further policies, make all decisions, take all actions and develop all activities as long as they are consistent with a reasonable interpretation of the Board’s policies.

3. The Board may change its policies, thereby shifting the boundary between Board and Executive Director. Consequently, the Board may change the latitude of choice given to the Executive Director, but so long as any particular delegation is in place, the Board and its members will respect and support the Executive Director's choice. This does not prevent the Board from obtaining information concerning delegated areas.
4. Board authority is corporate, not individual. The Executive Director is not obliged to respond to individual requests by members of the Board.

III. Selection and Support of Executive Director/Assess Executive Director Performance.

- A. The Board shall annually conduct formal, objective evaluation of Executive Director performance. Evaluation will be based on:
  1. Review of previous monitoring data, and/or
  2. Other objective criteria consistent with county policies and procedures.

In order to protect the Board from the unexpected loss of Executive Director services, the Executive Director shall have at least one senior manager familiar with Board and Executive Director issues and processes and shall have a plan for emergency executive leadership.

IV. Determine, Monitor, and Strengthen Program and Services to Maintain Accountability.

- A. The Executive Director is the Board's official link to the operating organization and is accountable to the Board for achievement of ends and operating within the boundaries of the executive limitations policies.

The Board will monitor executive fulfillment of board-directed ends and policies. The purpose of monitoring is to determine the degree to which board ends and policies are being fulfilled. Monitoring will be as routine and concise as possible. Policies may be monitored through:

Internal report: Disclosure of necessary information to the Board from the Executive Director.

External report: Inspection of necessary information by a disinterested external auditor or assessor who reports to the Board.

Direct inspection: Inspection of necessary information by a board member, a committee, or the Board as a whole. This is a board inspection of documents, activities, or circumstances directed by the Board which allows a prudent person test of policy compliance.

The Board may monitor any policy at its discretion. However, regular monitoring will include the following:

POLICY	FREQUENCY	TYPE OF REPORT
Ends	Monthly	Internal (Director's Report)
Financial Condition	Monthly	Internal (Financial Statement)
Human Resources	Annual	Internal
Financial Planning (Budget)	Annual	Internal
Board/Executive Director Relationship Policy	Annual	Internal
Emergency Executive Session	As deemed necessary	Internal

Financial Planning/Management.

The Executive Director shall submit for board approval an annual operating budget in compliance with the established time line of the county and Board.

- A. The Executive Director shall not prepare an operating, capital or construction budget which allows for expenditures in excess of revenues.
- B. The Executive Director shall not permit the budget for any fiscal period to deviate materially from Board priorities, jeopardize fiscal integrity, nor fail to show reasonable foresight.
- C. The Executive Director shall not fail to provide the Board with financial statements (balance sheets and income sheets) detailing monthly expenditures, year to date and actual to budget revenues and expenditures.
- D. The Executive Director shall not fail to implement internal controls to insure fiscal responsibility and sound financial condition.  
Accordingly:

The Executive Director shall:

Participate and cooperate with the County Auditing process.

Maintain Directors and Officers liability insurance.

Not allow un-bonded personnel access to material accounts of funds.

Follow County fiscal policies including disposal of organization assets.

Not fail to insure organization assets against casualty and theft.

Not borrow funds or encumber organization assets without express Board approval.

Not fail to obtain Board approval for any capital expenditure not approved within the budget.

Not allow non-designated cash to drop below the amount needed to satisfy normal operating expenses for one month.

#### VI. Human Resources

The Executive Director shall not fail to operate within established County Human Resources policies.

- A. The Executive Director shall not cause or allow jeopardy to the fiscal integrity or public image of the organization with respect to employment and compensation of employees.
- B. The Executive Director shall not change the Executive Director's compensation or benefits.
- C. The Executive Director shall implement the County compensation and benefits.
- D. The Executive Director shall not promise, imply or guarantee permanent employment.
- E. The Executive Director shall comply with County personnel guidelines.

#### VII. Enhance Public Standing

The Board of Directors will serve as the organization's ambassadors, advocates and community representatives.

- A. The Board of directors shall appoint the Executive Director as the organization spokesperson.
- B. No Board member shall represent himself/herself as speaking for the Board or organization unless specifically authorized to do so.
- C. The Board shall develop a Public Awareness/Relations Plan to identify their roles and responsibilities.

#### VIII. Recruit and Orient New Board Members and Assess Board Performance

The Board of Directors shall recruit potential Board Members based on membership needs.

The nominating committee shall develop a Statement of Board Responsibility.

The nominating committee shall establish an orientation plan for new Board of Director's Members for orientation to the organization.

The Board of Directors will participate in a Board Performance Assessment annually.

*The undersigned, comprising at least two-thirds (2/3) of the Board of Directors present at the meeting at which the vote was taken, each voted in favor of the attached Governance Policies, to be adopted in August 2019.*

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Wendy Balo, Chairwoman                      Date 8/28/2019

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Carol Yonkee, Vice-Chair                      Date 8/28/2019

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Bertine Bahige, Treasurer                      Date 8/28/2019

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Cindy Reardon, Secretary                      Date 8/28/2019

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Luke Wilkins, Member                      Date 8/28/2019