****

**Executive Committee**

2019-2020

**Role**

The Executive Committee is responsible for strategic oversight of Board matters. It is comprised of the Board Chair, the Board Vice Chair, and the Chairs of each of the Board Committees, as well as the immediate past Board Chair, if still serving on the Board. The CEO of DSST is the staff liaison and attends meetings of the Committee.

**Responsibilities**

The Committee will create a Board culture of engagement, ownership and accountability that supports achievement of DSST’s annual Network goals and Strategic Plan, and DSST's core values of respect, responsibility, integrity, courage, curiosity and doing your best.

The Committee will oversee the annual evaluation by the Board of the CEO. It will approve the Management Succession Plan prepared from time to time by Management. The assignment of Committee Chairmanships will rest primarily with the Board Chair, the Vice Chair(s) and the CEO, with advice from the Executive Committee. In addition, they will hold Committee Chairs accountable for aligning Committee Charters, Long Term Goals and Annual Objectives with DSST's strategic and operating plans, and for achieving annual goals. The Committee will provide input into the Board agendas and the annual Board retreat. As requested by the Nomination and Governance Committee, the Executive Committee will interview, evaluate and, if appropriate, re-nominate Directors whose terms are expiring.

At the discretion of the full Board, the Committee may act between meetings in the Board's stead as regards certain matters specifically delegated to it by the Board.

The Executive Committee will be a resource to the other standing Committees of the Board and will support the Chairs of those Committees in fulfilling their Charters, Long Term Goals and Annual Objectives. It will work with those Committees and with the staff of DSST in fulfilling its own Charter, Goals and Objectives. It will work with Management to support achievement of DSST's annual Network goals and Strategic Plan.

**General Long-Term Goals:**

1. Ensure that the Board accurately and fairly assesses the performance of the CEO, and holds the CEO accountable for performance.
2. Assure that DSST has an approved Management Succession Plan, which includes interim management and recruiting plans, to deal with the unexpected loss of the CEO. It will work with management to expand succession planning to. Individuals reporting to the CEO, and their direct reports. The Committee may appoint a special task force to ensure an effective Succession Plan.
3. Involve the Board regularly in providing strategic input to Management around critical issues affecting DSST. However, the Board's role is to govern, not manage the organization. Thus, strategic and operating plans will be prepared by Management and approved by the Board.
4. Work with the Nominations and Governance Committee to create an excellent, engaged, and diverse non-profit Board in Denver.
5. Create a Board culture of engagement, ownership and accountability that supports achievement of DSST’s annual Network goals and Strategic Plan, and DSST's core values of respect, responsibility, integrity, courage, curiosity and doing your best.

Membership and Home Office Liaison

Gloria Zamora (Chair)

Teresa Berryman (Vice Chair, Audit Chair )

Peter Fritzinger (Vice Chair )

Glenn Russo (Finance & Operations Chair)

George Sparks (Advancement Chair)

Alyssa Whitehead-Bust (Education and Information Technology Chair)

Patrick O’Rourke (Nominating & Governance Chair)

Bill Kurtz, Home Office Liaison

**Executive Committee Goals Fiscal Year 2019 Objectives:**

1. Oversee the evaluation of the CEO's performance for Fiscal Year 2020. Completed by October 2020.
2. Work with Committee Chairs on Membership, Charters, Goals and Objectives aligned with DSST's values, strategy and Operating Plan. Completed by January 2020
3. Focus on Smart Growth as part of Executive Committee meeting agendas. Serve as a sounding board and source of information and perspective to the CEO as it pertains to Smart Growth.
4. Plan, conduct and publish results, as appropriate, from the annual Board Retreat, designed to provide strategic input to Committees and Management. Completed by February 2020.
6. Delegate to the Succession Planning Subcommittee to work with management on updating, and approving a Management Succession Plan. Completed by June 2020 .
7. The Board Chair, in conjunction with the Vice Chairs and the CEO, in consultation with the Nominations and Governance committee, will interview and evaluate Board members whose terms are expiring. Completed May 2020.
8. Periodically evaluate the performance of each Committee of the Board. The Board chair, in conjunction with the Vice Chairs, will work with respective Committee Chairs and CEO to insure they have resources to succeed, and will hold Chairs accountable for results. Completed July 2020.
9. At the request of the Board Chair, assign or re-confirm Chairs for each Committee for FY 2021.. Completed by July 2020
10. Prepare a self-assessment of Executive Committee performance for FY 2020 . Completed by July 2020 .
11. Conduct regular Executive Committee meetings; set Board agendas at such meetings. Completed by June 2020 .

**Deliverables:**

|  |  |
| --- | --- |
| September 2020 | CEO Performance Review |
| January 2020 | Updated Committee Charters |
| February 2020 | Conduct BOD Retreat |
| May 2020 | As needed, Evaluate BOD Members whose terms expire |
| June 2020 | Management Succession Plan Update |
| July 2020 | As requested by Board Chair, Evaluate Committee Performance and review Committee Chairs |
| July 2020 | Self-Assessment of Executive Committee Performance |

**Meeting Schedule / Key Topics TBD**

|  |  |
| --- | --- |
|  | Generally, one to two weeks before Board meetings, by telephone. |
| September 11, 2019 | 1:30 PM |
| November 14, 2020 | 1:00 P.M. |
| January 17, 2020 | 1:30 P.M. |
| March19, 2020 | 1:30 P.M. |
| May 14, 2020 | 1:30 P.M. |
| June 4,2020 | 1:30 P.M. |