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**Executive Committee**

Charter, Goals and Objectives

Fiscal Year 2017

**Charter:**

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. The CEO of DSST is the staff liaison and attends meetings of the Committee.

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 Executive Committee will assign Committee Chairmanships. It 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 will plan the annual Board retreat. With 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 DSST's annual Operating Plan.

**General Long Term Goals:**

1. Insure 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 key executives and managers at both the CMO and school levels.
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 and accountability that supports DSST's core values of respect, responsibility, integrity, courage, curiosity and doing your best.

**Executive Committee Fiscal Year 2017 Objectives:**

1. Oversee the evaluation of the CEO's performance for Fiscal 2017. Completed by October 2017.
2. Work with Committee Chairs on Membership, Charters, Goals and Objectives aligned with DSST's values, strategy and Operating Plan. Completed by November 2016.
3. Plan, conduct and publish results from the annual Board Retreat, designed to provide strategic input to Committees and Management. Completed by November 2016.
4. Work with management on updating, and approving a Management Succession Plan. Completed by March 2017.
5. With Nominations and Governance interview and evaluate Board members whose terms are expiring. Completed June 2017.
6. Periodically evaluate the performance of each Committee of the Board. Work with Committee Chair and CEO to insure they have resources to succeed. Hold Chairs accountable for results. Completed July 2017
7. Assign or re-confirm Chairs for each Committee for FY2018. Completed by July 2017.
8. Prepare a self-assessment of Executive Committee performance for FY 2016. Completed by July 2017.
9. Conduct regular Executive Committee meetings; set Board agendas at such meetings. Completed by June 2017.
10. Assign Advisory Council members to each Committee Chair for annual contact as personal liaison. Completed by March 2017.

**Deliverables:**

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| --- | --- |
| October 2016 | CEO Performance Review and Updated Committee Charters |
| November 2016 | Results from BOD Retreat |
| March 2017 | Management Succession Plan Update and Advisory Council Liaisons |
| June 2017 | Evaluate BOD Members whose terms expire |
| July 2017 | Evaluate Committee Performance and Assign Committee Chairs |
| July 2017 | Self-Assessment of Executive Committee Performance |

**Meeting Schedule / Key Topics**

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| --- | --- |
|  | Generally two weeks before Board meetings, by telephone. |
| September 8, 2016 | 2:00 PM |
| October 6, 2016 | 2:00 PM |
| January 9, 2017 | 12:00 PM |
| March 9, 2017 | 2:00 PM |
| May 11, 2017 | 2:00 PM |
| June 5, 2017 | 12:00 PM |

**Members:**

**S**teve Halstedt (Chair)

Teresa Berryman (Vice Chair, Finance and Operations)

Sean VanBerschot (Advancement)

Alex Hernandez (Education and Information Technology)

Justin Jaschke (Nom/Gov)

Peter Fritzinger (Audit)

Gloria Zamora (Chair – Elect)

**Key Staff:**

Bill Kurtz