

AGENDA
ADMINISTRATIVE COMMITTEE
WEDNESDAY, APRIL 16, 2014
1st Floor Monarch Pass Conference Room
1290 Broadway
➔ 5:30 P.M. ➔

1. Call to Order

CONSENT AGENDA

2. *Move to Adopt the Consent Agenda

- Minutes of March 19, 2014
(Attachment A)
- A resolution authorizing the Executive Director to negotiate and execute a contract with FHU to provide planning services for the SCI Gold Corridor Catalytic Project at the Wheat Ridge – Ward Road Station on the Gold Corridor Rail Line
(Attachment B) Paul Aldretti, SCI Coordinator, Regional Planning & Operations

INFORMATIONAL ITEM

3. Presentation of 2013 Audit
(Attachment C) Dazzio & Plutt LLC

ADMINISTRATIVE ITEMS

4. Report of the Chair

5. Report of the Executive Director

6. Review and Refine Executive Policies
(Attachment D) Jerry Stigall, Director, Organizational Development

7. Other Matters by Members

8. **Next Meeting – May 21, 2014**

9. Adjournment

***Motion Requested**

Persons in need of auxiliary aids or services, such as interpretation services or assisted listening devices, are asked to contact DRCOG at least 48 hours in advance of the meeting by calling (303) 480-6701.



MINUTES
ADMINISTRATIVE COMMITTEE
Wednesday, March 19, 2014

Present:

Jack Hilbert, Chair	Douglas County
Bob Roth	Aurora
Sue Horn	Bennett
Suzanne Jones	Boulder
Elise Jones	Boulder County
Cathy Noon	Centennial
Doug Tisdale	Cherry Hills Village
Chris Nevitt	Denver
Crissy Fanganello	Denver
Ron Rakowsky	Greenwood Village
Tom Quinn	Lakewood
Gabe Santos	Longmont
Don Rosier	Jefferson County
Jackie Millet	Lone Tree
Joyce Downing	Northglenn
Val Vigil	Thornton

Others Present: Anthony Graves, Denver; John Diak, Parker; Jennifer Schaufele, Executive Director; Connie Garcia, Executive Assistant/Board Coordinator, and DRCOG staff.

Chair Jack Hilbert called the meeting to order at 6:00 p.m. with a quorum present.

Election of Chair and Vice Chair

Doug Tisdale **moved, seconded** by Ron Rakowsky, nomination of Jackie Millet as Chair of the Administrative Committee. The motion **passed** unanimously.

Jack Hilbert **moved, seconded** by Doug Tisdale, nomination of Elise Jones as Vice Chair of the Administrative Committee. The motion **passed** unanimously.

Jackie Millet assumed the Chair at this point.

Motion to Adopt the Consent Agenda

Doug Tisdale **moved, seconded** by Bob Roth, to adopt the consent agenda. The motion **passed unanimously**. Items on the consent agenda included:

- Minutes of February 19, 2014
- Resolution No. 2, 2014 regarding the deposit and investment of funds of the Denver Regional Council of Governments and use of electronic signatures.
- Resolution No. 3, 2014 authorizing the Executive Director to receive and distribute Medicare Improvements for Patients and Providers Act funds
- Resolution No. 4, 2014 authorizing the Executive Director to negotiate and execute

a contract with the State of Colorado Department of Transportation to support the Traffic Operations Program.

- Resolution No. 5, 2014 authorizing the Executive Director to negotiate and execute a contract with MIG to provide planning services for the Sustainable Communities Initiative East Corridor Catalytic Project at the Peoria Station.

Report of the Chair

Jackie Millet noted that when the agendas for the Administrative Committee are light, i.e., when there are only consent items, the meetings will begin at 6 p.m. She asked members to look at the time listed on the agendas when they are posted to ensure they arrive at the correct time.

Report of the Executive Director

The Executive Director did not provide a report.

Other Matters by Members

New members of the committee were introduced: Crissy Fanganello, Denver; Gabe Santos, Longmont; Joyce Downing, Northglenn; Tom Quinn, Lakewood; and Cathy Noon, Centennial.

Val Vigil reminded members that the groundbreaking ceremony for the North Metro rail line is scheduled for Thursday, March 20.

Next Meeting

The next meeting is scheduled for April 16, 2014

The meeting adjourned at 6:14 p.m.

Jackie Millet, Chair
Administrative Committee
Denver Regional Council of Governments

ATTEST:

Jennifer Schaufele, Executive Director

ATTACH B

To: Chair and Members of the Administrative Committee

From: Jennifer Schaufele, Executive Director
303-480-6701 or jschaufele@drcog.org

Meeting Date	Agenda Category	Agenda Item #
April 16, 2014	Consent	2

SUBJECT

This action is related to a contract with FHU for planning services for the SCI (Sustainable Communities Initiative) Gold Corridor Catalytic Project at the Wheat Ridge – Ward Road Station in the amount of \$150,000.

PROPOSED ACTION/RECOMMENDATIONS

DRCOG staff recommends that the Administrative Committee authorize the Executive Director to negotiate and execute a contract with FHU to begin work on the SCI Gold Corridor Catalytic Project at the Wheat Ridge – Ward Road Station.

ACTION BY OTHERS

N/A

SUMMARY

As part of the SCI, funded by a grant received from the U.S. Department of Housing and Urban Development, DRCOG is providing funding for the planning of a Catalytic Project in the East, Gold and Northwest rail corridors.

The Catalytic Projects will serve to enhance development at these sites and serve as models for similar development in the corridors and throughout the region.

The Gold Corridor Working group, consisting of representatives of the jurisdictions, agencies, and other organizations along the Gold Rail Line, selected the Wheat Ridge – Ward Road Station as the Catalytic Site in the Gold Corridor.

Planning work will include recommendations for enhancing bicycle and pedestrian access to this station and improvements to Ridge Road between this station and the Arvada Ridge station to enhance housing and economic development opportunities. Timing is critical because all work must be completed by December 31, 2014, to meet the grant deadline.

PROPOSED MOTION

Move to adopt a resolution authorizing the Executive Director to negotiate and execute a contract with FHU to provide planning services for the SCI Gold Corridor Catalytic Project at the Wheat Ridge – Ward Road Station on the Gold Corridor Rail Line.

ATTACHMENT

Draft resolution

ADDITIONAL INFORMATION

If you need additional information, please contact Jennifer Schaufele, Executive Director, at 303-480-6701 or jschaufele@drcog.org or Paul Aldretti, SCI Coordinator, at 303-480-6752, paldretti@drcog.org.

DENVER REGIONAL COUNCIL OF GOVERNMENTS

STATE OF COLORADO

ADMINISTRATIVE COMMITTEE

RESOLUTION NO. _____, 2014

A RESOLUTION AUTHORIZING THE EXECUTIVE DIRECTOR TO NEGOTIATE AND EXECUTE A SCOPE OF SERVICE AND CONTRACT WITH FELSBURG, HOLT & ULLEVIG (FHU) TO BEGIN WORK ON THE SCI GOLD CORRIDOR CATALYTIC PROJECT AT THE WHEAT RIDGE – WARD ROAD STATION, FOR AN AMOUNT NOT TO EXCEED \$150,000.

WHEREAS, the Sustainable Communities Initiative, funded by a grant received from the U.S. Department of Housing and Urban Development, is providing funding for the planning of a Catalytic Project in each of the three Eagle P3 commuter rail corridors in which planning is occurring through the grant (East, Gold and Northwest); and

WHEREAS, the Gold Corridor Catalytic Project will serve to enhance development along the Gold Rail Line and associated Transit Oriented Development (TOD) sites, and serve as models for similar development in other transit corridors and throughout the region; and

WHEREAS, the Gold Corridor Working group, consisting of representatives of the jurisdictions, agencies, and other organizations along the Gold Rail Line selected the Wheat Ridge – Ward Road Station as the Catalytic Site in the Gold Corridor to benefit from additional consultant expertise and planning; and

WHEREAS, DRCOG will negotiate a contract with FHU to provide consulting services related to planning and advice on key specialty areas for the Gold Corridor Catalytic Project; and,

WHEREAS, there is a maximum budget of \$150,000 toward the Gold Corridor Catalytic Site Project at Wheat Ridge – Ward Road Station.

NOW, THEREFORE, BE IT RESOLVED, that the Administrative Committee authorizes the Executive Director to negotiate and execute a scope of service and contract with FHU to begin work on the SCI Gold Corridor Catalytic Project at the Wheat Ridge – Ward Road Station, for an amount not to exceed \$150,000.

RESOLVED, PASSED AND ADOPTED this _____ day of _____, 2014 at Denver, Colorado.

Jack Hilbert, Chair
Board of Directors
Denver Regional Council of Governments

ATTEST:

Jennifer Schaufele, Executive Director

ATTACH C

To: Chair and Members of the Administrative Committee

From: Jennifer Schaufele, Executive Director
303-480-6701 or jschaufele@drcog.org

Meeting Date	Agenda Category	Agenda Item #
April 16, 2014	Informational	3

SUBJECT

Presentation of the DRCOG 2013 Audit

PROPOSED ACTION/RECOMMENDATIONS

No action is required. This item is for informational purposes.

ACTION BY OTHERS

N/A

SUMMARY

A presentation of the 2013 audit will be made by Dazzio & Plutt, LLC, certified public accountants.

Each year, in accordance with the DRCOG Articles of Association, DRCOG shall obtain an annual audit of its financial transactions and expenditures.

No findings were reported in this audit.

PREVIOUS DISCUSSIONS/ACTIONS

N/A

PROPOSED MOTION

N/A

ATTACHMENT

Link: [2013 DRCOG Financial Reports](#)

ADDITIONAL INFORMATION

If you need additional information, please contact Jennifer Schaufele, Executive Director, at 303-480-6701 at jschaufele@drcog.org or Chris Tiemann, Accounting Services Manager at ctiemann@drcog.org.

ATTACH D

To: Chair and Members of the Board of Directors

From: Jennifer Schaufele, Executive Director
303-480-6701 or jschaufele@drcog.org

Meeting Date	Agenda Category	Agenda Item #
April 16, 2014	Action	6

SUBJECT

This action is related to work on the Executive Policies by the DRCOG Administrative Committee.

PROPOSED ACTION/RECOMMENDATIONS

The Administrative Committee has been authorized by the Board of Directors to review and revise the draft Executive Policies to present to the full Board upon completion of the first draft.

ACTION BY OTHERS

March 19, 2014 – Board of Directors action to designate the Administrative Committee as the group to revise the Executive Policies

SUMMARY

At the February 2014 Board Workshop, Executive Policies were presented to Board members for review and comment. Board members' primary feedback was that the Executive Policies, written in the standard Policy Governance format, needed to be stated in the positive vs. the negative.

PREVIOUS DISCUSSIONS/ACTIONS

The initial review and discussion on the Executive Policies by DRCOG Board members occurred at the 2014 DRCOG Board Workshop.

PROPOSED MOTION

N/A

ATTACHMENT

Attachment: Executive Policies

ADDITIONAL INFORMATION

If you need additional information, please contact Jennifer Schaufele, Executive Director, at 303-480-6701 or jschaufele@drcog.org or Jerry Stigall at 303-480-6780 or jistigall@drcog.org.

Executive Polices

Instructions/Overview:

The information in this document contains the draft Executive Policies for the Administrative Committee to review and revise. Each section contains the original language followed by a staff recommended edit into positive language. Each staff edited section is highlighted in yellow and immediately follows the original format.

Executive Polices

(See additional content on the next page)

Executive policies – limitations of the Executive Director and staff in accomplishing ends/results of the Board. Violation of Board expectations is not permitted in the pursuit of organizational results.

The following list of Executive Policies has been adapted from *The Policy Governance Model™* – John and Miriam Carver. (See the following pages for detail on each Executive Policy)

1. GENERAL EXECUTIVE DIRECTOR CONSTRAINT
2. TREATMENT OF CITIZENS, TAXPAYERS, STAFF AND VOLUNTEERS
3. COMPENSATION, BENEFITS, EMPLOYMENT
4. FINANCIAL PLANNING AND BUDGET
5. FISCAL MANAGEMENT AND CONTROLS
6. PROTECTION OF ASSETS
7. IMMEDIATE SUCCESSION
8. COMMUNICATIONS WITH AND SUPPORT OF THE BOARD

Executive Policies

Executive policies provide the necessary guidance for the Executive Director to effectively lead the organization toward progressing the goals and priorities of DRCOG. Executive policies state the actions that **cannot** be taken (limitations) in order to achieve organizational goals and priorities. The logic behind Executive Policies is that it's easier to establish the "fence around the power station" than to prescribe what should be done. The goals of the organization are the ends to achieve. The Executive Policies prevent the goals from being achieved through means that create liabilities for the organization.

The following list of Executive Policies has been adapted from *The Policy Governance Model™* – John and Miriam Carver.

1. GENERAL EXECUTIVE DIRECTOR CONSTRAINT

Within the scope of authority delegated to him/her by the Board, the Executive Director shall not cause nor allow any practice, activity, decision or organizational circumstance that is either unlawful, imprudent, or in violation of commonly accepted business and professional ethics. The Executive Director shall not cause or allow conditions that are unsafe, unfair, dishonest, disrespectful or undignified.

GENERAL EXECUTIVE DIRECTOR CONSTRAINT- Edited into positive language:

Within the scope of authority delegated to him/her by the Board, the Executive Director should ensure that any practice, activity, decision or organizational circumstance is lawful and prudent and adheres to commonly accepted business and professional ethics. The Executive Director should ensure that conditions are safe, fair, honest, respectful and dignified.

2. TREATMENT OF CITIZENS, TAXPAYERS, STAFF AND VOLUNTEERS

The success of DRCOG depends upon the partnership between citizens, taxpayers, elected officials and DRCOG employees.

The Executive Director shall not:

- Ignore community opinion on relevant issues or make material decisions affecting the community in the absence of relevant community input.
- Allow the community to be uninformed (or informed on an untimely basis) about relevant decision-making processes and decisions.
- Be disorganized or unclear with respect to interactions with the community.
- Ignore problems or issues raised by the community or address them in an untimely manner.
- Allow incompetent, disrespectful or ineffective treatment from employees.
- Unduly breach or disclose confidential information.

TREATMENT OF CITIZENS, TAXPAYERS, STAFF AND VOLUNTEERS - Edited into positive language:

The success of DRCOG depends upon the partnership between citizens, taxpayers, elected officials and DRCOG employees.

The Executive Director should ensure:

- Community opinion/input on relevant issues is obtained when decisions materially affect a community.
- Communities are informed on a timely basis about relevant decision-making processes and decisions.
- Interactions with the community are organized and clear.
- Relevant problems raised by the community are addressed in a timely manner.
- Staff is competent, respectful and effective in interactions with Board, public, etc.
- Confidential information is protected from unauthorized disclosure.

TREATMENT OF CITIZENS, TAXPAYERS, STAFF AND VOLUNTEERS, cont.

Accordingly, pertaining to paid staff and volunteers within the scope of his/her authority, the Executive Director shall not:

- Allow staff or volunteers to operate without written personnel policies and/or procedures, approved by legal counsel, which clarify personnel rules for staff, provide for effective handling of grievances, and protect against wrongful conditions.
- Allow staff or volunteers to be unacquainted with their rights under this policy upon and during their employment.
- Retaliate against any staff or volunteers for non-disruptive internal expressions of dissent.
- Prevent staff or volunteers from using established grievance and/or due process procedures.
- Prevent staff or volunteers from bringing a grievance to the Board when internal grievance procedures have been exhausted, or the individual alleges that Board policy has been violated.

TREATMENT OF CITIZENS, TAXPAYERS, STAFF AND VOLUNTEERS, cont. - Edited into positive language:

Accordingly, pertaining to paid staff and volunteers within the scope of his/her authority, the Executive Director should ensure:

- Written personnel policies and/or procedures, approved by legal counsel, which clarify personnel rules for staff, provide for effective handling of grievances, and protect against wrongful conditions are in effect.
- Staff and volunteers are acquainted with their rights upon and during their employment.
- Non-disruptive internal expressions of dissent are acceptable and should not lead to retaliation.
- Established grievance and/or due process procedures are available to staff.
- Grievances can be brought to the Board when internal grievance procedures have been exhausted or it's alleged that a Board policy has been violated.

3. COMPENSATION, BENEFITS, EMPLOYMENT

With respect to employment, compensation, and benefits to employees, consultants, contract workers and volunteers, the Executive Director shall not:

- Cause or allow jeopardy to fiscal integrity of DRCOG.

Accordingly, the Executive Director shall not:

- Change his, or her, own compensation and benefits,
- Promise or imply permanent or guaranteed employment or benefit,
- Establish compensation and benefits that deviate materially from the regional or professional market for the skills employed, unless approved by the Board,
- Establish deferred or long-term compensation and benefits.

COMPENSATION, BENEFITS, EMPLOYMENT - Edited into positive language:

With respect to employment, compensation, and benefits to employees, consultants, contract workers and volunteers, the Executive Director should ensure:

- The fiscal integrity of DRCOG.

Accordingly, the Executive Director should ensure - Edited into positive language:

- His/her own compensation is not changed by the Executive Director or staff.
- Adherence to appropriate employment law practices precluding promised or implied guarantees of employment or benefit.
- Deferred or long-term compensation and benefits are not established.

4. FINANCIAL PLANNING AND BUDGET

With respect to strategic planning for projects, services and activities with a fiscal impact, the Executive Director may not:

- Jeopardize either programmatic or fiscal integrity of DRCOG.

Accordingly, the Executive Director shall not:

- Allow budgets or financial planning that deviates materially from the Board's Goal priorities,
- Risks financial jeopardy, or is not derived from a plan projecting in two and five year increments, deviate from statutory requirements,
- Deviate materially from BOARD-stated priorities in its allocation among competing budgetary needs.
- Contain inadequate information to enable credible projection of revenues and expenses; separation of capital and operational items; cash flow projections; audit trails; identification of reserves, designations and undesignated fund balances; and disclosure of planning assumptions.
- Plan the expenditure in any fiscal year of more funds than are conservatively projected to be received in that period, or which are otherwise available.
- Allow designated working capital (or revenue shortfall) fund balance to fall below 10% of operating expenditures.
- Fail to maintain a Budget Contingency Plan capable of responding to significant shortfalls within the DRCOG's budget.
- Fail to protect, within his or her ability to do so, the integrity of the current or future bond ratings of DRCOG.

- Present a risk that relates to situations or conditions described as unacceptable in the Fiscal Management and Controls Policy.
- Provides less for Board activities during the year than is set forth in the Governance Investment Policy.
- Fails to show reserves and designations subject to the requirements of the law and “Generally Accepted Accounting Principles.”

FINANCIAL PLANNING AND BUDGET - Edited into positive language:

With respect to strategic planning for projects, services and activities with a fiscal impact, the Executive Director should ensure:

- The programmatic or fiscal integrity of DRCOG is maintained.

Accordingly, the Executive Director should ensure - Edited into positive language:

- Budgets and financial planning are aligned to Board goals and priorities.
- Financial solvency is maintained by projecting in two to five year increments and is consistent with statutory requirements.
- Adherence to BOARD-stated priorities in its allocation among competing budgetary needs.
- Adequate information is available to enable credible projections of revenues and expenses; Separation of capital and operational items; cash flow projections; audit trails; identification of reserves, designations and undesignated fund balances; and disclosure of planning assumptions.
- During any fiscal year, plans for expenditures match plans for revenues.
- Designated working capital (or revenue shortfall) is at least 10% of operating expenditures.
- A budget Contingency Plan is capable of responding to significant shortfalls with the DRCOG budget.
- Within his or her ability, current or future bond ratings for DRCOG are protected.
- No risks are present based on situations described in the Fiscal Management and Controls Policy.
- Board activities during the year have been adequately funded.
- Reserves and designations are available according to the requirements of the law and “Generally Accepted Accounting Principles.”

5. FISCAL MANAGEMENT AND CONTROLS

With respect to the actual, ongoing financial condition of DRCOG, the Executive Director may not:

- Cause or allow the development of fiscal jeopardy or a material deviation from Board-established priorities.
- Expend more funds than have been received in the fiscal year, or are otherwise available. For purposes of this limitation, restricted fund expenditures are not considered revenues or “otherwise available” funds.
- Pay DRCOG obligations in an untimely manner or outside of the ordinary course of business.
- Engage in any purchases wherein normally prudent protection has not been given against conflict of interest and shall not engage in purchasing practices in violation of the law or DRCOG purchasing procedures.
- Use any fund for a purpose other than for which the fund was established.
- Fail to establish and implement competitive purchasing policies and procedures that ensure openness and accessibility of contract opportunities.
- Make any purchase or contract, or obligate the DRCOG for any amount over \$60,000.
- Allow any other appointed or elected official to make any purchase or contract, or obligate DRCOG for any amount over \$25,000.
- Exercise inadequate internal controls over receipts and disbursements or allow material dissipation of assets.
- Compromise the independence of the Board’s audit or other external monitoring or advice.
- Accept revenues from sources that are not, in fact and appearance, consistent with Board Goals. Incur debt to finance current operating expenditures.
- Allow the debt period for bonds used to finance capital projects to exceed the useful life of the project.
- Allow fiscal management practices that would cause the rating on any DRCOG bond issue to fall below Standard and Poor’s AA- rating (or the equivalent rating of another rating agency).
- Allow reserved, designated and undesignated fund balances to reach levels inadequate to mitigate the risk of current and future revenue shortfalls or unanticipated expenditures.
- Jeopardize the DRCOG’s creditworthiness and financial position from unforeseen emergencies.

FISCAL MANAGEMENT AND CONTROLS - Edited into positive language

With respect to the actual, ongoing financial condition of DRCOG, the Executive Director should ensure:

- Board established priorities are adhered to and financial controls prevent fiscal jeopardy.
- Funds for expenditures are available during each fiscal year.
- DRCOG obligations are paid in a timely manner and within the ordinary course of business.
- Prudent protection is given against conflicts of interest and purchasing practices and is consistent with the law and DRCOG purchasing procedures.
- Funds are used for their intended purpose.
- Competitive purchasing policies and procedures are in effect to ensure openness and accessibility to contract opportunities.
- Executive Director purchases, contracts, obligations are \$60,000 or less.
- Adequate internal controls over receipts and disbursements prevent the material dissipation of assets.
- Board's audit is independent and external monitoring or advice is readily accepted and available.
- Revenue sources are consistent with Board goals and current operations are financed without incurring debt.
- Debt period for bonds used to finance capital projects are within the useful life of the project.
- Fiscal management practices ensure the rating on bond issues is equal to S&P's AA rating (or equivalent rating of another rating agency).
- Reserved, designated and undesignated fund balances are at adequate levels to mitigate the risk of current and future revenue shortfalls or unanticipated expenditures.
- Creditworthiness and financial position are maintained from unforeseen emergencies.

6. PROTECTION OF ASSETS

Within the scope of his/her authority in the Executive Director and given available resources, the Executive Director shall not:

- Allow the DRCOG's assets to be unprotected, inadequately maintained or unnecessarily risked.
- Fail to have in place a Risk Management program that insures against property losses and against liability losses to the Board, staff and DRCOG to the amount legally obligated to pay, or allow the organization to be uninsured against theft and casualty losses, against liability losses to Board members, staff and the organization itself in an amount equal to or greater than the average for comparable organizations, and against employee theft and dishonesty.
- Allow un-bonded personnel access to material amounts of funds, or fail to provide adequate insurance to protect against employee dishonesty and theft.
- Subject facilities and/or equipment to improper wear and tear or insufficient maintenance (except normal deterioration and financial conditions beyond Executive Director control).
- Unnecessarily expose DRCOG, the Board or staff to claims of liability.
- Fail to protect intellectual property (including intellectual property developed using DRCOG resources), information, and files from loss or significant damage.
- Allow internal control standards for the receipt, processing and disbursement of funds to be less than that necessary to satisfy generally accepted accounting/auditing standards recognizing that the cost of internal control should not exceed the benefits expected to be derived.
- Endanger DRCOG's public image, its credibility, or its ability to accomplish the Board's Goals.
- Fail to adequately plan for short and long-term capital or facility needs.
- Compromise the independence of the Board's auditor or other external monitors or advisors.
- Engaging parties already chosen by the Board as consultants or advisers is not permitted.

PROTECTION OF ASSETS - Edited into positive language

Within the scope of his/her authority in the Executive Director and given available resources, the Executive Director should ensure:

- Assets are protected and adequately maintained against unnecessary risk.
- A risk management program exists to insure against: property loss, liability losses to the Board, staff, and DRCOG to the amount legally obligated to pay; to be insured against theft and casualty losses, liability to Board members, staff, the organization itself in an amount equal to or greater than the average for comparable organizations, and against employee theft and dishonesty.
- Bonded personnel only have access to material amounts of funds, and the organization is insured against employee dishonesty and theft.
- Facilities and/or equipment is used properly and maintained (except normal deterioration and financial conditions beyond the Executive Director's control.)
- Practices and policies are in place for DRCOG, Board and staff to minimize or prevent liability claims.
- Protection from loss or significant damage of intellectual property (including intellectual property developed using DRCOG resources), information, files.
- Internal control standards for the receipt, processing and disbursements of funds are at adequate levels to satisfy generally accepted accounting/auditing standards and costs for internal controls should be consistent with the benefits expected.
- DRCOG's public image, credibility, and its ability to accomplish Board goals are upheld.
- Adequate planning is done for short and long-term capital or facility needs.
- Board auditors or other external monitors or advisors are independent from internal influence.
- When engaging parties as consultants and advisors, they are separate from those already chosen by the Board.

7. IMMEDIATE SUCCESSION

In order to protect the Board from sudden loss of Executive Director services, the Executive Director may have no less than one other member of the management team familiar with Board and DRCOG issues and processes.

IMMEDIATE SUCCESSION - Edited into positive language

In order to protect the Board from sudden loss of Executive Director services the Executive Director should have at least one other member of the management team familiar with Board and DRCOG issues and processes as their immediate successor.

8. COMMUNICATIONS WITH AND SUPPORT OF THE BOARD

The Executive Director shall not:

- Permit the Board to be uninformed or unsupported in its work.

Accordingly, the Executive Director shall not:

- Withhold, impede or confound information necessary for the Board's informed accomplishment of its job.
- Allow the Board to be uninformed (or informed on an untimely basis) about relevant events and issues.
- Neglect to submit reports, as well as reporting data, required by the Board in a timely, accurate and understandable fashion.

- Allow the Board to be unaware of any actual or anticipated noncompliance with any Goals or Executive Policies, regardless of the Board’s reporting/monitoring schedule.
- Let the Board be without decision information it requests, or unaware of relevant trends, or other points of view, issues and options as needed for well-informed Board decisions.
- Let the Board be unaware of incidental information it requires, including but not limited to anticipated adverse media coverage, threatened or pending lawsuits, or material external and internal/organizational changes – including Administrative Policies. Notification of planned internal changes is to be provided in advance, when feasible.
- Fail to report to the Board any and all matters related to actual or perceived sexual harassment; hostile workplace conditions; or discrimination on the basis of race, color, religion, national origin, gender, age, military status, sexual orientation, and marital status, or physical or mental disability.
- Fail to inform the Board, if, in the Executive Director’s opinion, the Board is not in compliance with its own policies on Governance Process and Board-Management Delegation, particularly in the case of the Board behavior that is detrimental to the work relationship between the Board and the Executive Director.
- Present information in unnecessarily complex or lengthy form.

The Executive Director should ensure - Edited into positive language

- The Board is informed and supported in their work.
- The board is provided complete, clear information for the accomplishment of its job.
- The Board is informed in a timely manner about relevant events and issues regardless of reporting/monitoring schedule.
- Required reports to the Board are submitted in a timely, accurate, and understandable fashion.
- The Board is aware of actual or anticipated non-compliance with Goals or Executive Policies.
- The Board is provided decision information it requests, information on relevant trends, or other points of view, issues and options for well-informed Board decisions.
- The Board is aware of incidental information it requires, including anticipated adverse media coverage, threatened or pending lawsuits, or material external and internal/organizational changes. Notification of planned internal changes is provided in advance when feasible.
- The Board is informed on any and all matters related to actual or perceived sexual harassment; hostile workplace conditions; or discrimination on the basis of race, color, religion, national origin, gender, age, military status, sexual orientation, and marital status, or physical or mental disability.
- The Board is informed when the Board is not in compliance with its own policies, particularly in the case of the Board behavior that is detrimental to the work relationship between the Board and the Executive Director.
- Information provided to the Board is not overly complex or lengthy.