The Executive Board of the Division for Early Childhood (DEC) has adopted a model of governance known as Policy Governance. The Executive Board recognizes its role in providing vision and leadership for the organization. Policy Governance enables the Executive Board to focus on the larger issues, to delegate with clarity, to control management's job without meddling, to rigorously evaluate the accomplishment of the organization, and to truly lead its organization. Observing principles of Policy Governance, the Executive Board crafts its values into the four types of policies below. Policies written this way enable the Executive Board to focus its wisdom into one central document, the Policy Manual.

ENDS POLICIES
The Ends in Policy Governance refer to the effect an organization seeks to have on the world outside itself. Specifically, they define what benefit is to be created, whom this benefit should be for, and at what comparable value this set of benefits for this identified set of recipients is worth.

EXECUTIVE DIRECTOR LIMITATIONS POLICIES
In these policies, the Executive Board establishes the boundaries of acceptability within which activities can take place. These limiting policies, therefore, apply to Executive Office staff Means, (how it gets things done) rather than to Ends (what is to be achieved) and establish the organizational conditions that would be unacceptable even if the Ends were achieved.

EXECUTIVE BOARD PROCESS POLICIES
The Executive Board determines the methods it will use to accomplish and evaluate its own work. Using Policy Governance, the Executive Board clarifies its role, its style of interacting, and its process for making decisions.

EXECUTIVE BOARD-EXECUTIVE OFFICE CONNECTION POLICIES
These policies describe and define how the Executive Board's authority is delegated to the Executive Director and how the Executive Board will monitor the organization. The Executive Board clarifies the manner in which it delegates authority as well as how it evaluates performance.
1.0 ENDS

<table>
<thead>
<tr>
<th>Title:</th>
<th>Global Ends Statement</th>
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<tbody>
<tr>
<td>Monitoring Schedule:</td>
<td>DEC Conference and CEC Conference</td>
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1.0

DEC exists so that young children with disabilities and other special needs participate as full members of families and communities and benefit from competent, informed, and connected professionals, families, and policy makers, to the extent that justifies the overall cost-benefit ratio.

1.1 Competent Professionals and Supported Families

As a first priority, professionals implement DEC Recommended Practices and teacher educators implement Council for Exceptional Children (CEC) Personnel Preparation Standards to fidelity. Review of DEC Recommended Practices and CEC’s Personnel Preparation Standards will assure that they are current with respect to owner and stakeholder values, contemporary developments, and research evidence. Having professionals who met the CEC Personnel Preparation Standards and apply DEC Recommended Practices will ensure supported families that are treated with dignity and respect, provided with information that strengthens their knowledge and confidence, and are actively involved in all decision-making processes to improve child and family outcomes.

1.1.1 Owner values reflect the importance of authenticity and inclusivity, developmental and individual appropriateness, family–centeredness, and the need to promote diversity and cross-discipline integration.

1.1.2 Contemporary practices and standards represent the next steps for the field (i.e., are forward-looking and at the forefront of current movements) and are relevant, transparent, socially valid, and in line with current legislation and policy.

1.1.3 Evidence is based on well-established theory and empirical research that mirrors accepted indicators and standards for quality, includes up-to-date research, supports implementation, and promotes replication.

1.2 Informed Professionals and Families
As a second priority, professionals and families are informed and guided by resources and events that have been identified, delivered, and evaluated according to the supports and practices perceived by professionals and families as needed to promote the full community participation of young children with special needs and their families.

1.2.1 Professional resources and events further interpret and extend DEC Recommended Practices and CEC and DEC Personnel Preparation standards.

1.2.2 Resources include papers and/or statements of DEC’s positions that are available to professionals and families no more than one year from the identified need (i.e., the role of Special Instruction in Early Intervention, competent early intervention workforce, challenging behaviors).

1.2.3 Professional and family resources and events reflect the depth and breadth of knowledge needed by professionals and families at the individual and system levels. Knowledge about practices is limited to established evidence-based practices and emerging practices. Emerging practices (a) have initial evidence indicating the practice will likely benefit the development of young children or support their families and (b) are consistent with DEC’s values and beliefs. Emerging practices promote and assure innovation in the early intervention/early childhood special education field.

1.2.4 Professional and family resources and events are provided through multiple means of presentation via various technologies to reflect effective modes of delivery and diverse learning preferences, including an annual international conference.

1.3 Connections among Professionals and Families
As a third priority, professionals and families have various opportunities to connect and participate with others in ways that foster a sense of community focused on the full community participation of young children with special needs and their families. Opportunities for connection include a variety of forms for communication and collaboration across diverse and common areas of interest, roles, topics and organizations, and across and within international, national, regional, and local communities, including DEC Subdivisions.

1.4 Informed Policy Makers
Policy makers have timely access to usable and accurate information when making decisions regarding young children, families, and professionals.

1.4.1 Members effectively advocate on behalf of young children, their families, and the profession at the international, national and Subdivision levels.

1.4.2 DEC shapes the development of policies that are responsive to the current needs of the early intervention/early childhood special education field, reflect the depth and breadth of issues, and promote effective practices at the individual and systems levels to foster full community participation of young children with disabilities and their families.
1.5 Equitable Treatment of Families and Members

As a fifth priority, DEC commits to treating families and members equitably. DEC does not and shall not discriminate based on race, ethnicity, culture, language, age, (dis)abilities, family status/composition, gender identity and expression, sexual orientation, socioeconomic status, religious and spiritual values, geographic location, country of origin, or military/veteran status, nor shall it tolerate harassment based on any of the foregoing in any of our activities or operations.
### 2.0 EXECUTIVE LIMITATIONS

<table>
<thead>
<tr>
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<th>Global Executive Limitations Policy</th>
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<tbody>
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#### 2.0

The Executive Director will not cause or allow any organizational practice, activity, decision, or circumstance that is either unlawful, imprudent, or in violation of commonly accepted business and professional ethics and practices.
2.1 EXECUTIVE LIMITATIONS

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<thead>
<tr>
<th>Title:</th>
<th>Treatment of Members and Consumers</th>
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<td>March</td>
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2.1
With respect to interactions with current and prospective owners and consumers, the Executive Director will not cause or allow conditions, procedures, or decisions that are unsafe, untimely, undignified, unnecessarily costly, or intrusive.

The Executive Director will not:

2.1.1 Fail to only elicit information for which there is clear necessity.

2.1.2 Fail to use methods of collecting, reviewing, transmitting, and storing current or prospective organizational stakeholders (e.g., owner, consumer, volunteers, vendors) information that protects against improper access to the material.

2.1.3 Fail to take measures to assure privacy of stored information while maintaining accessibility.

2.1.4 Fail to establish with current and prospective owners and consumers a clear understanding of what may be expected and what may not be expected from the service offered.

2.1.5 Fail to inform current and prospective owners and consumers of this policy or to provide a way to be heard for those who believe they have not been accorded a reasonable interpretation of their rights.

2.1.6 Fail to inform, update, and effectively reach current and prospective owners and consumers.
2.1.7 Fail to respond to current and prospective owners and consumers in a timely and respectful manner.

2.1.8 Fail to utilize data on the economic impact or the cost of membership dues and other products published through or in collaboration for owners, potential owners, and consumers.

2.1.9 Fail to make accessible for DEC owners DEC’s current fiscal year audited financials.

2.1.10 Fail to recognize individual DEC owner contributions through DEC’s established awards (i.e., Rose C. Engel Award, Mary McEvoy Award, J. David Sexton Award, Kathleen W. McCarten Award, Merle B. Karnes Award, Parent/Family Award, and Award for Mentoring) or follow their respective guidelines and restrictions as currently outlined for each individual award.

2.1.11 Fail to respond in a timely manner to internal and external requests for information maintained by DEC to be utilized in the conduct of research.

2.1.11.1 Fail to establish a research review panel with a diverse group of DEC owners.
### 2.2 EXECUTIVE LIMITATIONS

<table>
<thead>
<tr>
<th>Title:</th>
<th>Treatment of Executive Office Staff</th>
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<tr>
<td>Created/Last Modified:</td>
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<td>Monitoring Schedule:</td>
<td>March</td>
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2.2 With respect to the treatment of Executive Office staff, the Executive Director may not cause or allow conditions that are unsafe, unfair, undignified, disorganized, or unclear.

Executive Director will not:

2.2.1 Fail to operate with written personnel polices specified by DEC or the contractual agency that (a) clarify roles for Executive Office staff, (b) provide for effective handling of grievances, and (c) protect against wrongful conditions such as conflict of interest, nepotism, and grossly preferential treatment for personal reasons.

2.2.2 Fail to acquaint Executive Office staff with the Executive Director’s interpretation of their protections under this policy.
2.3 EXECUTIVE LIMITATIONS

<table>
<thead>
<tr>
<th>Title:</th>
<th>Financial Planning and Budgeting</th>
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<tbody>
<tr>
<td>Created/Last Modified:</td>
<td>April 12, 2012/ November 26, 2012/ June 10, 2013/ December 11, 2015/ May 19, 2017/September 13, 2019</td>
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<td>Monitoring Schedule:</td>
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</table>

2.3
The Executive Director will not cause or permit financial planning for any fiscal year or the remaining part of any fiscal year to deviate materially from the Executive Board’s Ends priorities, risk financial jeopardy, or fail to be derived from long range planning.

The Executive Director will not:

2.3.1 Fail to avoid incurring risk for those situations or conditions described as unacceptable in the Board policy “Financial Condition and Activities” (2.4).

2.3.2 Fail to include credible projection of revenues and expenses, separation of capital and operational items, cash flow, and disclosure of planning assumptions.

2.3.3 Fail to provide for the Executive Board prerogatives as set forth in the “Cost of Governance” policy (3.10).

2.3.3.1 Fail to provide the Treasurer with a line-item budget of the current “Cost of Governance” budget on a quarterly basis.

2.3.4 Fail to develop a budget that includes cash reserves equal to 25% of the operating budget.

2.3.5 Fail to ensure that DEC’s annual budget includes diverse and growing revenue sources to avoid financial risk should a funding stream not meet its projections.

2.3.6 Fail to ensure that an annual audit is performed, and results of the audit are provided to the Executive Board by the end of the calendar year.
2.4 EXECUTIVE LIMITATIONS

<table>
<thead>
<tr>
<th>Title:</th>
<th>Financial Condition and Activities</th>
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<tbody>
<tr>
<td>Monitoring Schedule:</td>
<td>July, October, January, April</td>
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<tr>
<td>Signed by Secretary:</td>
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2.4

With respect to the actual, ongoing financial conditions and activities, the Executive Director will not cause or permit the development of financial jeopardy or significant deviation of actual expenditures from the Executive Board priorities established in Ends policies.

The Executive Director will not:

2.4.1 Fail to generate and provide the Executive Board a monthly revenue and expense report in a consistent format that reports monthly, YTD, and YTD compared to the annual budget by budgeted line item. The revenue and expense report shall include a definition of terms for each line item. This report shall also be accompanied by the monthly bank statement.

2.4.2 Fail to expend less funds than have been received in the fiscal year to date unless the Executive Board’s debt guideline is met.

2.4.3 Fail to prevent debt in an amount greater than can be repaid by certain and otherwise unencumbered revenues within sixty days.

2.4.4 Fail to maintain a total amount of cash in reserve equal to or exceeding 25% of the annual operating budget for more than 6 months and excluding accounts receivable.

2.4.5 Fail to settle payroll and debts in a timely manner.

2.4.6 Fail to prevent tax payments or other government-ordered payments or filings to be overdue or inaccurately filed.

2.4.7 Fail to prevent a single purchase or commitment of greater than 10% of the annual operating budget without prior Executive Board approval. Splitting orders to avoid this limit is not acceptable.

2.4.8 Fail to prevent the acquisition, encumbrance, or disposal of real estate.
2.4.9 Fail to aggressively pursue receivables after a reasonable grace period.

2.4.10 Fail to submit reimbursable expenses within 30 days of the transaction.

2.4.11 Fail to request that the Executive Board update and take official action affirming the list of registered principals (Board President, Board Treasurer, Executive Director) on an annual basis.

2.4.12 Fail to request that the Executive Board update and take official action affirming the identified signatories (Board Treasurer, Executive Director) on all DEC Bank Accounts on an annual basis.
2.5 EXECUTIVE LIMITATIONS

<table>
<thead>
<tr>
<th>Title:</th>
<th>Emergency Executive Director Succession</th>
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<tbody>
<tr>
<td>Created/Last Modified:</td>
<td>April 12, 2012/ June 10, 2013/ September 14, 2015/ December 11, 2015/ May 19, 2017/ October 22, 2018</td>
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<td>Monitoring Schedule:</td>
<td>January</td>
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2.5

To protect the Executive Board from sudden loss of the Executive Director services, the Executive Director will not permit there to be less than one Executive Office staff member sufficiently familiar with DEC Board, Executive Director responsibilities, and organization policies and practices. That individual should have sufficient knowledge to assume the responsibilities of the Executive Director with reasonable proficiency as an interim successor.

The Executive Director will not:

2.5.1 Fail to have a written succession plan with supporting documents attached and clearly labeled and dated that addresses the major areas of functioning and submits this plan, and any revisions, to the Executive Board. This plan will be reviewed and updated as needed on a quarterly basis.
2.6 EXECUTIVE LIMITATIONS

<table>
<thead>
<tr>
<th>Title:</th>
<th>Asset Protection</th>
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<tbody>
<tr>
<td>Created/Last Modified:</td>
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<td>Monitoring Schedule:</td>
<td>May</td>
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2.6
The Executive Director will not cause or allow organization assets to be unprotected, inadequately maintained, or unnecessarily risked.

The Executive Director will not:

2.6.1 Fail to adequately insure the organization, the Executive Board members, or its Executive Office staff against theft, casualty, or acquired liability losses.

2.6.2 Fail to operate without written procedures aligned with standard accounting practices.

2.6.3 Fail to prevent unnecessary exposure of the organization, its Executive Board, or its Executive Office staff to claims of liability.

2.6.4 Fail to conduct business transactions for any purchase (a) wherein normally prudent protection has not been given against conflict of interest; (b) of more than $25,000.00, without having obtained comparative prices and quality; (c) of more than $25,000.00 without a pre-established method of assuring the balance of long-term quality and cost. Orders shall not be split to avoid these criteria.

2.6.5 Fail to protect intellectual property, information, and files from loss or significant damage.

2.6.6 Fail to receive, process, or disburse funds under controls sufficient to meet the Executive Board’s appointed auditor’s standards.

2.6.7 Fail to prevent a conflict of interest or compromise the independence of the Executive Board’s audit or other external monitoring or advice-by engaging parties already chosen by the Executive Board as consultants or advisers.
2.6.8 Fail to invest or hold operating capital in insecure instruments, including but not limited to uninsured checking accounts or non-interest-bearing accounts except when necessary to facilitate ease in operational transactions.

2.6.9 Fail to promote the organization’s public image, its credibility, or its ability to accomplish the Ends.

2.6.10 Fail to maintain the organization’s name or its identity in the community.
2.7 EXECUTIVE LIMITATIONS

<table>
<thead>
<tr>
<th>Title:</th>
<th>Compensation and Benefits</th>
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<tbody>
<tr>
<td>Created/Last Modified:</td>
<td>April 12, 2012/ December 11, 2015/ May 19, 2017/February 8, 2018/ August 21, 2020</td>
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<tr>
<td>Monitoring Schedule:</td>
<td>February</td>
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<td>Signed by Secretary:</td>
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</table>

2.7

With respect to employment, compensation, and benefits to employees, consultants, contract workers, and volunteers, the Executive Director will not cause or allow jeopardy to the organization’s financial integrity.

The Executive Director will not:

2.7.1 Fail to maintain his or her own compensation and benefits constant.

2.7.2 Fail to appropriately present employment terms (e.g., will not promise or imply permanent or guaranteed employment).

2.7.3 Fail to prevent obligations over a longer term than revenues can safely be projected.
2.8 EXECUTIVE LIMITATIONS

<table>
<thead>
<tr>
<th>Title:</th>
<th>Communications and Support to the Executive Board</th>
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<tbody>
<tr>
<td>Monitoring Schedule:</td>
<td>June</td>
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<td>Signed by Secretary:</td>
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2.8
The Executive Director will not cause or allow the Executive Board to be uninformed or unsupported in its work.

The Executive Director will not:

2.8.1 Fail to submit monitoring data required by the Executive Board in Executive Board-Executive Office Staff Connection policy “Monitoring Executive Director Performance 4.4” in a timely, accurate, and understandable fashion, directly addressing provisions of Executive Board policies being monitored, and including Executive Director interpretations consistent with Executive Board-Executive Office Staff Connection policy “Delegation to the Executive Director” as well as relevant data.

2.8.1.1 Fail to share information on time sensitive/high stakes timelines that are documented in official agreements, partnerships, and arrangements.

2.8.1.2 Fail to submit a monitoring report by the last day of the month in which it is due unless the Executive Board meeting falls on the same day. In the latter case, the monitoring report is due the same time as all other documents for the Executive Board meeting specified by the Executive Board President. An exception to this policy is Executive Limitation 2.4.

2.8.1.3 Fail to submit a revised monitoring report within 30 days for any submitted monitoring report deemed unacceptable by the Executive Board, unless otherwise stated by the Executive Board.

2.8.1.4 Fail to fully address the following components using language that directly and completely addresses the policy:
2.8.1.4.1 Fail to provide a statement of how the policy is interpreted.

2.8.1.4.2 Fail to provide a statement of evidence for compliance with reference to and attachment of the evidence source (i.e., document verifying compliance).

2.8.1.4.3 Fail to provide a statement of compliance or non-compliance with the policy.

2.8.1.4.4 Fail to provide in cases of non-compliance, a list of planned corrective actions, including timelines, to be included with the associated report. In this case, a follow-up report on those actions will be submitted the following month with a revised monitoring report for the policy unless otherwise stated by the Executive Board.

2.8.2 Fail to inform the Executive Board of any actual or anticipated noncompliance with any Ends or Executive Limitations policy of the Executive Board regardless of the Executive Board’s monitoring schedule. Notification should be timely to allow for Executive Board monitoring performance or decision-making.

2.8.3 Fail to inform the Executive Board of information required to engage in ownership linkages around current DEC initiatives, make decisions, or let the Executive Board be unaware of relevant trends.

2.8.3.1 Fail to provide the Executive Board with credible conference projections and preliminary and final financial revenue and expenses associated with the conference.

2.8.3.2 Fail to provide credible publications projections and financial revenue and expenses within the first and third quarters of the fiscal year.

2.8.3.3 Fail to communicate with the Executive Board regarding the creation and ongoing activities of all groups (i.e., Committee’s, Community of Practice (COP) working towards the Ends. As appropriate a liaison from the Executive Board will be requested for each group.

2.8.4 Fail to inform the Executive Board any information it requires including but not limited to pursuit or award of grants and contracts, significant changes to pending grants or contracts, engagement in partnerships, anticipated media coverage, threatened or pending lawsuits, and material internal and external changes.

2.8.5 Fail to communicate or provide timely updates to the Executive Board when information or requests from owners relating to End or Executive Limitation policies delegated by the Executive Board.

2.8.6 Fail to inform the Executive Board that the Executive Board or Executive Board member(s) is/are not in compliance with its own policies (Executive Board Process and
Executive Board- Executive Office Staff Connections), particularly in the case of Executive Board or member behavior that is detrimental to the work relationship between the Executive Board and the Executive Director.

2.8.6.1 Fail to bring to the Executive Board compliance issues with Executive Board Process and Executive Board- Executive Office Staff Connections policies in a timely manner. The monitoring schedule of the Board does not supersede compliance with Executive Limitation 2.8.5.

2.8.7 Fail to present information in a clear and concise form that differentiates among information of three types: monitoring, decision preparation, and other.

2.8.8 Fail to provide the Executive Board a workable mechanism for Board communications.

2.8.9 Fail to interact with the Executive Board in a way that does not favor certain Executive Board members over others.

2.8.10 Fail to submit to the Executive Board a Required Approval Agenda containing items delegated to the Executive Director yet required by law, regulation, or contract to be Executive Board-approved, along with applicable monitoring information.

2.8.11 Fail to engage with the Executive Board President in an annual evaluation, consistent with 3.4.2.2 and 4.2.2.
2.9 EXECUTIVE LIMITATIONS

<table>
<thead>
<tr>
<th>Title:</th>
<th>Seeking Agreements, Partnerships, and Arrangements</th>
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2.9
The Executive Director will not fail to seek out and enter into grants, contracts, agreements, collaborative partnerships, or arrangements with organizations or other individuals/groups who have the appropriate expertise, to support the production of Ends. Funds or resources will not be used that do not emphasize the Ends and resources should not be used at a level where the Ends do not justify the means.

The Executive Director will not:

2.9.1 Fail to make available to the Executive Board any information pertaining to grants, contracts, collaborative agreements, partnerships, or arrangements with organizations, groups or individuals, including but not limited to signed documents (e.g., MOA, RFA, SOW).

2.9.1.1 Fail to document who is involved, obligations of DEC resources, required timelines, and associated deliveries.

2.9.1.2 Fail to report status to the Executive Board on a quarterly basis.

2.9.1.3 Fail to complete the terms of grants, contracts, collaborative agreements, partnerships, or arrangements without clear justification.

2.9.2 Fail to communicate with those who assist with DEC’s work (e.g., through grants, contracts, collaborative agreements, partnerships, or other arrangements) of DEC’s policies related to their work and to the distinct roles of the Executive Board and the Executive Office.

2.9.3 Fail to prohibit particular methods and activities to preclude funds or resources from being used in imprudent, unlawful, or unethical ways.

2.9.4 Fail to solicit and accept monies for the purpose(s) of sponsorships, donations, marketing, or advertising from outside sources that are within established criteria or to solicit review by the Executive Board if outside established criteria.
2.10 EXECUTIVE LIMITATIONS

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<tr>
<th>Title:</th>
<th>Relationship with CEC</th>
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<tr>
<td>Created/Last Modified:</td>
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<td>Monitoring Schedule:</td>
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2.10
With respect to interactions with CEC, the Executive Director will not direct any DEC activities that are in conflict with CEC policies and will not fail to advance DEC priorities established in Ends policies.

The Executive Director will not:

2.10.1 Fail to communicate with CEC in a timely and respectful manner.

2.10.2 Fail to engage in leadership activities to strengthen CEC’s support for young children.

2.10.3 Fail to ensure DEC owner representation on CEC committees (i.e., Diversity Committee and the Knowledge and Skills Committee).
2.11
With respect to the treatment of volunteers, the Executive Director may not cause or allow conditions that are unfair, undignified, disorganized, or unclear.

The Executive Director will not:

2.11.1 Fail to provide volunteers a workable mechanism to hold official business.

2.11.2 Fail to respond to volunteers in a timely and respectful manner.

2.11.2.1 Fail to reimburse volunteers within 30 days from submission of expenses.

2.11.3 Fail to provide equitable tangible or intangible incentives for volunteers.

2.11.4 Fail to acknowledge the contribution of volunteers.

2.11.5 Fail to operate without written policies on volunteer conduct and fail to acquaint volunteers with the volunteer conduct code including conflict of interest. Conflict of interest will include that volunteers will not:

2.11.5.1 Fail to avoid self-dealing or business with the organization. Volunteers will annually disclose their involvements with other organizations or with vendors and any associations that might be reasonably seen as representing a conflict of interest.

2.11.5.2 Fail to withdraw without comment, any deliberation or activity related to DEC, concerning any issue when there is an unavoidable conflict of interest.

2.11.5.3 Fail to avoid use of their DEC volunteer activity to obtain employment in the organization for themselves, family members, or close associates.

2.11.5.4 Fail to decline financial remuneration (not to include expenses) for any activities related to DEC Volunteer Activity. Potential conflicts of interest will be disclosed to the Executive Board and the sponsoring group.
2.11.6 Fail to provide volunteers with clear charges and timelines.

### 2.12 EXECUTIVE LIMITATIONS

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<thead>
<tr>
<th>Title:</th>
<th>Utilization of Resources</th>
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<td>Monitoring Schedule:</td>
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2.12
The Executive Director will not fail to fully utilize and access a broad variety of diverse resources.

The Executive Director will not:

2.12.1 Fail to fully utilize the leadership, knowledge, expertise, and diverse perspectives of DEC owners.

2.12.2 Fail to seek out and utilize individuals (e.g., interns, consultants, contractors, committee chairs and DEC owners) who have appropriate/needed expertise to match means (tasks or charge) to accomplish Ends.

2.12.3 Fail to communicate to any parties the distinct roles of the Executive Board and the Executive Office as relevant to the work of the parties.
2.13 EXECUTIVE LIMITATIONS

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<thead>
<tr>
<th>Title:</th>
<th>Relationship with Subdivisions</th>
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<td>Monitoring Schedule:</td>
<td>September</td>
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2.13
The Executive Director will not fail to demonstrate respect during interactions with Subdivision leaders.

The Executive Director will not:

2.13.1 Fail to be responsive to the needs (e.g., growth) of Subdivisions.

2.13.2 Fail to participate in or secure representation for participating in Subdivision sponsored events to the extent possible.

2.13.3 Fail to be responsive to Subdivision leadership requests and concerns.

2.13.4 Fail to facilitate opportunities for subdivision growth, engagement, and sustainability.
3.0 EXECUTIVE BOARD PROCESS

<table>
<thead>
<tr>
<th>Title:</th>
<th>Global Board Process Policy</th>
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<tr>
<td>Created/Last Modified:</td>
<td>April 12, 2012</td>
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</table>

Signed by Secretary:

3.0
The Executive Board will not fail to, on behalf of its owners, ensure that DEC (a) achieves appropriate results for appropriate persons for an appropriate cost (as specified in Ends policies) and (b) avoids unacceptable actions and situations (as prohibited in Executive Limitations policies).
3.1 EXECUTIVE BOARD PROCESS

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<thead>
<tr>
<th>Title:</th>
<th>Governing Style</th>
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3.1

The Executive Board will not fail to govern lawfully according to Federal and State laws, DEC bylaws, and DEC governance policies. All Executive Board members will observe the principles of the Policy Governance model, with an emphasis on (a) outward vision rather than internal preoccupation, (b) encouragement of diversity in viewpoints, (c) strategic leadership more than administrative detail, (d) clear distinction of Executive Board and Executive Director roles, (e) collective rather than individual decisions, (f) future rather than past or present, and (g) proactivity rather than reactivity.

The Executive Board will not:

3.1.1 Fail to cultivate a sense of group responsibility. The Executive Board, not the Executive Office staff, will be responsible for excellence in governing. The Executive Board will be initiator of policy, not merely a reactor to Executive Office staff initiatives. The Executive Board will not use the expertise of individual members to substitute for the judgment of the Executive Board as a body, although the expertise of individual members may be used to enhance the understanding of the Executive Board as a body.

3.1.2 Fail to direct, control, and inspire the organization through the careful establishment of broad written policies reflecting the Executive Board’s values and perspectives. The Executive Board’s major policy focus will be on the intended Ends, not on the administrative means of attaining those Ends.

3.1.3 Fail to enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, preparation for meetings, timeliness of participation, respectfulness of interactions, policymaking principles, respect of roles, and ensuring the continuance of governance capability. Although the Executive Board can change its Executive Board Process policies at any time, it will scrupulously observe those currently in force.

3.1.3.1 Fail to annually agree upon an Executive Board schedule of required meetings.
3.1.3.2 Fail as individual Executive Board members to attend and actively participate in all scheduled Executive Board meetings in their entirety using any agreed upon format.

3.1.3.3 Fail as individual Executive Board members to actively participate in all activities assigned to their roles as noted in Executive Board Processes policies.

3.1.3.4 Fail as individual Executive Board members to serve in the role of liaison to identified groups of the ownership (e.g., Committees, COP, Subdivisions).

3.1.4 Fail to seek a broad representation of DEC owners and provide sufficient information on the role of Executive Board members to potential Executive Board nominees.

3.1.5 Fail to provide continual Executive Board development including orientation of new Executive Board members in the Executive Board’s governance process and periodic Executive Board discussion of process improvement.

3.1.6 Fail to ensure the fulfillment of obligations irrespective of any individual, or committee actions or inactions.

3.1.7 Fail to monitor and discuss the Executive Board’s process and performance at each meeting. Self-monitoring will include comparison of Executive Board activity and discipline to policies in the Executive Board Process and Board- Executive Office Staff Connection categories.
3.2 EXECUTIVE BOARD PROCESS

<table>
<thead>
<tr>
<th>Title:</th>
<th>Annual Agenda</th>
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<tbody>
<tr>
<td>Created/Last Modified:</td>
<td>June 6, 2012/ May 9, 2014/ December 11, 2015/June 10, 2016/November 18, 2016/October 22, 2018/March 15, 2019</td>
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3.2 To accomplish its job products with a governance style consistent with Executive Board policies, the Executive Board will not fail to follow an annual agenda that (a) completes a re-exploration of Ends policies as scheduled (Table 1 of the Executive Board Policy Manual), (b) reviews the organization’s priority agenda yearly or when the need arises as determined by the Executive Board, and (c) continually improves Executive Board performance through Executive Board education and enriched input and deliberation.

The Executive Board will not:

3.2.1 Fail to conclude the review cycle each year on the last day of March so that operational planning and budgeting corresponds with the Executive Board’s most recent statement of long-term Ends.

3.2.2 Fail to initiate the Executive Board’s development of its agenda on an annual basis.
   3.2.2.1 Fail to consult with selected groups in the ownership or use other methods of gaining ownership input. This will be completed in the first quarter and carried out during the balance of the year.
   3.2.2.2 Fail to provide governance education and education related to Ends (e.g., presentations by researchers, professional development providers, advocacy groups, families, policymakers, practitioners, Executive Office staff), arranged in the first quarter and carried out during the balance of the year.

3.2.3 Fail to attend to required approvals and agenda items as expeditiously as possible.

3.2.4 Fail to have on the agenda the Executive Director’s monitoring reports that have been received since the previous meeting, initiate plans for direct inspection monitoring as needed, or make arrangements for third party monitoring as needed.
3.3 EXECUTIVE BOARD PROCESS

<table>
<thead>
<tr>
<th>Title:</th>
<th>Executive Board Job Description</th>
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3.3

The Executive Board, as informed agents of the owners, will not fail to ensure appropriate organizational performance.

The Executive Board will not:

3.3.1 Fail to represent the ownership and serve as the authoritative linkage between the ownership and the Executive Director.

3.3.2 Fail to develop and enforce written governing policies that address the broadest levels of all organizational decisions and situations.

3.3.2.1 Fail to assess the Ends.

3.3.2.2 Fail to assess Executive Limitations.

3.3.2.3 Fail to assess Executive Board Processes.

3.3.2.4 Fail to assess Executive Board-Executive Director Connections.

3.3.2.5 Fail to ensure successful organizational performance on Ends and Executive Limitations.
3.4 EXECUTIVE BOARD PROCESS

<table>
<thead>
<tr>
<th>Title:</th>
<th>Board President’s Role</th>
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3.4

The Executive Board President will not fail to ensure the integrity of the Executive Board’s process and, secondarily, occasionally represent the Executive Board to outside parties.

The Executive Board President will not:

3.4.1 Fail to ensure that the Executive Board behaves consistently with its own rules and those legitimately imposed upon it from outside the organization.

3.4.1.1 Fail to ensure meeting discussion content will consist solely of issues that clearly belong to the Executive Board to decide or to monitor according to Executive Board policy.

3.4.1.2 Fail to ensure that information that is neither for monitoring performance nor for Executive Board decisions will be avoided or minimized and always noted as such.

3.4.1.3 Fail to ensure deliberations will not only be fair, open, respectful, and thorough but also timely, orderly, and kept to the point.

3.4.2 Fail to only make decisions that fall within topics covered by Executive Board policies on Executive Board Process and Executive Board- Executive Office Staff Connection, with the exception of (a) employment or termination of the Executive Director and (b) areas where the Executive Board specifically delegated portions of this authority to others. The President is authorized to use any reasonable interpretation of the provisions in these policies.

3.4.2.1 Fail to chair Executive Board and business meetings with all the commonly accepted powers of that position, such as ruling and recognizing.
3.4.2.2  Fail to refrain from making decisions about Executive Board Ends and Executive Limitations policies created by the Executive Board. Therefore, the President has no authority to supervise or direct the Executive Director, however is designated as the primary authority to sign the Executive Director contract after Executive Board approval and authorize any salary increases that result from the annual review process, consistent with 4.2.2.

3.4.2.3  Fail to annually review the Executive Director’s performance and contract terms with Executive Board’s input, consistent with 4.2.2.

3.4.2.4  Fail to represent the Executive Board to outside parties in announcing Executive Board stated positions and in stating President decisions and interpretations within the area delegated to that role. This includes approving public positions in accordance with board policies or organizational position statements and endorsing like positions of others.

3.4.2.5  Fail to delegate this authority but remain accountable for its use.

3.4.2.6  Fail to participate on the Awards Committee for the annual DEC Awards.
3.5 EXECUTIVE BOARD PROCESS

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<th>Title:</th>
<th>President Elect’s Role</th>
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3.5
The President Elect will not fail to assume the role of President, including the role of Chief Governance Officer, resulting in ensuring integrity of the Executive Board’s process.

The President Elect will not:

3.5.1 Fail to coordinate the monitoring of Executive Board policies to promote fidelity of policy governance implementation.

3.5.2 Fail to represent DEC on CEC’s Interdivisional Caucus

3.5.3 Fail to represent DEC at CEC’s Leadership Institute.

3.5.4 Fail to engage the Executive Board in an annual discussion regarding the appropriateness of an Executive Board Award to be presented at the annual conference and the process and criteria for selection of recipient(s).

3.5.5 Fail to chair the nominations committee.

3.5.5.1 Fail to by January 1 of the President Elect’s term form a new Nominations Committee, comprised of the current Vice President, one Member-at-Large from the current Executive Board, one member from the previous year’s Nominations Committee, and three DEC owners who were not on the previous Nominations Committee. By July 1, the committee will propose a slate of candidates for Executive Board approval.

3.5.5.2 Fail to solicit nominations from current DEC owners (including self-nominations). The solicitation will describe (a) the breadth of the board’s work; (b) DEC’s governance process; (c) board responsibilities, including participation in regular meetings and at least 100 hours outside of board meetings; and (d) specific responsibilities related to the position for which the nominee is running.

3.5.5.3 Fail to inform nominees that to be eligible for consideration, he/she must provide a written statement outlining their (a) view of leadership, (b) understanding of
DEC Executive Board policies, (c) previous leadership experience (including DEC leadership), (d) reasons for seeking the position, (e) special qualities that support their candidacy, (f) perspectives and experiences that could add diversity to the Executive Board, and (g) qualifications related to the specific position. The nominee must solicit letters of recommendation and/or references (the number and form to be determined by the committee) to be sent directly to the committee.

3.5.5.3.1 Fail to select nominees for the Presidential line that have demonstrated leadership competency, preferably in DEC.

3.5.5.3.2 Fail to select nominees for the Treasurer position that have demonstrated experience with budgeting, financial monitoring, and financial reporting.

3.5.5.3.3 Fail to select nominees for Secretary that have demonstrated experience taking minutes and managing documents.

3.5.5.4 Fail to utilize a pre-established rubric that will guide the nominations review process. Each Executive Board vacancy will have a slate of no more than four and no fewer than two candidates who meet the criteria and who have provided all required materials before the deadline.

3.5.5.5 Fail to disband the Nominations Committee at the onset of the election after preparing a written record of the process followed and any recommendations for future consideration. These materials and the rubric will be passed on to the next committee.
3.6 The Vice President will not fail to assume the role of President-Elect or President including the role of Chief Governance Officer resulting in ensuring integrity of the Executive Board’s process.

The Vice President will not:

3.6.1 Fail to represent DEC on CEC’s Interdivisional Caucus

3.6.2 Fail to be a member of the DEC Policy Committee.

3.6.3 Fail to be a member of the DEC Nominations Committee.
3.7 EXECUTIVE BOARD PROCESS

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<th>Title:</th>
<th>Treasurer’s Role</th>
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<td>June 6, 2012/ November 26, 2012/ February 4, 2013/June 10, 2013/ May 9,</td>
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<td>2016/October 22, 2018/January 30, 2019</td>
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<td>Secretary:</td>
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3.7
The Treasurer will not fail to ensure the integrity of the Cost of Governance Policy and financial audit.

The Treasurer will not:

3.7.1 Fail to facilitate organizational planning to address the Cost of Governance policy.

3.7.2 Fail to approve reimbursement requests from the Executive Director and any Executive Director expenses that would be considered otherwise reimbursable, such as travel that is charged to the DEC over $300.00.

3.7.3 Fail to facilitate the external audit process.

3.7.3.1 Fail to coordinate a discussion with the Executive Director and interpret the results of that audit providing guidance to the Board around any policy implications.

3.7.3.2 Fail to inform the Executive Board of any concerns, questions, or issues regarding the audit process.

3.7.3.3 Fail to inform the Executive Board of any concerns, questions, or issues regarding the audit conclusions.

3.7.3.4 Fail to inform the Executive Board every three years of the need to review the audit to select a new firm.

3.7.4 Fail to represent DEC at CEC’s Treasurer meeting during the CEC Convention

3.7.5 Fail to have administrative signing authorization for all DEC bank accounts.
3.7.6 Fail to have training in advance of assuming their responsibilities and have mentorship from the previous Treasurer for a period of six months.

### 3.8 EXECUTIVE BOARD PROCESS

<table>
<thead>
<tr>
<th>Title</th>
<th>Board Secretary’s Role</th>
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<tbody>
<tr>
<td>Created/Last Modified</td>
<td>June 6, 2012/October 31, 2012/ January 8, 2013/ December 11, 2015/January 15, 2016/October 22, 2018</td>
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3.8 The Executive Board Secretary will not fail to ensure the integrity of the Executive Board’s documents.

The Executive Secretary will not:

3.8.1 Fail to ensure it that all Executive Board documents and filings are accurate and timely.

3.8.1.1 Fail to ensure that policies are current in their reflection of Executive Board decisions. Decisions upon which no subsequent decisions are to be based, such as Required Approvals Agenda decisions, motions to adjourn, and Executive Office staff or Executive Board member recognitions, need not be placed in policy.

3.8.1.2 Fail to ensure that policies will rigorously follow Policy Governance principles.

3.8.1.3 Fail to ensure Bylaw elements necessary for legal compliance and for consistency with the principles of Policy Governance will be known to the Executive Board.

3.8.1.4 Fail to inform the Executive Director of format, brevity, and accuracy of Board minutes.

3.8.1.5 Fail to follow procedures for obtaining and recording unanimous consent documents.

3.8.1.6 Fail to ensure that the file entitled “Current Committees of DEC Executive Board” is updated, maintained, and accessible to Executive Board members.
3.8.1.7 Fail to ensure that the file entitled “Completed Committees of DEC Executive Board” is archived, maintained, and accessible to Executive Board members.

3.8.2 Fail to provide access to and maintain Executive Board documents.

3.8.2.1 Fail to post a policy when changed and in numerical order only. The Secretary has the right to make this change in the table of contents and relevant policy and will reflect this change in the “created last modified line” of the policy by signifying no content change.

3.8.3 Fail to maintain a listing of current and completed ad hoc committees, when it was developed, and when it ended. This list is to be accessible to all Executive Board members.
3.9 EXECUTIVE BOARD PROCESS

<table>
<thead>
<tr>
<th>Title:</th>
<th>Member at Large</th>
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<tbody>
<tr>
<td>Created/Last Modified:</td>
<td>July 2015/ December 11, 2015/October 22, 2018/September 13, 2019</td>
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3.9
A Member-at-Large will not fail to assume leadership responsibilities in linking with DEC’s owners through a variety of mechanisms including but not limited to: Board Policy Committee, Executive Board Liaisons (Committees, COPs), Representative Assembly for CEC, and Nominations Committee.
### 3.10 EXECUTIVE BOARD PROCESS

<table>
<thead>
<tr>
<th>Title:</th>
<th>Immediate Past President</th>
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<tr>
<td>Created/Last Modified:</td>
<td>January 15, 2016/January 30, 2019</td>
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3.10

The immediate Past President will not fail to ensure the integrity of the Executive Board’s process.

The Executive Board Immediate Past President will not:

- **3.10.1** Fail to serve as liaison between the Executive Board and the Past Presidents Council.

- **3.10.2** Fail to chair the Awards Committee who will identify a slate of candidates for the annual DEC Awards.
3.11 EXECUTIVE BOARD PROCESS

<table>
<thead>
<tr>
<th>Title:</th>
<th>Board Member’s Code of Conduct</th>
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<tbody>
<tr>
<td>Created/Last Modified:</td>
<td>June 6, 2012/ November 26, 2012/ October 16, 2013/ December 11, 2015/January 15, 2016/October 22, 2018</td>
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3.11
The Executive Board Members will not fail to adhere to ethical, professional, and lawful conduct. Board members will adhere to all DEC policies and in accordance with policies set forth by the Council for Exceptional Children (CEC).

Executive Board Members will not:

3.11.1 Fail to demonstrate loyalty to the owners, unconflicted by loyalties to Executive Office staff, other organizations, or any personal interest as consumers.

3.11.2 Fail to avoid conflict of interest with respect to their fiduciary responsibility.

   3.11.2.1 Fail to avoid self-dealing or business with the organization. Executive Board Members will annually disclose their involvements with other organizations or with vendors and any associations that might be reasonably seen as representing a conflict of interest.

   3.11.2.2 Fail to withdraw without comment, not only from the vote but also the deliberation, concerning any issue the Executive Board Member has an unavoidable conflict of interest.

   3.11.2.3 Fail to avoid use of their Executive Board position to obtain employment in the organization for themselves, family members, or close associates. An Executive Board member who applies for employment must first resign from the Executive Board.

   3.11.2.4. Fail to decline financial remuneration (not to include expenses) for any activities in which they represent DEC. Potential conflicts of interest will be disclosed to the Executive Board and the sponsoring group.

3.11.3 Fail to avoid any attempt to exercise individual authority over the organization.
3.11.3.1 Fail to recognize that any interaction with the Executive Director or with Executive Office staff the lack of authority vested in individuals except when explicitly authorized by the Executive Board.

3.11.3.2 Fail to recognize that any interaction with the public, the press, or other entities have the same limitation and the inability of any Executive Board member to speak for the Executive Board except to repeat explicitly stated Board decisions.

3.11.3.3 Fail to recognize that except for participation in Executive Board deliberation about whether the Executive Director has achieved any reasonable interpretation of Executive Board policy, member will not express individual judgments of performance of employees or the Executive Director.

3.11.4 Fail to respect the confidentiality appropriate to issues of a sensitive nature.

3.11.5 Fail to be properly prepared for Executive Board deliberation.

3.11.6 Fail to support the legitimacy and authority of the final determination of the Executive Board on any matter, without regard to the member’s personal position on the issue.

3.11.6.5 Fail to establish and maintain a Past President’s Council to advise and assist the Executive Board.

3.11.7 Fail to contribute no fewer than 100 hours yearly to Executive Board service beyond the time required for meeting preparation and attendance.

3.11.7.1 Fail to spend approximately 2 hours weekly contributing to role-related assignments and/or ad-hoc workgroups.

3.11.7.2 Fail to support transitioning board members who are taking over the member’s role and associated responsibilities, including those related to DEC governance, CEC representation, or national initiatives.

3.11.8 Fail to respond to CEC when Division activities that are in line with CEC policies and advance DEC priorities as established in Ends policies.

3.11.8.1 Fail to communicate with CEC in a timely and respectful manner.

3.11.8.2 Fail to engage in leadership activities to strengthen CEC and its divisions and units.

3.11.8.3 Fail to support DEC’s two Executive Board members or its designees on CEC’s Representative Assembly by sharing priorities and directing communications to
Representative Assembly who will, in turn, represent those priorities and communications to Representative Assembly in accordance with DEC’s Ends.

### 3.12 EXECUTIVE BOARD PROCESS

<table>
<thead>
<tr>
<th>Title:</th>
<th>Executive Board Process and Committee Principles</th>
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<tr>
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<td>June 6, 2012 / October 31, 2012/ November 26, 2012/ May 9, 2014/ December 11, 2015/January 15, 2016/October 22, 2018</td>
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3.12 Executive Board committees will not fail to reinforce the wholeness of the Executive Board’s job and so as never to interfere with delegation from Executive Board to Executive Director.

Executive Board committees will not:

3.12.1 Fail to help the Executive Board do its job, never direct, help, or advise the Executive Office staff. Executive Board committees will assist the Executive Board by preparing policy alternatives and identify implications for Executive Board deliberation. In keeping with the Executive Board’s broader focus, Executive Board committees will normally not have direct dealings with Executive Office staff operations.

3.12.2 Fail to recognize that they do not speak, act, or incur debt for the Executive Board except when formally given such authority for specific purposes. Expectation and authority will be carefully stated in order to prevent conflict with authority delegated to the Executive Director.

3.12.3 Fail to recognize that they do not exercise authority over the Executive Director or Executive Office staff.

3.12.4 Fail to avoid over identification with organizational parts rather than the whole. Therefore, an Executive Board committee that has helped the Executive Board create policy on some topic will not be used to monitor organizational performance on that same topic.

The Executive Board will not:

3.12.5 Fail to use committees sparingly.
3.12.6 Fail to give a clear charge, timelines, communication expectations, and effective means of communicating.

3.12.6.1 Fail to establish a Nominations Committee to carry out the responsibilities described in Executive Board Policy 3.5.5.

3.12.6.2 Fail to establish a Policy Committee that will formulate policy revisions as specified in regular meetings of the Executive Board. These recommended policy changes are presented for action at the subsequent Executive Board meeting. The committee does not have authority to change Executive Board policy outside of these parameters.

3.12.6.3 Fail to establish and maintain a Publications and Products committee to develop, coordinate, and carryout plans for development and dissemination of materials to the owners, policy makers, families and other professionals.

3.12.6.4 Fail to establish and maintain the DEC Recommended Practices Committee to coordinate and implement a strategic plan for development, integration, and revision of the DEC Recommended Practices.

3.12.6.5 Fail to establish and maintain a Past President’s Committee to advise and assist the Executive Board.
### 3.13 EXECUTIVE BOARD PROCESS

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3.13

Because poor governance costs more than learning to govern well, the Executive Board will not fail to invest in its governance capacity.

The Executive Board will not:

3.13.1 Fail to develop the skills, methods, and supports to ensure governing with excellence.

3.13.1.1 Fail to orient new members and candidates for membership, as well as to maintain and increase existing Executive Board members' skills and understandings.

3.13.1.2 Fail to access outside monitoring assistance so that the Executive Board can exercise confident control over organizational performance. This includes but is not limited to financial audit.

3.13.1.3 Fail to utilize outreach mechanisms, as needed, to ensure the Executive Board's ability to listen to owner viewpoints and values.

3.13.1.4 Fail to conduct regular meetings of Executive Board.

3.13.2 Fail to establish its budget for Cost of Governance for the next fiscal year during the month of March, though not at the expense of endangering the development and maintenance of excellence.

3.13.2.1 Fail to budget sufficient funds each fiscal year for Executive Board education including support for DEC representatives at the CEC Leadership Institute.

3.13.2.2 Fail to budget sufficient funds each fiscal year for audit, legal, and other independent or third-party monitoring of organizational performance.

3.13.2.3 Fail to budget sufficient funds each fiscal year for ownership linkages such as surveys, focus groups, opinion analyses, needs assessments.
3.13.2.4 Fail to budget sufficient funds each fiscal year for Executive Board meetings including required attendance at the DEC and CEC Conference Executive Board Meetings and related responsibilities (e.g. Interdivisional Caucus [IDC], Representative Assembly [RA], CEC Conference Program Advisory Committee [PAC]). Fail to use these funds in accordance with reimbursement policies.
3.14 EXECUTIVE BOARD PROCESS

<table>
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<tr>
<th>Title:</th>
<th>Treatment of Volunteers</th>
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3.14
With respect to the treatment of volunteers, the Executive Board or any subset of the Executive Board will not fail to ensure conditions that are fair, dignified, organized, or clear.

The Executive Board will not:

3.14.1 Fail to provide a workable mechanism for official communications for volunteers.

3.14.2 Fail to respond to volunteers in a timely and respectful manner.

3.14.3 Fail to provide equitable incentives for volunteers.

3.14.4 Fail to acknowledge the contribution of volunteers.

3.14.5 Fail to provide volunteers with clear charges and timelines.
4.0 EXECUTIVE BOARD- EXECUTIVE OFFICE STAFF CONNECTION

<table>
<thead>
<tr>
<th>Title:</th>
<th>Global Board- Executive Office Staff Delegation Policy</th>
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4.0

The Executive Board’s sole official connection to the operational organization, its achievements, and conduct will be through its chief executive officer, titled DEC’s Executive Director. Employment of the Executive Director is at the will of the Executive Board and consistent with the Executive Director’s employment agreement.
4.1 EXECUTIVE BOARD- EXECUTIVE OFFICE STAFF CONNECTION

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4.1

The Executive Board will not fail to officially pass motions in order for the motion to be binding on the Executive Director.

The Executive Board will not:

4.1.1 Fail to clearly demarcate when decisions or instructions of an individual Executive Board members, officers, or committees is binding on the Executive Director. Occurrence of this type of instruction will only be used in rare instances when the Executive Board has specifically authorized such exercise of authority.

4.1.2 Fail to understand in the case of Executive Board members or committees requesting information or assistance without Executive Board authorization, the Executive Director can refuse such requests that require, in the Executive Director’s opinion, a significant amount of Executive Office staff time or funds or are disruptive.
4.2 EXECUTIVE BOARD- EXECUTIVE OFFICE STAFF CONNECTION

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<th>Accountability of the Executive Director</th>
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<tr>
<td>Created/Last Modified:</td>
<td>April 12, 2012/ January 8, 2013/ December 11, 2015/ October 22, 2018/ September 15, 2020</td>
</tr>
</tbody>
</table>
| Signed by Secretary: | [Signature]

4.2

The Executive Director is the Executive Board’s only link to operational achievement and conduct, so that all authority and accountability of Executive Office staff, as far as the Executive Board is concerned, is considered the authority and accountability of the Executive Director.

The Executive Board will not:

4.2.1 Fail to refrain from giving instructions to persons who report directly or indirectly to the Executive Director.

4.2.2 Fail to conduct an annual evaluation of the Executive Director performance no later than April 30 and, if performance metrics are met, authorize any merit-based salary increase for the Executive Director.

4.2.3 Fail to view Executive Director performance as identical to organizational performance so that organizational accomplishments of Executive Board-stated Ends and avoidance of Executive Board-proscribed Means will be viewed as successful Executive Director performance.

4.2.4 Fail to refrain from evaluating, either formally or informally, any Executive Office staff other than the Executive Director.
### 4.3 EXECUTIVE BOARD- EXECUTIVE OFFICE STAFF CONNECTION

<table>
<thead>
<tr>
<th>Title:</th>
<th>Delegation to the Executive Director</th>
</tr>
</thead>
<tbody>
<tr>
<td>Created/Last Modified:</td>
<td>April 12, 2012/ December 11, 2015/October 22, 2018</td>
</tr>
<tr>
<td>Signed by Secretary:</td>
<td>[Signature]</td>
</tr>
</tbody>
</table>

4.3

The Executive Board will instruct the Executive Director through written policies that prescribe the organizational Ends to be achieved and proscribe organizational situations and actions to be avoided, allowing the Executive Director to use any reasonable interpretation of these policies.

The Executive Board will not:

4.3.1 Fail to develop policies instructing the Executive Director to achieve specified results, for specified recipients, at a specified cost. These policies will be developed systematically from the broadest, most general level to more defined levels and will be called Ends policies. All issues that are not Ends issues and as defined here are means issues.

4.3.2 Fail to develop policies that limit the latitude the Executive Director may exercise in choosing the organizational Means (Executive Limitations). These limiting policies will describe those practices, activities, decisions, and circumstances that would be unacceptable to the Executive Board even if they were to be effective. Policies will be developed systematically from the broadest, most general level to more defined levels, and they will be called Executive Limitations policies. The Executive Board will never prescribe organizational Means delegated to the Executive Director.

   4.3.2.1 Fail to recognize that below the global level, a single limitation at any given level does not limit the scope of any foregoing level.

   4.3.2.2 Fail to approve compliance when the Executive Director can justify to the Executive Board’s satisfaction the compliance with a higher-level limitation by addressing all limitations at a lower level, and only those limitations.

4.3.3 Fail to approve compliance as long as the Executive Director uses any reasonable interpretation of the Executive Board’s Ends and Executive Limitations policies. The Executive Director is authorized to establish all Executive Office staff policies, make all decisions, take all actions, establish all practices, and pursue all activities. Such decision of the Executive Director shall have full force and authority as if decided by the Executive Board.
4.3.4 Fail to change its Ends and Executive Limitations policies after serious consideration, which may shift the boundary between Executive Board and Executive Director domains. By doing so, the Executive Board changes the latitude of choice given to the Executive Director. But as long as any particular delegation is in place, the Executive Board will respect and support the Executive Director’s choice.
4.4 Systematic monitoring of Executive Director job performance will be solely against the expected Executive Director job outputs, organizational accomplishments of Executive Board policies on Ends, and organizational operation within the boundaries established in Board policies on Executive Limitations.

The Executive Board will not:

- **4.4.1** Fail to utilize policy monitoring to determine the degree to which Executive Board policies are being met. Information that does not do this will not be considered to be monitoring information.

- **4.4.2** Fail to acquire monitoring information by one or more of the three methods.
  - **4.4.2.1** Fail to use internal reports, in which the Executive Director discloses interpretations and compliance information to the Executive Board.
  - **4.4.2.2** Fail to use external reports, in which an external disinterested third party selected by the Executive Board assess compliance with Executive Board policies.
  - **4.4.2.3** Fail to use direct Executive Board inspection, in which a designated member or members of the Executive Board assess compliance with the appropriate policy criteria.

- **4.4.3** Fail to judge (a) the reasonableness of the Executive Director’s interpretation and (b) whether or not data demonstrate accomplishment and support the interpretation.
  - **4.4.3.1** Fail to have Executive Board Members, assigned by the President, to provide their written judgment on the Executive Director's submitted monitoring report for a specific policy that includes questions for the Executive Board to consider. The feedback will be a means to facilitate, as opposed to impede, Executive Board conversation.
4.4.3.2 Fail to utilize the Executive Board as the final arbiter of reasonableness but will always judge with a “reasonable person” test rather than with an interpretation favored by Executive Board Members or the Executive Board as a whole.

4.4.4 Fail to develop policies that instruct how the Executive Director will be monitored, at what frequency, and by what method chosen by the Executive Board. The Executive Board can monitor any policy at any time by any method but will ordinarily depend on a routine schedule (see Table 1: Monitoring Schedule by Method).

4.4.4.1 Fail to establish monitoring parameters when timelines for deliverables/actions are specified as a part of grants or contracts. Monitoring reports will be provided with enough immediacy for the Executive Board to judge the reasonableness of the Executive Director’s interpretation and whether data demonstrate accomplishment.

4.4.5 Fail to use policy monitoring information when conducting the annual performance review as articulated in 4.2.2.
Table 1: Monitoring Schedule by Method

4.4 Executive Board- Executive Office Staff Connection: Monitoring Executive Director Performance Revised July 17, 2012/Numbering changes revised per 10/31/12 policy changes/ Frequency & Months Due Revised December 12, 2013, Months for review revised December 11, 2015, Months for review revised October 17, 2016, Frequency & Months for review revised May 19,2017

<table>
<thead>
<tr>
<th>Policy</th>
<th>Method</th>
<th>Frequency</th>
<th>Month(s) Due</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.0 Ends</td>
<td>Internal</td>
<td>Semi-Annually</td>
<td>DEC Conference &amp; CEC Conference</td>
</tr>
<tr>
<td>2.1 Treatment of Members and Consumers</td>
<td>Internal</td>
<td>Annually</td>
<td>March</td>
</tr>
<tr>
<td>2.2 Treatment of Executive Office Staff</td>
<td>Internal</td>
<td>Annually</td>
<td>March</td>
</tr>
<tr>
<td>2.3 Financial Planning and Budgeting</td>
<td>Internal</td>
<td>Annually</td>
<td>April</td>
</tr>
<tr>
<td>2.4 Financial Condition and Activities</td>
<td>Internal</td>
<td>Quarterly</td>
<td>July, October, January, April</td>
</tr>
<tr>
<td>2.4.1 Monthly Revenue and Expense Report</td>
<td>Internal</td>
<td>Monthly</td>
<td>Each month</td>
</tr>
<tr>
<td>2.5 Emergency Executive Director Succession</td>
<td>Internal</td>
<td>Annually</td>
<td>January</td>
</tr>
<tr>
<td>2.6 Asset Protection</td>
<td>Internal</td>
<td>Annually</td>
<td>May</td>
</tr>
<tr>
<td>2.7 Compensation and Benefits</td>
<td>Internal</td>
<td>Annually</td>
<td>February</td>
</tr>
<tr>
<td>2.8 Communications and Support to the Board</td>
<td>Direct Inspection</td>
<td>Annually</td>
<td>June</td>
</tr>
<tr>
<td>2.9 Seeking Agreements, Partnerships, and Arrangements</td>
<td>Internal</td>
<td>Annually</td>
<td>February</td>
</tr>
<tr>
<td>2.10 Relationship with CEC</td>
<td>Internal</td>
<td>Annually</td>
<td>February</td>
</tr>
<tr>
<td>2.11 Treatment of Volunteers</td>
<td>Internal</td>
<td>Annually</td>
<td>March</td>
</tr>
<tr>
<td>2.12 Utilization of Resources</td>
<td>Internal</td>
<td>Annually</td>
<td>August</td>
</tr>
<tr>
<td>2.13 Relationship with Subdivisions</td>
<td>Internal</td>
<td>Annually</td>
<td>September</td>
</tr>
<tr>
<td>2.3.6 Independent Audit</td>
<td>External</td>
<td>Annually</td>
<td>October</td>
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</tbody>
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