

# POLICY REGARDING THE BOARD'S RELATIONSHIP WITH THE EXECUTIVE DIRECTOR

---

At its discretion, the board of directors may appoint an executive director as chief executive officer of the staff. The executive director shall be responsible for the day-to-day administration of XYZ's affairs, and shall manage and direct all activities of the organization as prescribed by the board of directors, other than those activities that are board activities and cannot be delegated.

The executive director shall have the power to hire and fire employees and independent contractors of the organization and shall oversee and direct their activities in carrying out the work of the organization. As such, any work the board wishes staff to undertake shall go through the chair to the executive director. It will fall to the executive director to ensure that the matter is handled in a timely manner.

The executive director shall perform or delegate to staff such other duties as may be assigned to him or her from time to time by the board of directors acting as a whole or by the chair as authorized by the board. Note the statement, "board of directors acting as a whole." It is inappropriate for individual board members to make personal requests of the executive director that would take his or her time or other resources.

The board cannot abdicate to the executive director its responsibilities for providing direction, advocacy and leadership development.

The executive director shall be reviewed annually at the beginning of the fiscal year. While the chair will facilitate the review, it is incumbent on him or her to actively solicit feedback on the executive director's work from all board members at least twice throughout the year. The review should be reflective of the collective feedback.

As a part of his/her role the executive director shall serve on the board of directors. According to the organization's bylaws, he/she shall be a nonvoting/voting member.