DWELLING PLACE OF GRAND RAPIDS
BOARD OF DIRECTORS
April 3, 2019
7:30 – 9:00AM
Dwelling Place Offices at 101 Sheldon SE, Suite 2

AGENDA

I. 7:30am Mission Moment

II. 7:35am Approval of Consent Agenda (Action Required)
    Enclosures:
    1. Board of Directors minutes (03/06/19)
    2. Committee minutes:
       a. Executive Committee minutes (01/08/19)
       b. Finance Committee minutes (12/19/18)
       c. Finance Committee minutes (02/27/19)
       d. Governance Sub-committee minutes (01/15/19)
       e. Marketing & Development Committee minutes (01/29/19)
       f. RED & Asset Management Committee minutes (02/11/19)

III. 7:40am Governance Sub-committee Report (Action Required)
    Enclosures:
    1. Governance Committee Description
    2. Board Orientation Plan
    3. Board of Directors Job Description
    4. Mentor Policy
    5. Governance Policies
    6. Board Meeting Assessment Tool
    7. Board Application (revised)
    8. Excellence in Governance Survey Report (Dwelling Place)

IV. 8:20am Announcements

VI. 9:00am Adjournment
Additional enclosures:

1. Unapproved Committee minutes:
   a. Executive Committee unapproved minutes (03/12/19)
   b. Governance Sub-committee unapproved minutes (03/11/19)
   c. Marketing & Development Committee unapproved minutes (02/26/19)
   d. RED & Asset Management Committee unapproved minutes (03/11/19)

2. NeighborWorks FY 2019 Round 1 Grant Award Letter

3. Excellence in Governance Survey Report (2018 national class)
MEMBERS PRESENT
Annamarie Buller, David Byers (via phone), Rich Kogelschatz, Marvin Thomas, Larry Titley, LaTarro Traylor (via phone), Tommie Wallace, Renee Williams (via phone)

MEMBERS ABSENT
Thomas Carpenter, Juan Daniel Castro, Francine Gaston, Kyle Irwin, Mike McDaniels, Richard Stevens, Pete VanderVeen

STAFF AND GUESTS PRESENT
Rebecca Long, Zoe Post, Steve Recker, Justin Rhodes, Dennis Sturtevant, Brian Bacon (The Employers’ Association)

The meeting was convened at 7:36 AM by Annamarie Buller.

MISSION MOMENT
The Board members watched a brief video on the MSHDA website of Cornelia Jenkins, a resident at Reflections.

APPROVAL OF CONSENT AGENDA
The consent agenda contained the following items:
1. Board of Directors minutes (12/05/18)
2. Committee minutes:
   a. Executive Committee minutes (12/11/18)
   b. Finance Committee minutes (12/19/18)
   c. Governance Sub-committee minutes (12/18/18)
   d. Marketing & Development Committee minutes (11/28/18)
   e. RED & Asset Management Committee minutes (12/10/18)
   f. RED & Asset Management Committee minutes (1/14/19)
3. 2019 Budgets and Assumption Descriptions
4. Real Estate Development Policy
5. Purchase Agreement for Vacant Land in Whitehall, Michigan

Consent agenda for the March 6, 2019 Board of Directors meeting was approved by motion of Larry Titley, supported by Rich Kogelschatz and carried unanimously.

EMPLOYEE ENGAGEMENT SURVEY FINDINGS FROM THE EMPLOYERS' ASSOCIATION
Mr. Brian Bacon presented the results of the Employee Engagement Survey, which contained 68 statistically-validated questions and 4 open-ended questions to analyze employee perceptions of Dwelling Place. In 10 critical areas and in comparison to over 60,000 companies nation-wide, Dwelling Place averages were rated higher in every category except pay. The lowest-rated areas were communication, pay, and employee development and recognition.

Six questions that measured employee engagement placed Dwelling Place employees into 3 categories: disengaged (0%), partially engaged (55%), and engaged (45%), better than national averages of 30%, 52% and 18%. In the open-ended questions, employees cited coworkers, flexibility/creativity, and the work Dwelling Place does as the aspects they enjoy most about their employment. Suggested improvements included pay, training, communication, and written roles, policies, and procedures.
Based on these responses, Mr. Bacon gave recommendations to address these four essential areas for improvement:

1) Rules and Policies
   a) Update and make accessible employee handbook and policies
   b) Training for employee management and engagement, communication

2) Pay
   a) Update compensation plan and provide total benefits package

3) Communication
   a) Create new and frequent means to share organizational information
   b) Improve interdepartmental and supervisor/staff communication
   c) Train management in effective communication skills

4) Employee Job Training
   a) Offer more job-specific training and cross-training opportunities
   b) Make onboarding training comprehensive for entire organization
   c) Create new programs for advanced skills training

GOVERNANCE
SUB-COMMITTEE
REPORT

The Board tabled the report and discussion until the next meeting.

ANNOUNCEMENTS

Update on the Heartside Neighborhood Plan
Three meetings with Public Sector Consultants have now taken place with community leaders of all sectors, aimed at connecting groups already engaged in Heartside neighborhood to improve economic development and more effectively address behavioral health issues. A community meeting is scheduled for March 29th with Ms. Mercedes Brown of The Corporation for Supportive Housing to discuss a potential Frequent User Systems Engagement (FUSE) project in Kent County. A Phase II process for this work with Public Sector Consultants is anticipated but will require financial support from outside funders in order to proceed.

Kent County Land Bank
The Kent County Land Bank, which formerly identified and repurposed foreclosed properties, is closing, though its work may continue with the state land bank. Future projects. The Land Bank was instrumental in our development of Harrison Park Apartments by assembling parcels for the development and by securing DEQ funds to remove contaminated soils.

ADJOURNMENT
The Board of Directors meeting was adjourned at 9:06 AM by Annamarie Buller.
MEMBERS PRESENT: Annamarie Buller, Juan Daniel Castro, Richard Stevens, Larry Titley (via phone)

MEMBERS ABSENT: David Byers, Francine Gaston, Renee Williams

STAFF PRESENT: Zoe Post, Dennis Sturtevant

The meeting was convened at 8:05 AM by Ms. Buller.

APPROVAL OF MINUTES

Minutes of the Dwelling Place Executive Committee meeting of December 19, 2018 were approved by motion of Larry Titley, supported by Rick Stevens and carried unanimously.

STRATEGIC PLANNING

Mr. Sturtevant reported that Steve Crandall will work with Dwelling Place on the new strategic plan starting in May. He has met with senior Dwelling Place staff and been given preliminary information; more details of his involvement will follow in March/April.

GOVERNANCE SUB-COMMITTEE

Recommendation for the Board to adopt the revised Governance Policies proposed by the Governance Sub-Committee was approved by motion of Rick Stevens, supported by Juan Daniel Castro and carried unanimously.

Recommendation for the Board to adopt the New Board Member Mentorship Program proposed by the Governance Sub-Committee was approved by motion of Rick Stevens, supported by Annamarie Buller and carried unanimously.

BOARD SUCCESSION PLANNING

Mr. Sturtevant has been in contact with Julie Burmania, who will attend the January 15 Governance Sub-Committee meeting to begin work on Board succession planning. Mr. Sturtevant also shared suggestions from Tony Comden regarding the plan: incorporating the Dwelling Place EEO policy, stating that selection of candidates does not modify their at-will employment status, considering repayment of costs associated with investment in employee training/education should the employee leave the company, and clarifying that candidates may apply to a vacant position but are not automatically selected. The Committee will review these comments and discuss the issue more fully at the next meeting.

PROPOSED CEO 2019 GOALS

Mr. Sturtevant identified ten CEO goals for 2019 and solicited comments. Discussion centered primarily around dashboard reporting for the Board and desired metrics, as well as diversity, equity, and inclusion aims, which were determined to fall under goal #6, “full implementation of new Board governance initiatives.”
SUMMARY OF RESIDENT SURVEY FINDINGS

The Resident Satisfaction Survey results are still under review, and Mr. Sturtevant has asked The Employer’s Association (TEA) to revise the report to define both favorable and unfavorable responses to each of the metrics. The updated report should be available for the next Board meeting.

SUMMARY OF EMPLOYEE SURVEY FINDINGS

Mr. Sturtevant noted some errors in the Employee Engagement Survey that will soon be revised. He also pointed out that Dwelling Place showed more favorable responses than its peers in all areas except pay. Certain areas for improvement—communication, employee recognition—may be addressed with internal focus groups or additional surveys.

UPDATES

New GVSU nursing program at Reflections

Mr. Sturtevant described a new program implemented at Reflections that will allow GVSU nursing students to provide health care to senior residents while researching how health care can affect senior citizens in low-income housing. Villa Esperanza may also get connected with this project.

FEBRUARY BOARD OF DIRECTORS MEETING AGENDA

The Committee decided to include the following items in the February Board of Directors meeting agenda:

• Presentation with recommendations from TEA in response to the updated resident and staff surveys
• Any Governance Sub-Committee recommendations from the upcoming January 15 meeting
• Heartside Neighborhood Plan update (included in Board packet)
• Information on the dissolution of the Kent County Land Bank

The GVSU Nursing Program will be discussed at the April Board meeting.

OTHER BUSINESS

The Committee briefly discussed the future of fundraising and marketing for Dwelling Place and Ms. Buller described how the Resident Engagement Committee and its work groups will change in 2019.

ADJOURNMENT

The Executive Committee meeting was adjourned at 9:23 AM by Ms. Buller.
MEMBERS PRESENT: Michael McDaniels, David Byers, Angela Sanborn, Sadie Erickson, Holly Jacoby (phone).

MEMBER ABSENT: Chelsea Schaefor (on leave)

STAFF PRESENT: Dennis Sturtevant, Kim Cross, Steve Recker, Scott Page, Rebecca Long, Laurie Mullennix, Jessica Johnson, Brandon Watson, Zoe Post, Jessica Beeby

The meeting was convened at 12:07 pm by David Byers.

Mr. Byers introduced a new committee member, Angela (Angie) Sanborn. Ms. Sanborn has worked for Independent Bank for the past ten years.

APPROVAL OF OCTOBER MINUTES

Minutes of the Finance Committee meeting of October 31, 2018 were approved by motion of Holly Jacoby, supported by Michael McDaniels and carried unanimously.

2019 BUDGETS REVIEW

Mr. Recker presented the Dwelling Place Non-Profit Housing Corporation (NPHC) combined budget for 2019.

Administrative Budget: Interest and dividend income due to unrealized gain budgeted for Northern Trust. Northern Trust recommended 6%, based on a 5-year running average, to allow for fluctuations in the market. Mr. Recker noted a large grant contribution from Michigan Non-Profit Housing Corporation, an estimate based on proformas. Under Change in Investments in Cash Flow, he noted principal payments on Dwelling Place loans to Martineau, Harvest Hill, and West Shore. The ($120,000) under Contributed Capital is budgeted for Grandville Homes from the NeighborWorks capital grant.

Affordable Housing Management Budget: The Other Miscellaneous income is fee management income comprised of regular management fee and a combination of partnership/incentive management fees and premium management fees. The number also includes a change of investments related to old management fees and salaries due to Dwelling Place from Harvest Hill and West Shore Apartments.

Housing Development Budget: Mr. Recker explained the Other Miscellaneous income is a developer fee earned based on the partnership agreements from new construction projects: Garfield Park Lofts, Pine Avenue Apartments, and Harrison Park Apartments. He noted a $550,000 amount in the Cash Flow section that will be developer fee and construction loans repaid from the LCH and Roosevelt Apartments projects. There is also a $156,000 developer fee that will be paid, but it was earned in a prior year. Other Expenses includes a $479,000 grant expense. The Housing Development budget has a surplus, a portion of which will be granted over to support the Community Building & Engagement (CB&E) and Support Services budgets. Mr. Sturtevant added CB&E and Support Services departments are not able to fully fund themselves. They receive occasional grants via United Way and/or HUD and the rest is funded through surplus budgets.
Fund Development Budget: The budget has $267,000 from a planned, unrestricted operating and capital grant from NeighborWorks, based on a middle average of previous grants. Mr. Recker explained that the grant is funneled through contributions, though documented as government funds per NeighborWorks requirements since it is appropriated through Congress. It will be dispersed to other departments. There is a small surplus in the budget, in part due to an expected event raising $100,000 in donations.

Support Services Budget: On the expense side, the budget is largely salaries. The Other Miscellaneous Income is case management fees charged to properties, if allowed and if it makes sense through the waterfall of cash flow.

Community Building and Engagement (CB&E): The CB&E budget also includes commercial properties, hence commercial income equaling $927,000. The expenses also include those associated with the commercial properties since Dwelling Place master leases many of the spaces and then pays the limited partnership on the space. The budget is partially funded through the Housing Development grant, noted in the Contributions. Dwelling Place owned residential will change; the Biermeister building is a 4-unit (2 commercial, 2 residential) property on Wealthy Street that Dwelling Place wholly owns. Also included in Dwelling Place owned residential is Ferguson Flats, which will change toward the end of 2019 due to the redevelopment of the Ferguson partnership.

Eliminations: The eliminations void transactions between departments, such as fee income; developer fee and property management fee income flows from the properties to Dwelling Place. On a combined basis though, it is all eliminated. The bottom line shows we have an increase in case of about $2.65 million. Ms. Sanborn asked if this information was also available in the Annual Report and Mr. Recker clarified that this information could be compared to the year-end audit and our quarterly financial statements.

Mr. Byers asked how the 2019 budget compares to the 2018 budget. Mr. Recker explained that it is largely the same; the only outlier is the Michigan Non-Profit Housing Corporation. It was estimated to receive $1.2 million in December and the other half is going to be pushed into January.

Mr. Sturtevant provided background on the Michigan Non-Profit Housing Corporation and added that they are scheduled to have their annual meeting in March.

Ms. Jacoby asked for more information on the assumptions made for the budget. She requested the presentation of the budget to the Board of Directors include assumptions. Mr. Recker said he would email the committee a list of assumptions. It was also suggested that, in addition to the common acronym guide, board members are also given a list of financial and real estate terminology.

Mr. Recker provided a brief breakdown of the budgets for properties and related entities, as it had been previously covered in another meeting. He also
MOTION TO PRESENT BUDGET

2019 Budgets, including a list of assumption descriptions, were recommended for presentation to the Board of Directors by motion of Michael McDaniels, supported by Sadie Erickson and carried unanimously.

ACCOUNTING POLICIES AND PROCEDURES MANUAL REVIEW

Ms. Mullennix presented the Accounting Policies and Procedures Manual. There were a number of changes that were a direct result of updates from the Financial Accounting Standards Board (FASB); NeighborWorks requires that we follow FASB standards.

The distributed document shows the changes from the previous version, blue for additions and red for removals. As each update was discussed, the committee briefly discussed questions and some slight revisions for clarification.

There was some discussion on whether to include the Dwelling Place Investment Policy in the manual and it was recommended the Investment Policy be included as an appendix, which can then be updated as needed.

MOTION TO APPROVE MANUAL DRAFT

Changes to the Accounting Policies and Procedures Manual were approved by motion of Angela Sanborn, supported by Michael McDaniels and carried unanimously, pending additional review at the next Finance Committee meeting.

UMBRELLA INSURANCE REVIEW UPDATE AND RECOMMENDATION

The committee reviewed a memorandum from Timothy Orlebecke regarding a recommendation for umbrella insurance coverage for no more than an additional $1 million, unless required. It was noted that there is already at least $1 million for each property and this would add an additional million umbrella coverage. There was a general consensus that the analysis was good and not very costly for the amount of coverage. The Committee reached a consensus that we proceed to set up the policy with Buiten Insurance.

UPDATES / ANNOUNCEMENTS

The committee did not discuss any updates or announcements.

PROPOSED AGENDA AND NEXT MEETING DATE

The next Finance Committee meeting will be held on Wednesday, January 30, 2019 at 12:00 pm.

ADJOURNMENT

The Finance Committee meeting was adjourned at 1:48 pm by David Byers.
MEMBERS PRESENT: Chelsea Schaefor, Angela Sanborn, Sadie Erickson (phone), Holly Jacoby (phone), Michael McDaniels (phone),

MEMBER ABSENT: David Byers

GUESTS PRESENT: Brian Hughes (Northern Trust) and Jan Winters (Northern Trust)

STAFF PRESENT: Karen Monroe, Steve Recker, Rebecca Long, Laurie Mullennix, Jessica Johnson, Brandon Watson, Grace Thuo, Justin Rhodes, Jessica Beeby, Kim Cross

The meeting was convened at 12:01 pm by Chelsea Schaefor

APPROVAL OF OCTOBER MINUTES

Minutes of the Finance Committee meeting of December 18, 2018 were approved by motion of Holly Jacoby, supported by Michael McDaniels and carried unanimously.

NORTHERN TRUST INVESTMENT REVIEW

Mr. Hughes presented the Investment Review from Northern Trust. He provided background on the performance of the markets in the fourth quarter of 2018, as well as the current trends.

Dwelling Place Foundation Portfolio

Mr. Hughes noted we were within range across all of the asset classes and described how the portfolio can be divided into three basic areas that are meant to do different things: equities, alternatives, and fixed income. He explained that equities tend to do well when the economy is growing, but has low inflationary environments. Alternatives are the hedge against inflation spikes. Fixed income does well when economies are weak and inflation is low. In periods of severe crisis, these different areas will allow the portfolio to work for itself.

In reviewing the returns for the Foundation, Mr. Hughes focused on the longest term where the portfolio shows it’s up 6.64% per year before fees and about 21% cumulative growth since 2016. The Dwelling Place Foundation portfolio has a $212,000 total gain. Each $1.00 brought to Northern Trust in 2016 is worth a $1.20 as of January 2019.

Non-Profit Housing Corporation Portfolio

The NPHC portfolio mirrors the Foundation portfolio in asset allocation unless there has been a large trade error. The NPHC portfolio is up 4% per year compared to the Foundation’s 6% increase. The total gain in this portfolio is $423,946. Mr. Hughes noted that it’s a much larger portfolio thus the higher gain is from a pure dollar standpoint as NPHC started out more conservative. Mr. Recker added cash had been deposited into the account over time and there had been a deposit last year. The portfolio’s cumulative growth is 11% or $1.11 to the original $1.00.
Mr. Recker noted the markets were trending up for February and asked what Northern Trust sees coming down the road and how might it affect the portfolios? Mr. Hughes responded in the short term or approximately one year, Northern Trust expects to see better, more solid economic growth in the US. He briefly discussed the major events that will affect outside markets in the short term: Brexit and tariff wars with China. For a long term outlook or about five years, Northern Trust estimates a 5.8% per year return; the opposite of what they feel in the near term is because markets are cheaper outside of the US and there’s lots of volatility around that average.

Ms. Schaefer asked if Northern Trust reviewed previous projections compared to the actual performance. Mr. Hughes confirmed that they do, but they focus less on the percentage and more so on the overall direction. He could provide that information to the Committee if there is interest. Ms. Jacoby stated that she would like to review that information.

ACCOUNTING POLICIES AND PROCEDURES MANUAL REVIEW
Ms. Mullennix presented the revisions to the Accounting Policies and Procedures Manual from the last meeting. On page 20, Mr. Sturtevant requested revisions related to major real estate acquisition. Additional language was drafted regarding purchasing for HUD properties. Page 22 was updated to include language regarding accounting standards updates and liquidity management since the auditors noted that HUD properties could not follow those policies.

Mr. McDaniels asked questions about funds outside the operating budget (pages 21 & 22). Mr. Recker explained that there aren't any, but we had to address them per accounting standards.

There was further discussion about expenditures not related to real estate above and below $250,000. If the amount is over $250,000, it would go to the Real Estate Development and Asset Management Committee for approval. All amounts under $250,000 are outlined in the procurement policy.

Changes to the Accounting Policies and Procedures Manual and to have the Manual presented to the Full Board for approval were approved by motion of Angela Sanborn, supported by Michael McDaniels and carried unanimously.

UPDATES / ANNOUNCEMENTS
The committee did not discuss any updates or announcements.

PROPOSED AGENDA AND NEXT MEETING DATE
The next Finance Committee meeting will be held on Wednesday, March 27, 2019 at 12:00 pm.

ADJOURNMENT
The Finance Committee meeting was adjourned at 12:38 pm by Chelsea Schaefer.
MEMBERS PRESENT: Annamarie Buller, David Byers (via phone conference), Juan Daniel Castro, Holly Jacoby (via phone conference), Rick Stevens, Larry Titley.

MEMBERS ABSENT: LaTarro Traylor.

STAFF & GUESTS PRESENT: Julie Burmania, Zoe Post, Dennis Sturtevant.

The meeting was convened at 9:07 AM by Juan Daniel Castro.

APPROVAL OF DECEMBER MINUTES: Minutes of the Governance Sub-committee meeting of December 18, 2018 were approved by motion of David Byers, supported by Annamarie Buller and carried unanimously.

BOARD RECRUITMENT: Ms. Burmania of HR Collaborative reviewed the Board Succession Plan Outline, noting that the Sub-committee has already identified its priorities for the Board composition and determined where to focus Board recruitment based on the Deloitte Matrix. The task now is to define a process that will address the immediate needs of the Board and create a framework for filling future vacancies. Ms. Burmania will contact Sub-committee members with survey-style questions—how to address conflicts of interest in Board candidates, what groups to contact for Board recruitment, and how to assess Board member performance—and attend the next Governance meeting to discuss key themes and next steps.

OTHER ISSUES: Mr. Sturtevant explained several resources sent to the Sub-committee for consideration, including a resume for Cathy Bronkema. After reviewing her merits both in real estate and finance, and with the caveat that she sign a conflict of interest form, the Sub-committee decided to invite Ms. Bronkema to serve on the RED & Asset Management Committee.

A brief discourse over how to select Board members for NeighborWorks Training Institute events occurred; for now the invitation will extend to all Board members, though this does not guarantee they will be selected to attend.

The Sub-committee engaged in a lively discussion over Board member term limits. As consensus was not reached, the Sub-committee decided to table the discussion and bring it before the full Board of Directors after addressing infrastructure issues such as desired Board member qualities and means of evaluating the Board.

ADJOURNMENT: The Governance Sub-committee meeting was adjourned at 10:44 AM by Juan Daniel Castro.
MEMBERS PRESENT  Kyle Irwin, Richard Stevens

MEMBERS ABSENT  Annamarie Buller, Leah Carpenter, Thomas Carpenter, Juan Daniel Castro, LaTarro Traylor, Tommie Wallace

STAFF/GUESTS PRESENT  Kim Cross, Zoe Post, Jenn Schaub, LaTrisha Sosebee, Dennis Sturtevant

The meeting was convened at 10:11 AM by Rick Stevens.

APPROVAL OF MINUTES  Minutes of the Dwelling Place Marketing & Development Committee meeting of November 28, 2018 were approved by motion of Rick Stevens and carried unanimously.

DONATIONS SINCE LAST MEETING  The Committee reviewed donations received both at the end of 2018 and the start of 2019. Marketing & Development staff will meet to discuss the details of the donation tracking spreadsheet and develop strategies for ensuring an institutional memory of donors.

ANNUAL APPEAL UPDATE & 2018 SUMMARY  Mr. Sturtevant explained that though the majority of the donors on the most recent donation list were part of the year-end appeal, it is difficult to classify these donations as criteria vary between departments. Once these differences are accounted for, the donation tracking spreadsheet will be distributed to the Committee for further analysis.

VOLUNTEER MANAGEMENT UPDATE  Ms. Schaub passed out a brief summary of recent Lunch and Learn events, which included two tours of the Herkimer building and information about future projects at Dwelling Place. Of the 46 attendees (not including staff and board members), 18 completed a follow-up survey, 100% of whom reported learning more about Dwelling Place. For similar future events, an additional staff person may attend to answer questions about the application process and to speak with local agency representatives. A quarterly calendar for Lunch and Learn events is in progress.

BRANDING PLAN UPDATE AND REVIEW  The Committee reviewed the 2018 Community Report. In future reports, we may issue the report before we have audited financial statements to extend the shelf life of the document. Audited financial information can be included as an insert when it is available. The Report features stories of Dwelling Place residents that will also appear in MSHDA-produced videos on the new Dwelling Place website. Several focus groups have already been through the website; the Committee will have an opportunity at the February meeting to provide feedback for Scott Allen Associates. The website is set to go live in late March.

2019 ANNUAL EVENT/FUNDRAISER  Rather than planning a large fall event that would require an event coordinator, Ms. Schaub proposed a small-scale, staff-planned, late summer garden party at which a larger Dwelling Place 40th anniversary event would be announced. An event coordinator hired by April 2019 could assist in
planning and connecting donors to both these events. The summer event could engage resident gardens and, depending on timing, tie in with the completion of Harrison Park. The Committee supported the idea, and staff will compile a list of possible event coordinators for review at the next meeting.

**2019 RESOURCE DEVELOPMENT PLAN**

The Committee reviewed the 2019 Resource Development Plan and intends to make these goals more achievable. Given some questions over how donations were categorized, the Committee will leave the Plan on the agenda for February, allowing the Finance department time to clarify the numbers.

**OTHER BUSINESS**

Mr. Sturtevant introduced a fundraising plan document that would be distributed to Board members at the beginning of the year. The Committee decided not to use this document and instead discuss these matters in person with each Board member.

**NEXT MEETING DATE**

The next Marketing & Development Committee meeting is scheduled for February 26, 2019.

**ADJOURNMENT**

The Marketing & Development Committee meeting was adjourned at 11:42 PM by Rick Stevens.
MEMBERS PRESENT  Juan Daniel Castro, Mike DeVries, Rich Kogelschatz, George Larimore & Mike McDaniels (via phone conference), Pete VanderVeen

STAFF PRESENT  Chris Bennett, Kim Cross, Rebecca Long, Liz Mui, Scott Page, Zoe Post, Steve Recker, Dennis Sturtevant

The meeting was convened at 11:32 AM by Mr. Kogelschatz.

APPROVAL OF MINUTES  Minutes of the Dwelling Place RED & Asset Management Committee meeting of January 14, 2019 were approved by motion of Pete VanderVeen, supported by Mike McDaniels and carried unanimously.

FERGUSON UPDATE AND RELOCATION  The Ferguson renovation is moving forward; funding is expected to be secured by September 2019 with construction starting shortly thereafter. To address the challenge of temporarily relocating residents while the building is under construction, Mr. Sturtevant described three possible solutions: 1) gather support from the neighborhood association for the use of of Holland Home, 2) contract with a motel for 40-50 units at a time, 3) stop the intake of tenants at Ferguson and use the vacant units. Pioneer also offered to shorten the construction schedule—thereby minimizing the financial loss from vacancy—if the entire project was delivered to them.

Funding for the commercial spaces must be revisited, as Heartside Ministry will not use the space and the GVSU College of Nursing will not lease for more than five years at a time.

CONVERSATION ON COMMUNITY LAND TRUST  Mr. Sturtevant introduced a video outlining three affordable home ownership programs that may be used for Martineau, Grandville, and New Hope Homes as well as some rural properties: community land trust (CLT), limited equity co-op, and deed-restricted property. The Committee discussed the financial incentives of a CLT, possible partnerships with local organizations doing similar work, and the need to seek counsel regarding the best legal structures for these properties. The Committee hopes to be ready to start an affordable home ownership program in 2020.

POTENTIAL HOLLAND DEVELOPMENTS  Hope Church & First United Methodist Church

Mr. Bennett met with representatives from Hope Church and First United Methodist Church in Holland, who want to create 24 homes on the properties near their churches. Considerations for this project include available space, City of Holland politics, and the extended length of the project. Dwelling Place will continue preliminary discussions with Rev. Gordon Wiersma and Rev. Brad Bartlemay.

Waverly

Ryan Kilpatrick is seeking a strong nonprofit partner in a mixed-income housing development near the Holland GVSU campus on Waverly Road. Mr.
Kilpatrick and Dwelling Place development staff will meet soon to discuss the site concept.

**OTHER BUSINESS**

Mr. Page described some pipe bursts and power outage issues at Ferguson, Peterlien, and Genesis properties due to the extreme cold.

**NEXT MEETING**

The next RED & Asset Management Committee meeting is scheduled for March 11, 2019.

**ADJOURNMENT**

The meeting was adjourned at 12:37 PM by Mr. Kogelschatz
Enclosures for Governance Sub-committee Report

1. Governance Committee Description
2. Board Orientation Plan
3. Board of Directors Job Description
4. Mentor Policy
5. Governance Policies
6. Board Meeting Assessment Tool
7. Board Application (revised)
8. Excellence in Governance Survey Report
   (Dwelling Place)
Governance Subcommittee

The Chairperson of the Board shall appoint a Governance Subcommittee, consisting of no fewer than five (5) members, the majority of whom are also members of the Executive Committee and/or representatives from each of the Board’s Standing Committees. The Chief Executive Officer and other assigned Dwelling Place employees shall serve as staff to the Subcommittee. The Subcommittee may also include former Dwelling Place Board members whose experience may assist the Subcommittee and the Board in the performance of their responsibilities. A majority of the Subcommittee membership shall constitute a quorum. The Subcommittee reports to the Board through the Executive Committee. The Subcommittee shall meet no fewer than four times per year and shall maintain minutes of all meetings, which shall be regularly approved by the Subcommittee and made available for distribution to the Executive Committee and the Board.

Governance Subcommittee Responsibilities:

The Governance Subcommittee has the responsibility of ongoing oversight and guidance concerning board members, membership and governance issues. More specifically, it has the responsibility to:

1. Ensure that policies are developed, recommended to the Board and periodically reviewed which define:
   a. Board membership and functions with job descriptions
   b. Roles and responsibilities of the Board, directors and officers; and for nomination, selection and removal of directors
2. Annually review and update Board’s policy and practices regarding member participation, conflict of interest, confidentiality, etc.
3. Annually review the Board committee structure.
4. Recruit new board members and to ensure that each board member is equipped with the proper tools and information to carry out his or her responsibilities.

The Governance Subcommittee will:

1. Anticipate the needs for Board composition including knowledge, attributes, skills, abilities, influence, diversity and access, and identify the kinds of people that should be recruited for service on the Board.
2. Draft a board recruitment plan, continuously cultivate new prospects and nominate qualified candidates for the Board to consider.
3. Ensure that candidates nominated for consideration by the Board understand and support the mission of the organization, the code of conduct, and the time, participation and financial requirements of board members.
4. Ensure that elections and appointments to the Board comply with bylaws and other legal requirements.
5. Provide new board members with a comprehensive Board orientation and mentoring program during the first year of Board service.
6. Assist the Board Chair in identifying and preparing leadership for Board committees.
7. Develop the annual slate of Directors, Officers and Ex-officio members, if any, for recommendation to the Board and election at the Annual Meeting.
8. Ensure that directors are knowledgeable about the organization’s mission, goals, objectives, programs and services; budget and financial statements; and the roles, duties and responsibilities of the Board, committees, individual directors and the Chief Executive Officer.
9. Advise on the design, implementation and evaluation of Board meetings, and propose improvements to Board meeting processes.
10. Ensure that the Board regularly engages in self-assessment.
11. With the Board Chair, monitor and review Board member engagement, relative to written expectations of performance and eligibility for re-appointment.
Board Orientation

(DATE)

I. Dwelling Place mission, vision and history

II. Document Review (Orientation Manual)
   a. Strategic Plan
   b. Current board member and key staff list
   c. Organizational Chart
   d. Board member and CEO job description and expectations
   e. Mentorship Program Description
   f. Current financial reports, audited financial statements and 990 tax return
   g. Previous 12 months of board meeting minutes
   h. Articles of Incorporation, Bylaws and Certificate of Incorporation
   i. IRS 501c3 Determination Letter of tax exempt status
   j. Board Governance Policies
   k. Sexual Harassment Policy
   l. Conflict of Interest policy and questionnaire
   m. Reimbursement policy
   n. Diversity, Equity and Inclusion Plan (when available)
   o. Whistleblower policy
   p. Annual report
   q. List of committees, their charters/descriptions and membership (Attendance at one or more meetings or meeting with the chair of each standing committee within first year of board tenure is strongly encouraged.)
   r. Corporate Entity Chart
   s. NeighborWorks orientation materials
   t. Calendar of meetings for the year
   u. Recent publicity
   v. Corporate video, website orientation and other collateral materials
   w. Property Orientation Booklet

III. Committee Orientation
   a. Standing Committees
      i. Executive
      ii. Finance
iii. Marketing & Development
iv. Real Estate Development (RED) & Asset Management
v. Resident Engagement
b. Other Committees
   i. Appeals
   ii. Diversity, Equity, & Inclusion
   iii. Governance
   iv. Human Resources

IV. Board Member Liability
   a. Board member liability limitations under Michigan law
   b. Indemnification by Dwelling Place
   c. Directors’ and Officers’ insurance coverage

V. Property Tours
   a. Main Office
   b. Property tour

VI. Assignment of and Introduction to Board Mentor

VII. Create Educational Plan aligned with new Board Member needs

VIII. Breakfast lunch or dinner with CEO, Mentor and Chairpersons for the Board and Governance Sub-Committee (other board members are also welcome to attend)
TITLE: Dwelling Place Board Member

DESIRABLE QUALIFICATIONS:

1. Demonstrated commitment to Dwelling Place’s mission – “To improve the lives of people by creating quality affordable housing, providing essential support services and serving as a catalyst for neighborhood revitalization.”
2. Broad knowledge in one or more of the following areas:
   a. Real estate and corporate law
   b. Real estate finance
   c. Property management
   d. Building design and construction
   e. Affordable housing development, financing and management
   f. Physical and behavioral health care systems
   g. Nonprofit management or accounting
   h. Human resources
   i. Fundraising
   j. Marketing and branding
   k. Technology
   l. Community engagement
   m. Familiarity and/or experience with neighborhoods/communities served by Dwelling Place
   n. Other areas that help to promote the mission of Dwelling Place
3. Availability and willingness to actively participate in Board events and activities

In addition to the desirable qualifications identified above, Dwelling Place will prioritize recruitment of new board members with unique and diverse connections to the community that can expand support and awareness of Dwelling Place in the community.

RESPONSIBILITIES:

1. Determine and support the mission and strategic goals of the organization
2. Select the Chief Executive Officer
3. Support and evaluate the Chief Executive Officer
4. Ensure effective planning
5. Monitor and strengthen programs and services
6. Ensure adequate financial resources
7. Protect assets and provide proper financial oversight
8. Build a competent board
9. Ensure legal and ethical integrity
10. Enhance the organization’s public standing
11. Attend and participate in regularly scheduled board/committee meetings
12. Serve on at least one standing board committee
13. Participate in periodic Board training and strategic planning
14. Maintain confidentiality of materials and information not intended for public disclosure
15. Make an annual gift at a level determined by the Board member

TERM: Three (3) years
NEW BOARD MEMBER MENTORSHIP PROGRAM
Board Approved on August 2, 2017
Draft revision proposed 10.4.18

This program provides guidance, support and a board connection for all new board members during their first year of board service by assigning seasoned board members to act as mentors. More specifically, the program focuses on:

- How to fully integrate the new board member by understanding board logistics, and
- Helping the new board member to understand how they can contribute to the board based on their leadership competencies.

The program seeks to accomplish these objectives by seeking to:

- More fully engage a new board member to feel comfortable and welcomed through a one on-one board member connection.
- Helping the new board member to fully understand Dwelling Place’s strategic priorities and direction, and how best to contribute to future organizational initiatives.
- Facilitating the new board member’s acclimation by learning from another board member’s perspective about board culture, board meetings format, board structure and how things get done at board/committee level, and how best to contribute to board discussions.
- Providing an overview of the board membership, board roles and responsibilities, and expectations for board member meeting preparation and attendance.
- Facilitating and encouraging active board member engagement and contributions for a successful first-year experience.
- Offering recommendations for improvements in the mentoring program.

The Mentoring process will last approximately one year. It will begin soon after appointment to the board. The Board member and their protégé can determine if they would like to continue their mentoring relationship past the one year time frame. Once a new board member is appointed, the Chairperson and CEO will identify prospective board members to serve as a mentor during the new board member’s first year. Prior to the new appointee’s first board meeting the Chair and CEO will conduct a half-day orientation session with new board member(s) which may cover topics such as but not limited to:

- Dwelling Place origins, history, and Conflict of Interest Policy
- Organizational Structure
- Strategic Priorities
- Board responsibilities
- Board member travel and expenses reimbursed
Each mentor will receive the following:
- Welcome letter from the Chairperson
- The New Board Member Mentorship document
- Hard and digital copy of the New Board member Orientation Packet

Successful mentoring attributes include but are not limited to:
- A demonstrated interest in helping the new board member to develop and empower them to make a meaningful contribution.
- A willingness to provide specific feedback as well as technical/operational expertise.
- A willingness to share knowledge and insights about their experience and what they have learned through board leadership.
- Skills as a good listener, observer and a problem solver
- Approachability and accessibility throughout the mentoring process.
- Willingness to connect with other mentoring board leaders to share ideas on the most effective mentoring techniques?

Mentors are expected to:
- Send “Congratulations” e-mail and include “What to Expect Before Your First Board Meeting” document with that email.
- Include link information from the Dwelling Place website, specifically noting volunteer opportunities, strategic priorities, various committees and the general learning framework.
- Incorporate some personal messaging that says something about what it was like for the mentor as a new board member — What did the mentor expect? How did the mentor learn what to do?
- Utilize the “sample” welcoming email or create their own version of this email to send to the new board member.

Prior to first board meeting mentors should:
- Contact the new board member to provide an overview of the board culture, board roles, committees, and some advice on how to ensure compliance with the Board policies.
- Help the new board member prepare for the meeting.
- Explain that the board chairperson will be in touch regarding committee appointments and will cover the work of the committees.

At the first board meeting mentors should:
- Make introductions to other board members and the Executive Committee if they have not already been introduced.
- Sit next to mentee to facilitate questions.
- Encourage feedback on board meeting evaluation forms.
- Throughout meeting, check with the new board member about their understanding of specific issues.

Following first board meeting the mentor should:
- Follow up on the meeting and answer any questions.
- Discuss committee role and expectations and how meetings are arranged.
- Highlight the need to review board action items from meeting.
• Provide feedback as to the board process and address any questions or comments from the new board member from the board discussion.
• Ask what was most interesting about the meeting?
• Ask them where they could see themselves contributing to an initiative, committee, or to other board work?

Following second meeting the mentor should:
• Follow up on the meeting and answer any questions.
• Ask what was most interesting about the meeting? Ask them where they could see themselves contributing to an initiative, committee, or to other board work?
• Ask for feedback on the mentoring experience thus far and how it might be improved.
• Complete a mentoring program evaluation form if available.

During the mentee’s first year experience, he/she should keep notes about improvements that could be made to improve the mentoring experience. It may also be helpful during the course of the year for the mentor and mentee to have monthly one-on-one conversations before or after board meetings to discuss their impressions.

New Board members/Mentees are expected to:
• Review all materials prior to meetings
• Stay abreast of Board related communications
• Follow-up in a timely manner
• Fully leverage the mentor relationship
• Ask questions
• Keep notes about adaptations that could be incorporated into the mentoring program to improve the program.

The Dwelling Place Mentoring program will serve as an integral element to enhance a new board member’s productivity, engagement and effectiveness. Thank you for your interest/willingness to serve in this very important role!
Sample E-Mail to New Mentor:

Date

Dear

Congratulations! Thanks so much for agreeing to be a mentor for one of our new board members.

The purpose of our mentoring program is to assist new board members by creating one to one linkages between the new member and a more seasoned board member to provide enhanced opportunities to successfully develop as a board member.

As part of this mentoring process over the next several months, we encourage you to assist the new board member to understand board logistics as well as how he or she can contribute to the board based on their leadership competencies.

Some examples of ways to maximize this opportunity for the new member include:

- Sending them a congratulatory note prior to their first or second Board meeting.
- Setting up a time to chat prior to their first several board meetings.
- Encouraging them to visit and explore the Dwelling Place web site and the board portal.
- Sharing your experience as a new board member.
- Explaining to them what they can anticipate at their first board meeting.
- Asking if they have any questions for you.

On behalf of the Dwelling Place Board, I thank you for your willingness to serve as mentor. Your gifts of time, access and board expertise will greatly benefit new board members and help build a better board. Thank you for making this investment in the board’s future!

Sincerely,

Dwelling Place Board Chairperson

Mentee/Protégé Information:

Name:  
Title:  
Institution:  
Email:  
Phone:
Sample E-Mail to Mentee/Protégé:

Date

Dear __________

Congratulations! On behalf of the entire Dwelling Place Board, we’re excited to welcome you as a board member.

The purpose of our mentoring program is to establish key board relationships that will provide you the opportunity to successfully develop as a board member; aid you in your professional and personal development; and enable Dwelling Place to fully develop and build our capacity.

As a way to introduce you to the board process over the next several months, it is my intent to share with you what to expect during your first board meeting, what resources will help you acclimate to the board, and ways to help you discover how you can best contribute to the board based on your leadership interests and skill sets.

Over the next several months, I would like to schedule three or four 30-minute calls or meetings to get to know you better. Here are some proposed dates/times:

In the meantime, I encourage you to review the Board Orientation Manual in some detail and visit the Dwelling Place website and board portal.

And of course, should you have any questions before our first call or meeting, don’t hesitate to reach out! Again, congratulations and look forward to talking with you soon!

Sincerely,

Mentor

Signature

Mentor Contact information:
GOVERNANCE POLICIES OF
DWELLING PLACE OF GRAND RAPIDS NPHC

Original Approval: 02/02/2000
Amended by Board: 11/12/2002
Amended by Board: 03/03/2004
Amended by Board: 11/07/2012
Amended by Board: 04/03/2019
# TABLE OF CONTENTS

<table>
<thead>
<tr>
<th>Section</th>
<th>Page</th>
</tr>
</thead>
<tbody>
<tr>
<td>1.0 Mission Statement</td>
<td>1</td>
</tr>
<tr>
<td>1.1 Dwelling Place as Collaborator in Neighborhood Revitalization</td>
<td>1</td>
</tr>
<tr>
<td>1.2 Customer Service Programs</td>
<td>1</td>
</tr>
<tr>
<td>1.3 Community Development</td>
<td>1</td>
</tr>
<tr>
<td>2.0 Governing Commitment</td>
<td>1</td>
</tr>
<tr>
<td>2.1 Governing Philosophies</td>
<td>1</td>
</tr>
<tr>
<td>2.2 Responsibilities of the Board</td>
<td>2</td>
</tr>
<tr>
<td>2.3 Individual Board Member Responsibilities</td>
<td>2</td>
</tr>
<tr>
<td>2.4 Board Chairperson's Role</td>
<td>3</td>
</tr>
<tr>
<td>2.5 Board Committee Principles</td>
<td>3</td>
</tr>
<tr>
<td>3.0 General Executive Constraint</td>
<td>6</td>
</tr>
<tr>
<td>3.1 Customer Service</td>
<td>6</td>
</tr>
<tr>
<td>3.2 Staff, Volunteer/Member Management</td>
<td>6</td>
</tr>
<tr>
<td>3.3 Financial Management</td>
<td>7</td>
</tr>
<tr>
<td>3.4 Asset Protection</td>
<td>7</td>
</tr>
<tr>
<td>3.5 Staff Compensation and Benefits</td>
<td>7</td>
</tr>
<tr>
<td>3.6 Protection of Image</td>
<td>7</td>
</tr>
<tr>
<td>3.7 Communication &amp; Counsel to the Board</td>
<td>8</td>
</tr>
<tr>
<td>3.8 Facilities Use</td>
<td>8</td>
</tr>
<tr>
<td>3.9 Performance Outcomes</td>
<td>8</td>
</tr>
<tr>
<td>4.0 Chief Executive Officer Accountability</td>
<td>8</td>
</tr>
<tr>
<td>4.1 Delegation to the Chief Executive Officer</td>
<td>9</td>
</tr>
<tr>
<td>4.2 Chief Executive Officer Job Description</td>
<td>9</td>
</tr>
<tr>
<td>4.3 Board Committee Principles</td>
<td>9</td>
</tr>
</tbody>
</table>
DWELLING PLACE OF GRAND RAPIDS NPHC
POLICY TYPE: ENDS

POLICY TITLE: MISSION STATEMENT

1.0 Dwelling Place improves the lives of people by creating quality affordable housing, providing essential support services and serving as a catalyst for neighborhood revitalization and community building and engagement.

POLICY TITLE: DP AS COLLABORATOR IN NEIGHBORHOOD REVITALIZATION AND COMMUNITY BUILDING AND ENGAGEMENT

1.1 Dwelling Place will work closely with recognized leadership in neighborhood organizations and institutions to understand neighbor and community needs and design neighborhood revitalization programs and community building and engagement programs accordingly. Dwelling Place will seek the support and participation of at least one community/neighborhood partner in every major neighborhood or community initiative.

POLICY TITLE: CUSTOMER SERVICE PROGRAMS

1.2 DP will design programs to improve the quality of life for individuals and the neighborhoods in which they reside. The primary outcome measure for this end will be an annual random survey of residents to determine satisfaction with the quality of Dwelling Place housing and related services. A 90% overall satisfaction rate shall be the minimum acceptable level.

POLICY TITLE: COMMUNITY DEVELOPMENT

1.3 DP will advocate for maximum housing opportunity. The primary outcome measure for this end will be the establishment and monitoring of minimum housing production objectives.

POLICY TITLE: GOVERNING COMMITMENT

2.0 The Board of Dwelling Place is accountable to all its stakeholders, including neighborhoods and communities where services are offered. The Board is responsible for fulfilling its mission legally, ethically, and prudently.

POLICY TITLE: GOVERNING PHILOSOPHIES

2.1 The Dwelling Place Board of Directors recognizes that it has dual responsibilities to represent the interests of the community, as well as the interests of the organization. In upholding these responsibilities, the Board will govern with a steadfast focus on its mission: Dwelling Place improves the lives of people by creating quality affordable
housing, providing essential support services and serving as a catalyst for neighborhood revitalization, community building and engagement.

The Board will:
- Practice collegiality, cooperation and mutual support of each other's talents, ideas and contributions.
- Remain committed to ongoing learning about the organization's governance and operations.
- Respect and appreciate inclusivity and diversity of ideas and individual backgrounds.
- Exercise financial stewardship and accountability.
- Support a board culture conducive to accomplishing its responsibilities.
- Take the time for many voices to be heard, but then speak and act with one voice.
- Make meaningful use of meeting time through individual board preparation, respect for the agenda and role of the Board Chair, upholding policy making principles and a decision-making model.

POLICY TITLE: RESPONSIBILITIES OF THE BOARD

2.2 The purpose of the Board of Directors of Dwelling Place is to plan and ensure the future of the organization, while fulfilling its mission: Dwelling Place improves the lives of people by creating quality affordable housing, providing essential support services and serving as a catalyst for neighborhood revitalization, community building and engagement.

The Board is responsible for:
- Trusteeship for the mission, vision and values of Dwelling Place.
- Fiduciary responsibility for the organization.
- An on-going process for selecting, supporting, and evaluating the Chief Executive Officer.
- An on-going process for strategic planning, monitoring and evaluating the organizations’ programs and services.
- A policy framework that guides the organization.
- Creating and maintaining positive linkages with the community.
- Commitment to fund development efforts and financial stewardship for the organization.
- An inclusive and diverse Board membership.

POLICY TITLE: INDIVIDUAL BOARD MEMBER RESPONSIBILITIES

2.3 Each board member of Dwelling Place brings to the Board his or her own particular skills and sphere of influence. The role of the board member is to effectively serve those for whom the organization's programs are designed. Board members' overall focus is on the mission and its impact on the individuals and communities served.
Specifically, board members are expected to:

- Ensure that the mission, vision and values of DP are carried forth.
- Develop an awareness and understanding of issues and challenges related to the mission of DP.
- Maintain the confidentiality of the organization.
- Govern through diligent, attentive and informed participation.
- Attend scheduled meetings.
- Provide financial support of DP each year and participate in fundraising activities.
- Match his or her personal and professional talents to a standing or ad hoc committee of the Board, and contribute willingly to the business of that committee.
- Create and maintain an environment of mutual respect and courtesy to one another.
- Support the role of the Chief Executive Officer with the DP staff and the public.
- Avoid speaking on behalf of DP in a public setting, or to the media, unless authorized by the Board.
- Conduct themselves in a manner that reflects the mission and values of Dwelling Place.

POLICY TITLE: BOARD CHAIRPERSON'S ROLE

2.4 The purpose of the Board Chairperson is to assure an orderly, fair and disciplined governance process and to speak on behalf of the Board. In fulfilling this role, the Chairperson is authorized to:

- Call meetings of the Board.
- Determine agenda content.
- Facilitate the Board's decision-making and dialogue.
- Make committee assignments.
- Serve as liaison between the Board and the Chief Executive officer.
- Facilitate the performance review of the Chief Executive Officer.
- Facilitate the governance self-assessment of the board.
- Not make decisions on behalf of the Board or unduly influence the Board's decision-making process.

POLICY TITLE: BOARD COMMITTEE PRINCIPLES

Board committees exist to support the work of the Board as a whole. At times, it may be necessary to appoint a committee to support the work of the staff. When staff committees are appointed, Board members may serve on these committees in a volunteer capacity, but they are not acting in their capacity as Board members.

2.5 Standing Committees:

Accountability: Standing committees are accountable to the full Board.
Authority:
- Make recommendations to the Board
- Respond to requests made by the Board.
- Allocate resources within the parameters defined by the Board.
- Develop annual objectives.
- Enter into contracts as authorized by the Board.

2.5A Executive Committee. The Executive Committee consists of the officers of the board and two at-large members. It exists to support the board’s governance process.

Purpose:
- To act on behalf of the Board between regular meetings of the Board.
- To research issues and make recommendations to the Board.
- To determine the annual Board calendar.
- To recruit and orient Board members. (Governance sub-committee)
- To plan and conduct the annual meeting.
- To plan and lead on-going Board member development. (Governance sub-committee)
- To facilitate Board self-assessment process and Chief Executive Officer performance review. (Governance sub-committee)
- To recommend appropriate Board development activities. (Governance sub-committee)
- To monitor DP governance process. (Governance sub-committee)

2.5B Marketing and Development Committee. The Marketing and Development Committee exists to support the work of the Board in raising community awareness of Dwelling Place and in securing adequate resources to support the accomplishment of the Dwelling Place mission. Committee members are appointed from the Board of Directors and community.

Purpose:
- Develop strategies to support a stable and diverse funding base.
- Make recommendations regarding fund development policies.
- Recruiting professional expertise to support the communication needs of DP.
- Planning and implementation of an overall marketing plan that supports the strategic goals and ends of DP.
- Supporting staff in communicating special events and activities of DP to the general public and targeted markets.
- Evaluating the impact and effectiveness of marketing and communications efforts.
2.5C Finance Committee: The Finance Committee exists to support the work of the Board in protecting and managing the assets of the DP. Committee members are appointed from the Board of Directors and community.

Purpose:
- Approving financial procedures and practices, including internal controls.
- Recommending an annual budget for presentation and review by the Board.
- Providing an annual financial report to the Board.
- Recommending a CPA firm to conduct an annual audit.
- Establishing and periodically reviewing DP insurance coverage.
- Developing and implementing a financial plan that maximizes risk-adjusted returns on funds.

2.5D Real Estate Development and Asset Management Committee: The Real Estate Development and Asset Management Committee exists to support the work of the Board in evaluating and recommending new real estate initiatives and to monitor the condition and performance of real estate assets for Dwelling Place. Committee members are appointed from the Board of Directors and community.

Purpose:
- Reviewing new real estate initiatives for mission alignment and financial feasibility.
- Monitoring performance of existing real estate assets coverage.

2.5E Resident Engagement Committee: The Resident Engagement Committee exists to support the work of the Board by promoting new initiatives for increasing resident and neighborhood engagement to improve quality of life within and beyond the housing programs offered by Dwelling Place. Committee members are appointed from the Board of Directors and community.

Purpose:
- To explore and act on means by which residents who live in Dwelling Place properties can become more involved in leadership roles within their apartment communities, the Dwelling Place governance structure and the neighborhoods and cities where they live.
- Recommending new community building and engagement initiatives in neighborhoods where Dwelling Place owns housing.
- Monitoring the impact of community building and engagement programs on quality of life in Dwelling Place properties and the neighborhoods where our housing is located.

2.5F Ad Hoc Committees

Purpose: Ad Hoc Committees may be appointed by the Board to address a specific issue in a time-limited manner.
POLICY TITLE: GENERAL EXECUTIVE CONSTRAINT

3.0 The Chief Executive Officer of DP shall operate in a way that is prudent and in accordance with commonly accepted professional ethics. Accordingly, he or she must:

- Make and maintain conditions, procedures, and decisions that are safe, respectful, non-intrusive, and provide appropriate confidentiality and privacy to customers and/or donors.
- Create conditions that are fair and dignified for staff or volunteers.
- Not allow the development of fiscal liability or substantial deviation of actual expenditures from Board priorities.
- Not allow assets to be unprotected, inadequately maintained, or placed at risk.
- Maintain the fiscal integrity of DP as it relates to employment, compensation and benefits.
- Act in a manner that delivers the Board-defined ends of DP.
- Preserve the public image or credibility of DP.
- Ensure the board is informed on issues of importance to DP.

POLICY TITLE: CUSTOMER SERVICE

3.1 Customer Service: With respect to customers or prospective customers, the Chief Executive Officer shall make and maintain conditions, procedures, and decisions which are safe, respectful, non-intrusive, and which provide appropriate confidentiality and privacy. Accordingly, he or she must:

- Treat all customers with dignity and respect.
- Place the needs of the customer first and foremost.
- Ensure safe conditions.
- Protect confidential or sensitive information of customers.
- Protect the privacy of all donor records, databases and mailing lists.
- Release any customer specific information or pictures to media sources only with appropriate prior consent.

POLICY TITLE: STAFF, VOLUNTEER/MEMBER MANAGEMENT

3.2 Staff/Volunteer Management: With respect to the management of staff and volunteers, the Chief Executive Officer must maintain conditions that are fair and dignified. Accordingly, he or she must:

- Provide for conflict resolution and/or grievance procedures.
- Attempt to ensure that staff composition reflects the inclusivity/diversity of the community.
- Ensure that staff and/or volunteers safeguard the physical, mental, and emotional well-being customer and families participating in DP programs.
• Maintain and communicate personnel policies.
• Assure that job descriptions and regular performance appraisals take place for all staff.

POLICY TITLE: FINANCIAL MANAGEMENT

3.3 Financial Management: The Chief Executive Officer is required to maintain fiscal responsibility and not allow substantial deviation from the Board's approved budget. Accordingly, he or she must:
• Maintain operating funds at the amount needed to settle payroll and debts in a timely manner.
• Provide all financial reports to appropriate parties in a timely and easily accessible manner.
• Provide a one fiscal year budget for presentation to the Board no later than the December board meeting.
• Monitor the budget throughout the fiscal year.
• Report to the Board any significant operational deviations from the budget.

POLICY TITLE: ASSET PROTECTION

3.4 Asset Protection: The Chief Executive Officer shall protect and maintain the assets of Dwelling Place. Accordingly, he or she must:
• Not use DP's assets for personal gain.
• Keep assets in a secure and safe place.
• Not issue checks in excess of the Finance Committee or Board approved policy.
• Not acquire, encumber, or dispose of real property without Board approval.
• Maintain appropriate insurance policies.
• Maintain internal controls consistent with standard accounting practices.
• Prepare and maintain disaster recovery plans.

POLICY TITLE: STAFF COMPENSATION & BENEFITS

3.5 Staff Compensation and Benefits: With respect to employment, compensation and benefits to employees and contractual workers, the Chief Executive officer must protect the fiscal integrity of DP. Accordingly, he or she must:
• Not change his/her own compensation and benefits.
• Establish current compensation and benefits that are substantially in line with the geographic or professional market for the skills employed.

POLICY TITLE: PROTECTION OF IMAGE

3.6 Protection of Image: The Chief Executive Officer must preserve the public image or credibility of DP. Accordingly, he or she must:
• Understand and articulate the vision, mission, and values of DP.
• Maintain a public image that reflects and supports the core values of DP.
• Act as spokesperson of DP in a public setting or to the media.

POLICY TITLE: COMMUNICATION & COUNSEL TO THE BOARD

3.7 Communication and Counsel to the Board: The Chief Executive officer must keep the Board informed. Accordingly, he or she must:
  • Inform the entire Board on all matters essential to the mission and ends of DP in an accurate, unbiased and thorough manner.
  • Approach the Board with respect and an open approach to communicating and actively listening to others.
  • Submit information required by the Board in a timely, accurate and understandable fashion.
  • Advise the Board if, in the Chief Executive Officer’s opinion, the Board is not in compliance with its own policies.

POLICY TITLE: FACILITIES USE

3.8 Facilities Use: All facilities of DP shall be used to support the mission of the organization. Accordingly, the Chief Executive Officer must:
  • Ensure that use of the facility is open to groups and associations that share values common with DP and do not put the image of DP at risk.
  • Ensure that use of the facility is not placing DP at risk financially.
  • Ensure the safety and cleanliness of the facility.
  • Ensure that an emergency response plan is in place in each facility.
  • Adhere to policies and procedures governing the use of the facilities.

POLICY TITLE: PERFORMANCE OUTCOMES

3.9 Performance Outcomes: The Chief Executive officer and his/her staff are charged by the Board to deliver the defined ends of DP. Accordingly, he/she must:
  • Meet the goals and objectives set by the Board in fulfilling the vision and mission of the organization.
  • Develop an annual operating plan to support the fulfillment of the strategic plan.
  • Communicate to the Board significant deviations in fulfilling the strategic plan or in program focus.
  • Seek, lead and practice continuous quality improvement.

DWELLING PLACE OF GRAND RAPIDS NPHC
POLICY TYPE: BOARD/CHIEF EXECUTIVE OFFICER/STAFF RELATIONSHIP

POLICY TITLE: CHIEF EXECUTIVE OFFICER ACCOUNTABILITY

4.0 Accountability: The Chief Executive Officer is accountable to the full board of DP. The Board shall instruct the Chief Executive Officer through written policies. The Board shall delegate the explanation and implementation of policies to the Chief Executive Officer.
POLICY TITLE: DELEGATION TO THE CHIEF EXECUTIVE OFFICER

4.1 Delegation: The Board shall delegate authority to the Chief Executive Officer. In turn, the Chief Executive officer shall delegate authority to the staff. All staff is accountable to the Chief Executive Officer.
   a. The Board will direct the Chief Executive Officer to achieve certain results for certain recipients at a certain cost through the establishment of Ends policies. The Board will limit the latitude the Chief Executive officer may exercise in practices, methods, conduct and other "means" to the ends through establishment of Executive Policies.
   b. As long as the Chief Executive officer uses any reasonable interpretation of the Board's Ends and Executive Policies, the Chief Executive Officer is authorized to establish non-Board policies, make decisions, take actions, establish practices and develop activities.

POLICY TITLE: CHIEF EXECUTIVE OFFICER JOB DESCRIPTION

4.2 Job Description: The Chief Executive Officer is responsible for the performance of the organization as a whole.

POLICY TITLE: BOARD COMMITTEE PRINCIPLES

4.3 Performance Review: Any evaluation of the Chief Executive officer will be made based on the Board's monitoring of organizational performance against its defined Ends and within the Executive Policies. The Board will monitor of the Chief Executive officer's performance according to Executive Policies.
   a. Internal Report: Documentation of progress/compliance information from the Chief Executive Officer to the Board.
   b. Direct Board Inspection: Documentation of progress/compliance information by a committee or the Board as a whole.

Rev. 04.03.19
BOARD MEETING ASSESSMENT

PRE-MEETING

» The meeting agenda and relevant background materials were provided in sufficient time to prepare for the meeting.

   ○ STRONGLY DISAGREE ○ DISAGREE ○ NEUTRAL ○ AGREE ○ STRONGLY AGREE

MEETING

» The agenda was clear and realistic for the allotted meeting time.

   ○ STRONGLY DISAGREE ○ DISAGREE ○ NEUTRAL ○ AGREE ○ STRONGLY AGREE

» Reports were clear and focused on important information.

   ○ STRONGLY DISAGREE ○ DISAGREE ○ NEUTRAL ○ AGREE ○ STRONGLY AGREE

» There was sufficient time for discussion.

   ○ STRONGLY DISAGREE ○ DISAGREE ○ NEUTRAL ○ AGREE ○ STRONGLY AGREE

» I was satisfied with my opportunity to participate in discussions.

   ○ STRONGLY DISAGREE ○ DISAGREE ○ NEUTRAL ○ AGREE ○ STRONGLY AGREE

» I feel a diversity of opinions were expressed.

   ○ STRONGLY DISAGREE ○ DISAGREE ○ NEUTRAL ○ AGREE ○ STRONGLY AGREE

» All participants appeared to be prepared for the meeting.

   ○ STRONGLY DISAGREE ○ DISAGREE ○ NEUTRAL ○ AGREE ○ STRONGLY AGREE

» Next steps were identified and responsibilities assigned.

   ○ STRONGLY DISAGREE ○ DISAGREE ○ NEUTRAL ○ AGREE ○ STRONGLY AGREE

» I was satisfied with how the meeting was facilitated.

   ○ STRONGLY DISAGREE ○ DISAGREE ○ NEUTRAL ○ AGREE ○ STRONGLY AGREE

» I was satisfied with what the board accomplished.

   ○ STRONGLY DISAGREE ○ DISAGREE ○ NEUTRAL ○ AGREE ○ STRONGLY AGREE

» I was satisfied with the board's overall meeting performance.

   ○ STRONGLY DISAGREE ○ DISAGREE ○ NEUTRAL ○ AGREE ○ STRONGLY AGREE

COMMENTS
Dwelling Place Board of Directors Application Form

Thank you for your interest in becoming a member of the Board for Dwelling Place of Grand Rapids Nonprofit Housing Corporation. Use this form to provide useful information about yourself to Dwelling Place’s Governance Committee. The following information will be shared with the Dwelling Place Board.

Your name: _____________________________________________________________

Your Home Phone Number: ___________ Cell number: _________________

Your address: ____________________________________________________________

_____________________________________________________________________

Your email address (please write it carefully):

_____________________________________________________________________

Employment history (last 5 years):

<table>
<thead>
<tr>
<th>Dates of Employment</th>
<th>Company Name</th>
<th>Job Title</th>
<th>Location</th>
</tr>
</thead>
<tbody>
<tr>
<td>____________________</td>
<td>_____________</td>
<td>__________</td>
<td></td>
</tr>
<tr>
<td>____________________</td>
<td>_____________</td>
<td>__________</td>
<td></td>
</tr>
<tr>
<td>____________________</td>
<td>_____________</td>
<td>__________</td>
<td></td>
</tr>
<tr>
<td>____________________</td>
<td>_____________</td>
<td>__________</td>
<td></td>
</tr>
<tr>
<td>____________________</td>
<td>_____________</td>
<td>__________</td>
<td></td>
</tr>
<tr>
<td>____________________</td>
<td>_____________</td>
<td>__________</td>
<td></td>
</tr>
<tr>
<td>____________________</td>
<td>_____________</td>
<td>__________</td>
<td></td>
</tr>
</tbody>
</table>
Please list your current board and organizational affiliations (name of the organizations and your role(s)):

1. ____________________________________________
2. ____________________________________________
3. ____________________________________________
4. ____________________________________________
5. ____________________________________________

Briefly describe why you would like to join our Board of Directors:

________________________________________________________________________
________________________________________________________________________
________________________________________________________________________
________________________________________________________________________

In which areas would you like to utilize your skills on the Board? Check those that apply:

☐ Board development  ☐ Real Estate Finance  ☐ Property Management
☐ Strategic planning  ☐ Fundraising  ☐ Marketing
☐ Human Resources  ☐ Evaluation  ☐ Affordable Housing
☐ Real Estate Development  ☐ Community networking  ☐ Social Services/Health

What personal or professional skill(s) do you have that you believe would be beneficial as a board member?

________________________________________________________________________
________________________________________________________________________
________________________________________________________________________
________________________________________________________________________
Do you have some personal or professional goals that you are hoping your participation as a board member might help you to achieve?

________________________________________________________________________

________________________________________________________________________

________________________________________________________________________

At this time, are you aware of any barriers that would need to be addressed to allow you to participate fully as a Board member? Check all that apply:

☐ Schedule ☐ Child care
☐ Technology needs ☐ Transportation
☐ Physical accommodation ☐ Other:

________________________________________________________________________

If you are not selected as a member of the Board, or if you decide not to join, would you be interested in volunteering to assist our organization in ways that match your skills and interests?

☐ Yes ☐ No ☐ Perhaps

Please note that Dwelling Place utilizes numerous governmental sources of local, state and federal financing in its programs. Occasionally, Dwelling Place staff and board members are subject to background checks for fraud, embezzlement and similar felony crimes by the Department of Housing and Urban Development (HUD), Rural Development (RD) or the Michigan State Housing Development Authority (MSHDA).

If you join the Board, you agree that you can provide at least 2-4 hours a month in attendance to Board and Committee meetings, and that you are aware of and can comply with the conflict-of-interest policy.

Your signature:______________________________ Date:____________________
Demographic Information

Dwelling Place is committed to the principles of diversity, equity and inclusion in the recruitment, support and development of its Board of Directors. The Board has adopted a Diversity, Equity and Inclusion Plan that incorporates both the Board and the staff. A copy of that plan is available to anyone requesting it. It is also available on our website at www.dwellingplacegr.org.

Gender: Dwelling Place does not discriminate on the basis of gender, gender identity, sexual orientation or expression. In order to track the effectiveness of our recruiting efforts to maintain diverse representation on the board, please consider answering the following **optional** question:

What is your gender?
- [ ] Female
- [ ] Male
- [ ] Non-binary/third gender
- [ ] Prefer to self-describe:
- [ ] Prefer not to say

Race and Ethnicity: Dwelling Place does not discriminate on the basis of race, color, ethnicity or country of origin. In order to track the effectiveness of our recruiting efforts to maintain diverse representation on the board, please consider answering the following **optional** question:

What is your race or ethnicity?
- [ ] African American / Black
- [ ] Caucasian/White (not of Hispanic origin)
- [ ] Multicultural
- [ ] Asian or Pacific Islander
- [ ] Hispanic/Latino (regardless of race)
- [ ] Prefer not to say
- [ ] American Indian or Alaskan Native
- [ ] Middle Eastern

Age: Dwelling Place does not discriminate on the basis of age. In order to track the effectiveness of our recruiting efforts to maintain diverse representation on the board, please consider answering the following **optional** question:

What is your age?
- [ ] Under 25
- [ ] 26 - 39
- [ ] 40 - 59
- [ ] Over 60
- [ ] Prefer not to say
Code of Conduct/Conflict of Interest Disclosure Statement

Conflicts of Interest

1. No board member, employee, officer or agent of Dwelling Place of Grand Rapids NPHC shall participate in selection, or in the award or administration of a contract if a conflict of interest would be involved. Such a conflict would arise when (i) the board member, employee, officer, or agent, (ii) any member of his/her immediate family, (iii) his/her partner, or (iv) an organization which employs, or is about to employ, any of the above, has a financial or other interest in the firm selected for award.

2. A board member, employee, officer or agent of Dwelling Place of Grand Rapids NPHC shall be careful to ensure that s/he is involved in no apparent or potential violations of this provision.

Gifts

1. Dwelling Place of Grand Rapids NPHC’s board members, officers, employees or agents will neither solicit nor accept gratuities, favors, or anything of monetary value from contractors, potential contractors, or parties to sub-agreements. Depending upon the circumstances, exceptions to this provision may be granted only in situations where the financial interest is not substantial or the gift is an unsolicited item of nominal value.

2. A board member, employee, officer or agent of Dwelling Place of Grand Rapids NPHC shall be careful to ensure that s/he is involved in no apparent or potential violations of this provision.

Administration

1. Any board member, employee, officer or agent of Dwelling Place of Grand Rapids NPHC should report violations of this Code of Conduct/Conflict of Interest Disclosure Statement to the CEO, for staff, or to the Chairperson of the Board, for board members.

2. There will be no retaliation against any party who makes a good faith complaint concerning violations of this Code of Conduct/Conflict of Interest Disclosure Statement, regardless of whether it is ultimately determined that such violation has in fact occurred. Nor will there be any retaliation against any party who provides information in the course of an investigation into alleged violations of this Code of Conduct/Conflict of Interest Disclosure Statement.

3. All board members, and corporation supervisors have a responsibility to be sensitive to and deal with violations of this Code of Conduct/Conflict of Interest Disclosure Statement. This responsibility includes monitoring all relevant work activities and contacting the CEO or the Board Chairperson, if it is reasonably believed that a violation of the Code of Conduct/Conflict of Interest Disclosure Statement has occurred. Any such report shall be investigated regardless of whether a formal complaint has been made.

Discipline

1. Any board member, employee, officer or agent of Dwelling Place of Grand Rapids NPHC determined to have committed a violation of this Code of Conduct/Conflict of Interest Disclosure Statement shall be subject to disciplinary action, up to and including termination for staff or removal from the Board for board members.

Dissemination

1. Any board member, employee, officer or agent of Dwelling Place of Grand Rapids NPHC shall be informed of this Code of Conduct/Conflict of Interest Disclosure Statement when this Code is adopted, and/or when s/he is initially retained by Dwelling Place of Grand Rapids NPHC and on an annual basis thereafter as a staff person or as a board member.
Code of Conduct/Conflict of Interest Disclosure Statement

I have read and understand this Code of Conduct/Conflict of Interest Statement. There are no present or potential conflicts of interest other than those listed below. I have and will continue to observe the Code of Conduct/Conflict of Interest Policy. If in the future, circumstances warrant a disclosure of a conflict of interest or potential conflict of interest situation, I will submit an amended Code of Conduct/Conflict of Interest Disclosure Statement within 10 days of my knowledge of the situation.

____________________________________  ________________________________
Signature                              Date

Printed Name

DISCLOSURES: Please provide a brief explanation of any conflicts, and potential conflicts.

________________________________________________________________________
________________________________________________________________________
________________________________________________________________________
________________________________________________________________________
________________________________________________________________________
________________________________________________________________________
________________________________________________________________________
________________________________________________________________________
**Principles of Exceptional Boards**

Excellence in Governance (EIG) is guided by a set of principles identified by BoardSource that distinguish a Responsible Board from an Exceptional Board. Learning through the first three rounds of the EIG program, these principles have been adapted so that they are more relevant and customized to the realities of Excellence in Governance participants. The following 8 principles are viewed as core to developing exceptional boards in EIG. Leadership Teams are encouraged to select two to three of the following principles as their primary focus for this program.

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Constructive Partnership Between the Board and E..</td>
<td>4.31</td>
<td>4.03</td>
<td>An exceptional board governs in constructive partnership with the chief executive, recognizing that the effectiveness of the Board and chief executive are interdependent. The board builds, sustains and nurtures this partnership through trust, candor, respect and honest communication.</td>
</tr>
<tr>
<td>Mission First</td>
<td>3.45</td>
<td>3.69</td>
<td>An exceptional board continually assesses their deliberations, decisions, priorities and actions in light of the mission of their organization. Board members are personally committed to the organization’s mission and able to articulate a compelling vision of organizational values and impact.</td>
</tr>
<tr>
<td>Practices of Inquiry and Active Listening</td>
<td>2.94</td>
<td>3.43</td>
<td>An exceptional board encourages the practice of inquiry in its work based on trust, mutual respect and constructive debate that leads to sound and shared decision-making. Board members seek important information, question assumptions and challenge conclusions to ensure that solutions are..</td>
</tr>
<tr>
<td>Strategic Focus</td>
<td>2.95</td>
<td>3.37</td>
<td>An exceptional board allocates time to what matters most and continuously engages in strategic thinking to hone organizational direction. Agendas and goals are aligned with strategic priorities and used to assess the boards work, the work of the chief executive and to drive meeting agendas and sh..</td>
</tr>
<tr>
<td>Sustaining and Expanding Resources</td>
<td>3.08</td>
<td>2.79</td>
<td>An exceptional board uses their passion for the organization’s mission to create bold plans that inspire commitments of financial support, expertise and engagement from donors, investors and their own networks of influence. Budget allocations clearly reflect strategic planning priorities; existing a..</td>
</tr>
<tr>
<td>Focus on Impact</td>
<td>2.93</td>
<td>2.67</td>
<td>An exceptional board focuses on results. The board regularly measures the organization’s progress toward achieving its mission and evaluates the performance of programs and services against measurable goals and outcomes. The board gauges efficiency, effectiveness and impact while simult..</td>
</tr>
<tr>
<td>Commitment to Diversity, Inclusion and Revitalizat..</td>
<td>2.89</td>
<td>2.61</td>
<td>An exceptional board recognizes and prioritizes the value and importance of diversity and revitalization in the boardroom. The board sees the critical correlation among mission, strategy and board composition. Continuous, active recruitment, planned leadership turnover, and a meaningful a..</td>
</tr>
<tr>
<td>Board Learning and Development</td>
<td>2.50</td>
<td>2.86</td>
<td>An exceptional board commits itself to continuous learning, honestly evaluating their own performance and assessing the value they add to the organization. Board development opportunities are intentionally included in their governance work both inside and outside of the boardroom.</td>
</tr>
</tbody>
</table>
Core Principles

Each core principle is associated with a number of behaviors that exceptional boards display on a consistent basis. The following items are representative behaviors of each core principle and the degree to which your board believes they consistently perform these behaviors.

<table>
<thead>
<tr>
<th>Core Principle</th>
<th>Pre (6/2017)</th>
<th>Post (8/2018)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Constructive Partnership Between the Board &amp; Executive Director</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Mission First</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Practices of Inquiry and Active Listening Priority Area</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Strategic Focus Priority Area</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Sustaining and Expanding Resources</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Focus on Impact</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Commitment to Diversity, Inclusion and Revit. Priority Area</td>
<td></td>
<td></td>
</tr>
<tr>
<td>Board Learning and Development</td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

### Sub-item Scores

<table>
<thead>
<tr>
<th>Sub-item</th>
<th>Pre (6/2017)</th>
<th>Post (8/2018)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Communication between the chief executive and the board is marked by trust, candor and respect.</td>
<td>4.69</td>
<td>4.56</td>
</tr>
<tr>
<td>The chief executive keeps the board fully informed about both issues of concern and accomplishments.</td>
<td>4.54</td>
<td>4.11</td>
</tr>
<tr>
<td>The chief executive, recognizing that the board adds value to the organization, collaborates with the board on major decisions.</td>
<td>4.46</td>
<td>4.11</td>
</tr>
<tr>
<td>Board members pose questions, suggest solutions and serve as a sounding board for the chief executive on issues of consequence.</td>
<td>3.54</td>
<td>3.33</td>
</tr>
</tbody>
</table>
Core Principles

Each core principle is associated with a number of behaviors that exceptional boards display on a consistent basis. The following items are representative behaviors of each core principle and the degree to which your board believes they consistently perform these behaviors.

<table>
<thead>
<tr>
<th>Needs Improvement (&lt;3.0)</th>
<th>Good (3.0 - 3.99)</th>
<th>Excellent (&gt;=4.0)</th>
</tr>
</thead>
</table>

## Principles

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Constructive Partnership Between the Board...</td>
<td>4.31</td>
<td>4.03</td>
</tr>
<tr>
<td>Mission First</td>
<td>3.45</td>
<td>3.69</td>
</tr>
<tr>
<td>Practices of Inquiry and Active Listening</td>
<td>2.94</td>
<td>3.43</td>
</tr>
<tr>
<td>Strategic Focus</td>
<td>2.95</td>
<td>3.37</td>
</tr>
<tr>
<td>Sustaining and Expanding Resources</td>
<td>3.08</td>
<td>2.79</td>
</tr>
<tr>
<td>Focus on Impact</td>
<td>2.93</td>
<td>2.67</td>
</tr>
<tr>
<td>Commitment to Diversity, Inclusion and Revit.</td>
<td>2.89</td>
<td>2.61</td>
</tr>
<tr>
<td>Board Learning and Development</td>
<td>2.50</td>
<td>2.86</td>
</tr>
</tbody>
</table>

## Behaviors

### Mission First

An exceptional board continually assesses their deliberations, decisions, priorities and actions in light of the mission of their organization. Board members are personally committed to the organization’s mission and able to articulate a compelling vision of organizational values and impact.

### Sub-item Scores

<table>
<thead>
<tr>
<th>Needs Improvement</th>
<th>Good</th>
<th>Excellent</th>
</tr>
</thead>
<tbody>
<tr>
<td>3.71</td>
<td>4.11</td>
<td></td>
</tr>
<tr>
<td>3.64</td>
<td>4.11</td>
<td></td>
</tr>
<tr>
<td>3.38</td>
<td>3.22</td>
<td></td>
</tr>
<tr>
<td>3.07</td>
<td>3.33</td>
<td></td>
</tr>
</tbody>
</table>

The mission serves as the platform for programs, advocacy, resource development and fundraising.

Mission, vision and core values guide major decisions and organizational activities.

Board members are personally committed to the organization’s mission and able to articulate a compelling vision of organizational values and impact.

Community and constituent needs are understood by board members and are based on current data and relevant information.
Core Principles

Each core principle is associated with a number of behaviors that exceptional boards display on a consistent basis. The following items are representative behaviors of each core principle and the degree to which your board believes they consistently perform these behaviors.

<table>
<thead>
<tr>
<th>Needs Improvement (&lt;3.0)</th>
<th>Good (3.0 - 3.99)</th>
<th>Excellent (&gt;=4.0)</th>
</tr>
</thead>
</table>

### Principles

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Constructive Partnership Between the Board</td>
<td>4.31</td>
<td>4.03</td>
</tr>
<tr>
<td>Mission First</td>
<td>3.45</td>
<td>3.69</td>
</tr>
<tr>
<td>Practices of Inquiry and Active Listening (Priority Area)</td>
<td>2.94</td>
<td>3.43</td>
</tr>
<tr>
<td>Strategic Focus (Priority Area)</td>
<td>2.95</td>
<td>3.37</td>
</tr>
<tr>
<td>Sustaining and Expanding Resources</td>
<td>3.08</td>
<td>2.79</td>
</tr>
<tr>
<td>Focus on Impact</td>
<td>2.93</td>
<td>2.67</td>
</tr>
<tr>
<td>Commitment to Diversity, Inclusion and Revit.</td>
<td>2.89</td>
<td>2.61</td>
</tr>
<tr>
<td>Board Learning and Development</td>
<td>2.50</td>
<td>2.86</td>
</tr>
</tbody>
</table>

### Practices of Inquiry and Active Listening

An exceptional board encourages the practice of inquiry in its work based on trust, mutual respect and constructive debate that leads to sound and shared decision-making. Board members seek important information, question assumptions and challenge conclusions to ensure that solutions are based on solid analysis.

### Behaviors

- The board chair and chief executive work together to create a culture that is based on respect and candor and foster an exchange of ideas and points of view in the board room.
- Board members are motivated to seek information, question assumptions, and challenge conclusions to ensure solutions are based on careful analysis.
- The board engages in robust debates, explores multiple options and uses multiple sources of information in its decision-making.
- The board solicits input from community and corporate leaders, funders, elected officials and other stakeholders.
Core Principles

Each core principle is associated with a number of behaviors that exceptional boards display on a consistent basis. The following items are representative behaviors of each core principle and the degree to which your board believes they consistently perform these behaviors.

![Needs Improvement (< 3.0)](image) ![Good (3.0 - 3.99)](image) ![Excellent (>= 4.0)](image)

### Principles

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Constructive Partnership Between the Board</td>
<td>4.31</td>
<td>4.03</td>
</tr>
<tr>
<td>Mission First</td>
<td>3.45</td>
<td>3.69</td>
</tr>
<tr>
<td>Practices of Inquiry and Active Listening</td>
<td>2.94</td>
<td>3.43</td>
</tr>
<tr>
<td><strong>Strategic Focus</strong></td>
<td>2.95</td>
<td>3.37</td>
</tr>
<tr>
<td>Sustaining and Expanding Resources</td>
<td>3.08</td>
<td>2.79</td>
</tr>
<tr>
<td>Focus on Impact</td>
<td>2.93</td>
<td>2.67</td>
</tr>
<tr>
<td>Commitment to Diversity, Inclusion and Revit.</td>
<td>2.89</td>
<td>2.61</td>
</tr>
<tr>
<td>Board Learning and Development</td>
<td>2.50</td>
<td>2.86</td>
</tr>
</tbody>
</table>

### Strategic Focus

An exceptional board allocates time to what matters most and continuously engages in strategic thinking to hone organizational direction. Agendas and goals are aligned with strategic priorities and used to assess the boards work, the work of the chief executive and to drive meeting agendas and shape board recruitment.

### Behaviors

- **The board, in partnership with staff, uses data and informed opinion to chart a course for the organization.**
  - Pre (6/2017): 3.15
  - Post (8/2018): 3.22

- **The board engages in strategic thinking as part of regular, ongoing board work.**
  - Pre (6/2017): 3.14
  - Post (8/2018): 3.11

- **Agendas and facilitation allow for meaningful discussion on issues of greatest importance.**
  - Pre (6/2017): 2.57
  - Post (8/2018): 3.78
Core Principles

Each core principle is associated with a number of behaviors that exceptional boards display on a consistent basis. The following items are representative behaviors of each core principle and the degree to which your board believes they consistently perform these behaviors.

 Needs Improvement (<3.0)  Good (3.0 - 3.99)  Excellent (>=4.0)

<table>
<thead>
<tr>
<th>Principles</th>
<th>Pre (6/2017)</th>
<th>Post (8/2018)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Constructive Partnership Between the Board</td>
<td>4.31</td>
<td>4.03</td>
</tr>
<tr>
<td>Mission First</td>
<td>3.45</td>
<td>3.69</td>
</tr>
<tr>
<td>Practices of Inquiry and Active Listening</td>
<td>2.94</td>
<td>3.43</td>
</tr>
<tr>
<td>Strategic Focus</td>
<td>2.95</td>
<td>3.37</td>
</tr>
<tr>
<td>Sustaining and Expanding Resources</td>
<td>3.08</td>
<td>2.79</td>
</tr>
<tr>
<td>Focus on Impact</td>
<td>2.93</td>
<td>2.67</td>
</tr>
<tr>
<td>Commitment to Diversity, Inclusion and Revit..</td>
<td>2.89</td>
<td>2.61</td>
</tr>
<tr>
<td>Board Learning and Development</td>
<td>2.50</td>
<td>2.86</td>
</tr>
</tbody>
</table>

Sustaining and Expanding Resources

An exceptional board uses their passion for the organization’s mission to create bold plans that inspire commitments of financial support, expertise and engagement from donors, investors and their own networks of influence. Budget allocations clearly reflect strategic planning priorities; existing and new programs and activities are regularly evaluated based on available or attainable resources as well as impact and internal capacity.

Behaviors

The board works closely with the chief executive to diversify and maximize sustainable revenue sources.

Individual board members use their social and political capital to cultivate partnerships and collaboration.

The board considers whether the infrastructure such as staff, technology and facilities, is sufficient to carry out its plans.

The board discusses and assesses the viability of the organization’s operating plan.
Core Principles

Each core principle is associated with a number of behaviors that exceptional boards display on a consistent basis. The following items are representative behaviors of each core principle and the degree to which your board believes they consistently perform these behaviors.

- Needs Improvement (<3.0)
- Good (3.0 - 3.99)
- Excellent (>=4.0)

### Principles

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Constructive Partnership Between the Board...</td>
<td>4.31</td>
<td>4.03</td>
</tr>
<tr>
<td>Mission First</td>
<td>3.45</td>
<td>3.69</td>
</tr>
<tr>
<td>Practices of Inquiry and Active Listening</td>
<td>2.94</td>
<td>3.43</td>
</tr>
<tr>
<td>Strategic Focus</td>
<td>2.95</td>
<td>3.37</td>
</tr>
<tr>
<td>Sustaining and Expanding Resources</td>
<td>3.08</td>
<td>2.79</td>
</tr>
<tr>
<td>Focus on Impact</td>
<td>2.93</td>
<td>2.67</td>
</tr>
<tr>
<td>Commitment to Diversity, Inclusion and Revit.</td>
<td>2.89</td>
<td>2.61</td>
</tr>
<tr>
<td>Board Learning and Development</td>
<td>2.50</td>
<td>2.86</td>
</tr>
</tbody>
</table>

### Behaviors

- The board monitors strategic plan outcomes and measures progress toward goals.
  - Pre (6/2017): 3.08
  - Post (8/2018): 2.56

- Overall efficiency, effectiveness and impact are regularly measured based on key performance indicators, integrating benchmarks against peers.
  - Pre (6/2017): 2.86
  - Post (8/2018): 2.78

- Programs are evaluated to assess quality of service delivery, outcomes and impact, and understand return on investment.
  - Pre (6/2017): 2.86
  - Post (8/2018): 2.67

**Focus on Impact**

An exceptional board focuses on results. The board regularly measures the organization’s progress toward achieving its mission and evaluates the performance of programs and services against measurable goals and outcomes. The board gauges efficiency, effectiveness and impact while simultaneously assessing the quality of service delivery, integrating benchmarks against peers and calculating return on investment.
Core Principles

Each core principle is associated with a number of behaviors that exceptional boards display on a consistent basis. The following items are representative behaviors of each core principle and the degree to which your board believes they consistently perform these behaviors.

<table>
<thead>
<tr>
<th>Needs Improvement (&lt;3.0)</th>
<th>Good (3.0 - 3.99)</th>
<th>Excellent (&gt;=4.0)</th>
</tr>
</thead>
<tbody>
<tr>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

## Principles

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Constructive Partnership Between the Board</td>
<td>4.31</td>
<td>4.03</td>
</tr>
<tr>
<td>Mission First</td>
<td>3.45</td>
<td>3.69</td>
</tr>
<tr>
<td>Practices of Inquiry and Active Listening</td>
<td>2.94</td>
<td>3.43</td>
</tr>
<tr>
<td>Strategic Focus</td>
<td>2.95</td>
<td>3.37</td>
</tr>
<tr>
<td>Sustaining and Expanding Resources</td>
<td>3.08</td>
<td>2.79</td>
</tr>
<tr>
<td>Focus on Impact</td>
<td>2.93</td>
<td>2.67</td>
</tr>
<tr>
<td>Commitment to Diversity, Inclusion and Revitalization</td>
<td>2.89</td>
<td>2.61</td>
</tr>
<tr>
<td>Board Learning and Development</td>
<td>2.50</td>
<td>2.86</td>
</tr>
</tbody>
</table>

## Behaviors

The board has adopted diversity and inclusive practices recognizing that they are essential to organizational success. Pre (6/2017) 3.31 Post (8/2018) 3.33

Board chairs and officers are purposefully groomed through a transparent and intentional process. Pre (6/2017) 2.92 Post (8/2018) 2.56

Recruitment is a well-defined, ongoing process that proactively assesses future organizational needs and current board member competencies. Pre (6/2017) 2.79 Post (8/2018) 2.33

Responsibilities and expectations for board members are clearly communicated during orientation and sustained via ongoing education and mutual accountability. Pre (6/2017) 2.54 Post (8/2018) 2.22

## Commitment to Diversity, Inclusion and Revitalization

An exceptional board recognizes and prioritizes the value and importance of diversity and revitalization in the boardroom. The board sees the critical correlation among mission, strategy and board composition. Continuous, active recruitment, planned leadership turnover, and a meaningful approach to orientation and inclusion result in an informed and engaged board membership that consistently reflects this priority.
Core Principles

Each core principle is associated with a number of behaviors that exceptional boards display on a consistent basis. The following items are representative behaviors of each core principle and the degree to which your board believes they consistently perform these behaviors.

Needs Improvement (<3.0)  Good (3.0 - 3.99)  Excellent (>=4.0)

Principles

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Constructive Partnership Between the Board...</td>
<td>4.31</td>
<td>4.03</td>
</tr>
<tr>
<td>Mission First</td>
<td>3.45</td>
<td>3.69</td>
</tr>
<tr>
<td>Practices of Inquiry and Active Listening</td>
<td>2.94</td>
<td>3.43</td>
</tr>
<tr>
<td>Strategic Focus</td>
<td>2.95</td>
<td>3.37</td>
</tr>
<tr>
<td>Sustaining and Expanding Resources</td>
<td>3.08</td>
<td>2.79</td>
</tr>
<tr>
<td>Focus on Impact</td>
<td>2.93</td>
<td>2.67</td>
</tr>
<tr>
<td>Commitment to Diversity, Inclusion and Ret...</td>
<td>2.89</td>
<td>2.61</td>
</tr>
<tr>
<td>Board Learning and Development</td>
<td>2.50</td>
<td>2.86</td>
</tr>
</tbody>
</table>

Board Learning and Development

An exceptional board commits itself to continuous learning, honestly evaluating their own performance and assessing the value they add to the organization. Board development opportunities are intentionally included in their governance work both inside and outside of the boardroom.

Behaviors

<table>
<thead>
<tr>
<th>Behavior</th>
<th>Pre (6/2017)</th>
<th>Post (8/2018)</th>
</tr>
</thead>
<tbody>
<tr>
<td>Board development opportunities are intentionally included in their governance work both inside and outside the boardroom.</td>
<td>2.58</td>
<td>2.89</td>
</tr>
<tr>
<td>The board dedicates time and resources to continuously improving its governance practices.</td>
<td>2.57</td>
<td>2.89</td>
</tr>
<tr>
<td>The board engages in regular evaluation of individual and collective performance.</td>
<td>2.46</td>
<td>3.00</td>
</tr>
<tr>
<td>Processes are in place to deepen members’ knowledge of the organization’s industry, peers, larger societal trends and other environmental factors.</td>
<td>2.38</td>
<td>2.67</td>
</tr>
</tbody>
</table>
List of Behaviors

Below is the list of representative behaviors of exceptional boards based on the core principles. (Pre Program)

<table>
<thead>
<tr>
<th>Needs Improvement (&lt;3.0)</th>
<th>Good (3.0 - 3.99)</th>
<th>Excellent (&gt;=4.0)</th>
</tr>
</thead>
</table>

**Top 10 Items**

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
<th>Pre (6/2017)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Communication between the chief executive and the board is marked by trust, candor and respect.</td>
<td>Constructive Partnership Between the Board and Executive</td>
<td>4.69</td>
</tr>
<tr>
<td>2</td>
<td>The chief executive keeps the board fully informed about both issues of concern and accomplishments.</td>
<td>Constructive Partnership Between the Board and Executive</td>
<td>4.54</td>
</tr>
<tr>
<td>3</td>
<td>The chief executive, recognizing that the board adds value to the organization, collaborates with the board on major decisions.</td>
<td>Constructive Partnership Between the Board and Executive</td>
<td>4.46</td>
</tr>
<tr>
<td>4</td>
<td>The board chair and chief executive work together to create a culture that is based on respect and candor and foster an exchange of ideas and points of view.</td>
<td>Practices of Inquiry and Active Listening</td>
<td>3.92</td>
</tr>
<tr>
<td>5</td>
<td>The mission serves as the platform for programs, advocacy, resource development and fundraising.</td>
<td>Mission First</td>
<td>3.71</td>
</tr>
<tr>
<td>6</td>
<td>Mission, vision and core values guide major decisions and organizational activities.</td>
<td>Mission First</td>
<td>3.64</td>
</tr>
<tr>
<td>7</td>
<td>Board members pose questions, suggest solutions and serve as a sounding board for the chief executive on issues of consequence.</td>
<td>Constructive Partnership Between the Board and Executive</td>
<td>3.54</td>
</tr>
<tr>
<td>8</td>
<td>Board members are personally committed to the organization's mission and able to articulate a compelling vision of organizational values and impact.</td>
<td>Mission First</td>
<td>3.38</td>
</tr>
<tr>
<td>9</td>
<td>The board has adopted diversity and inclusive practices recognizing that they are essential to organizational success.</td>
<td>Commitment to Diversity, Inclusion and Revitalization</td>
<td>3.31</td>
</tr>
<tr>
<td>10</td>
<td>The board discusses and assesses the viability of the organization's operating plan.</td>
<td>Sustaining and Expanding Resources</td>
<td>3.15</td>
</tr>
</tbody>
</table>
## List of Behaviors

**Dwelling Place**

Below is the list of representative behaviors of exceptional boards based on the core principles. (Post Program)

![Needs Improvement (<3.0)  □  Good (3.0 - 3.99)  □  Excellent (>=4.0)]

<table>
<thead>
<tr>
<th>Top 10 Items</th>
<th>Post (8/2018)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1. Communication between the chief executive and the board is marked by trust, candor and respect.</td>
<td>4.56</td>
</tr>
<tr>
<td>2. The board chair and chief executive work together to create a culture that is based on respect and candor and foster an exchange of ideas and points of view.</td>
<td>4.56</td>
</tr>
<tr>
<td>3. Mission, vision and core values guide major decisions and organizational activities.</td>
<td>4.11</td>
</tr>
<tr>
<td>4. The chief executive keeps the board fully informed about both issues of concern and accomplishments.</td>
<td>4.11</td>
</tr>
<tr>
<td>5. The chief executive, recognizing that the board adds value to the organization, collaborates with the board on major decisions.</td>
<td>4.11</td>
</tr>
<tr>
<td>6. The mission serves as the platform for programs, advocacy, resource development and fundraising.</td>
<td>4.11</td>
</tr>
<tr>
<td>7. Agendas and facilitation allow for meaningful discussion on issues of greatest importance.</td>
<td>3.78</td>
</tr>
<tr>
<td>8. Board members are motivated to seek information, question assumptions, and challenge conclusions to ensure solutions are based on careful analysis.</td>
<td>3.33</td>
</tr>
<tr>
<td>9. Board members pose questions, suggest solutions and serve as a sounding board for the chief executive on issues of consequence.</td>
<td>3.33</td>
</tr>
<tr>
<td>10. Community and constituent needs are understood by board members and are based on current data and relevant information.</td>
<td>3.33</td>
</tr>
</tbody>
</table>
### List of Behaviors

**Dwelling Place**

Below is the list of representative behaviors of exceptional boards based on the core principles. (Pre Program)

<table>
<thead>
<tr>
<th>Needs Improvement (&lt;3.0)</th>
<th>Good (3.0 - 3.99)</th>
<th>Excellent (&gt;=4.0)</th>
</tr>
</thead>
</table>

<table>
<thead>
<tr>
<th><strong>No.</strong></th>
<th>Behavior Description</th>
<th>Category</th>
<th>Avg. of Scores</th>
</tr>
</thead>
<tbody>
<tr>
<td>21</td>
<td>Programs are evaluated to assess quality of service delivery, outcomes and impact, and understand return on investment.</td>
<td>Focus on Impact</td>
<td>2.86</td>
</tr>
<tr>
<td>22</td>
<td>Recruitment is a well-defined, ongoing process that proactively assesses future organizational needs and current board member competencies.</td>
<td>Commitment to Diversity, Inclusion and Revitalization</td>
<td>2.79</td>
</tr>
<tr>
<td>23</td>
<td>Board development opportunities are intentionally included in their governance work both inside and outside the boardroom.</td>
<td>Board Learning and Development</td>
<td>2.58</td>
</tr>
<tr>
<td>24</td>
<td>Agendas and facilitation allow for meaningful discussion on issues of greatest importance.</td>
<td>Strategic Focus</td>
<td>2.57</td>
</tr>
<tr>
<td>25</td>
<td>The board dedicates time and resources to continuously improving its governance practices.</td>
<td>Board Learning and Development</td>
<td>2.57</td>
</tr>
<tr>
<td>26</td>
<td>The board solicits input from community and corporate leaders, funders, elected officials and other stakeholders.</td>
<td>Practices of Inquiry and Active Listening</td>
<td>2.57</td>
</tr>
<tr>
<td>27</td>
<td>Responsibilities and expectations for board members are clearly communicated during orientation and sustained via ongoing education and mutual accountability.</td>
<td>Commitment to Diversity, Inclusion and Revitalization</td>
<td>2.54</td>
</tr>
<tr>
<td>28</td>
<td>The board engages in regular evaluation of individual and collective performance.</td>
<td>Board Learning and Development</td>
<td>2.46</td>
</tr>
<tr>
<td>29</td>
<td>The board engages in robust debates, explores multiple options and uses multiple sources of information in its decision-making.</td>
<td>Practices of Inquiry and Active Listening</td>
<td>2.46</td>
</tr>
<tr>
<td>30</td>
<td>Processes are in place to deepen members' knowledge of the organization’s industry, peers, larger societal trends and other environmental factors.</td>
<td>Board Learning and Development</td>
<td>2.38</td>
</tr>
</tbody>
</table>

**Bottom 10 Items**

**Pre (6/2017)**

1. Programs are evaluated to assess quality of service delivery, outcomes and impact, and understand return on investment. 2.86
2. Recruitment is a well-defined, ongoing process that proactively assesses future organizational needs and current board member competencies. 2.79
3. Board development opportunities are intentionally included in their governance work both inside and outside the boardroom. 2.58
4. Agendas and facilitation allow for meaningful discussion on issues of greatest importance. 2.57
5. The board dedicates time and resources to continuously improving its governance practices. 2.57
6. The board solicits input from community and corporate leaders, funders, elected officials and other stakeholders. 2.57
7. Responsibilities and expectations for board members are clearly communicated during orientation and sustained via ongoing education and mutual accountability. 2.54
8. The board engages in regular evaluation of individual and collective performance. 2.46
9. The board engages in robust debates, explores multiple options and uses multiple sources of information in its decision-making. 2.46
10. Processes are in place to deepen members’ knowledge of the organization’s industry, peers, larger societal trends and other environmental factors. 2.38
List of Behaviors

Below is the list of representative behaviors of exceptional boards based on the core principles. (Post Program)

<table>
<thead>
<tr>
<th>Needs Improvement (&lt;3.0)</th>
<th>Good (3.0 - 3.99)</th>
<th>Excellent (&gt;=4.0)</th>
</tr>
</thead>
<tbody>
<tr>
<td><strong>Respondents - Post Program 8/2018</strong></td>
<td><strong>9</strong></td>
<td></td>
</tr>
</tbody>
</table>

Bottom 10 Items

<table>
<thead>
<tr>
<th>Item</th>
<th>Description</th>
<th>Category</th>
<th>Score (Post 8/2018)</th>
</tr>
</thead>
<tbody>
<tr>
<td>21</td>
<td>Overall efficiency, effectiveness and impact are regularly measured based on key performance indicators, integrating benchmarks against peers.</td>
<td>Focus on Impact</td>
<td>2.78</td>
</tr>
<tr>
<td>22</td>
<td>The board considers whether the infrastructure such as staff, technology and facilities, is sufficient to carry out its plans.</td>
<td>Sustaining and Expanding Resources</td>
<td>2.78</td>
</tr>
<tr>
<td>23</td>
<td>The board solicits input from community and corporate leaders, funders, elected officials and other stakeholders.</td>
<td>Practices of Inquiry and Active Listening</td>
<td>2.75</td>
</tr>
<tr>
<td>24</td>
<td>Processes are in place to deepen members’ knowledge of the organization’s industry, peers, larger societal trends and other environmental factors.</td>
<td>Board Learning and Development</td>
<td>2.67</td>
</tr>
<tr>
<td>25</td>
<td>Programs are evaluated to assess quality of service delivery, outcomes and impact, and understand return on investment.</td>
<td>Focus on Impact</td>
<td>2.67</td>
</tr>
<tr>
<td>26</td>
<td>Board chairs and officers are purposefully groomed through a transparent and intentional process.</td>
<td>Commitment to Diversity, Inclusion and Revitalization</td>
<td>2.56</td>
</tr>
<tr>
<td>27</td>
<td>The board monitors strategic plan outcomes and measures progress toward goals.</td>
<td>Focus on Impact</td>
<td>2.56</td>
</tr>
<tr>
<td>28</td>
<td>The board discusses and assesses the viability of the organization’s operating plan.</td>
<td>Sustaining and Expanding Resources</td>
<td>2.38</td>
</tr>
<tr>
<td>29</td>
<td>Recruitment is a well-defined, ongoing process that proactively assesses future organizational needs and current board member competencies.</td>
<td>Commitment to Diversity, Inclusion and Revitalization</td>
<td>2.33</td>
</tr>
<tr>
<td>30</td>
<td>Responsibilities and expectations for board members are clearly communicated during orientation and sustained via ongoing education and mutual accountability.</td>
<td>Commitment to Diversity, Inclusion and Revitalization</td>
<td>2.22</td>
</tr>
</tbody>
</table>
Below is the list of representative behaviors of exceptional boards based on the core principles. Each item is listed by its standard deviation (SD) of the responses. SD is a measure of variance and is indicative of to what degree there was consensus among respondents. Smaller SDs indicate higher degrees of consensus. (Pre Program)

Standard Deviations: 
- Low degree of consensus (>=1.25)  
- Moderate degree of consensus (1.24 - .75) 
- High degree of consensus (<.75)

Respondents - Pre Program 6/2017

### Top 10 Items (by Standard Deviation)

<table>
<thead>
<tr>
<th>Rank</th>
<th>Item</th>
<th>Category</th>
<th>Average Score</th>
<th>Pre (6/2017)</th>
</tr>
</thead>
<tbody>
<tr>
<td>1</td>
<td>Communication between the chief executive and the board is marked by trust, candor and respect.</td>
<td>Constructive Partnership Between the Board and Executive Director</td>
<td>4.69</td>
<td>0.47</td>
</tr>
<tr>
<td>2</td>
<td>Board members pose questions, suggest solutions and serve as a sounding board for the chief executive.</td>
<td>Constructive Partnership Between the Board and Executive Director</td>
<td>3.54</td>
<td>0.65</td>
</tr>
<tr>
<td>3</td>
<td>The chief executive keeps the board fully informed about both issues of concern and accomplishments.</td>
<td>Constructive Partnership Between the Board and Executive Director</td>
<td>4.54</td>
<td>0.65</td>
</tr>
<tr>
<td>4</td>
<td>The board monitors strategic plan outcomes and measures progress toward goals.</td>
<td>Focus on Impact</td>
<td>3.08</td>
<td>0.74</td>
</tr>
<tr>
<td>5</td>
<td>The board considers whether the infrastructure such as staff, technology and facilities, is sufficient.</td>
<td>Sustaining and Expanding Resources</td>
<td>3.00</td>
<td>0.80</td>
</tr>
<tr>
<td>6</td>
<td>Board members are personally committed to the organization’s mission and able to articulate a commitment.</td>
<td>Mission First</td>
<td>3.38</td>
<td>0.85</td>
</tr>
<tr>
<td>7</td>
<td>The board engages in regular evaluation of individual and collective performance.</td>
<td>Board Learning and Development</td>
<td>2.46</td>
<td>0.86</td>
</tr>
<tr>
<td>8</td>
<td>The chief executive, recognizing that the board adds value to the organization, collaborates with the board.</td>
<td>Constructive Partnership Between the Board and Executive Director</td>
<td>4.46</td>
<td>0.86</td>
</tr>
<tr>
<td>9</td>
<td>The board, in partnership with staff, uses data and informed opinion to chart a course for the organization.</td>
<td>Strategic Focus</td>
<td>3.15</td>
<td>0.88</td>
</tr>
<tr>
<td>10</td>
<td>The board chair and chief executive work together to create a culture that is based on respect and can do so.</td>
<td>Practices of Inquiry and Active Listening</td>
<td>3.92</td>
<td>0.93</td>
</tr>
<tr>
<td>11</td>
<td>Overall efficiency, effectiveness and impact are regularly measured based on key performance indicators.</td>
<td>Focus on Impact</td>
<td>2.86</td>
<td>1.01</td>
</tr>
</tbody>
</table>
Below is the list of representative behaviors of exceptional boards based on the core principles. Each item is listed by its standard deviation (SD) of the responses. SD is a measure of variance and is indicative of to what degree there was consensus among respondents. Smaller SDs indicate higher degrees of consensus. (Post Program)

Standard Deviations:  ■ Low degree of consensus (>=1.25 )  ■ Moderate degree of consensus (1.24 - .75)  ■ High degree of consensus (<.75)

Top 10 Items (by Standard Deviation)

|   | Item                                                                                           | Practices of Inquiry and Active Listening | Avg. Scores | 0.51 | 0.70 | 0.70 | 0.76 | 0.97 | 0.97 | 1.02 | 1.02 | 1.02 | 1.06 | 1.06 |
|---|-----------------------------------------------------------------------------------------------|------------------------------------------|-------------|------|------|------|------|------|------|------|------|------|------|
| 1 | The board chair and chief executive work together to create a culture that is based on respect and can.. | Practices of Inquiry and Active Listening | 4.56        |      |      |      |      | 0.51 |      |      |      |      |      |
| 2 | The board monitors strategic plan outcomes and measures progress toward goals.                  | Focus on Impact                          | 2.56        |      |      |      |      | 0.70 |      |      |      |      |      |
| 3 | Communication between the chief executive and the board is marked by trust, candor and respect.  | Constructive Partnership Between the Board and Executive Director | 4.56        |      |      |      |      | 0.70 |      |      |      |      |      |
| 4 | The mission serves as the platform for programs, advocacy, resource development and fundraising. | Mission First                           | 4.11        |      |      |      |      | 0.76 |      |      |      |      |      |
| 5 | The board has adopted diversity and inclusive practices recognizing that they are essential to or.. | Commitment to Diversity, Inclusion and Revitalization | 3.33        |      |      |      |      | 0.97 |      |      |      |      |      |
| 6 | Board members are motivated to seek information, question assumptions, and challenge conclusions t.. | Practices of Inquiry and Active Listening | 3.33        |      |      |      |      | 0.97 |      |      |      |      |      |
| 7 | The chief executive, recognizing that the board adds value to the organization, collaborates with the bo.. | Constructive Partnership Between the Board and Executive Director | 4.11        |      |      |      |      | 1.02 |      |      |      |      |      |
| 8 | Mission, vision and core values guide major decisions and organizational activities.               | Mission First                           | 4.11        |      |      |      |      | 1.02 |      |      |      |      |      |
| 9 | The board engages in strategic thinking as part of regular, ongoing board work.                   | Strategic Focus                         | 3.11        |      |      |      |      | 1.02 |      |      |      |      |      |
| 10| Board members are personally committed to the organization's mission and able to articulate a com.. | Mission First                           | 3.22        |      |      |      |      | 1.06 |      |      |      |      |      |
| 11| Agendas and facilitation allow for meaningful discussion on issues of greatest importance.         | Strategic Focus                         | 3.78        |      |      |      |      | 1.06 |      |      |      |      |      |
Below is the list of representative behaviors of exceptional boards based on the core principles. Each item is listed by its standard deviation (SD) of the responses. SD is a measure of variance and is indicative of to what degree there was consensus among respondents. Smaller SDs indicate higher degrees of consensus. (Pre-Program)

**Standard Deviations:**
- Low degree of consensus (>=1.25)
- Moderate degree of consensus (1.24 - .75)
- High degree of consensus (<.75)

**Respondents - Pre Program 6/2017**

**Bottom 10 Items (by Standard Deviation)**

<table>
<thead>
<tr>
<th>Item</th>
<th>Description</th>
<th>Practice(s)</th>
<th>Avg. Scores Pre (6/2017)</th>
</tr>
</thead>
<tbody>
<tr>
<td>21</td>
<td>Board members are motivated to seek information, question assumptions, and challenge conclusions to ensure solutions act in the best interest of the organization.</td>
<td>Practices of Inquiry and Active Listening</td>
<td>2.86</td>
</tr>
<tr>
<td>22</td>
<td>Recruitment is a well-defined, ongoing process that proactively assesses future organizational needs and current market trends.</td>
<td>Commitment to Diversity, Inclusion and Revitalization</td>
<td>2.79</td>
</tr>
<tr>
<td>23</td>
<td>Responsibilities and expectations for board members are clearly communicated during orientation and sustained via ongoing, regular, and transparent processes.</td>
<td>Commitment to Diversity, Inclusion and Revitalization</td>
<td>2.54</td>
</tr>
<tr>
<td>24</td>
<td>The mission serves as the platform for programs, advocacy, resource development and fundraising.</td>
<td>Mission First</td>
<td>3.71</td>
</tr>
<tr>
<td>25</td>
<td>Individual board members use their social and political capital to cultivate partnerships and collaboration.</td>
<td>Sustaining and Expanding Resources</td>
<td>3.00</td>
</tr>
<tr>
<td>26</td>
<td>The board engages in strategic thinking as part of regular, ongoing board work.</td>
<td>Strategic Focus</td>
<td>3.14</td>
</tr>
<tr>
<td>27</td>
<td>The board has adopted diversity and inclusive practices recognizing that they are essential to organizational success.</td>
<td>Commitment to Diversity, Inclusion and Revitalization</td>
<td>3.31</td>
</tr>
<tr>
<td>28</td>
<td>Board chairs and officers are purposefully groomed through a transparent and intentional process.</td>
<td>Commitment to Diversity, Inclusion and Revitalization</td>
<td>2.92</td>
</tr>
<tr>
<td>29</td>
<td>The board solicits input from community and corporate leaders, funders, elected officials and other stakeholders.</td>
<td>Practices of Inquiry and Active Listening</td>
<td>2.57</td>
</tr>
<tr>
<td>30</td>
<td>The board engages in robust debates, explores multiple options and uses multiple sources of information in its decision process.</td>
<td>Practices of Inquiry and Active Listening</td>
<td>2.46</td>
</tr>
</tbody>
</table>
Below is the list of representative behaviors of exceptional boards based on the core principles. Each item is listed by its standard deviation (SD) of the responses. SD is a measure of variance and is indicative of to what degree there was consensus among respondents. Smaller SDs indicate higher degrees of consensus.

Standard Deviations: □ Low degree of consensus (>=1.25) □ Moderate degree of consensus (1.24 - .75) □ High degree of consensus (<.75)

### Bottom 10 Items (by Standard Deviation)

<table>
<thead>
<tr>
<th>Item</th>
<th>Description</th>
<th>Category</th>
<th>Avg. Scores</th>
<th>Post (8/2018)</th>
</tr>
</thead>
<tbody>
<tr>
<td>18</td>
<td>Processes are in place to deepen members’ knowledge of the organization’s industry, peers, etc.</td>
<td>Board Learning and Development</td>
<td>2.67</td>
<td>1.19</td>
</tr>
<tr>
<td>19</td>
<td>Recruitment is a well-defined, ongoing process that proactively assesses future organizational needs.</td>
<td>Commitment to Diversity, Inclusion and Revitalization</td>
<td>2.33</td>
<td>1.19</td>
</tr>
<tr>
<td>20</td>
<td>Board members pose questions, suggest solutions and serve as a sounding board for the chief executive officer.</td>
<td>Constructive Partnership Between the Board and the Executive Director</td>
<td>3.33</td>
<td>1.19</td>
</tr>
<tr>
<td>21</td>
<td>The board engages in robust debates, explores multiple options and uses multiple sources of information.</td>
<td>Practices of Inquiry and Active Listening</td>
<td>3.00</td>
<td>1.19</td>
</tr>
<tr>
<td>22</td>
<td>The board dedicates time and resources to continuously improving its governance practices.</td>
<td>Board Learning and Development</td>
<td>2.89</td>
<td>1.23</td>
</tr>
<tr>
<td>23</td>
<td>The board works closely with the chief executive officer to diversify and maximize sustainable revenue sources.</td>
<td>Sustaining and Expanding Resources</td>
<td>3.11</td>
<td>1.23</td>
</tr>
<tr>
<td>24</td>
<td>Board development opportunities are intentionally included in their governance work both inside and outside the organization.</td>
<td>Board Learning and Development</td>
<td>2.89</td>
<td>1.23</td>
</tr>
<tr>
<td>25</td>
<td>Responsibilities and expectations for board members are clearly communicated during orientation.</td>
<td>Commitment to Diversity, Inclusion and Revitalization</td>
<td>2.22</td>
<td>1.26</td>
</tr>
<tr>
<td>26</td>
<td>The board engages in regular evaluation of individual and collective performance.</td>
<td>Board Learning and Development</td>
<td>3.00</td>
<td>1.28</td>
</tr>
<tr>
<td>27</td>
<td>Community and constituent needs are understood by board members and are based on current data and information.</td>
<td>Mission First</td>
<td>3.33</td>
<td>1.28</td>
</tr>
<tr>
<td>28</td>
<td>The chief executive keeps the board fully informed about both issues of concern and accomplishments.</td>
<td>Constructive Partnership Between the Board and the Executive Director</td>
<td>4.11</td>
<td>1.32</td>
</tr>
<tr>
<td>29</td>
<td>Board chairs and officers are purposefully groomed through a transparent and intentional process.</td>
<td>Commitment to Diversity, Inclusion and Revitalization</td>
<td>2.56</td>
<td>1.38</td>
</tr>
<tr>
<td>30</td>
<td>The board solicits input from community and corporate leaders, funders, elected officials and others.</td>
<td>Practices of Inquiry and Active Listening</td>
<td>2.75</td>
<td>1.53</td>
</tr>
</tbody>
</table>

**SD of Scores:** 0.0 0.2 0.4 0.6 0.8 1.0 1.2 1.4 1.6
### Principles of Exceptional Boards

**EIG Leadership Team compared to rest of Board. (Pre Program)**

![Needs Improvement (<3.0) | Good (3.0 - 3.99) | Excellent (≥4.0)](image)

<table>
<thead>
<tr>
<th>Principles</th>
<th>Leadership Team?</th>
<th>Pre (6/2017)</th>
<th>LT</th>
<th>Non-LT</th>
<th>LT</th>
<th>Non-LT</th>
<th>LT</th>
<th>Non-LT</th>
</tr>
</thead>
<tbody>
<tr>
<td>Constructive Partnership Between the Board and</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Executive Director</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Mission First</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Sustaining and Expanding Resources</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Strategic Focus</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Practices of Inquiry and Active Listening</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Focus on Impact</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Commitment to Diversity, Inclusion and Revitalization</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
<tr>
<td>Board Learning and Development</td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
<td></td>
</tr>
</tbody>
</table>

**Avg. Scores**

<table>
<thead>
<tr>
<th>LT</th>
<th>Non-LT</th>
</tr>
</thead>
<tbody>
<tr>
<td>4.21</td>
<td>4.39</td>
</tr>
<tr>
<td>3.63</td>
<td>3.32</td>
</tr>
<tr>
<td>3.00</td>
<td>3.14</td>
</tr>
<tr>
<td>3.17</td>
<td>2.78</td>
</tr>
<tr>
<td>3.04</td>
<td>2.87</td>
</tr>
<tr>
<td>2.94</td>
<td>2.91</td>
</tr>
<tr>
<td>2.79</td>
<td>2.97</td>
</tr>
<tr>
<td>2.74</td>
<td>2.31</td>
</tr>
</tbody>
</table>

**Dwelling Place**

**EXCELLENCE IN GOVERNANCE**

---

ZP 04/03/19

Page 70 of 73
## Principles of Exceptional Boards

### EIG Leadership Team compared to rest of Board. (Post program)

<table>
<thead>
<tr>
<th>Principles</th>
<th>Leadership</th>
<th>Score</th>
</tr>
</thead>
<tbody>
<tr>
<td>Constructive Partnership Between the Board and</td>
<td>LT</td>
<td>4.00</td>
</tr>
<tr>
<td>Executive Director</td>
<td>Non-LT</td>
<td>4.08</td>
</tr>
<tr>
<td>Mission First</td>
<td>LT</td>
<td>3.92</td>
</tr>
<tr>
<td></td>
<td>Non-LT</td>
<td>3.25</td>
</tr>
<tr>
<td>Practices of Inquiry and Active Listening</td>
<td>LT</td>
<td>3.52</td>
</tr>
<tr>
<td></td>
<td>Non-LT</td>
<td>3.25</td>
</tr>
<tr>
<td>Strategic Focus</td>
<td>LT</td>
<td>3.56</td>
</tr>
<tr>
<td></td>
<td>Non-LT</td>
<td>3.00</td>
</tr>
<tr>
<td>Board Learning and Development</td>
<td>LT</td>
<td>2.83</td>
</tr>
<tr>
<td></td>
<td>Non-LT</td>
<td>2.92</td>
</tr>
<tr>
<td>Sustaining and Expanding Resources</td>
<td>LT</td>
<td>2.74</td>
</tr>
<tr>
<td></td>
<td>Non-LT</td>
<td>2.91</td>
</tr>
<tr>
<td>Focus on Impact</td>
<td>LT</td>
<td>2.61</td>
</tr>
<tr>
<td></td>
<td>Non-LT</td>
<td>2.78</td>
</tr>
<tr>
<td>Commitment to Diversity, Inclusion and Revitalization</td>
<td>LT</td>
<td>2.75</td>
</tr>
<tr>
<td></td>
<td>Non-LT</td>
<td>2.33</td>
</tr>
</tbody>
</table>
Foundational Principles

In addition to the Core Principles, there are four Foundational Principles of all good boards. Since the Foundational Principles relate to the fundamental fiduciary and legal responsibilities of a board of directors, the threshold for excellence in these principles is higher than for the Core Principles.

Needs Improvement (<4.0)  Good (4.0-4.49)  Excellent (>=4.5)

<table>
<thead>
<tr>
<th></th>
<th></th>
<th></th>
</tr>
</thead>
<tbody>
<tr>
<td>Independence</td>
<td>4.00</td>
<td>3.33</td>
</tr>
<tr>
<td>Integrity</td>
<td>3.85</td>
<td>4.00</td>
</tr>
<tr>
<td>Intentional Practices</td>
<td>3.14</td>
<td>3.00</td>
</tr>
<tr>
<td>Transparency</td>
<td>3.69</td>
<td>3.33</td>
</tr>
</tbody>
</table>

Definitions

An exceptional board subscribes to strong ethical values and disciplined compliance through active, responsible oversight. They ensure accountability and sufficient controls to deepen their understanding of the organization and to reduce the risk of waste and abuse.

An exceptional board applies rigorous conflict-of-interest procedures and puts the mission and interests of the organization above all else when making decisions. Board members do not allow their votes to be unduly influenced by loyalty to the chief executive or by seniority, position or reputation of fellow board members, staff or donors.

An exceptional board ensures that donors, stakeholders and interested members of the public have access to appropriate and accurate information regarding finances, operations and results. The board extends transparency internally, ensuring that every board member has equal access to relevant materials when making decisions.

An exceptional board allocates time to what matters most and continuously engages in strategic thinking to hone organizational direction. Agendas and goals are aligned with strategic priorities and used to assess the boards work, the work of the chief executive and to drive meeting agendas and shape board recruitment.
In addition to guiding principles, Excellence in Governance looks at the modes of governance as a way to help boards assess their leadership. Each mode relates to a different board role and purpose. Exceptional boards engage in all three modes of governance: fiduciary, strategic and generative, and seek to continually advance to a higher phase of functioning within each of the modes. Below is a representation of which phase of board functioning your b..

In this mode, boards are primarily concerned with the stewardship of tangible assets (such as equipment, land, cash). Fiduciary oversight constitutes the bedrock of governance, and Fiduciary governing ensures the organization is faithful to mission, accountable for performance, and compliant with relevant laws and regulations. If a board fails its fiduciary responsibilities, the organization – as well as its donors, clients, or community - could be harmed.

In this mode, boards shift from reserving strategic thinking predominantly for planning purposes to bringing strategic thinking into the board room on a regular basis. They create a strategic partnership with the executive team and together discover strategic priorities and drivers, cultivate and concentrate on processes that sharpen institutional priorities, and ensure a strategic approach to the organization’s future. Strategic governance enables the board to set the organization’s course and to deploy resources.

In this mode the board discerns, frames, and confronts challenges rooted in values, traditions, and beliefs. This is where boards, along with executives, frame problems and make sense of ambiguous situations - which in turn shapes the organization’s strategies, plans and decisions. While governing in this mode the board engages in framing the problem rather than finding a solution. Generative thinking is powerful and thrives on deliberations among participants with different perspectives and different f.