

# GOVERNANCE POLICIES

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## TABLE OF CONTENTS

POLICY TYPE: ENDS.....	2
1.0 Mission Statement.....	2
1.1 Dwelling Place as a Collaborator in Neighborhood Revitalization .....	2
1.2 Customer Service Programs.....	2
1.3 Community Development.....	2
2.0 Governing Commitment .....	2
2.1 Governing Philosophies.....	2
2.2 Responsibilities of the Board .....	3
2.3 Individual Board Member Responsibilities .....	3
2.4 Board Chairperson’s Role .....	4
2.5 Board Committee Principles .....	4
POLICY TYPE: EXECUTIVE POLICIES.....	6
3.0 General Executive Constraint.....	6
3.1 Customer Service.....	6
3.2 Staff, Volunteer/Member Management .....	6
3.3 Financial Management .....	7
3.4 Asset Protection .....	7
3.5 Staff Compensation & Benefits .....	7
3.6 Protection of Image .....	7
3.7 Communication & Counsel to the Board .....	7
3.8 Facilities Use.....	8
3.9 Performance Outcomes .....	8
POLICY TYPE: BOARD/CHIEF EXECUTIVE OFFICER/STAFF RELATIONSHIP.....	8
4.0 Chief Executive Officer Accountability .....	8
4.1 Delegation to the Chief Executive Officer .....	8
4.2 Chief Executive Officer Job Description.....	9
4.3 Board Committee Principles .....	9

## **POLICY TYPE: ENDS**

### **1.0 MISSION STATEMENT**

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

#### **1.1 DWELLING PLACE AS COLLABORATOR IN NEIGHBORHOOD REVITALIZATION**

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.

#### **1.2 CUSTOMER SERVICE PROGRAMS**

Dwelling Place 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.

#### **1.3 COMMUNITY DEVELOPMENT**

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

### **2.0 GOVERNING COMMITMENT**

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.

#### **2.1 GOVERNING PHILOSOPHIES**

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.

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 in accordance with this document.

## 2.2 RESPONSIBILITIES OF THE BOARD

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.

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.
- Emphasis of Excellence in Governance principles.

## 2.3 INDIVIDUAL BOARD MEMBER RESPONSIBILITIES

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 Dwelling Place.
- Maintain the confidentiality of the organization.
- Govern through diligent, attentive and informed participation.
- Attend scheduled meetings.
- Provide financial support of Dwelling Place 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 Dwelling Place staff and the public.
- Avoid speaking on behalf of Dwelling Place 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.

## 2.4 BOARD CHAIRPERSON'S ROLE

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, subject to board approval.
- Serve as liaison between the Board and the Chief Executive Officer.
- Facilitate the performance review of the Chief Executive Officer.
- Not make decisions on behalf of the Board or unduly influence the Board's decision-making process.

## 2.5 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.

### 2.5A 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.

**2.5B Executive Committee.** The Executive Committee shall be composed of the Chairperson, Vice Chairperson, Secretary, Treasurer, and one or more other members of the Board of Directors. The Executive Committee shall be vested with the power to act on behalf of the Board of Directors between Board meetings. The Executive Committee shall report all actions taken between Board meetings to the Board of Directors at the next regularly scheduled meeting of the Board of Directors.

**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 plan and conduct the annual meeting.

**2.5C Governance Committee.** The Governance Committee exist to provide ongoing oversight and guidance concerning board members, membership, and governance issues.

- To recruit and orient Board members.
- To plan and lead on-going Board member development.
- To facilitate Board self-assessment process.
- To recommend appropriate Board development activities.
- To monitor Dwelling Place governance process.

2.5D 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:

- To develop strategies to support a stable and diverse funding base.
- To make recommendations regarding fund development policies.
- To recruit professional expertise to support the communication needs of Dwelling Place.
- To plan and implement of an overall marketing plan that supports the strategic goals and ends of Dwelling Place.
- To support staff in communicating special events and activities of Dwelling Place to the general public and targeted markets.
- To evaluate the impact and effectiveness of marketing and communications efforts.

2.5E Finance Committee. The Finance Committee exists to support the work of the Board in protecting and managing the assets of Dwelling Place. Committee members are appointed from the Board of Directors and community.

Purpose:

- To approve financial procedures and practices, including internal controls.
- To recommend an annual budget for presentation and review by the Board.
- To provide an annual financial report to the Board.
- To recommend a CPA firm to conduct an annual audit.
- To establish and periodically review Dwelling Place insurance coverage.
- To develop and implement a financial plan that maximizes risk-adjusted returns on funds.

2.5F 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:

- To review new real estate initiatives for mission alignment and financial feasibility.
- To monitor performance of existing real estate assets coverage.

2.5G 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, Dwelling Place's governance structure, and the neighborhoods and cities where they live.

- To recommend new community building and engagement initiatives in neighborhoods where Dwelling Place owns housing.
- To monitor the impact of community building and engagement programs on quality of life in Dwelling Place properties and the neighborhoods where our housing is located.

## 2.5H Ad Hoc Committees

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

## **POLICY TYPE: EXECUTIVE POLICIES**

### 3.0 GENERAL EXECUTIVE CONSTRAINT

The Chief Executive Officer of Dwelling Place 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 and 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 Dwelling Place as it relates to employment, compensation and benefits.
- Act in a manner that delivers the Board-defined ends of Dwelling Place.
- Preserve the public image and credibility of Dwelling Place.
- Ensure the Board is informed on issues of importance to Dwelling Place.

### 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.

### 3.2 STAFF, VOLUNTEER/MEMBER 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 Dwelling Place programs.
- Maintain and communicate personnel policies.
- Assure that job descriptions and regular performance appraisals take place for all staff.

### 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.

### 3.4 ASSET PROTECTION

The Chief Executive Officer shall protect and maintain the assets of Dwelling Place. Accordingly, he or she must:

- Not use Dwelling Place 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.

### 3.5 STAFF COMPENSATION & BENEFITS

With respect to employment, compensation and benefits to employees and contractual workers, the Chief Executive Officer must protect the fiscal integrity of Dwelling Place. 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.

### 3.6 PROTECTION OF IMAGE

The Chief Executive Officer must preserve the public image or credibility of Dwelling Place. Accordingly, he or she must:

- Understand and articulate the vision, mission, and values of Dwelling Place.
- Maintain a public image that reflects and supports the core values of Dwelling Place.
- Act as spokesperson of Dwelling Place in a public setting or to the media.

### 3.7 COMMUNICATION & 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 Dwelling Place 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.

### 3.8 FACILITIES USE

All facilities of Dwelling Place 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 Dwelling Place and do not put the image of Dwelling Place at risk.
- Ensure that use of the facility is not placing Dwelling Place 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.

### 3.9 PERFORMANCE OUTCOMES

The Chief Executive Officer and his/her staff are charged by the Board to deliver the defined ends of Dwelling Place. 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.

## **POLICY TYPE: BOARD/CHIEF EXECUTIVE OFFICER/STAFF RELATIONSHIP**

### 4.0 CHIEF EXECUTIVE OFFICER ACCOUNTABILITY

The Chief Executive Officer is accountable to the full board of Dwelling Place. 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.

#### 4.1 DELEGATION TO THE CHIEF EXECUTIVE OFFICER

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.

4.1A 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.

4.1B 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.

## 4.2 CHIEF EXECUTIVE OFFICER JOB DESCRIPTION

The Chief Executive Officer is responsible for the performance of the organization as a whole.

## 4.3 BOARD COMMITTEE PRINCIPLES

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.

4.3A Internal Report: Documentation of progress/compliance information from the Chief Executive Officer to the Board.

4.3B Direct Board Inspection: Documentation of progress/compliance information by a committee or the Board as a whole.