

BOARD OF GOVERNORS – Executive Limitations

Policy #: **EL 9 Communication and Counsel to the Board**

Original Implementation Date: January 19, 2016

Most Recent Activity: January 21, 2020 – *Revised Policy Approved*

Next Mandatory Review Date: 2021-2022

Frequency of Reviews: Every three (3) years



With respect to providing information and counsel to the board, the President and CEO may not permit the board to be uninformed.

Accordingly, the President and CEO may not:

1. Neglect to submit monitoring data, directly addressing provisions of the board policies in a timely, accurate and understandable fashion.
2. Let the board be unaware of relevant trends, anticipated media coverage and actual or anticipated legal actions.
3. Let the board be unaware of material external and internal changes, particularly changes in the assumptions upon which any board policy has previously been established.
4. Fail to advise the board if the board is lacking a policy or is not in compliance with its own policies on Governance Process and Board-Staff Linkage, particularly in the case of board behavior that is detrimental to the work relationship between the board and the President and CEO.
5. Fail to provide the board with the views of impacted stakeholders as needed for fully informed board choices.
6. Present information in unnecessarily complex or lengthy form.
7. Fail to deal with the board as a whole except when:
 - a. fulfilling individual requests for information; or
 - b. responding to officers or committees duly charged by the board.
8. Fail to report an actual or anticipated non-compliance with any policy of the board in a timely manner.