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**Executive Committee**

2022-2023

**Role**

The Executive Committee is responsible for strategic oversight of Board matters. It is comprised of the Board Chair, the Board Vice Chair(s), and the Chairs of each of the Board Committees, as well as the immediate past Board Chair, if still serving on the Board. The CEO of DSST is the staff liaison and attends meetings of the Committee.

**Responsibilities**

The Committee will create a Board culture of engagement, ownership and accountability that supports achievement of DSST’s annual Network goals and Strategic Plan, and DSST's core values of respect, responsibility, integrity, courage, curiosity and doing your best.

The Committee will oversee the annual evaluation by the Board of the CEO. It will approve the Management Succession Plan prepared from time to time by Management. The assignment of Committee Chairmanships will rest primarily with the Board Chair, the Vice Chair(s) and the CEO, with advice from the Executive Committee. In addition, the Board Chair and the Vice Chair(s) will hold Committee Chairs accountable for aligning Committee Charters, Long Term Goals and Annual Objectives with DSST's strategic and operating plans, and for achieving annual goals. The Committee will provide input into the Board agendas and the annual Board retreat. As requested by the Nomination and Governance Committee, the Executive Committee will interview, evaluate and, if appropriate, re-nominate Directors whose terms are expiring.

At the discretion of the full Board, the Committee may act between meetings in the Board's stead as regards certain matters specifically delegated to it by the Board.

The Executive Committee will be a resource to the other standing Committees of the Board and will support the Chairs of those Committees in fulfilling their Charters, Long Term Goals and Annual Objectives. It will work with those Committees and with the staff of DSST in fulfilling its own Charter, Goals and Objectives. It will work with Management to support achievement of DSST's annual Network goals and Strategic Plan.

**General Long-Term Goals:**

1. Ensure that the Board accurately and fairly assesses the performance of the CEO, and holds the CEO accountable for performance.
2. Assure that DSST has an approved Management Succession Plan, which includes interim management and recruiting plans, to deal with the unexpected loss of the CEO. It will work with management to expand succession planning to Individuals reporting to the CEO, and their direct reports. The Committee may appoint a special task force to ensure an effective Succession Plan.
3. Involve the Board regularly in providing strategic input to Management around critical issues affecting DSST. However, the Board's role is to govern, not manage the organization. Thus, strategic and operating plans will be prepared by Management and approved by the Board.
4. Work with the Nominations and Governance Committee to create an excellent, engaged, and diverse non-profit Board in Denver.
5. Create a Board culture of engagement, ownership and accountability that supports achievement of DSST’s annual Network goals and Strategic Plan, and DSST's core values of respect, responsibility, integrity, courage, curiosity and doing your best.

Membership and Home Office Liaison

Gloria Zamora (Chair)

Peter Fritzinger (Vice Chair)

Glenn Russo (Finance & Operations Chair)

Scott Arthur (Advancement Chair)

Alyssa Whitehead-Bust (Academic and Social Emotional Learning Chair)

Billy Brown (Nominating & Governance Chair)

Patrick O’Rourke (Audit Chair)

Bill Kurtz, Home Office Liaison

**Executive Committee Goals Fiscal Year 2022/2023 Objectives:**

1. Oversee the evaluation of the CEO's performance for Fiscal Year 2022. Completed by October 2022.
2. Work with Committee Chairs on Membership, Charters, Goals and Objectives aligned with DSST's values, strategy, and operating plan.
3. Focus on Smart Growth as part of Executive Committee meeting agendas. Serve as a sounding board and source of information and perspective to the CEO as it pertains to Smart Growth.
4. Plan, conduct and publish results, as appropriate, from the annual Board Retreat, designed to provide strategic input to Committees and Management.
5. Delegate to the Succession Planning Subcommittee to work with the CEO on updating a Management Succession Plan for the Board’s approval.
6. The Board Chair, in conjunction with the Vice Chairs and the CEO, in consultation with the Nominations and Governance committee, will interview and evaluate Board members whose terms are expiring.
7. Periodically evaluate the performance of each Committee of the Board. The Board chair, in conjunction with the Vice Chairs, will work with respective Committee Chairs and CEO to insure they have resources to succeed, and will hold Chairs accountable for results.
8. At the request of the Board Chair, assign or re-confirm Chairs for each Committee for FY 2024.
9. Prepare a self-assessment of Executive Committee performance for FY 2023.
10. Conduct regular Executive Committee meetings; set Board agendas at such meetings.

**Deliverables:**

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| September 2021 | CEO Performance Review  |
| January 2022  | Updated Committee Charters |
| October 2021  | Conduct BOD Retreat |
| May 2022 | As needed, Evaluate BOD Members whose terms expire |
| June 2022 | Management Succession Plan Update  |
| July 2022 | Self-Assessment of Executive Committee Performance |

**Meeting Schedule / Key Topics TBD**

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| September 15, 2022 | 1:00 PM |
| October 4, 2022 | 2:00 PM |
| November 10, 2022  | 3:00 PM |
| January 12, 2023  | 4:00 PM |
| March 19, 2023 | 4:00 PM |
| May 11, 2023  | 4:00 PM |
| June 8, 2023  | 4:00 PM |