

POLICY NUMBER: BC - 4
ISSUING AUTHORITY: Board of Directors
Date: Issued July 19, 2012
Reviewed November 29, 2021
Revised June 27, 2018



SUBJECT:

Board – CEO Linkage
DELEGATION TO THE CHIEF EXECUTIVE OFFICER (CEO)

POLICY:

The Board will instruct the Chief Executive Officer (CEO) through written policies which prescribe the organizational ENDS to be achieved, and describe organizational situations and actions to be avoided, allowing the CEO to use any reasonable interpretation of these policies.

Accordingly:

1. The Board will develop policies instructing the CEO to achieve certain results at a specified cost. These policies will be developed systematically from the broadest level, called ENDS policies, to more defined levels, called Strategic Priorities.
2. The Board will develop policies, called Executive Limitations, which limit the latitude the CEO may exercise in choosing the organizational means. These policies will be developed systematically from the broadest, most general level to more defined levels.
3. As long as the CEO uses any reasonable interpretation of the Board’s ENDS and Executive Limitations policies, the CEO is authorized to establish all further policies, make decisions, take actions, establish practices and develop activities. Such decisions of the CEO shall have full force and authority as if decided by the Board.
4. The Board may change its ENDS and Executive Limitations policies, thereby shifting the boundary between Board and CEO domains. By doing so, the Board changes the latitude of choice given to the CEO.