

Decision Making Guidelines
SAY San Diego Board of Directors

Spring 2018
Update



Type of Decision	Requirements		SAY Practice		
	Board action required	Committee develops a recommendation for the full Board	Board approves CEO/mgt. decision	Board is informed of CEO/mgt. decision	Board and CEO seek outside advice/expertise
Bylaws change	✓	✓ (Exec. Comm.)			
Nominations and elections	✓	✓ (Exec. Comm.)			
Board member change of status; filling a vacancy	✓	✓ (Exec. Comm.)			
Change in organizational tax status	✓	✓ (Finance Comm.)			✓
Change in the organization's charter or articles of incorporation	✓				✓
Organizational dissolution	✓				✓
Annual budget	✓	✓ (Finance Comm.)			
Annual audit	✓	✓ (Audit Comm.)			
Use of and investment strategy for reserve funds/endowment	✓	✓ (Finance Comm.)			
Loan or debt acquisition over \$50,000	✓	✓ (Finance Comm.)			✓
Organizational merger or acquisition	✓				✓
Legal matters involving investigations, claims, complaints	✓				✓

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Compliance plan and policy	✓	✓ (Compl. Comm.)			
Grievances brought before the board	✓				✓
Grievances brought before management				✓	✓
Strategic goals and directions	✓	✓ (Strategic Planning Comm.)			
CEO evaluation, contract and compensation	✓	✓ (Exec. Comm.)			✓
CEO hiring	✓	✓ (Search Comm.)			✓
Dispute between board and CEO	✓	✓ (Exec. Comm.)			✓
CEO termination	✓	✓ (Exec. Comm.)			✓
New program/service commitment				✓	
Program change and/or closure				✓	
Personnel policy and management				✓	✓
Non-legal dispute between CEO and other staff				✓	