

MEMO

Date: April 5, 2011
To: Board of Directors
From: Nancy Dawes, Board Chair
Subject: Direct Inspection Task Group Charges

The revised charges for the 2011 direct inspection task groups are attached for your review and discussion at the April board meeting. Please review them prior to the board meeting.

I have asked the following board members to serve on the two direct inspection task groups:

Direct Inspection Task Group: Treatment of Girls, Volunteers, and Staff (Policies 2.1 - 2.3)

Margie Houck, Team Leader
Mary Ann Knoop
Cheryl Tyler Folsom
Christi West

Direct Inspection Task Group: Financial Policies (Policies 2.4 – 2.7)

Jody Wainscott, Team Leader
Karen Huelsman
Catherine Ingram
Kerry Roe
Ann Hartmann

Direct Inspection of Executive Limitations Task Group Charges – 2.1, 2.2, 2.3

Purpose: To provide direct inspection for specific Executive Limitations of Girl Scouts of Western Ohio to ensure compliance. The following Executive Limitations will be reviewed:

1. Treatment of Girls and Volunteers (2.1)
2. Treatment of Paid and Volunteer Staff (2.2)
3. Compensation and Benefits (2.3)

Definition: The policy governance model defines direct inspection as: “discovery of compliance information through inspection of documents, activities, or circumstances that allow a ‘prudent person’ test of policy compliance.”

Charges:

1. Attend a 30 minute refresher on the execution of direct inspections.
2. To review three specific Executive Limitations: Treatment of Girls and Volunteers, Treatment of Paid and Volunteer Staff, and Compensation and Benefits.
 - a. Identify areas of concern or CEO interpretations that may need to be revised.
 - b. Identify areas that the board should pay specific attention to in regards to onboarding a new CEO.
3. To review past direct inspection reports and identify areas of concern or CEO interpretations that may need to be revised.
4. To provide inspection of staff documents relating to the three specified Executive Limitations.
5. To report results of the findings to the Girl Scouts of Western Ohio board of directors with recommendations and/or any areas of concern.

Accountability: To the Board of Directors

Composition: The task group will be composed of 3-5 board members.

Completion: September 2011 board meeting

Resources:

1. Board Policy Manual
2. Girl Scouts of Western Ohio human resources and financial records and documentation
3. Girl Scout human resource and volunteer management staff

Direct Inspection of Executive Limitations Task Group Charges – 2.4, 2.5, 2.6, 2.7

- Purpose:** To provide direct inspection for specific Executive Limitations of Girl Scouts of Western Ohio to ensure compliance. The following Executive Limitations will be reviewed:
4. Financial Planning/Budgeting (2.4)
 5. Financial Condition and Activities (2.5)
 6. Asset Protection (2.6)
 7. Ends Focus of Grants or Contracts (2.7)
- Definition:** The policy governance model defines direct inspection as: “discovery of compliance information through inspection of documents, activities, or circumstances that allow a ‘prudent person’ test of policy compliance.”
- Charges:**
1. Attend a 30 minute refresher on the execution of direct inspections.
 2. To review four specific Executive Limitations: Financial Planning/Budgeting, Financial Condition and Activities, Asset Protection, Ends Focus of Grants or Contracts.
 - a. Identify areas of concern or CEO interpretations that may need to be revised.
 - b. Identify areas that the board should pay specific attention to in regards to onboarding a new CEO
 3. To review past direct inspection reports and identify areas of concern or CEO interpretations that may need to be revised.
 4. To provide inspection of staff documents relating to the four specified Executive Limitations.
 5. To report results of the findings to the Girl Scouts of Western Ohio board of directors with recommendations and/or any areas of concern.
- Accountability:** To the Board of Directors
- Composition:** The task group will be composed of 3-5 board members.
- Completion:** November 2011 board meeting
- Resources:** Board Policy Manual
November 2009 Direct Inspection Task Group Final Report
Girl Scouts of Western Ohio financial records and documentation
Girl Scouts of Western Ohio finance staff