



[VisitEstesPark.com](http://VisitEstesPark.com)

## **Policy-Based Engagement Governance Manual**

### **MISSION**

Attract guests to the District through effective and efficient destination marketing and management in order to drive year-round economic growth.

### **VISION**

To be a year-round tourism, group, and event destination that supports our healthy mountain village with a balance of financial success, positive and memorable experiences for guests, and quality of life for our community.

### **CORE VALUES**

Accountable, Ethical, Proactive, Respectful, Responsive, and Transparent

**Adopted -- April 11, 2018**

# Ends Policy

**Adopted by the Board on: April 11, 2018**

<b>E Mega</b>	<b><u>Mega Ends</u></b>  <b>MISSION</b> Attract guests to the District through effective and efficient destination marketing and management in order to drive year-round economic growth.  <b>VISION</b> To be a year-round tourism, group, and event destination that supports our healthy mountain village with a balance of financial success, positive and memorable experiences for guests, and quality of life for our community.  <b>CORE VALUES</b> Accountable, Ethical, Proactive, Respectful, Responsive, and Transparent
<b>E 1.0</b>	<b>Visit Estes Park (VEP) fulfills its mission to attract guests to the District (the Estes Valley, including Estes Park, Glen Haven, Drake, Big Elk Meadows) through the following:</b>  <b>Destination Marketing:</b> <ul style="list-style-type: none"><li>• Inspiring visitation to the Estes Valley</li><li>• Promoting existing lodging, dining and attractions in the Estes Valley</li><li>• Representing the destination</li><li>• Contributing toward the long-term development of the community through travel and tourism</li></ul> <b>Destination Management:</b> <ul style="list-style-type: none"><li>• Supporting and educating stakeholders to improve their own business plans and marketing strategies</li><li>• Collaborating with partners to coordinate and maximize the impact of our endeavors</li><li>• Supporting the development of attractions that bring visitation to the Estes Valley and also enhance quality of life for residents.</li></ul>
<b>E 1.1</b>	<b>VEP provides the following programs and services within Destination Marketing:</b> <ul style="list-style-type: none"><li>• <b>Paid Media</b>—Advertising (digital, traditional, out-of-home, etc.) purchased to promote the destination through a series of targeted strategies and placements</li><li>• <b>Earned Media</b>—Publicity gained by working with media partners to provide recognition for the Estes Valley as a top vacation destination</li><li>• <b>Owned Media</b>—Promotions produced through our website, email, social media, collateral and the Visitors Center</li><li>• <b>Data Analytics</b>—Research results and analytics providing the ability to measure the impact and return on our marketing endeavors and to optimize future marketing campaigns</li></ul>
<b>E 1.11</b>	<b>VEP provides the following programs and services within Paid Media:</b> <ul style="list-style-type: none"><li>• Conduct domestic marketing campaigns:<ul style="list-style-type: none"><li>○ Increase destination awareness and loyalty for the Estes Valley</li><li>○ Advance emotional connection and attachment for guests</li><li>○ Maintain Summer visitation</li><li>○ Grow our year-round visitation</li></ul></li></ul>

- Generate awareness for diversity of activities offered in the Estes Valley service area
- Conduct international marketing campaigns:
  - International trade promotions and shows
  - Colorado Tourism Office collaboration for international travel
  - Co-op marketing and promotions
  - Training and sales calls
  - Online marketing promotions
  - Consumer promotion

Monitoring Data	Reporting Frequency	Reporting Party
KPI Report, CEO Report	Monthly	CEO, Metrics Committee

**E 1.12**

**VEP provides the following programs and services within Earned Media:**

- Conduct a series of public relations initiatives to promote the Estes Valley:
  - Differentiate the Estes Valley from competitors—premiere, authentic mountain
  - Conduct strategic, proactive media relations, outreach, crafting newsworthy stories
  - Tour Operator and FAM Tours
  - International PR and media efforts
  - Garner coverage in niche publications
  - Capitalize on and tie the Estes Valley into current trends the media is covering
  - Employ social media to maximize traditional PR campaign efforts
  - Capitalize on Colorado’s qualities as a top destination
  - Feature the Estes Valley’s prime location within the state.
  - Create buzz through the promotion of new packages, attractions & experiences
  - Identify and pursue award opportunities for the Estes Valley
  - Collaborate with VEP vendors to execute a holistic integrated approach
  - Collaborate with tourism partners to capitalize on media opportunities

Monitoring Data	Reporting Frequency	Reporting Party
KPI Report, CEO Report	Monthly	CEO, Metrics Committee

**E 1.13**

**VEP provides the following programs and services within Owned Media:**

- Maximize the effectiveness and utilization of the VEP website:
  - On-line booking capability
  - Destination information dissemination
  - Destination event promotion
- Establish and maintain a strong social media presence:
  - Facebook, Twitter, YouTube, Pinterest, Instagram
- Conduct a series of targeted email marketing:
  - Brand awareness and education
  - Consumer email newsletters
  - Paid placements
- Develop custom collateral to highlight Estes Park:
  - Official Visitors Guide
  - Happenings
- Provide support for the Visitors Center through the following venues:
  - Main Visitor Center
  - Other outreach venues
  - Valley

Monitoring Data	Reporting Frequency	Reporting Party
KPI Report, CEO Report	Monthly	CEO, Metrics Committee

E 1.14	<p><b>VEP provides the following programs and services within Data Analytics:</b></p> <ul style="list-style-type: none"> <li>• Utilize data analytics and market research to accomplish the following outcomes: <ul style="list-style-type: none"> <li>○ Develop a data system to measure the impact of VEP marketing campaigns</li> <li>○ Continually improve understanding of the Estes Park visitor</li> <li>○ Analyze and visualize big data, share patterns and insights to improve operational efficiency</li> <li>○ Establish new methods to measure destination marketing return on investment</li> <li>○ Optimize future marketing campaign effectiveness</li> </ul> </li> </ul> <table border="1" data-bbox="264 396 1500 470"> <thead> <tr> <th data-bbox="264 396 678 432">Monitoring Data</th> <th data-bbox="678 396 1089 432">Reporting Frequency</th> <th data-bbox="1089 396 1500 432">Reporting Party</th> </tr> </thead> <tbody> <tr> <td data-bbox="264 432 678 470">KPI Report, CEO Report</td> <td data-bbox="678 432 1089 470">Monthly</td> <td data-bbox="1089 432 1500 470">CEO, Metrics Committee</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	KPI Report, CEO Report	Monthly	CEO, Metrics Committee
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E 1.2	<p><b>VEP provides the following programs and services within Destination Management:</b></p> <ul style="list-style-type: none"> <li>• <b>Stakeholder Support and Education</b>—Providing support and education to our stakeholders enabling them to promote and maximize their own business</li> <li>• <b>Partnerships and Collaborations</b>—Collaborating with local and state partners to coordinate efforts and endeavors</li> <li>• <b>Destination Product Development</b>—Survey Stakeholders to identify destination product development priorities and provide consultation as appropriate.</li> </ul>						
E 1.21	<p><b>VEP provides the following programs and services within Stakeholder Support and Education:</b></p> <ul style="list-style-type: none"> <li>• Provide exceptional customer service to stakeholders: <ul style="list-style-type: none"> <li>○ Provide educational programs based on the needs of the stakeholders</li> <li>○ Conduct a periodic stakeholder survey to solicit input</li> <li>○ Provide one-on-one stakeholder assistance as requested</li> </ul> </li> </ul> <table border="1" data-bbox="264 1026 1500 1100"> <thead> <tr> <th data-bbox="264 1026 678 1062">Monitoring Data</th> <th data-bbox="678 1026 1089 1062">Reporting Frequency</th> <th data-bbox="1089 1026 1500 1062">Reporting Party</th> </tr> </thead> <tbody> <tr> <td data-bbox="264 1062 678 1100">Stakeholder Survey, CEO Report</td> <td data-bbox="678 1062 1089 1100">Monthly, Annually</td> <td data-bbox="1089 1062 1500 1100">CEO, Metrics Committee</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	Stakeholder Survey, CEO Report	Monthly, Annually	CEO, Metrics Committee
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E 1.22	<p><b>VEP provides the following programs and services within Partnerships and Collaborations:</b></p> <ul style="list-style-type: none"> <li>• Foster strong and productive local partnerships and collaborations: <ul style="list-style-type: none"> <li>○ Develop and maintain partner communication strategies to ensure coordination and enhance collaboration</li> <li>○ Host an annual VEP meeting</li> <li>○ Provide VEP leadership representation on local partner boards as appropriate</li> <li>○ Hold quarterly meetings with representatives of the Town and County</li> <li>○ Invite local partners to share updates to our board on a regular basis</li> </ul> </li> </ul> <table border="1" data-bbox="264 1457 1500 1566"> <thead> <tr> <th data-bbox="264 1457 678 1493">Monitoring Data</th> <th data-bbox="678 1457 1089 1493">Reporting Frequency</th> <th data-bbox="1089 1457 1500 1493">Reporting Party</th> </tr> </thead> <tbody> <tr> <td data-bbox="264 1493 678 1566">Partner Reports to Board, CEO Report</td> <td data-bbox="678 1493 1089 1566">Monthly</td> <td data-bbox="1089 1493 1500 1566">VEP Partners, CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	Partner Reports to Board, CEO Report	Monthly	VEP Partners, CEO
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E 1.23	<p><b>VEP provides the following programs and services within Destination Product Development:</b></p> <ul style="list-style-type: none"> <li>• Participate in the process to develop amenities, facilities, product and services to drive visitation to Estes Park <ul style="list-style-type: none"> <li>○ Work with local stakeholders to identify and promote new destination product</li> <li>○ Provide consultation as appropriate for destination product development ideas</li> </ul> </li> </ul> <table border="1" data-bbox="264 1829 1500 1896"> <thead> <tr> <th data-bbox="264 1829 678 1864">Monitoring Data</th> <th data-bbox="678 1829 1089 1864">Reporting Frequency</th> <th data-bbox="1089 1829 1500 1864">Reporting Party</th> </tr> </thead> <tbody> <tr> <td data-bbox="264 1864 678 1896">CEO Report</td> <td data-bbox="678 1864 1089 1896">Monthly</td> <td data-bbox="1089 1864 1500 1896">CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	CEO Report	Monthly	CEO
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# Board Process Policy

Adopted by Board on: March 14, 2018

<b>P Mega</b>	<b><u>Mega Governance Process</u></b>  As representatives of The Estes Park Local Marketing District, dba Visit Estes Park (VEP) VEP and the District Service Area (District) at large, the Board of Directors is responsible for the organization's fulfillment of its mission to all its constituents.
<b>P 1.0</b>	<b><u>Governing Style</u></b>  The Board will govern with an emphasis on: <ul style="list-style-type: none"><li>• Outward vision, rather than internal preoccupation</li><li>• Adherence to our Guiding Principles</li><li>• Encouragement of diversity in viewpoints</li><li>• Strategic leadership, rather than administrative detail</li><li>• Clear distinction of the Board and executive roles</li><li>• Collective, rather than individual decisions</li><li>• Future, rather than past or present</li><li>• Proactivity, rather than reactivity</li><li>• All with integrity and within the law</li></ul>
<b>P 1.1</b>	<b><u>Scope of Activities</u></b>  All activities of the Board, its officers, committee(s) or Directors will relate to the specific responsibilities of the Board as referenced in the State Statutes, and in the By-laws formally adopted at Board meetings and recorded in these policies.
<b>P 1.2</b>	<b><u>Group Action</u></b>  The Board will exercise its governing authority as a whole. No individual Board Director may exercise such authority, except as instructed by the Board.
<b>P 2.0</b>	<b><u>Policy Development</u></b>  The Board policies are to be active and dynamic. They are meant to be changed and refined regularly, based on the intent of each section, the values of the Board, and the changing environment within which VEP functions.
<b>P 2.1</b>	<b><u>Policy Types</u></b>  Policies of the Board will be one of four types: <ul style="list-style-type: none"><li>• <b>Ends Policies (E)</b>—What needs are to be met, for whom, and at what cost or relative worth.</li><li>• <b>Executive Limitations Policies (L)</b>—Issues of prudence and ethics that limit the choice of staff means.</li><li>• <b>Board-Management Delegation Policies (D)</b>—Descriptions of how the Board relates to staff, the Board's approach to delegation, its view of the chief executive's role and its manner of assessing performance.</li><li>• <b>Governance Process Policies (P)</b>—An outline of the Board's job description, ground rules for conducting Board meetings, legitimate Board topics, and how the Board structurally organizes itself.</li></ul>

<p><b>P 2.2</b></p>	<p><b><u>Policy Review</u></b></p> <p>Any Board Director or the President/CEO may request that the Board consider a review of, a change in, the addition of, or the deletion of specific policies. Such requests will be referred to the Governance Committee, who will determine the significance of a suggested change.</p> <ol style="list-style-type: none"> <li>a. If the suggested change does not significantly alter the meaning of the policy, the Governance Committee will have the authority to either revise or not revise the policy. The Governance Committee will notify the Board of all revisions made to policy.</li> <li>b. Any revision that will significantly alter the meaning of a policy will be decided by the full Board.</li> </ol>
<p><b>P 2.3</b></p>	<p><b><u>Policy Monitoring</u></b></p> <p>The Board will establish effective and regular ways of monitoring compliance with Executive Limitations Policies, as well as determining the monitoring indicators for Ends policies.</p>
<p><b>P 2.4</b></p>	<p><b><u>Policy Review Calendar</u></b></p> <p>The Board will establish a policy review calendar to coordinate the review of every policy at least once every two years.</p>
<p><b>P 3.0</b></p>	<p><b><u>Governance Compliance</u></b></p> <p>Board Directors will abide by the Guiding Principles, Code of Ethics and Conflict of Interest Policy and the Board Director Position Description of the organization.</p>
<p><b>P 3.1</b></p>	<p><b><u>Guiding Principles</u></b></p> <p>Board Directors will adhere to the behaviors outlined in the VEP Guiding Principles:</p> <ol style="list-style-type: none"> <li>a. Treat each other with respect.</li> <li>b. Communicate truthfully, candidly and openly.</li> <li>c. Assume positive intent.</li> <li>d. Support agreed upon decisions.</li> <li>e. Be responsible for asking for clarity when we do not understand.</li> <li>f. Use speed and simplicity to achieve goals.</li> <li>g. Spend the minimum time required to understand and learn from past problems so that we can maximize the time spent on how to best move forward.</li> <li>h. Avoid “triangulation” by discussing issues or concerns directly with the affected individuals before bringing them up with others.</li> <li>i. Honor and be accountable to commitment and will communicate concerns, problems and shortfalls early.</li> <li>j. Utilize all available tools for facilitate communication—phone, email, fact-to-face meetings, etc.</li> <li>k. Commit to teamwork; seek out and utilize the ideas and skills of all team members and be accountable to team decisions.</li> <li>l. Refrain from behavior that harms the public’s perception of the DMO.</li> <li>m. Avoid actual or perceived conflicts of interest and, in in doubt, to openly disclose and discuss concerns.</li> <li>n. Serve all stakeholders of the DMO impartially, and provide no special privilege to an individual stakeholder or organization.</li> </ol>

<p><b>P 3.2</b></p>	<p><b><u>Conflict of Interest</u></b></p> <p>Each Director is required to disclose any potential conflict of interest in any transaction of VEP pursuant to Sec. 18-8-308, C.R.S. The Director with a potential conflict of interest may not participate in the consideration of, and the vote on the transaction, may not attempt to influence the any parties related to the transaction, and may not act directly or indirectly for the Board in the inspection, operation, administration or performance of any contract related to the transaction. Ownership, in and of itself, by a Director of property within VEP shall not be considered a potential conflict of interest.</p>
<p><b>P 4.0</b></p>	<p><b><u>Board Director –Appointment—Term—Removal--Vacancy</u></b></p> <p>In order to clarify the precise roles of Board Directors, position descriptions have been developed.</p>
<p><b>P 4.1</b></p>	<p><b><u>Eligibility</u></b></p> <p>Each Director must live within the Service Area of VEP for at least one year prior to their appointment and must remain a resident of the Service Area of VEP during their entire term.</p>
<p><b>P 4.2</b></p>	<p><b><u>Board Director Position Description</u></b></p> <p>Specific duties are described below:</p> <ol style="list-style-type: none"> <li>a. Attend all board and committee meetings and functions.</li> <li>b. Be informed about the organization’s mission, services, policies, and programs.</li> <li>c. Review agenda and supporting materials prior to board and committee meetings.</li> <li>d. Serve on committees or task forces as requested.</li> <li>e. Treat fellow board directors with respect.</li> <li>f. Act in a professional manner.</li> <li>g. Advocate for the organization, within board policy.</li> <li>h. Suggest possible nominees to the board who can make significant contributions to the work of the board and the organization.</li> <li>i. Place the interests of the organization above any other personal or professional interests.</li> <li>j. Refrain from making special requests of the staff.</li> <li>k. Assist the board in carrying out its fiduciary responsibilities.</li> </ol>
<p><b>P 4.3</b></p>	<p><b><u>Appointment—Directors</u></b></p> <p>The Board shall be composed of seven (7) appointed Directors. Five (5) Directors shall be appointed by the Town of Estes Park Town Council (the “Town”). Two (2) Directors shall be appointed by the Larimer County Board of County Commissioners (the “County”). Within thirty (30) days after being appointed, except for good cause shown, each newly appointed Director shall appear before an officer authorized to administer oaths and take an oath that the Director will faithfully perform the duties of office as required by law and will support the constitution of the United States, the state constitution, and laws made pursuant thereto.</p>

<p><b>P 4.4</b></p>	<p><b><u>Term of Office—Directors</u></b></p> <p>The term of each Director is four (4) years and until his or her successor has been appointed. Directors may be reappointed to serve more than one (1) term, but a Director shall not serve more than two (2) consecutive terms. A Director who has served two consecutive terms is eligible for reappointment one year after the expiration of his or her second term. A Director appointed to fill an unexpired term of less than one (1) year shall be eligible for reappointment to two consecutive two-year terms. Each Director shall serve at the pleasure of their appointing entity.</p> <ul style="list-style-type: none"> <li>• The Town or County may waive the term limit as set forth above, in the event that either party, in its sole discretion, determines that there are no qualified applicants for a vacant Director position and a term limited Director wishes to serve another term.</li> </ul>
<p><b>P 4.5</b></p>	<p><b><u>Resignation and Removal—Directors</u></b></p> <p>Directors may be removed only as provided in the Act. A Director may resign at any time by giving written notice to the Board, and acceptance of such resignation shall not be necessary to make it effective.</p>
<p><b>P 4.6</b></p>	<p><b><u>Vacancy—Directors</u></b></p> <p>The Town or County (whichever entity appointed the Director causing the vacancy) shall appoint a replacement Director as soon as practicable following the vacancy.</p>
<p><b>P 5.0</b></p>	<p><b><u>Officers of the Board</u></b></p> <p>The Board shall maintain the following Officer positions:</p> <ul style="list-style-type: none"> <li>• Chair</li> <li>• Vice Chair</li> <li>• Secretary</li> <li>• Treasurer</li> </ul>
<p><b>P 5.1</b></p>	<p><b><u>Qualifications—Board Officers</u></b></p> <p>Every officer must be a member of the Board. No Director will hold more than one office at a time; however, one Director may serve as both Treasurer and Secretary.</p>
<p><b>P 5.2</b></p>	<p><b><u>Selection—Board Officers</u></b></p> <p>The Board will elect officers at the first regularly scheduled Board meeting following the annual appointments of the Board. If an officer's position becomes vacant (except for a vacancy caused by the normal expiration of an officer's term as a Director) the Chair can appoint an eligible person to fill the vacancy, subject to the approval of the Board. The appointed person will serve until the vacancy has been filled by the vote of the Board at the first regularly scheduled Board meeting following the annual appointments.</p>
<p><b>P 5.3</b></p>	<p><b><u>Term of Office—Board Officers</u></b></p> <p>Subject to the provisions of the subsequent section, officers will serve as such for one year and until their successors have been elected and qualified.</p>



P 5.4	<p><b><u>Removal—Board Officers</u></b></p> <p>Officers may be removed from their position by a vote of two thirds of the Board, with or without cause. The appointment of an officer will not create any contract rights.</p>
P 5.5	<p><b><u>Vacancy—Board Officers</u></b></p> <p>Whenever an officer's position becomes vacant (except for a vacancy caused by the normal expiration of an officer's term) the Chair of the DMO can appoint an eligible person to fill the vacancy, subject to the approval of the Board of Directors. The appointed person will serve until the vacancy has been filled by the vote of the Board of Directors at the first regularly scheduled Board meeting following the Annual Meeting.</p>
P 5.6	<p><b><u>Chairperson</u></b></p> <p>The duties of the Chair of the Board shall be the general supervision, subject to the control and direction of the Board, of the affairs and business of the organization and the Board: The Chair of the Board shall have the following responsibilities:</p> <ol style="list-style-type: none"> <li>a. Preside at all meetings of the Board and of the Governance Committee.</li> <li>b. Set the agenda for each regular or special meeting.</li> <li>c. Sign all contracts, deeds, notes, debentures, warrants and other instruments on behalf of VEP</li> <li>d. Serve as a member ex-officio of all other committees.</li> <li>e. Appoint persons to chair standing and ad hoc committees and also any task forces established by the Board.</li> </ol>
P 5.7	<p><b><u>Vice-Chairperson</u></b></p> <p>At the request of the Chair, or in the event of the Chair's absence or disability, the Vice Chair will perform the duties and possess and exercise the powers of the Chair.</p>
P 5.8	<p><b><u>Secretary</u></b></p> <p>The Secretary shall have responsibility to ensure the following functions are carried out by staff:</p> <ol style="list-style-type: none"> <li>a. The documents and papers of the DMO are properly kept.</li> <li>b. The minutes of all meetings of the Board of Directors are taken.</li> <li>c. All minutes of regular Board Meetings will be posted on the DMO website for public review.</li> <li>d. The official seal of VEP is kept and affixed to all contracts and instruments authorized to be executed by the Board.</li> </ol>
P 5.9	<p><b><u>Treasurer</u></b></p> <p>The Treasurer shall serve as chair of the Finance Committee and have responsibility to ensure the following functions are carried out by staff:</p> <ol style="list-style-type: none"> <li>a. The Treasurer will ensure that all funds, property, and securities of VEP are properly kept, subject to any regulations imposed by the Board.</li> <li>b. The Treasurer will ensure that all checks, notes, and other obligations to VEP are collected and properly deposited in whatever banks or depository the Board may designate.</li> </ol>

	<ul style="list-style-type: none"> <li>c. The Treasurer will ensure that necessary and proper payments from the funds of VEP are made. He or she will ensure that the books of VEP are kept and that full and accurate accounts of all monies and obligations received, paid, or incurred by VEP are entered in them on a regular basis.</li> <li>d. The Treasurer, or a Director or employee designated by the Treasurer, will make monthly reports on the state of VEP finances to the Board at a properly noticed meeting.</li> <li>e. The Treasurer will ensure that regular reporting on all VEP and Town Sales Tax collections is made to the Board.</li> <li>f. An annual budget is prepared and presented to the board for its approval on an annual basis.</li> <li>g. The financial statements of the organization are audited on an annual basis.</li> <li>h. Appropriate board policy is in place related to financial matters.</li> </ul>
<b>P 6.0</b>	<p><b><u>Board Committees and Task Forces</u></b></p> <p>The Board may, from time to time, use committees and task forces, but always consistent with the following principles and the Articles in the Bylaws governing committees:</p>
<b>P 6.1</b>	<p><b><u>Establishing Board Committees and Task Forces</u></b></p> <p>All standing committees will report to the Board. The standing committee will submit all recommendations to the Board for approval. The Board may create additional standing committees with a majority vote of those present at a properly convened meeting.</p> <p>The Board shall have the authority to create ad hoc committees or task forces as necessary. A majority vote of those present at a properly convened meeting shall be required to establish an ad hoc committee or task force. Any such committee or task force shall be charged with a specific task at the time it is created and will submit all recommendations to the Board for approval.</p>
<b>P 6.2</b>	<p><b><u>Committee Responsibility Flow</u></b></p> <p>Committee responsibilities shall flow directly from the Board’s approved description of its job, will be set forth in a formal written charge with an appropriate period for existence, and will not impinge upon responsibilities delegated to the President.</p>
<b>P 6.3</b>	<p><b><u>Committee Authority</u></b></p> <p>Committees will have no executive or deciding authority, except when empowered by the Board. At all other times committees will make recommendations for consideration by the Board.</p>
<b>P 6.4</b>	<p><b><u>Committee and Task Force Membership</u></b></p> <p>Committee and task force membership is selected by the Board. Committees and task forces will be comprised of Board Directors and may, when deemed appropriate, also be comprised of community members residing in the District.</p>

<p><b>P 6.5</b></p>	<p><b><u>Committee Types</u></b></p> <p>There are three types of committees and task forces:</p> <ol style="list-style-type: none"> <li>a. Standing Committees—Committees that meet on a regular basis to fulfill routine board functions.</li> <li>b. Ad Hoc Committees—Committees that meet as needed to fulfill specific board functions.</li> <li>c. Task Forces—Task forces that meet as needed to address a one-time issue for the board.</li> </ol>
<p><b>P 6.6</b></p>	<p><b><u>Committee Protocol</u></b></p> <p>All board committees and task forces will adhere to the following protocol:</p> <ol style="list-style-type: none"> <li>a. Each committee will be made up of a minimum of three and maximum of eight members approved by the board chair. A majority of the committee members shall constitute a quorum for any decision of the committee.</li> <li>b. The board will set the goals of the committee, while the committee will set its own strategies for reaching those goals.</li> <li>c. Prior to the first meeting of the committee, the board chair, the chief executive, and the committee chair will meet to review the goals and expectations set by the board and this protocol.</li> <li>d. Standing Committees will meet at least every quarter. The chair of the committee will report in writing the progress and activities of the committee at the following board meeting.</li> <li>e. The board chair and the chief executive can sit on any committee or task force <i>ex officio</i>. They will be copied on all committee and task force correspondence.</li> <li>f. Staff persons present at a committee meeting will be present to assist because of knowledge of the actual day-to-day operations. Committees will not assign the staff with tasks without the concurrence of the chief executive.</li> <li>g. A committee will not enter into any contractual obligations on behalf of the board.</li> <li>h. Committees should not replicate the staff’s activities.</li> <li>i. All committees must operate in accordance with the open meeting provision of the Sunshine Law.</li> </ol>
<p><b>P 6.7</b></p>	<p><b><u>Standing Committees</u></b></p> <p>The following standing committees of the Board have been established: Finance Committee.</p>
<p><b>P 6.71</b></p>	<p><b><u>Finance Committee</u></b></p> <p>The finance committee is responsible for assisting the board in ensuring the organization is in good fiscal health. The committee fulfills this responsibility by ensuring that:</p> <ol style="list-style-type: none"> <li>1. Staff maintains accurate and complete financial records.</li> <li>2. Staff monitors income and expenditures against projections.</li> <li>3. The Committee reviews and recommends financial policies to the board, including ensuring adequate internal controls and maintaining financial records in accordance with standard accounting practices.</li> <li>4. Staff provides accurate, timely, and meaningful financial information to the board.</li> <li>5. The Committee proposes for board approval a budget that reflects the organization’s goals and board policies.</li> <li>6. Staff maintains proper risk management provisions in place, including appropriate insurance coverage for the organization and for the board.</li> <li>7. The Committee helps the full board understand the organization’s financial affairs.</li> <li>8. The organization stays in compliance with federal, state, and other requirements related to the organization’s finances.</li> </ol>

P 6.72	<p align="center"><b><u>Strategic Marketing Committee</u></b></p> <p align="center"><b><u>(Description to be developed)</u></b></p>
P 6.73	<p align="center"><b><u>Metrics Committee</u></b></p> <p align="center"><b><u>(Description to be developed)</u></b></p>
P 6.8	<p align="center"><b><u>Ad Hoc Committees</u></b></p> <p>The following ad hoc committees of the Board have been established: Governance Committee and Nominating Committee.</p>
P 6.81	<p align="center"><b><u>Governance Committee</u></b></p> <p>The governance committee is responsible for ongoing review and recommendations to enhance the quality and future viability of the board. The committee fulfills this responsibility by ensuring that the organization:</p> <ol style="list-style-type: none"> <li>1. Assists the board in periodically updating and clarifying the primary areas of focus for the board, based on the strategic plan.</li> <li>2. Designs and oversees a process of board orientation and information needed during the first cycle of board activity for new board directors.</li> <li>3. Designs and implements an ongoing program of board information and education for all board directors.</li> <li>4. Leads the periodic assessment of the board’s performance; proposes, as appropriate, changes in board structure, roles, and responsibilities.</li> <li>5. Provides ongoing counsel to the board chair and other board leaders on steps they might take to enhance board effectiveness.</li> <li>6. Regularly reviews the board’s practices regarding conflict of interest, confidentiality, etc., and suggests improvements as needed.</li> <li>7. Periodically reviews the board’s policy and recommends any necessary changes to the board.</li> <li>8. Review any proposed modifications, additions and deletions to board policy to ensure they are policy matters.</li> </ol>
P 6.82	<p align="center"><b><u>Nominating Committee</u></b></p> <p>The nominating committee is responsible for ensuring the board is comprised of appropriate directors who will provide leadership to the organization. The Nominating Committee will submit names to the Town and/or County no later than September 30th of any year that has an open seat. While the Town and County are under no obligation to choose one of the recommended candidates, efforts by the Board should be taken to find and encourage those candidates that will enhance VEP and its mission. A similar process may be followed when a vacancy occurs on the Board. The committee fulfills this responsibility by ensuring that the organization:</p> <ol style="list-style-type: none"> <li>1. Assesses current and anticipated needs for board composition, determining the board’s knowledge, attributes, skills, abilities, influence, and access the board will need to consider in order to accomplish future work of the board.</li> <li>2. Develops a profile of the board as it should evolve over time.</li> <li>3. Identifies and presents potential board director candidates and explores with each candidate his or her interest and availability in board service.</li> <li>4. Provides each potential board director with an understanding of how the organization governs under a policy-based governance</li> </ol>

	<ol style="list-style-type: none"> <li>5. In cooperation with the board chair, meets annually with each board director to assess his or her performance and continuing interest in board membership and term of service. Works with each board director to identify the appropriate role he or she might assume on behalf of the organization.</li> <li>6. Takes the lead in succession planning, taking steps to recruit and prepare for future board leadership.</li> <li>7. Nominates board directors for election as board officers.</li> </ol>
<b>P 7.0</b>	<p><b><u>Types of Board Sessions</u></b></p> <p>The Board will have three types of Board sessions:</p>
<b>P 7.1</b>	<p><b><u>Regular Sessions</u></b></p> <p>The Board will schedule and announce the dates and times of its regular meetings for the coming year at VEP's first meeting of the calendar year. Regular meetings of the Board shall occur on a monthly basis, at a minimum, and shall take place at the VEP Office, unless otherwise designated.</p>
<b>P 7.2</b>	<p><b><u>Special Sessions</u></b></p> <p>The Board Chair may call a special meeting or work session of the Board any time, and must do so whenever asked by any one-third of the total number of Directors. In the second case, the request must be made in writing and the meeting must be set for no sooner than seven (7) days and no later than fourteen (14) days from the date the request is made. Notice of any special meeting or work session must then be posted as required by the Colorado Open Meetings Law, Sec. 24-6-401, <i>et seq.</i>, C.R.S.</p>
<b>P 7.3</b>	<p><b><u>Executive Sessions</u></b></p> <p>Executive sessions allow only Board Directors and those invited to be in attendance. All recording of executive sessions will be pursuant with to state law.</p>
<b>P 7.4</b>	<p><b><u>Emergency Meetings</u></b></p> <p>Notwithstanding any other provisions in this Article II, emergency meetings may be called by the Chair or any two (2) Directors in the event of an emergency that requires the immediate action of the Board and could not be delayed for the twenty-four (24) hour notice period. Notice of an emergency meeting may be given to the Board by telephone or other reasonable means. Any action taken at an emergency meeting shall be effective only until the first to occur of (a) the next regular meeting; or (b) the next special meeting at which the emergency issue is on the public notice of the meeting. At such subsequent meeting, the Board may ratify any emergency action taken. If not ratified, the emergency action shall be deemed rescinded as of the date of the subsequent meeting.</p>
<b>P 8.0</b>	<p><b><u>Board Self-Review</u></b></p> <p>The Board will conduct a self-appraisal no less than every other year to identify and discuss areas and actions for improvement. The self-appraisal will focus on:</p>
<b>P 8.1</b>	<p><b><u>Areas of Board Self-Review</u></b></p> <ul style="list-style-type: none"> <li>• The Board's openness and communications among its Directors.</li> <li>• The Board's ability and skill in developing and monitoring policy.</li> <li>• The Board's adherence to policy and policy governance.</li> <li>• The Board of Director's adherence to its Guiding Principles.</li> </ul>

	<ul style="list-style-type: none"> <li>• The Board’s communications with the President/CEO.</li> <li>• The effectiveness of the work of Board standing committees.</li> <li>• The individual performance of each board Director.</li> </ul>
<p><b>P 9.0</b></p>	<p><b><u>Public Comment</u></b></p> <p>When making public comment, the board will administer the following rules of order and procedures to the public:</p> <ol style="list-style-type: none"> <li>1. Speakers must sign in, giving their full name and the topic about which they seek to address the board.</li> <li>2. The purpose of Public Comment is to provide input to the Visit Estes Park Board on issues relevant to Visit Estes Park strategy. The floor is open to general public comment at the open of the meeting. Additionally, the public is given time to provide comment specific to each action item after board comment.</li> <li>3. Public Comments and questions shall be: <ol style="list-style-type: none"> <li>a. Limited to three minutes or as adjusted by the Chair.</li> <li>b. Directed to the Board as a whole and not to individual members.</li> <li>c. Presented in a courteous and professional demeanor and not in a threatening, profane, vulgar, insulting or abusive manner.</li> <li>d. Limited to topics pertaining to the Visit Estes Park Board and about which the Visit Estes Park Board has authority.</li> </ol> </li> <li>4. Speakers, when recognized by the Chair, will provide their name and address prior to addressing the Board.</li> <li>5. Individuals who engage in repetitive comments of questions or who otherwise violate the provisions of Rule #2 above will be asked to refrain and/or/yield the floor.</li> <li>6. Failure to abide by these requirements after a first warning may result in the Board requiring that the speaker, in lieu of speaking, submit his/her statements in writing during future public comment.</li> <li>7. The Board Chair is responsible for administration and enforcement of these rules in his/her sole discretion.</li> </ol>
<p><b>P 10.0</b></p>	<p><b><u>Official Media Spokesperson for Visit Estes Park</u></b></p> <p>When asked to act as an official media spokesperson, the Board will adhere to the following:</p> <p>Only the President/CEO and Chair of the VEP Board of Directors, or person designated by the Board of Directors, are authorized to speak/publish publicly on behalf of VEP.</p>

**P 11.0**

**Board Email**

Regarding Board email, the Board will adhere to the following:

Visit Estes Park Board emails will be uploaded and available for public viewing via a link located at [www.visitestespark.com/partners/board](http://www.visitestespark.com/partners/board). Emails containing private, confidential, personnel or personal in the subject line or the Visit Estes Park Attorney's email address anywhere in the message will not be publicly posted. Any emails which are not public record or are not allowed to be publicly inspected pursuant to the Colorado Open Records Act or any other State or Federal legislation or regulation, will not be posted. Posted email may be removed by Visit Estes Park under the following circumstances: posted email is found to not be allowed to be physically inspected under the Colorado Open Records Act or any other State or Federal legislation or regulation, email contains obscene, libelous or false information, or any member of the public may request removal of posted emails if they expected the email to be confidential or the email contains a personal or private matter. Emails posted to the site are not monitored in real-time. Visit Estes Park is not responsible for the content of the emails sent by users.

# **Board-Management Delegation Policy**

Adopted by Board on: September 20, 2017

<b>D Mega</b>	<b><u>Mega Board-Management Delegation</u></b>  In order to clarify the roles of the Board and the President/CEO, the following Board-Management Delegation Policies have been developed
<b>D 1.0</b>	<b><u>Board Acts as a Whole</u></b>  Only decisions of the Board acting as a body are binding on the President/CEO
<b>D 1.1</b>	<b><u>Board Decisions and Instructions</u></b>  Decisions or instructions of individual Board Directors, officers or committees are not binding on the President/CEO, except in rare instances when the Board has specifically authorized such exercise of authority
<b>D 1.2</b>	<b><u>Requests for Information or Assistance</u></b>  In the case of Board Directors or committees requesting information or assistance without Board authorization, the President/CEO can refuse such requests that require, in the President/CEO's opinion, a significant amount of staff time or funds or are disruptive
<b>D 2.0</b>	<b><u>Accountability of the Board to the President/CEO</u></b>  The President/CEO is the Board's only employee and link to operational achievement and conduct, so that all authority and accountability of staff other than the President/CEO, as far as the Board is concerned, is considered the authority and accountability of the President/CEO
<b>D 2.1</b>	<b><u>Relationship of Organizational Performance to President/CEO Performance</u></b>  The Board, acting as a body, will view President/CEO performance as synonymous with organizational performance, so that organizational accomplishment of Board-stated outcomes and not exceeding limitations will be viewed as successful President/CEO performance
<b>D 2.2</b>	<b><u>Limitation of Board Direction</u></b>  The Board or Board Directors will refrain from giving instructions to persons who report directly or indirectly to the President/CEO
<b>D 2.3</b>	<b><u>Limitation on Staff Evaluation</u></b>  The Board will refrain from evaluating any staff other than the President/CEO
<b>D 2.4</b>	<b><u>Emergency Succession Condition</u></b>  In the event of an emergency succession condition, the Board may appoint another person as on Interim President/CEO and all policy references to the President/CEO will apply to the Interim President/CEO
<b>D 3.0</b>	<b><u>Delegation to the President/CEO</u></b>  The Board will instruct the President/CEO through written policies that prescribe the organizational outcomes to be achieved and describe organizational situations and actions to be avoided, allowing the President/CEO to use any reasonable interpretation of these policies



D 3.1	<p><b><u>Development of Ends Policies</u></b></p> <p>The Board will develop policies instructing the President/CEO, as the official link to the organization, to achieve results. These policies will be developed systematically from the broadest, most general level to more defined levels and will be called Ends Policies</p>
D 3.2	<p><b><u>Development of Executive Limitations Policies</u></b></p> <p>The Board will develop policies that limit the latitude the President/CEO may exercise in either practice or conduct in choosing organizational means to achieve the outcomes. These policies will be developed systematically from the broadest, most general level to more defined levels and will be call Executive Limitations Policies</p>
D 3.3	<p><b><u>President/CEO Authority</u></b></p> <p>Except for assignments of its own work (policies) to committees, consultants or officers, the Board will delegate authority only to the President/CEO. The authority of VEP in regard to all related entities, independent contractors, or employees will be exercised through the President/CEO. Except as required by these policies or law, decisions of the President/CEO do not need approval by the Board</p>
D 3.4	<p><b><u>Further President/CEO Authority</u></b></p> <p>As long as the President/CEO uses any reasonable interpretation of the Board’s Ends and Executive Limitations Policies, the President/CEO is authorized to establish all further policies, make all decisions, take all actions, establish all practices, and develop all activities</p>
D 4.0	<p><b><u>Actions Requiring Board Approval</u></b></p> <p>The following actions require Board approval due to their unique nature, or by virtue of their status as a requirement of the Board or other governing body</p>
D 4.1	<p><b><u>List of Actions Requiring Board Approval</u></b></p> <ul style="list-style-type: none"> <li>• President/CEO selection, evaluation and compensation</li> <li>• Defining the President/CEO’s duties and preparing the position description</li> <li>• Developing the Strategic Plan</li> <li>• Selecting the independent certified public accountants</li> <li>• Receiving annual audits</li> <li>• Adopting an annual budget and operating plan</li> <li>• Establishing, modifying and removing Board policy</li> <li>• Electing Board officers</li> <li>• Revising the Bylaws</li> </ul>
D 5.0	<p><b><u>Means of Monitoring</u></b></p> <p>The Board will monitor compliance with Board policy in one or more of the following two methods:</p>
D 5.1	<p><b><u>Internal Monitoring</u></b></p> <p>By internal report, in which the President/CEO discloses compliance information to the Board</p>

<b>D 5.2</b>	<p><b><u>External Monitoring</u></b></p> <p>By external report, in which an external, disinterested third party selected by the Board assesses compliance with Board policies</p>
<b>D 6.0</b>	<p><b><u>Provision of Notice</u></b></p> <p>Both the Board of Directors and the President/CEO have an obligation to report any perceived violations of Executive Limitations Policy</p>
<b>D 6.1</b>	<p><b><u>Notice by President/CEO</u></b></p> <p>The President/CEO will give notice to the Board once an Executive Limitation has been recognized as being violated. If the limitation is immediately correctable, the President/CEO will take corrective action within the Executive Limitations Policies and report the results to the Board. If the violation is not immediately correctable, the President/CEO will share with the Board a plan for corrective action</p>
<b>D 6.2</b>	<p><b><u>Notice by a Board Director</u></b></p> <p>Board Directors should bring to the attention of the Chair any condition or action believed to violate an Executive Limitations Policy</p>
<b>D 7.0</b>	<p><b><u>Board Agenda Structure</u></b></p> <p>The Board will intentionally establish a basic structure for its Board meetings. The structure's purpose is to assist the Board and President/CEO in processing information in a way that allows them to maintain a policy-based orientation. This Board structure will work in tandem with the policy review and monitoring calendar</p>
<b>D 7.1</b>	<p><b><u>Board Agenda Sections</u></b></p> <p>The Board agenda structure will consist of seven sections:</p> <ul style="list-style-type: none"> <li>• Public Comment</li> <li>• Chairperson's Message</li> <li>• CEO's Report</li> <li>• Policy Development</li> <li>• Policy Monitoring</li> <li>• Program Review/Strategic Dialog</li> <li>• Consent Agenda</li> <li>• Committee Reports/Action</li> <li>• Board Comment</li> </ul>
<b>D 7.2</b>	<p><b><u>Additional Board Agenda Items</u></b></p> <p>Additional Board agenda items may be proposed by any Board Director and placed on the meeting agenda with the approval of the majority of the Board.</p>

# Executive Limitation Policy

**Adopted by the Board on: March 28, 2018**

<b>L Mega</b>	<b><u>Mega Executive Limitations</u></b>		
	The President/CEO may not act, at any time when representing the organization, in a manner that is illegal, unethical, or imprudent, or in a way that is inconsistent with the organization's governing documents or jeopardizes or erodes VEP's public image or credibility		
<b>L 1.0</b>	<b><u>Communication with the Board</u></b>		
	With respect to providing information to the Board, the President/CEO may not:		
<b>L 1.1</b>	<b><u>Financial Reporting</u></b>		
	Fail to produce and distribute accurate financial statements monthly and annually in accordance with generally accepted accounting principles (GAAP) used by state and local government entities in the United States, subject to the timeliness limitations of modified accrual accounting. A dashboard report of the most current statements will be reviewed by the Board at its monthly meetings.		
	<b>Monitoring Data</b>	<b>Reporting Frequency</b>	<b>Reporting Party</b>
	Financial Statements (to Finance Committee), Dashboard Report (to Board)	Monthly, Annually	Finance Committee -- CEO
<b>L 1.2</b>	<b><u>Provide Monitoring Data</u></b>		
	Fail to submit monitoring data related to Board policy.		
	<b>Monitoring Data</b>	<b>Reporting Frequency</b>	<b>Reporting Party</b>
	Various, Based on the Policy	Monthly, Quarterly, Annually	CEO
<b>L 1.3</b>	<b><u>Report Violation of Policy</u></b>		
	Fail to report violation or perceived violation of Board policy.		
	<b>Monitoring Data</b>	<b>Reporting Frequency</b>	<b>Reporting Party</b>
	Notification of Violation	On Occurrence	CEO
<b>L 2.0</b>	<b><u>Strategic Planning</u></b>		
	With respect to effective planning, the President/CEO may not:		
<b>L 2.1</b>	<b><u>Strategic Plan</u></b>		
	Fail to develop and maintain a current and relevant strategic plan for the organization, updated every three years, developed with the Board, and relevant input from staff and external constituents.		
	<b>Monitoring Data</b>	<b>Reporting Frequency</b>	<b>Reporting Party</b>
	Strategic Plan	Every Three Years	CEO
<b>L 2.2</b>	<b><u>Progress Reports</u></b>		
	Fail to provide the Board with periodic progress reports the implementation of the strategic plan on a routine basis.		
	<b>Monitoring Data</b>	<b>Reporting Frequency</b>	<b>Reporting Party</b>
	CEO's Report	Monthly	CEO

<b>L 3.0</b>	<p><b><u>Public Policy</u></b></p> <p>With respect to public policy, the President/CEO may not:</p>						
<b>L 3.1</b>	<p><b><u>Scope of Public Policy</u></b></p> <p>Participate in any public policy issue that fails to relate to destination marketing or destination product development, and meet the following criteria:</p> <ul style="list-style-type: none"> <li>• The issue affects VEP’s ability to work toward its mission</li> <li>• The issue affects VEP’s stakeholders</li> <li>• The issue affects VEP’s status or its operations</li> </ul> <p>This Executive Limitation does not preclude VEP from taking part in advocacy work with coalitions, networks and associations provided the work is not in conflict with VEP’s mission. Only the President/CEO and Chair of the VEP Board of Directors, or person designated by the Board of Directors, are authorized to speak/publish publicly on behalf of VEP regarding public policy issues.</p> <table border="1" data-bbox="264 667 1500 743"> <thead> <tr> <th>Monitoring Data</th> <th>Reporting Frequency</th> <th>Reporting Party</th> </tr> </thead> <tbody> <tr> <td>CEO’s Report</td> <td>On Occurrence</td> <td>CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	CEO’s Report	On Occurrence	CEO
Monitoring Data	Reporting Frequency	Reporting Party					
CEO’s Report	On Occurrence	CEO					
<b>L 3.2</b>	<p><b><u>Participation in Partisan Public Policy</u></b></p> <p>Participate in any public policy in a partisan fashion. VEP is nonpartisan and does not support or oppose specific candidates for public office or political parties.</p> <table border="1" data-bbox="264 903 1500 978"> <thead> <tr> <th>Monitoring Data</th> <th>Reporting Frequency</th> <th>Reporting Party</th> </tr> </thead> <tbody> <tr> <td>CEO’s Report</td> <td>On Occurrence</td> <td>CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	CEO’s Report	On Occurrence	CEO
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<b>L 3.3</b>	<p><b><u>Report Public Policy Activity</u></b></p> <p>Fail to regularly and timely report all public policy activity.</p> <table border="1" data-bbox="264 1102 1500 1178"> <thead> <tr> <th>Monitoring Data</th> <th>Reporting Frequency</th> <th>Reporting Party</th> </tr> </thead> <tbody> <tr> <td>CEO’s Report</td> <td>On Occurrence</td> <td>CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	CEO’s Report	On Occurrence	CEO
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<b>L 4.0</b>	<p><b><u>Financial Condition</u></b></p> <p>With respect to operating VEP in a financially sound and prudent fiscal manner, the President/CEO may not jeopardize the long-term financial strength of the organization. Accordingly, the President/CEO may not:</p>						
<b>L 4.1</b>	<p><b><u>Budgeting</u></b></p> <p>Develop a budget for any fiscal period that: a) deviates materially from VEP’s Ends Policy and/or risks financial jeopardy; b) fails to be derived from the strategic plan; c) fails to maintain a balanced budget; d) plans the expenditure in any fiscal year of more funds and beginning fund balances than are conservatively projected to be available in that period or which are otherwise available.</p> <table border="1" data-bbox="264 1642 1500 1717"> <thead> <tr> <th>Monitoring Data</th> <th>Reporting Frequency</th> <th>Reporting Party</th> </tr> </thead> <tbody> <tr> <td>Annual Operating Budget</td> <td>Annually</td> <td>Finance Committee -- CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	Annual Operating Budget	Annually	Finance Committee -- CEO
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Annual Operating Budget	Annually	Finance Committee -- CEO					
<b>L 4.2</b>	<p><b><u>Performance to Budget</u></b></p> <p>Fail to produce the budgeted change in net assets.</p> <table border="1" data-bbox="264 1852 1500 1957"> <thead> <tr> <th>Monitoring Data</th> <th>Reporting Frequency</th> <th>Reporting Party</th> </tr> </thead> <tbody> <tr> <td>Financial Dashboard Report</td> <td>Monthly</td> <td>Finance Committee -- CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	Financial Dashboard Report	Monthly	Finance Committee -- CEO
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Financial Dashboard Report	Monthly	Finance Committee -- CEO					

L 4.3	<p><b><u>Financial Controls</u></b></p> <p>Fail to make lawful and adequate provisions for sound fiscal policies and practices of VEP, including the preparation of an annual audit by a certified public accountant, the preparation of an annual budget, the receipt and expenditure of funds, and ample fidelity bonding of the officers and employees entrusted with the handling of funds or property of VEP in accordance with state laws.</p> <table border="1" data-bbox="264 342 1497 415"> <thead> <tr> <th>Monitoring Data</th> <th>Reporting Frequency</th> <th>Reporting Party</th> </tr> </thead> <tbody> <tr> <td>Financial Dashboard Report</td> <td>Monthly</td> <td>Finance Committee -- CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	Financial Dashboard Report	Monthly	Finance Committee -- CEO			
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Financial Dashboard Report	Monthly	Finance Committee -- CEO								
L 4.4	<p><b><u>Expenditure of Funds</u></b></p> <p>Fail to follow the Administrative Policy for Procurement.</p> <table border="1" data-bbox="264 541 1497 617"> <thead> <tr> <th>Monitoring Data</th> <th>Reporting Frequency</th> <th>Reporting Party</th> </tr> </thead> <tbody> <tr> <td>General Ledger</td> <td>Monthly</td> <td>Finance Committee -- CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	General Ledger	Monthly	Finance Committee -- CEO			
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General Ledger	Monthly	Finance Committee -- CEO								
L 4.5	<p><b><u>Reserves</u></b></p> <p>Allow reserves to fall below the TABOR regulation requirement and Board-approved level established annually through the process of establishing an Annual Operating Budget.</p> <table border="1" data-bbox="264 777 1497 850"> <thead> <tr> <th>Monitoring Data</th> <th>Reporting Frequency</th> <th>Reporting Party</th> </tr> </thead> <tbody> <tr> <td>Financial Dashboard Report</td> <td>Monthly</td> <td>Finance Committee -- CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	Financial Dashboard Report	Monthly	Finance Committee -- CEO			
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Financial Dashboard Report	Monthly	Finance Committee -- CEO								
L 4.6	<p><b><u>Insure Against Risk</u></b></p> <p>Fail to insure against liability and property loss/damage within the limits of coverage established annually by the Finance Committee.</p> <table border="1" data-bbox="264 1012 1497 1085"> <thead> <tr> <th>Monitoring Data</th> <th>Reporting Frequency</th> <th>Reporting Party</th> </tr> </thead> <tbody> <tr> <td>Insurance Binders</td> <td>Annually</td> <td>Finance Committee -- CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	Insurance Binders	Annually	Finance Committee -- CEO			
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Insurance Binders	Annually	Finance Committee -- CEO								
L 4.7	<p><b><u>Create Long-term Obligations</u></b></p> <p>Create long-term obligations.</p> <table border="1" data-bbox="264 1211 1497 1285"> <thead> <tr> <th>Monitoring Data</th> <th>Reporting Frequency</th> <th>Reporting Party</th> </tr> </thead> <tbody> <tr> <td>Financial Statements</td> <td>On Occurrence</td> <td>Finance Committee -- CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	Financial Statements	On Occurrence	Finance Committee -- CEO			
Monitoring Data	Reporting Frequency	Reporting Party								
Financial Statements	On Occurrence	Finance Committee -- CEO								
L 4.8	<p><b><u>Protect Intellectual Property</u></b></p> <p>Fail to protect intellectual property and information from loss, significant damage, unauthorized use, or unauthorized duplication.</p> <table border="1" data-bbox="264 1446 1497 1556"> <thead> <tr> <th>Monitoring Data</th> <th>Reporting Frequency</th> <th>Reporting Party</th> </tr> </thead> <tbody> <tr> <td>Notification of Violation</td> <td>On Occurrence</td> <td>Finance Committee -- CEO</td> </tr> <tr> <td></td> <td></td> <td></td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	Notification of Violation	On Occurrence	Finance Committee -- CEO			
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Notification of Violation	On Occurrence	Finance Committee -- CEO								
L 4.9	<p><b><u>Violate Regulations</u></b></p> <p>Allow violations of Generally Accepted Accounting Principles, Financial Accounting Standards Board Rules, Government Accounting Standards Board Rules, Colorado Department of Revenue Regulations, State of Colorado, or Internal Revenue Service Regulations.</p> <table border="1" data-bbox="264 1753 1497 1932"> <thead> <tr> <th>Monitoring Data</th> <th>Reporting Frequency</th> <th>Reporting Party</th> </tr> </thead> <tbody> <tr> <td>Notification of Violation</td> <td>On Occurrence</td> <td>Finance Committee -- CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	Notification of Violation	On Occurrence	Finance Committee -- CEO			
Monitoring Data	Reporting Frequency	Reporting Party								
Notification of Violation	On Occurrence	Finance Committee -- CEO								

L 4.10	<p align="center"><b><u>External Audit</u></b></p> <p>Fail to ensure an external audit is produced annually and delivered to the Board.</p> <table border="1" data-bbox="264 203 1497 275"> <thead> <tr> <th data-bbox="264 203 678 237">Monitoring Data</th> <th data-bbox="678 203 1089 237">Reporting Frequency</th> <th data-bbox="1089 203 1497 237">Reporting Party</th> </tr> </thead> <tbody> <tr> <td data-bbox="264 237 678 275">Audit Report</td> <td data-bbox="678 237 1089 275">Annually</td> <td data-bbox="1089 237 1497 275">Finance Committee -- CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	Audit Report	Annually	Finance Committee -- CEO
Monitoring Data	Reporting Frequency	Reporting Party					
Audit Report	Annually	Finance Committee -- CEO					
L 4.11	<p align="center"><b><u>Invest Funds</u></b></p> <p>Invest funds or securities in a manner that compromises a prudent level of security and return or sufficient liquidity to make funds available as needed for program or administrative purposes.</p> <table border="1" data-bbox="264 476 1497 548"> <thead> <tr> <th data-bbox="264 476 678 510">Monitoring Data</th> <th data-bbox="678 476 1089 510">Reporting Frequency</th> <th data-bbox="1089 476 1497 510">Reporting Party</th> </tr> </thead> <tbody> <tr> <td data-bbox="264 510 678 548">Audit Report</td> <td data-bbox="678 510 1089 548">Annually</td> <td data-bbox="1089 510 1497 548">Finance Committee -- CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	Audit Report	Annually	Finance Committee -- CEO
Monitoring Data	Reporting Frequency	Reporting Party					
Audit Report	Annually	Finance Committee -- CEO					
L 5.0	<p align="center"><b><u>Human Resources</u></b></p> <p>With respect to prudent and ethical human resources, the President/CEO may not:</p>						
L 5.1	<p align="center"><b><u>Whistle-Blower Policy</u></b></p> <p>Fail to have a Board-adopted Whistle-Blower Policy in place and adhere to the policy.</p> <table border="1" data-bbox="264 800 1497 905"> <thead> <tr> <th data-bbox="264 800 678 833">Monitoring Data</th> <th data-bbox="678 800 1089 833">Reporting Frequency</th> <th data-bbox="1089 800 1497 833">Reporting Party</th> </tr> </thead> <tbody> <tr> <td data-bbox="264 833 678 905">Board-Adopted Whistle-Blower Policy</td> <td data-bbox="678 833 1089 905">Every Two Years</td> <td data-bbox="1089 833 1497 905">CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	Board-Adopted Whistle-Blower Policy	Every Two Years	CEO
Monitoring Data	Reporting Frequency	Reporting Party					
Board-Adopted Whistle-Blower Policy	Every Two Years	CEO					
L 5.2	<p align="center"><b><u>Employee Handbook Policy</u></b></p> <p>Fail to have a Board-adopted Employee Handbook in place and adhere to the policies.</p> <table border="1" data-bbox="264 1031 1497 1136"> <thead> <tr> <th data-bbox="264 1031 678 1064">Monitoring Data</th> <th data-bbox="678 1031 1089 1064">Reporting Frequency</th> <th data-bbox="1089 1031 1497 1064">Reporting Party</th> </tr> </thead> <tbody> <tr> <td data-bbox="264 1064 678 1136">Board-Adopted Employee Handbook</td> <td data-bbox="678 1064 1089 1136">Every Two Years</td> <td data-bbox="1089 1064 1497 1136">CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	Board-Adopted Employee Handbook	Every Two Years	CEO
Monitoring Data	Reporting Frequency	Reporting Party					
Board-Adopted Employee Handbook	Every Two Years	CEO					
L 5.3	<p align="center"><b><u>Conflict of Interest Policy</u></b></p> <p>Fail to have a Board-adopted Conflict of Interest Policy in place and adhere to the policy.</p> <table border="1" data-bbox="264 1257 1497 1367"> <thead> <tr> <th data-bbox="264 1257 678 1291">Monitoring Data</th> <th data-bbox="678 1257 1089 1291">Reporting Frequency</th> <th data-bbox="1089 1257 1497 1291">Reporting Party</th> </tr> </thead> <tbody> <tr> <td data-bbox="264 1291 678 1367">Board-Adopted Conflict of Interest Policy</td> <td data-bbox="678 1291 1089 1367">Every Two Years</td> <td data-bbox="1089 1291 1497 1367">CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	Board-Adopted Conflict of Interest Policy	Every Two Years	CEO
Monitoring Data	Reporting Frequency	Reporting Party					
Board-Adopted Conflict of Interest Policy	Every Two Years	CEO					
L 6.0	<p align="center"><b><u>Legal</u></b></p> <p>With respect to prudent and ethical legal affairs, the President/CEO may not:</p>						
L 6.1	<p align="center"><b><u>Legal Status</u></b></p> <p>Perform or permit any action which might jeopardize VEP’s status as a Destination Marketing Organization under Colorado Law. (Visit Estes Park is a Local Marketing District organized and operating under the authority granted by the Local Marketing District Act, 29-25-101 <i>et seq.</i>, C.R.S. (the “ACT”) and other applicable law).</p> <table border="1" data-bbox="264 1705 1497 1776"> <thead> <tr> <th data-bbox="264 1705 678 1738">Monitoring Data</th> <th data-bbox="678 1705 1089 1738">Reporting Frequency</th> <th data-bbox="1089 1705 1497 1738">Reporting Party</th> </tr> </thead> <tbody> <tr> <td data-bbox="264 1738 678 1776">CEO’s Report</td> <td data-bbox="678 1738 1089 1776">On Occurrence</td> <td data-bbox="1089 1738 1497 1776">CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	CEO’s Report	On Occurrence	CEO
Monitoring Data	Reporting Frequency	Reporting Party					
CEO’s Report	On Occurrence	CEO					
L 6.2	<p align="center"><b><u>Legal Defense</u></b></p> <p>Fail to defend the organization against claims.</p> <table border="1" data-bbox="264 1898 1497 1965"> <thead> <tr> <th data-bbox="264 1898 678 1932">Monitoring Data</th> <th data-bbox="678 1898 1089 1932">Reporting Frequency</th> <th data-bbox="1089 1898 1497 1932">Reporting Party</th> </tr> </thead> <tbody> <tr> <td data-bbox="264 1932 678 1965">CEO’s Report</td> <td data-bbox="678 1932 1089 1965">On Occurrence</td> <td data-bbox="1089 1932 1497 1965">CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	CEO’s Report	On Occurrence	CEO
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CEO’s Report	On Occurrence	CEO					

L 6.3	<p><b><u>Claim Settlement</u></b></p> <p>Fail to attempt settlement of all claims where appropriate on terms favorable to VEP, but in no event authorize settlement of any legal claim in excess of \$25,000 beyond insurance coverage without prior Board approval.</p> <table border="1" data-bbox="264 258 1497 331"> <thead> <tr> <th>Monitoring Data</th> <th>Reporting Frequency</th> <th>Reporting Party</th> </tr> </thead> <tbody> <tr> <td>CEO's Report</td> <td>On Occurrence</td> <td>CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	CEO's Report	On Occurrence	CEO
Monitoring Data	Reporting Frequency	Reporting Party					
CEO's Report	On Occurrence	CEO					
L 6.4	<p><b><u>Investigate Legal Claims</u></b></p> <p>Fail to thoroughly investigate, in a timely manner, all claims to determine their validity and keep the Board informed of the current litigation in executive session.</p> <table border="1" data-bbox="264 478 1497 556"> <thead> <tr> <th>Monitoring Data</th> <th>Reporting Frequency</th> <th>Reporting Party</th> </tr> </thead> <tbody> <tr> <td>CEO's Report</td> <td>On Occurrence</td> <td>CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	CEO's Report	On Occurrence	CEO
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CEO's Report	On Occurrence	CEO					
L 6.5	<p><b><u>Reporting Illegal Activity</u></b></p> <p>Fail to report any known illegal activity to the Board and appropriate authorities.</p> <table border="1" data-bbox="264 665 1497 743"> <thead> <tr> <th>Monitoring Data</th> <th>Reporting Frequency</th> <th>Reporting Party</th> </tr> </thead> <tbody> <tr> <td>CEO's Report</td> <td>On Occurrence</td> <td>CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	CEO's Report	On Occurrence	CEO
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CEO's Report	On Occurrence	CEO					
L 6.6	<p><b><u>Legal Accountability</u></b></p> <p>Fail to hold employees accountable for violations of organizational policy to operate within the law.</p> <table border="1" data-bbox="264 884 1497 961"> <thead> <tr> <th>Monitoring Data</th> <th>Reporting Frequency</th> <th>Reporting Party</th> </tr> </thead> <tbody> <tr> <td>CEO's Report</td> <td>On Occurrence</td> <td>CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	CEO's Report	On Occurrence	CEO
Monitoring Data	Reporting Frequency	Reporting Party					
CEO's Report	On Occurrence	CEO					
L 7.0	<p><b><u>Delivery of Services</u></b></p> <p>With respect to the prudent and ethical delivery of services, the President/CEO may not:</p>						
L 7.1	<p><b><u>Annual Operating Plan</u></b></p> <p>Fail to produce and deliver to the board and stakeholders an Annual Operating Plan that reflects the delivery of services which are consistent with the Strategic Plan.</p> <table border="1" data-bbox="264 1232 1497 1310"> <thead> <tr> <th>Monitoring Data</th> <th>Reporting Frequency</th> <th>Reporting Party</th> </tr> </thead> <tbody> <tr> <td>Annual Operating Plan</td> <td>Annually</td> <td>CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	Annual Operating Plan	Annually	CEO
Monitoring Data	Reporting Frequency	Reporting Party					
Annual Operating Plan	Annually	CEO					
L 7.2	<p><b><u>New Program Development</u></b></p> <p>Fail to receive Board authorization prior to establishing a new core service category.</p> <table border="1" data-bbox="264 1425 1497 1503"> <thead> <tr> <th>Monitoring Data</th> <th>Reporting Frequency</th> <th>Reporting Party</th> </tr> </thead> <tbody> <tr> <td>Notice of Violation</td> <td>On Occurrence</td> <td>CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	Notice of Violation	On Occurrence	CEO
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Notice of Violation	On Occurrence	CEO					
L 7.3	<p><b><u>Stakeholder Survey</u></b></p> <p>Fail to provide stakeholders a survey at least every three years that provides the opportunity for input regarding our delivery of services.</p> <table border="1" data-bbox="264 1654 1497 1732"> <thead> <tr> <th>Monitoring Data</th> <th>Reporting Frequency</th> <th>Reporting Party</th> </tr> </thead> <tbody> <tr> <td>Stakeholder Survey Results</td> <td>Every Three Years</td> <td>CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	Stakeholder Survey Results	Every Three Years	CEO
Monitoring Data	Reporting Frequency	Reporting Party					
Stakeholder Survey Results	Every Three Years	CEO					
L 7.4	<p><b><u>Stakeholder Grievance</u></b></p> <p>Fail to provide stakeholders a process to express grievances and seek an appropriate remedy without fear of retribution.</p> <table border="1" data-bbox="264 1890 1497 1967"> <thead> <tr> <th>Monitoring Data</th> <th>Reporting Frequency</th> <th>Reporting Party</th> </tr> </thead> <tbody> <tr> <td>Notice of Violation</td> <td>On Occurrence</td> <td>CEO</td> </tr> </tbody> </table>	Monitoring Data	Reporting Frequency	Reporting Party	Notice of Violation	On Occurrence	CEO
Monitoring Data	Reporting Frequency	Reporting Party					
Notice of Violation	On Occurrence	CEO					

# Sample VEP Policy Based Governance Meeting Agenda

- I. **Public Comment (15 Minutes)**
  - a. Utilizing your current policy
  - b. Community updates
- II. **Chairperson's Message (5 Minutes)**
  - a. Overview of agenda
  - b. Review primary action items
  - c. Approve agenda
- III. **CEO's Report (10 Minutes)**
  - a. Strategic plan implementation update (Submitted in writing in advance of the meeting)
  - b. Ends Policy compliance report (Submitted in writing in advance of the meeting)
  - c. Executive Limitations compliance report (Submitted in writing in advance of the meeting)
  - d. Financial Dashboard Report (Submitted in writing in advance of the meeting)
  - e. Metrics Report (Submitted in writing in advance of the meeting)
  - f. KPI Report (Submitted in writing in advance of the meeting)
  - g. Highlights of written report
  - h. Any recent updates and events the board should be aware of
- IV. **Policy Development (As Required)**
  - a. Review of pending changes to board policy (Submitted in writing in advance of the meeting)
  - b. Action on pending changes to board policy
  - c. Call for any additional board policy changes to be considered at a future meeting
- V. **Policy Monitoring (10 Minutes)**
  - a. Receive periodic policy monitoring data as required by policy (Submitted in writing in advance of the meeting)
  - b. Discussion of policy monitoring data
- VI. **Program Review/ Strategic Dialog (60 Minutes)**
  - a. Overview of specific VEP program or service
  - b. One or two strategic dialog issues for the board to discuss (Overview of strategic Issues in writing in advance of the meeting)
- VII. **Consent Agenda (5 Minutes)**
  - a. Approval of prior meeting minutes and any other consent agenda items (Consent items in writing in advance of the meeting)
- VIII. **Committee Reports/Action (10 Minutes)**
  - a. Reports from board committees that have met and have a recommended action for the board. (Submitted in writing in advance of the meeting)
- IX. **Board Comment (5 Minutes)**



# CEO Report Format

## Submitted in Writing Prior to Board Meeting:

- I. Strategic Plan Implementation Update
  - a. Bullets referenced to strategic plan goals
  
- II. Ends Policy Compliance Report
  - a. Paid Media
  - b. Earned Media
  - c. Owned Media
  - d. Data Analytics
  - e. Stakeholder Support and Education
  - f. Partnerships and Collaborations
  - g. Destination Product Development
  
- III. Executive Limitations Compliance Report
  - a. Notification of Any Ends or Executive Limitations Policy Violation
  - b. Public Policy Update (If Applicable)
  - c. Legal Activity (If Applicable)
  
- IV. Financial Dashboard Report (From Finance Committee)
  
- V. Metrics Report (From Metrics Committee)
  
- VI. KPI Report

## Provided Verbally During the Board Meeting:

- 1 Highlights of Written Report
  
- 2 Any Recent Updates and Events the Board Should be Aware Of
  
- 3 CEO Perspective on Strategic Dialog
  
- 4 CEO Perspective on Any Proposed Changes to Board Policy