

## CHARTING OF DECISION-MAKING RELATIONSHIPS

### **Rationale:**

In the Credit Union Executives Society, the Board of Directors has the ultimate authority, responsibility and accountability for all that does and does not happen. However, as the affairs of CUES cannot be efficiently managed in that manner, the Board of Directors and President may delegate their authority and responsibility to others.

For the organization to work smoothly, it is essential that each involved person within the organization understand where the authority, responsibility and accountability for various functions and decisions lie. It is also essential that all involved members of the organization have a clear understanding of who in the organization must be consulted before a decision is made and who should be informed of a decision when it has been made.

In many cases, simply separating functions between direction-setting and management functions or between policy and operating decisions is not sufficient to ensure that all necessary members of the organization have appropriate expectations or an adequate understanding of the expectations of others within the organization. The process of "Charting Decision Making Relationships" has been designed to aid the involved members of the organization to think through and document the decision-making relationships within the organization.

It should be noted that although this general approach could be used to document decision-making relationships among the staff of CUES, this specific process is not appropriate and should not be used for that purpose. For the purpose of this process, it is to be assumed that any authority or responsibility given to the President can be delegated to members of his staff. Only the President's accountability to the Board of Directors cannot be delegated.

### **The process:**

Each type of decision that should be made by the Board of Directors or the President and for which the decision-making relationships need to be established should be listed on the worksheet under "*Description of Decision.*"

Then the role of each of these elements of the organization should be noted in the appropriate column with the appropriate letter code.

### **Definition of Decision-Making Roles:**

- A. **Decision Maker**—The person or group within the organization with the authority and responsibility to make the decision. This person or group may seek advice or receive recommendations from others and may need to advise others once the decision is made.
- B. **Make Recommendation to Decision Maker**—The person or group within the organization responsible for making a recommendation to the decision maker. This person or group may use other sources within the organization to study and develop the recommendation and may seek advice from other segments of the organization.
- C. **Must be Advised**—The person or group within the organization that must be advised about a decision that has been made. If the decision is to be disseminated publicly or to the organization, or both, such person or segment of the organization is to be advised beforehand.

Note: At the 2/04 meeting, the Board felt the decision matrix contained too many operational items and recommended deleting "personnel issues." Rationale was that everything else is controlled in the budget.

**CREDIT UNION EXECUTIVES SOCIETY  
DECISION-MAKING MATRIX**

Adopted 1989  
Latest Revision 1/08

<b>ROLES OF</b>				
<i>Description of Decision (Area)</i>	<i>Board of Directors</i>	<i>Chairman of the Board</i>	<i>Treasurer of the Board</i>	<i>President/CEO</i>
<b>CEO Compensation/ Responsibilities (CCR)</b>				
1. Hiring President	A			
2. Evaluation of President's performance.	A			C
3. Establishing President's compensation.	A			C
4. Approval of President's official travel schedule; vacation days.		C		A
5. Approval of President's official international travel other than to conferences & meetings previously approved by the Board.	A			B
6. Approve President serving in positions in other financial services organizations.	A			B
7. Acceptance by President of any gift with a value of more than \$250 (i.e., golf outing, tickets to athletic event, etc.)	C			A
8. Changes to investment choices for the 457(f) Supplemental Executive Retirement Plan for CEO.				A
9. Approve accrued vacation payout for CEO.		A		B

A = Decision Maker; B = Makes Recommendation to Decision Maker; C = Must be Advised
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10. Employment and/or appointment of President's direct reports.	C			A
11. Selection of or change in strategic alliances. <b>Definitions:</b> Strategic Partnership Includes financial risks and gain for both parties, i.e., enetrix (subsidiary of Gallup).  Strategic Alliance An exclusive relationship that may require board action for licensing.  Business relationship Relationships with credit union groups without risk but provide PR value, i.e., CU Museum, African American Credit Union Coalition scholarships. These may be approved by the CUES Board.	A			B

\*Either the Chairman or Treasurer can be the decision maker.

A = Decision Maker; B = Makes Recommendation to Decision Maker; C = Must be Advised
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**CREDIT UNION EXECUTIVES SOCIETY  
DECISION-MAKING MATRIX**

Adopted 1989  
Latest Revision 2/10

<i>Description of Decision (Area)</i>	ROLES OF			
	<i>Board of Directors</i>	<i>Chairman of the Board</i>	<i>Treasurer of the Board</i>	<i>President/CEO</i>
<b>Budget/Fiscal Control (BFC)</b>				
1. Annual Operating & Capital Budgets	A			B
2. Overspend overall budget.	A			B
3. Unbudgeted single capital budget expenditures over \$15,000.	C			A
4. Unbudgeted capital expenditures when added together are greater than \$25,000	A			B
5. President's travel and credit card expenses.			A	
6. Unbudgeted donations greater than \$15,000.	A			C

A = Decision Maker; B = Makes Recommendation to Decision Maker; C = Must be Advised
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# CREDIT UNION EXECUTIVES SOCIETY DECISION-MAKING MATRIX

Adopted 1989  
Latest Revision 5/04

<i>Description of Decision (Area)</i>	ROLES OF			
	<i>Board of Directors</i>	<i>Chairman of the Board</i>	<i>Treasurer of the Board</i>	<i>President/CEO</i>
<b>Organization</b>				
1) Employment of Strategic Planning Facilitator.	A			B
2) Business plan and changes to plan.	C			A
3) Bylaw changes.	A/B			B
4) Board agenda.		A/B		B
5) Disposition of CUES building.	A			B
6) Changes in association and division names and logos.	A			B
7) Changes in office hours.		C		A
8) Employment of auditing firm.	A			B
9) Serious unresolved member concerns.	C			A

A = Decision Maker; B = Makes Recommendation to Decision Maker; C = Must be Advised
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## TERMS FOR CUES BOARD OF DIRECTORS 2002 – 2020

(NOTE: The year vertical lines run from Nov–Oct.)

'04 '05 '06 '07 '08 '09 '10 '11 '12 '13 '14 '15 '16 '17 '18 '19 '20 '21 '22 '23

**TERESA FREEBORN**

Chairman: '12–'13

Vice-Chairman/Chairman-Elect: '11–'12

Treasurer: '10–'11

Secretary: '09–'10

Appointed May '07 to fill unexpired term of Rose Bartolomucci.

Elected for first three-year term in Nov. '07, elected for second term in Nov. '10, eligible for third term in Nov. '13.

**NOTE:** Secretary to be elected 11/3/12 for 2012–13.**ROBERT D. RAMIREZ, CCE**

Vice-Chairman/Chairman-Elect: '12–'13

Treasurer: '11–'12

Secretary: '10–'11

Appointed Mar. '08 to fill unexpired term of Michael Hale (who was appointed Dec. '06 to fill Gary Irvin's unexpired term.

He was elected in Nov. '07 for a three-year term.)

Elected for first three-year term Nov. '10, eligible for second term in Nov. '13, eligible for third term in Nov. '16.

**GERRIANNE "WINKY" BURKS, CCE**

Treasurer: '12–'13

Secretary: '11–'12

Appointed May 2011 to fill unexpired term of Carol Humenick.

Elected Nov. '11, eligible for second term in Nov. '14, eligible for third term in Nov. '17.

**CAROLINE WILLARD**

Secretary: '12–'13

Caroline was appointed in January 2012 to fill Shelley's unexpired term (she was re-elected to a three year term in 2011).

Eligible for second term in Nov. '14 and eligible for third term Nov. '17.

**LARY McCANTS, CCE, CCD**

Chairman: '11–'12

Vice-Chairman/Chairman-Elect: '10–'11

Treasurer: '09–'10

Secretary: '08–'09

Elected Nov. '06, re-elected for second term in Nov. '09, eligible for re-election for third term in Nov. '12.

**DALE SCHUMACHER**

Chairman: '09–'10; Vice-Chairman/Chairman-Elect: '08–'09

Treasurer: '07–'08

Elected Nov. '05, re-elected for second term in Nov. '08, elected for third term in Nov. '11.

**CARLA ALTEPETER, CCE**

Chairman: '08–'09; Vice-Chairman/Chairman-Elect: '07–'08

Treasurer: '06–'07; Secretary: '05–'06

Elected Nov. '04, re-elected for a second term in Nov. '07, elected for third term in Nov. '10.

**JOSEPH F. HEARN, CCE**

Joe was appointed in June 2012 to fill Fred's unexpired term.

Eligible for first term in Nov. '12, eligible for second term in Nov. '15 and eligible for third term Nov. '18.

**CHRIS McDONALD**

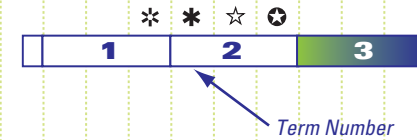
Elected Nov. '12, eligible for re-election to second term Nov. '15, eligible for re-election for third term in Nov. '18.

**FRED HEALEY, ad hoc thru 2/13**

Chairman: '10–'11; Vice-Chairman/Chairman-Elect: '09–'10; Treasurer: '08–'09; Secretary: '07–'08

Appointed Jan. '06 to fill unexpired term of Ron Oleston.

Elected for first three-year term in Nov. '06, re-elected for second term in Nov. '09, eligible for third term in Nov. '12, resigned 5/16/12



Possible Additional Terms

**KEY**

CHAIRMAN



VICE CHAIRMAN/CHAIRMAN-ELECT



TREASURER



SECRETARY

**NOTES:** Fred Healey resigned from Board 5/12, staying on as ad hoc director until 2/13. Joe Hearn appointed to fill remainder of his term.

Shelley Clarke resigned from Board 12/11. Caroline Willard appointed to fill remainder of her term.

Carol Humenick resigned from Board 4/11. Gerrienne Burks appointed to fill remainder of her term.

Craig Esrael resigned from Board 11/08. Shelley Clarke appointed to fill remainder of his term.

Michael Hale resigned his CEO job 12/07 and attended 01/08 board meeting as ad hoc board member. Bob Ramirez appointed to fill remainder of his term.

Data as of 12/12; MacServer/CUES Projects/Board/Board Term Chart/Board Terms chart\_12-2012.eps