

## **DHA Board Committees Adopted September 9, 2021**

### **Executive Committee**

The role of the Executive Committee is to be a resource for advice and consultation for the Executive Director. The Executive Committee is comprised of the Board Chairperson, Vice-Chairperson, and Treasurer. The Board Chair will serve as the Executive Committee Chairperson. The Executive Director is the primary staff person responsible for staffing the Executive Committee.

### **Audit, Finance, and Pension Committee (“AFP Committee”)**

The role of the Audit, Finance, and Pension Committee (“AFP Committee”) is primarily to provide financial oversight for the agency. The Board Treasurer will serve as the AFP Committee Chairperson. The Chief Financial Officer is the primary staff person responsible for staffing the AFP Committee. Typical tasks include reviewing budgets and financial reports, monitoring internal controls, financial planning and reviewing financial policies. Although the entire Board of Commissioners carries fiduciary responsibility for the agency, the AFP Committee serves a leadership role in this area, ensuring appropriate internal controls for all financial transactions are in place and followed by staff. The Committee will engage in the annual budget process in cooperation with staff. Finally, the Committee will recommend the selection of the external auditor and will communicate directly with the auditor as necessary. This committee meets on a quarterly basis.

### **Budgeting and Financial Planning**

1. Review and recommend approval of the agency budget
2. Monitor adherence to the budget
3. Set long-range financial goals and funding strategies
4. Ensure strategic plan objectives and initiatives are integrated into the agency budget
5. Review and recommend financial goals and policies for approval by the full Board of Commissioners

### **Reporting**

1. Work with staff to develop a list of desired reports, including format, level of detail, frequency, deadlines and recipients

Reports should clearly communicate the agency’s financial and cash position, adherence to the budget and the allocation of resources toward the accomplishment of the agency’s mission.

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**Internal Controls and Accountability Policies**

1. Review, recommend approval, and monitor policies that help ensure the agency's assets are protected
2. Ensure approved financial policies and procedures are being followed
3. Review internal audit reports and monitor senior management's response on an ongoing basis
4. Review the agency's internal and external risks and discuss how to address them with management

**External Audits and Investments**

1. Review and recommend the selection of the external auditor
  - a. One (1) Commissioner who is a member of the AFP Committee shall sit on the Evaluation Committee to select the external auditor.
  - b. The Audit, Finance, and Pension Committee shall have the opportunity to interview the shortlisted firms recommended by the Evaluation Committee.
2. Review the draft audit report as presented by the auditor, recommend approval by the full Board
3. Review the management recommendation letter from the auditor and ensure identified issues, if any, are addressed by staff
4. Review, approve, and monitor the agency investment policy
5. Ensure approved investment policy is being followed

**Retirement Plans**

1. Oversee the administration of the agency's employee retirement plans
2. Meet with retirement plan advisor and receive reports regarding the performance of the plans
3. Provide direction to the staff Pension Management Team

**Development and Operations Committee ("D&O Committee")**

The role of the Development and Operations Committee ("D&O Committee") is primarily to provide operational oversight of the material activities of the agency. The Director – HMD, Director – HCV, and Chief Real estate Investment Officer are the primary staff persons responsible for staffing the D&O Committee. Typical tasks include reviewing agency procurement and contracting activity and associated policies, reviewing real estate development activity, receiving information regarding DHA's housing programs, and monitoring the agency's strategic plan. This committee meets on a monthly basis.

**Procurement and Contracting**

1. Review, approve, and monitor agency Procurement Policy

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2. Review and approve routine procurement and contracting activity via Board resolution
3. Ensure approved Procurement Policy is being followed

**Real Estate Development**

1. Review and approve real estate development activity including budget and associated procurement activity
2. Review, approve, and monitor agency Development Participation Policy
3. Review and monitor the agency development pipeline
4. Ensure strategic plan objectives and initiatives are integrated into real estate development activity

**Compensation and Human Capital Committee (“CHC Committee”)**

The role of the Compensation and Human Capital Committee (“CHC Committee”) is to provide oversight of the performance evaluation of the Executive Director, review and recommend approval of the DHA Compensation Policy, and to develop and monitor DHA’s succession planning. The Board Chairperson will serve as the CHC Committee Chairperson. The Agency Counsel is the staff person responsible for staffing the CHC Committee. This committee meets biannually in June and December, or as needed.

**Executive Director Evaluation and Compensation**

1. Establish and review the philosophy and process for administering the performance evaluation of the Executive Director; coordinate the annual performance review of the Executive Director in consultation with the full Board.
2. Review the DHA Compensation Policy to ensure DHA is achieving the goals to attract, retain, and motivate the most qualified employees to help DHA achieve its mission through an appropriate combination of salary and benefits.
3. Establish and monitor DHA’s succession planning to ensure that DHA is able to identify and develop internal candidates for key executive positions.

**Housing Opportunities and Community Impact Committee (“HOCIC Committee”)**

The role of the Housing Opportunities and Community Impact Committee (“HOCIC Committee”) is primarily to receive and review information regarding DHA residents and program participants. The Director – RCS and Director – Community Connections are the primary staff persons responsible for staffing the HOCIC Committee. This includes areas such as resident/participant programming, resident/participant participation, and Local Resident Council/Resident Council Board activities. This committee also receives information regarding agency Section 3 and M/W/SBE programs and approves agency goals regarding the same. This committee meets quarterly.

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**Resident/Participant Services**

1. Receive and review reports regarding resident/participant programming and participation
2. Receive updates from the Resident Council Board
3. Receive and review reports regarding resident/participant training opportunities
4. Receive and review reports of resident concerns sent to the Board and provide recommendations regarding the same
5. Ensure strategic plan objectives and initiatives are integrated into resident/participant services activities

**Section 3 M/W/SBE**

1. Review and approve agency Section 3 and M/W/SBE goals
2. Receive and review reports regarding agency Section 3 and M/W/SBE activity
3. Ensure that staff is taking appropriate steps to achieve Section 3 and M/W/SBE goals
4. Ensure strategic plan objectives and initiatives are integrated into Section 3 and M/W/SBE activity and goals

**Nominating and Governance Committee (“N&G Committee”)**

The role of the Governance Committee (“N&G Committee”) is to provide governance oversight to the Board of Commissioners. The Board Vice-Chairperson will serve as the N&G Committee Chairperson. The Executive Director is the primary staff person responsible for staffing the N&G Committee. This committee will be responsible for review and maintenance of the bylaws and associated documents. This committee will also review issues related to new Commissioners, including filling vacancies and orientation of new Commissioners. This committee will meet biannually in June and December, or as needed.

1. Monitor Commissioner terms, review and recommend individuals to serve as new Commissioners consistent with the current and future needs of the organization taking into consideration current Board expertise.
2. Review new Commissioner orientation materials and recommend updates/revisions as necessary
3. Review the agency Bylaws, ensure compliance with the same, and recommend revisions as necessary
4. Review Board Committee structure and charters and recommend updates/revisions as necessary
4. Review and monitor the agency’s Ethics Policy and Procedure and review ethical issues brought to the Board for review and make recommendations to the full Board for action as appropriate