



# Standard Operating Procedures

Executive Assistant, Office of the CEO (OCEO)  
Updated August 2021



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## **Topline information: Water.org Board**

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**Primary relationship manager:** CEO

**Officers / Executive Committee:** Chair, Vice Chair, Secretary, Treasurer, "At-Large" and CEO

### **Term limits:**

- Board members: 2 years
- Officer: 3 years
- CEO: no limits

Term renewal eligibility is determined on a case-by-case basis.

## **Tools**

[\*\*Board Management SharePoint\*\*](#) This SharePoint site is a central site to house all sensitive/protected Board materials, such as:

- Meeting materials
- Governance materials: [bylaws](#), [resolutions](#)
- Committee & Task Force info
- Board member info
- Templates and tools

[\*\*Board Tracking document\*\*](#) This document is a robust document with tracking and templates. It contains information such as:

- Board member information: email, phone, preferred mailing address, assistant info (as applicable). The Executive Assistant is responsible for updating this information and updating appropriate parties (Marketing for the website, Tech for new email addresses, SA for any connections etc.).
- Terms: outlines terms + flags upcoming renewals and tracks longevity of Board members
- Officer and committee assignments
- Board giving
- Meeting attendance
- Templates for resolution votes

[\*\*Board meeting prep + timeline\*\*](#) This document outlines prep timeline and responsible parties for pre-reads and Board meetings. We include pre-read content building, review and approval timelines, a quarterly operations review complete prior to the meeting, Audit committee meeting, and prep of any materials like PowerPoints for the actual meeting date.

## **Collateral update and review requirements**

### Required updates

- CEO review (yearly, December)
- Conflict of interest forms (yearly at November meeting)
- Board self-assessment (every 3-4 years)
- Board photo (every 3-4 years)

### Required review

- Bylaws (every two years)

## **Meetings**

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### **Meeting details and scheduling**

All meetings will have a **pre-read** sent at minimum one week prior to the event that includes key org updates.

All **calendar invites** will be sent from the Executive Assistant to the CEO's calendar for each meeting. After pre-read is sent, you will update the calendar invite to contain that document. The invites should be sent to "WO Board" with "WO Board Assistant" and "WO Board Internal" as optional attendees.

#### *Selecting new dates: best practices*

- At the start of each fiscal year, the goal is to have Board meetings scheduled out for at least two years.
- Remember to avoid events on holidays (including religious holidays, especially Jewish Holidays).
- For in-person planned meetings, review flight patterns for in-person meetings (dates that have easy options to get in the evening before with options for red eyes and early flights the following day).

To set one-off meetings:

- Offer 4 more options at the beginning of each fiscal year.
- Poll the Board via [Doodle poll](#).

#### *Frequency*

Board meetings are four times per year – August, March, May and November. The meetings should be set and sent one year in advance at minimum, but two years in advance is the goal.

- Typically the 3<sup>rd</sup> week of the month on Tuesdays or Thursdays, except November (2<sup>nd</sup> week due to Thanksgiving holiday)
- August and March are via Microsoft Teams with options for dial-in.
- May is held in Kansas City.
- November alternates between west coast and east coast.

#### *Meal planning best practices*

- Review any recorded dietary restrictions prior to ordering.
- Options for meals should include:
  - Veg and/or fish
  - GF options
  - Almond milk with coffee/tea service
  - Diet Coke and sparkling water available for beverage service

## Board meeting prep

Tracking Tool: [Board Content Timeline](#)

### Pre-read content + PowerPoint owners

Board pre-reads, sent by the CEO, go out at minimum one week prior to each Board meeting. There are many sections to complete, which are outlined in the table below. As Board meetings are set, reminders for each of the deadlines below go out to the responsible party using the language and tables below. The sections highlighted in red may need to be adjusted.

"To assist in planning + prep as Board meetings approach, we are sharing deadlines for Board pre-read content inputs for the remainder of **FY[XX]** below. The table below outlines which pre-read section you are responsible to execute. If helpful, please feel free to forward these reminders along to members of your team who will support you in completion of the information.

Date, Time Location	Nov. XX, 20XX 9a-5p XT In-person meeting, alternating coasts	March XX, 20XX 11a-1p ET Video call	May XX, 20XX 9a-5p CT In-person meeting, Kansas City	Sept. XX, 20XX 11a-1p ET Video call
Topic	<b>Year-end metrics</b>	<b>Strategy</b>	<b>Audit</b>	<b>FY22 Budget &amp; goals</b>
Admin	Executive Assistant	Executive Assistant	Executive Assistant	Executive Assistant
Exec Summary	Chief of Staff	Chief of Staff	Chief of Staff	Chief of Staff
Org Metrics	CFO	CFO	CFO	CFO
Financials	CFO	CFO	CFO	CFO
Resolutions	Executive Assistant	Executive Assistant	Executive Assistant	Executive Assistant
Impact story	Executive Assistant	Executive Assistant	Executive Assistant	Executive Assistant
Discussion topic	TBD	TBD	TBD	TBD
PPT content	Sr. Project Specialist + discussion topic leader	Sr. Project Specialist + discussion topic leader	Sr. Project Specialist + discussion topic leader	Sr. Project Specialist + discussion topic leader

### Deadlines

Timing	Deadline + Calendar reminder	What that means	Dates
<b>4 weeks out</b>	Board pre-read kickoff	Pre-read available for inputs PowerPoint available for inputs	<ul style="list-style-type: none"> <li>• Nov. mtg</li> <li>• March mtg</li> <li>• May mtg</li> <li>• Sept. mtg</li> </ul>
<b>2 weeks out</b>	All Board pre-read content due	Inputs for your portion of the pre-read are due by EOD	<ul style="list-style-type: none"> <li>• Nov. mtg</li> <li>• March mtg</li> <li>• May mtg</li> <li>• Sept. mtg</li> </ul>

<b>1 week out</b>	PowerPoint content due; pre-read sent to Board	Content for your portion of PowerPoint is due	<ul style="list-style-type: none"> <li>• Nov. mtg</li> <li>• March mtg</li> <li>• May mtg</li> <li>• Sept. mtg</li> </ul>
<b>~3 days out</b>	Internal Board prep call (meeting)	Align on all aspects of the upcoming Board meeting. Participants: EX.	<ul style="list-style-type: none"> <li>• Nov. mtg</li> <li>• March mtg</li> <li>• May mtg</li> <li>• Sept. mtg</li> </ul>

## **Communications**

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### **Outlook listervs and maintenance**

These are maintained by the Executive Assistant as members change or update contact information or staff who they would like on communications.

- WO Board: All Board members
- WO Board Assistant: All Board member assistants (for calendar requests so they may gather information to prep their executive accordingly)
- WO Board Internal: COO, President, Executive committee and their support team members. Not all of these team members will be on each call or at each meeting, but they should be aware in case they are called to present.

### **Drafting communications to the Board**

Gary is the primary relationship manager to the Board and most messages are sent directly by him. Our primary job is to queue up thorough but succinct communications on his behalf, in his voice. Below is an example of a draft to be sent to Gary:

Hi Gary,

Please see below for a *time-sensitive* Board resolution that needs to be wrapped up by EOD tomorrow. The draft email is below my signature line. Could you send when you get a chance and I will carry across the finish line tomorrow afternoon?

Best,

.....

Danielle Martinez | Executive Assistant, Office of the CEO | [Water.org](#) & [WaterEquity](#) |  
785.249.9677

To: [woboard@water.org](mailto:woboard@water.org)

CC: [gzanolli@water.org](mailto:gzanolli@water.org); [dmartinez@water.org](mailto:dmartinez@water.org)

Subject: Vote Required: Legal Representative in Peru

Attachment: 2021-06-21 Peru POA Board Resolution

Hello Water.org Board,

A Board resolution is required to appoint our Global Operations Director, Rachel Overton, as the Legal Representative in Peru. Under this appointment, the Global Ops Director will have the authority to delegate authority for specific matters and representations to the appropriate party as needed.

Please hit “reply all” to submit your vote.

Sincerely,

gary

## **Resolutions**

Occasionally there will be a need to send a resolution for the Board to vote on. When appropriate, the Executive Assistant will work with the requester to draft the language for both the resolution as well as the body of the email to be sent to the Board (see example above). You will be copied on most resolutions requiring a vote so you can tally and communicate the results to the appropriate parties.

### *Tools*

[Board resolution folder](#)

[Board resolution template](#)

## **Board giving and acknowledgment process**

At the beginning of every week, pull a list of Board member donations in Raiser's Edge (and eventually, Salesforce). The best way to ensure this is done weekly is to set a reminder on your Outlook calendar.

If a Board member has a significant gift (over \$1000), notify Gary as soon as possible via email. Marketing will follow through with their normal procedures (which vary depending on gift level), but Gary prefers to send special notes to Board members as an extra thank-you.

## **Committees**

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### **Audit Committee**

[Audit Committee charter](#)

Chair: Treasurer

Members: Voluntary basis from the rest of the Board

Primary relationship manager: Chief Financial Officer

### **Executive Committee**

[Executive Committee charter](#)

Chair: Board Chair

Members: Vice Chair, At-Large, Treasurer, Secretary

Primary relationship manager: CEO

### **Nominating and Governance**

Nominating and Governance Committee Charter

Primary relationship manager: Chief Revenue Officer

#### *Onboarding New Members*

##### Process

Board prospects are vetted and nominated by the Nominating and Governance (N&G) committee. When a new Board member is moved forward for consideration by the committee, the process is as follows.

- The Board prospect typically has a conversation with the Board chair and the CEO prior to moving the prospect forward.
- After approval of the chair and CEO, the member is put forth for a full committee vote.
- If the committee approves the prospect, they are considered a new member of the Board.

##### To do

- Receive and process appropriate forms onboarding forms
- Work with new member, with CRO copied, to schedule appropriate meetings and [track via tracker here](#).
- Capture contact information including assistants if appropriate
- Create Water.org email address (via tech) and add to Outlook listserv
- Add to website (via Marketing – Erin Prock)

*Renewing members*

Process

Designated support staff

To Do

**Retiring members**

**Nominating and Governance Committee support**

The staff support of the N&G committee will be responsible for the following:

- Informing the nominee of the Board's decision.
- If the vote is in favor of the member joining, the following must be completed:
  - Delivery of onboarding materials and handbook.
  - Delivery and, in some cases, full execution of the following forms:
    - Contact information (requires input)
    - WO BOD Agreement
    - WO Anti-Fraud Policy
    - WO Confidentiality Agreement
    - WO Conflict of Interest
    - WO Whistleblower Policy
    - WO Personal Financial Agreement
    - Acknowledgement of receipt (requires signature)
    - Confidentiality Questionnaire/Financial Commitment Form (requires signature)
  - Adding new member to Outlook, including appropriate Water.org email address and adding to Board distribution list.
  - Adding new member to Water.org website via marketing team.