

CUMBERLAND HEIGHTS FOUNDATION, INC.
BOARD OF DIRECTORS
COMMITTEES

DECEMBER 2002

The Standing Committees of the Board of Directors of The Cumberland Heights Foundation, Inc. are appointed by the President and are subsequently delegated to have such authority and responsibility delineated below.

Executive Committee:

The Executive Committee of the Board shall consist of the officers of the Board, a minimum of three at-large members, and the Chief Executive Officer, ex-officio. The three at-large members shall be appointed by the officers of the Board. Typically, the chairs of the Standing Committees are members of the Executive Committee. The President of the Board shall serve as Chair of the Executive Committee.

The Executive Committee shall act for and on behalf of the Board at such times when the Board is not convened in regular or special meetings, and shall exercise such other functions and powers as may be specifically delegated by the Board of Directors. A majority of the Executive Committee shall constitute a quorum.

The Executive Committee shall further serve in an informal capacity as the strategic and long-range planning committee and are responsible for assessing the need for and guiding the direction of the growth of Cumberland Heights. Any long-range plans are reviewed and presented to the Board for action and approval.

Further, the Committee is responsible for the review, revision, and approval of policies as adopted in the 1984 Bylaws and the 1994 revisions of the Policies and Procedures for The Cumberland Heights Foundation, Inc. The Corporations' By-Laws were revised and approved on April 25, 2001 including changes to Article VI, Executive Committee, and Article VII, Standing Committee.

Standing Committees:

Finance Committee – The Finance Committee shall be responsible for all funds of the Corporation and will present at each meeting of the Board of Directors complete information as to the financial status of the Corporation. The Committee shall be composed of no fewer than three voting members of the Board. The Treasurer of the Board shall also be the Chair of the Finance Committee.

The Finance Committee supports the Chief Financial Officer and his staff by providing advice, suggestions, and professional assistance, when necessary. Any change in procedure which may ultimately alter the financial position of Cumberland Heights must be approved by the Committee. The Chief Executive Officer, Chief Operating Officer and Chief Financial Officer are ex-officio members of this Committee.

Endowment Sub-Committee: Under the direction of the Finance Committee, there shall be a Sub-Committee responsible for Endowment. This Sub-Committee's duties shall include reviewing investment strategies to maximize endowment funds. The sub committee may recommend, but not determine, how endowment funds shall be dispersed to the Corporation. The Sub-Committee shall be composed of no fewer than three voting members of the Board.

Nominating Committee: The Nominating Committee shall be responsible for presenting a slate of candidates for election to the Board of Directors at the Annual Meeting of the Board. The Committee shall be composed of no fewer than three voting members of the Board. The Chief Executive Officer is an ex-officio member of the Committee.

Personnel Committee: The Executive Committee members function as the Personnel Committee. The Committee is accountable for review, revision, and approval of the Bylaws of the Cumberland Heights Professional Staff Organization and work closely with that group. The Personnel Committee shall be responsible for oversight of all personnel policies including the periodic review and updating of the Personnel Manual. The Chief Executive Officer, Chief Operating Officer and Chief Quality Officer serve as ex-officio members of the Personnel Committee. The Committee shall be composed of no fewer than three voting members of the Board.

Buildings and Grounds Committee: The Buildings and Grounds Committee shall be responsible for oversight of all policies pertaining to the general upkeep, maintenance, and appearance of the buildings and grounds. This Committee also assists in the identification of the long range needs of the Foundations facilities. It works closely with the Program and Finance Committees. The Committee shall be composed of no fewer than three (3) voting members of the Board. The Chief Executive Officer, Chief Operating Officer and Chief Financial Officer are ex-officio members of the Committee.

Program Committee: The Committee reviews and gives oversight to major proposals involving changes to the therapeutic programs of Cumberland Heights. The Program Committee shall be responsible for the periodic review of all clinical programs. The Chief Executive Officer, Chief Operating Officer, Chief Clinical Officer, Chief Program Development Officer and the Chief Quality Officer are available to serve as ex-officio members of the Committee.

Development Committee: The Development Committee shall be responsible for overseeing all fund raising activities and for publications and communications that relate to fund raising. The Committee shall provide oversight regarding the manner in which fund raising is carried out. The Committee shall be composed of no fewer than three voting members of the Board. The Chief Executive Officer, Chief Operating Officer and the Chief Development Officer serve as ex-officio members.

Marketing Committee: The Marketing Committee shall be responsible for marketing the corporation. The Committee's duties shall be to plan and implement strategies for marketing, public relations and communications. The Committee shall be composed of no fewer than three voting members of the Board. The Chief Executive Officer and Chief Operating Officer serve as ex-officio members of the Committee. The Director of Marketing and Public Relations Director are also resources available to the Committee.

General information regarding the committees include that all committee members shall be appointed by the Board of Directors in consultation with the Committee Chair. The President of the Corporation, the Chief Executive Officer and Chief Operating Officer shall be ex-officio members of all Standing Committees. Committee members shall be appointed for one year terms which will commence immediately following the meeting in which they have been elected to serve. They shall be appointed each year by the Board of Directors. Committee Chairs shall be appointed by the Board of Directors in consultation with the President of the Board and the Executive Committee. They shall serve one year terms. Committee Chairs may be reappointed each year by the Board of Directors. Such other committees shall be appointed by the Board of Directors in consultation with the Board from time to time as deemed necessary to carry out the work of the Corporation. Committees, if they choose to, may recommend, with the approval of the Board of Directors, non-board members to serve as members of Standing Committees.