

# Executive Director Compensation Policy

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The Executive Director of Conservation Lands Foundation (CLF) is Chief Executive Officer, the principal representative of CLF, and the person responsible for the efficient operation CLF. Therefore, it is the desire of the Conservation Lands Foundation Board of Directors to provide a fair and reasonable and not excessive compensation for the Executive Director (and any other highly compensated employees making \$100k or more annually).

The annual process for determining compensation is as follows: CLF's Board Executive Committee shall annually evaluate the Executive Director (and other highly compensated employees) on his/her performance, and ask for his/her input on matters of performance and compensation.

**Board Approval.** The Executive Committee will obtain research and information to make a recommendation to the full Board for the compensation of the Executive Director (and other highly compensated employees) based on a performance review of the Executive Director from the previous year. Performance review areas may include but are not limited to:

- Prioritizing and Achieving Annual Organization Goals
- Transparent and regular communication with the Board
- Transparent and Responsible Fiscal Management

**Concurrent Documentation.** To approve the compensation for the Executive Director the board must document how it reached its decisions, including the data on which it relied, in minutes of the meeting during which the compensation was approved. Documentation will include:

- a) A description of the compensation and the date it was approved;
- b) The members of the board who were present during the discussion about compensation and the results of the vote

**Independence in Setting Compensation:** The Chair of the Board of Directors, who is a volunteer and not compensated by CLF, will operate independently without undue influence from the Executive Director.

No member of the Executive Committee will be a staff member, the relative of a staff member, or have any relationship with staff that could present a conflict of interest.

***Full Board Approval 17 November 2016***