

# GOVERNANCE POLICY FOR THE FLORIDA COMMISSION ON HUMAN RELATIONS

September 17, 2014 (Revised)

The Florida Commission on Human Relations (Commission) serves the general public: persons who live in, work in, and visit the State of Florida.

*Mission: To Prevent Unlawful Discrimination and Promote Mutual Respect*

## **Article I: Commission Governance Ends Policies**

1. The Commission exists to enforce human and civil rights laws in Florida by investigating and resolving discrimination complaints in areas of employment, housing, and certain public accommodations. Such discrimination is based on national origin, color, religion, sex, race, age, disability, marital status, and familial status.
2. The Commission promotes fair and equitable treatment, respect, and tolerance through its outreach, educational, and training efforts and by providing information and resources to all persons in Florida.
3. The general public has the right to bring forth allegations of discrimination knowing that they will be treated with fairness, dignity, and respect.
4. Any State of Florida employee who files a complaint under the Florida Whistleblower's Act has the right not to be retaliated against

## **Article II: Governance Process**

### **Policy 1: Governance Commitment**

The Commission, on behalf of the people of the State of Florida, will strive to achieve its established Ends Policies for all eligible persons at a reasonable cost and avoid any actions and situations specifically and clearly limited by this governance document.

### **Policy 2: Governance Style**

The Commission will govern lawfully with an emphasis on (a) outward vision rather than internal preoccupation and individual agendas, (b) encouragement of diversity of viewpoints,

(c) strategic leadership rather than administrative detail, (d) clear distinction of Commission roles, (e) collective rather than individual decisions, (f) future rather than past or present, and (g) proactive rather than reactive focus.

Accordingly,

1. The Commissioners will cultivate a sense of group responsibility. The Commissioners, not Commission staff, will be responsible for excellence in governing. The Commissioners will develop and initiate governance policies for the Commission. The Commissioners will not use the expertise of individual Commissioners to substitute for the judgment of the Commission as an entire body, although the expertise of individual Commissioners may be used to enhance the understanding of the Commissioners as an entire body.
2. The Commissioners' major policy focus will be on the Ends Policies and intended long-term effects of the Commission as a whole.
3. The Commissioners will enforce upon themselves whatever discipline is needed to govern with excellence. Discipline will be applied to matters such as attendance, preparation for meetings, policymaking principles, respect of roles, and ensuring the continuance of governance capability. Although the Commissioners can change the governance policies at any time, they will observe them while such policies are in effect.
4. Continual Commissioner development will include orientation of new Commissioners on the Commission's governance processes, the Florida Civil Rights Act, and other pertinent state statutes, including Florida's Sunshine laws, administrative rules, and federal law, as well as periodic discussion of process improvement.
5. The Commissioners will not allow any officer, Commissioner, or committee of the Commission to hinder or be an excuse for not fulfilling their commitments.

### **Policy 3: Commissioner Job Description**

Specific job outputs of the Commissioners, as informed agents of the people of the State of Florida, are those that ensure appropriate organizational performance. Accordingly, the Commissioners have the direct responsibility to create:

1. A link between the people of the State of Florida and the Commission
2. Written governance policies, as evidenced by this governance document, that address the broadest levels of all organizational decisions and situations:
  - a. Ends Policies: Organizational products, impacts, benefits, outcomes, recipients, and their relative worth

- b. Governance Process: Specification of how the Commissioners conceive, carry out, and monitor their tasks
  - c. Commission-Executive Director Linkage. How power is delegated and its proper use monitored; the Executive Director's role, authority and accountability
  - d. Executive Limitations: Constraints on executive authority, which establish the prudence and ethical boundaries within which all executive activity and decisions must take place
3. Assurance of successful Executive Director performance

#### **Policy 4: Chair's Role**

The Chair assures the integrity of the Commission's process. Accordingly,

1. The assigned result of the Chair's jobs is that the Commission behaves consistently with its own policies and those legitimately imposed upon it by the State of Florida.
  - a. Meeting discussion content will be on those issues that, according to Commission policy, clearly are under the jurisdiction and within the scope of the Commission to decide or to monitor.
  - b. Information that is for neither monitoring performance nor Commission decisions will be avoided or minimized and always noted as such.
  - c. Deliberation will be fair, open, and thorough, but also timely, orderly, and as brief as possible to effect a thorough discussion.
2. The authority of the Chair consists in making decisions that fall within topics covered by Commission's Governance Processes and the Commission-Executive Director Linkage, with the exception of employment or termination of the Executive Director.
  - a. The Chair is empowered to chair Commission meetings with all the commonly accepted powers of that position using the most recent copy of Roberts Rules of Order.
  - b. The Chair has no authority to make decisions about policies created by the Commission within the Ends Policies and Executive Limitations. Therefore, the Chair has no authority to supervise or direct the Executive Director. However, the Chair and the Executive Director shall maintain an ongoing, productive, and effective working relationship that continually ensures that the mission, goals, and priorities of the Commission are achieved.
  - c. The Chair will represent the Commission to outside parties. The Chair may delegate this authority, but remains accountable.
3. In the event the office of the Chair becomes vacant, the Vice Chair shall temporarily assume all responsibilities and perform all duties of the Chair until such time as an election for filling the office of Chair can be held. Such election shall be held within ninety (90) days from the date that the Chair's vacancy occurs. In the event that there is no Vice Chair serving at the time of the Chair's vacancy, any Commissioner whose

current term has been in effect for the longest period of time shall temporarily serve as Chair until elections for filling both the office of Chair and Vice Chair can be held, as long as such elections are held within ninety (90) days from the date the Chair's vacancy occurs.

#### **Policy 5: Vice Chair's Role**

In the absence of the Chair, the Vice Chair will assume the duties of the Chair, unless delegated otherwise by the Chair. If a vacancy occurs in the office of the Chair, the Vice Chair shall temporarily assume all responsibilities and perform all duties of the Chair until such time as an election, pursuant to Article II, Policy 4 of this Governance Policy, can be held. If a vacancy occurs in the office of the Vice Chair, the Commission will select another member to fill the unexpired term of the Vice Chair.

#### **Policy 6: Commissioner's Code of Conduct**

The Commission commits itself to ethical, businesslike, and lawful conduct, including proper use of authority and appropriate decorum when acting as Commissioners.

1. Commissioners must have loyalty to the Commission, not conflicted by loyalties to any staff, other private and public organizations, or personal interests.
2. Commissioners must have a personal commitment to civil rights and uphold the mission of the Commission, the meaning and intent of the Florida Civil Rights Act, other pertinent state statutes, administrative rules, and federal law.
3. Commissioners will adhere strictly to the provisions of Florida's Sunshine Laws and will refrain from discussing any issue, without proper meeting notice and allowance for open discussion, upon which they may potentially have to vote.
4. Commissioners must avoid conflict of interest with respect to their fiduciary responsibilities.
  - a. Commissioners will annually complete a State of Florida financial disclosure statement.
  - b. When the Commission is to decide upon an issue about which a Commissioner has an unavoidable conflict of interest, that Commissioner shall abstain without comment from not only voting on the issue but also from the deliberation and discussion of the issue.
  - c. Commissioners will not use their Commission position to obtain Commission employment and or contracts for themselves, family members, or close business associates. Should a Commissioner wish to apply for such employment or contracts, he or she must first resign his or her position as Commissioner.
  - d. Commissioners who qualify to run for public office must resign from the Commission in accordance with Florida Statutes.

5. Commissioners shall not attempt to exercise individual authority over other Commissioners, the Executive Director, or any of the Commission staff unless specifically authorized by the Commission
6. Commissioners' interaction with the public, press, or any other entities must recognize the inability of any Commissioner to speak on behalf of the Commission except to repeat explicitly stated Commission decisions.
7. Commissioners will be properly prepared for deliberations and discussions at scheduled meetings.
8. Commissioners shall not plan events in the name of the Commission or use the name, logo, letterhead, tangible property, or any other item of the Commission, unless approved by the Executive Director.
9. Commissioners shall timely review and return all paperwork related to case deliberations.

#### **Policy 7: Commission Principles**

Any committees created by the Commission will be assigned so as to reinforce the Commission's Ends Policies and so as never to interfere with the Commission-Executive Director Linkage. Accordingly,

1. Committees are to help the Commission do its job; committees are not to advise, help, or instruct Commission staff. Committees ordinarily will assist the Commission by preparing policy alternatives and implications for Commission deliberation. In keeping with the Commission's broader focus, neither Commissioners nor Commission committees will have direct dealings with staff operations.
2. Committees may not speak or act for the Commission except when formally given such authority for specific and time-limited purposes. Expectations and authority will be carefully stated in order to prevent conflict with the authority delegated to the Executive Director.
3. Commission committees cannot exercise authority over staff. Because the Executive Director works for the Commission, he or she will not be required to obtain approval of a committee before undertaking any operational, administrative, or executive action.
4. Committees are to avoid over-identification with organizational parts rather than the whole. Therefore, a committee that has helped the Commission create policy on some topic will not be used to monitor organizational performance on the same subject.

5. Committees will be used sparingly.
6. This policy applies to any group, whether or not it is termed a "committee" or whether or not it includes Commissioners, which is formed by Commission action. It does not apply to committees formed under the authority of the Executive Director.

### **Policy 8: Cost of Governance**

Because poor governance costs more than learning to govern well, the Commission will invest in its governance capacity. Accordingly,

1. Commissioner skills, methods, and supports will be sufficient to assure governing with excellence.
  - a. Training and retraining will be used to orient new Commissioners as well as maintain and increase existing Commissioners' skills and understanding.
  - b. The Commissioners will fully support and cooperate with outside monitoring/audits.
  - c. Outreach mechanisms will be used as needed to ensure the Commissioners' ability to listen to and understand diverse viewpoints.
2. Costs will be prudently incurred, though not at the expense of endangering the development and maintenance of superior capability.

### **Policy 9: Unity of Control**

Only officially passed motions of the Commissioners are binding on the Executive Director. Accordingly,

1. Decisions, instructions, or requests for information by individual Commissioners, officers, or committees are not binding on the Executive Director except where the Commissioners have specifically authorized such action.

## **Article III: Commission-Executive Director Linkage**

### **Policy 1: Governance Commitment**

The Executive Director is the Commission's only connection to operational achievement and conduct so that all authority and accountability of staff, as far as the Commissioners are concerned, is considered the sole responsibility of the Executive Director. Accordingly,

1. The Commissioners will not give instructions directly to Commission staff; rather, any instructions will be directed to the Executive Director.

2. The Commissioners will not evaluate, either formally or informally, any Commission staff other than the Executive Director.
3. The Commissioners will deem the performance of the Executive Director as identical to the performance of the Commission. In other words, successful Commission performance, as measured by the accomplishment of the Commission's Ends Policies and avoidance of any actions and situations specifically limited by this governance document, will be viewed as successful Executive Director's performance. Accordingly, statements by the Executive Director about Commissioners' non-compliance with their own policies, particularly in the case of Commissioners' behavior that is detrimental to the working relationship between the Commissioners and the Executive Director or the Executive Director and his/her staff, will not impact the Executive Director's performance evaluation.

### **Policy 2: Governance Development**

The Commissioners will instruct the Executive Director, through the Executive Limitations contained in this governance document, thus allowing the Executive Director to use any reasonable interpretation of these polices to carry out his or her responsibilities. Accordingly,

1. The Commissioners will develop Executive Limitations that guide the Executive Director in managing and operating the Commission. These Executive Limitations will address the broadest levels of all organizational decisions and situations.
2. As long as the Executive Director uses reasonable interpretation of the Executive Limitations, the Executive Director is authorized to establish all policies and procedures, make all decisions, take all actions, establish all practices, and develop all activities necessary to successfully administer and operate the Commission. Such decisions of the Executive Director shall have full force and authority.
3. The Commissioners may, as they deem necessary, change the Ends Policies and Executive Limitations. As long as any particular delegation is in place, the Commissioners will respect and support the Executive Director's choices. The Commissioners will not change Executive Limitations that could inhibit the Executive Director from achieving Ends Policies and priorities set by the Commissioners.

### **Policy 3: Monitoring Executive Director Performance**

The Commissioners will monitor the Executive Director's performance for compliance with the Executive Limitations at any time and by any method as the Commissioners so choose. Accordingly,

1. Monitoring performance is simply to determine the degree to which Executive Limitations are being complied with and the Ends Policies are being met.

2. The Commission will acquire monitoring data by one or more of three methods: (a) internal reporting and data which the Executive Director discloses compliance information to the Commission, (b) external reporting compiled by an external, unbiased, and disinterested third party selected by the Commissioners to assess compliance with Commission policies, and (c) by direct Commissioner inspection in which a designated person of the Commission assesses compliance with the appropriate policy criteria.
3. In each case, the standard for compliance will be a reasonable interpretation by the Executive Director of the Commission policy being monitored. The Commissioners are the final arbiter of reasonableness but will always judge using the “reasonable person” test.
4. The Executive Director’s performance will be documented on an annual basis pursuant to the State of Florida performance appraisal process.

**Article IV:  
Executive Limitations**

**Global Executive Constraint**

The Executive Director shall NOT cause or allow any practice, activity, decision, or organizational circumstance which is either unlawful, imprudent, or in violation of commonly accepted governmental, business, and professional ethics and practices. Furthermore, the Executive Director shall NOT:

1. Compromise the Commission’s public image or credibility.
2. Fail to assess and consider the capability of the Commission to produce appropriately targeted, effective, and efficient results that are aligned with the Commission's Ends Policies.

**Policy 1: Treatment of the General Public**

With respect to interactions with the general public, the Executive Director shall NOT cause or allow conditions, procedures, or decisions that are unlawful or unethical. Furthermore, the Executive Director shall NOT:

1. Initiate legal action for allegations of discrimination that are not covered by the Florida Civil Rights Act, and/or other pertinent state statutes, administrative rules, and federal law.



2. Use methods of collecting, reviewing, transmitting, or storing information that fail to secure information against improper use, access, damage, or loss.
3. Operate facilities without appropriate accessibility and adequate security measures in place.
4. Fail to provide the general public clear and accurate information as to what is and is not covered under the Florida Civil Rights Act, and/or other pertinent state statutes, administrative rules, and federal law.

### **Policy 2: Treatment of Staff**

With respect to the treatment of Commission staff, the Executive Director shall NOT cause or allow conditions that are unfair, undignified, disorganized, or unclear. Furthermore, the Executive Director shall NOT:

1. Operate without written human resources policies and procedures that provide for effective handling of grievances and protect against wrongful conditions, such as nepotism and preferential treatment for personal reasons.
2. Discriminate or retaliate against any staff person for non-disruptive expression of dissent.
3. Fail to acquaint staff with the Executive Director's interpretation of staff responsibilities and protections under the Commission's human resource policies and procedures.

### **Policy 3: Fiscal Responsibility**

With respect to the financial conditions and activities of the Commission, the Executive Director shall NOT deviate from the Legislature's fiscal priorities and the Commission's Ends Policies and shall NOT cause or allow the development of fiscal jeopardy of actual expenditures. Furthermore, the Executive Director shall NOT:

1. Fail to include credible projection of revenues and expenses, separation of capital and operational items, and disclosure of planning assumptions.
2. Expend more funds than have been appropriated in any fiscal year.
3. Fail to process and submit payroll and debts in a timely manner.
4. Allow for overdue payments or inaccurate invoicing.
5. Make a single purchase of or commit funds greater than \$500,000 without Commission approval.

6. Make a purchase in violation of the Florida Statutes relating to procurement policy.
7. Receive, process, or disburse funds under controls that are insufficient to meet the State of Florida's audit standards.

#### **Policy 4: Executive Director Succession**

To protect the Commission from loss of the Executive Director's services, the Executive Director must have one or more managers familiar with the Commission's operations and the Executive Director's responsibilities, tasks, issues, and processes.

#### **Policy 5: Operational Protections**

The Executive Director shall NOT allow Commission assets to be unprotected, inadequately maintained, or unnecessarily risked. Furthermore, the Executive Director shall NOT:

1. Fail to ensure that appropriate security measures are in place to minimize theft of Commission tangible assets.
2. Subject equipment to improper use or insufficient maintenance.
3. Unnecessarily expose the Commission or staff to claims of liability.
4. Fail to protect information, data, and files from loss or significant damage.

#### **Policy 6: Compensation and Benefits**

With respect to employment, compensation, and benefits to employees, consultants, and contract workers, the Executive Director shall NOT cause or jeopardize fiscal integrity. Furthermore, the Executive Director shall NOT:

1. Change his or her compensation and benefits.
2. Promise or imply permanent or guaranteed employment.
3. Establish compensation and benefits that deviate from state statutes, administrative rules, or Commission compensation and benefits policies.
4. Create financial obligations over a longer term than revenues are appropriated.

### **Policy 7: Support and Inform the Commissioners**

The Executive Director shall NOT permit Commissioners to be uninformed or unsupported. Furthermore, the Executive Director shall NOT:

1. Submit data and information in an untimely, unclear, or inaccurate fashion.
2. Fail to inform the Commissioners of relevant trends, anticipated adverse media coverage, threatened or pending lawsuits, and changes to established Commission policies.
3. Fail to advise the Commissioners if, in the Executive Director's opinion, the Commission is not in compliance with its own policies and/or state statutes and administrative rules.
4. Fail to advise the Commissioners if, in the Executive Director's opinion, a Commissioner's behavior is detrimental to the Commission or to the working relationship between the Commissioner(s) and the Executive Director.
5. Fail to provide a mechanism for official Commission communication.
6. Fail to deal with the Commissioners as a collegiate body except when (a) fulfilling individual requests for information or (b) responding to individual officers or committees duly charged to serve in such capacity by the Commissioners as a body.

Adopted by the Florida Commission on Human Relations on this 17<sup>th</sup> day of September, 2014, signed by the Chair, with the following Commissioners present:



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Gilbert Singer, Chair

Gayle Cannon  
Derick Daniel  
Donna Elam  
Elena Flom  
Michael Keller  
Rebecca Steele