

Board Expectations

Role of a Board Member

As a voting member of the Wylie Economic Development Corporation Board of Directors, your primary role is to provide strategic leadership and guidance to the organization. You will actively participate in decision-making processes, offer any of your expertise in Site Selection, Real Estate, Development, and Local Government sectors, and contribute to the overall success of our initiatives. This may include developing policies, procedures, and regulations and monitoring financial performance, economic development programs, and Type A projects.

Obligations and Commitment

Your commitment includes attending regular board meetings, being actively involved in relevant committees and community events as needed, and providing dedicated support for our organization.

- Participate in the Wylie EDC Board Member Orientation and training.
- Attend all meetings of the board called at the discretion of the Board President or Executive Director, when necessary, for actions that must be taken.
- Attend scheduled economic development retreats, planning sessions, workshops, or other scheduled activities.
- Attend, support, and participate in any other special activities in which the Board has a significant role.
- Attend City Council meetings or Planning and Zoning Commission meetings when Wylie EDC is making a presentation or seeking approval for projects (at the Board President or Executive Director's request).
- Occasionally attend prospect meetings/dinners and participate in site visits with economic development projects when called upon. (Typically, the President and Vice President serve in this capacity unless unavailable.)
- Bring personal/professional expertise - and that of others - to support the organization.

Expected Minimum Time Commitment per Month

Monthly Board Meeting	3	Hours
Meeting Preparation & Review	2	Hours
Total of Potential Minimum Time	5	Hours per month

Expected Minimum Time Commitment per Occurrence*

Special Called Board Meeting	2	Hours/occurrence
Participation in Council, Chamber, or WDMA Events	3	Hours/month (1 HR each)
Board Retreat/Work Session	8	Hours (annually)
Sales Tax Training	8	Hours (every other year)
Prospect Recruitment – Conferences	3	Days (annually/out of market)
Economic Development Training – TEDC Basic	32	Hours (one-time event)

**Officers may spend significantly more time with staff.*

Attendance

The following number of absences may require the replacement of a member: three (3) consecutive absences or attendance reflecting absences constituting 25% of the Board's regular meetings over a 12-month period (Please see Section 4.08 of the Bylaws)

Board Members are required to comply with the Texas Open Meetings Act. At Board meetings, this includes ensuring that all conversations are on-topic in accordance with the published Agenda while in Open Sessions and Executive Sessions. Board Members are also required to comply with the Texas Public Information Act. The City of Wylie will provide appropriate training prior to serving on the Board, and the Wylie EDC will provide ongoing training opportunities.

Ethical Values

Integrity, transparency, and a commitment to our organization's best interests are paramount. Avoiding conflicts of interest, acting accountably to our community, and upholding the highest ethical standards are vital components of your role as a Board Member.

As you know, Ethical Values help maintain trust, accountability, and ethical behavior within the organization, with emphasis on the following key principles:

1. **Integrity:** Board Members must act honestly and with integrity in all matters. This includes making decisions that are in the organization's and community's best interest.
2. **Transparency:** Board Members should be transparent in their actions and decisions, providing information to stakeholders as appropriate and ensuring that processes are open and accountable.
3. **Avoiding Conflicts of Interest:** It's essential to promptly identify, disclose, and mitigate conflicts of interest. Board Members should act solely in the organization's best interest, setting aside personal or professional interests.
4. **Promoting the Best Interests of the Organization:** The primary focus of Board Members should be on advancing the organization's mission and goals rather than personal gain or interests.
5. **Accountability to the Community:** Board Members should be accountable to the community they serve, ensuring that their decisions and actions contribute to the well-being and development of the local area.

Confidentiality

We deal with sensitive information related to economic development and local government matters. Maintaining confidentiality is imperative to maintain trust, protect sensitive information, and ensure the success of our organization's initiatives.

As a Board Member, you will often have access to non-public information, including but not limited to:

1. **Sensitive Economic Data:** Information about potential investments, business expansions, or other economic development projects that can significantly impact the local community.
2. **Legal and Regulatory Matters:** Discussions regarding legal strategies, compliance issues, and regulatory changes that affect our operations.

3. **Personnel Information:** Data about employees, contractors, or volunteers involved in our projects.
4. **Strategic Plans:** Details about our long-term strategies, marketing plans, and development initiatives.
5. **Financial Information:** Financial reports, budgets, and investment strategies that require discretion.

You are expected to handle such information responsibly and understand the consequences of any breach.

Code of Conduct & Conflicts of Interest

Professionalism, respect for fellow Board Members and stakeholders, effective communication, and adherence to all applicable laws and regulations are essential elements of our Code of Conduct. Collaboration and teamwork are key to achieving our shared goals. Board Members are responsible for acting as good financial stewards of the investments made in the organization.

Board Members will perform their duties conscientiously, honestly, and in accordance with the best interests of Wylie EDC and the City of Wylie as a whole and must not use their positions or confidential knowledge gained due to their position for private or personal advantage. Additionally:

- *Board Members are expected to disclose any actual or potential conflict of interest at the first available opportunity and register such conflict in writing for record-keeping and*
- *Board Members are to refrain from communicating on cell phones or electronic devices during the Board meeting unless it is an emergency.*

Board Members are held accountable to the Code of Conduct/Conflicts of Interest outlined in City of Wylie Ordinance 2022-01, formerly known as the Code of Ethics.

Board Operations

Current Wylie EDC Board of Directors

Officer Terms Expire in October. The election of Officers takes place at the Annual Meeting in October Each Year.

- Blake Brininstool, President
- Harold Smith, Vice-President
- Melisa Whitehead, Secretary
- Alan Dayton, Treasurer
- Demond Dawkins, Board Member/Immediate Past President
- Mayor Matthew Porter, Ex-Officio Member
- City Manager Brent Parker, Ex-Officio Member

Meeting Time/Location

Meetings typically occur on the third Wednesday of each month at 7:30 am and on an as-needed basis in the Wylie EDC Conference Room at 250 S Hwy 78, Wylie, TX 75098.

General Operating Principals

- **Responsiveness and Attendance:** Board Members are expected to respond promptly to communications, attend scheduled meetings, provide advance notice for absences, and actively engage in discussions.
- **Accountability:** Wylie EDC must be accountable first to the City Council of the City of Wylie, the organization, and indirectly, but ultimately to the citizens of Wylie who elected the City Council.
- **Commitment to strategic decision-making:** As noted by the Wylie EDC strategic plan, the economic development plan developed and approved by the Board of Directors, and the Comprehensive Plan adopted by the City of Wylie, Wylie EDC shall follow a policy-driven approach to economic development built on four focus areas: attraction, retention and expansion, workforce development/training, and redevelopment/revitalization.
- **Mutual trust between City of Wylie City Council and Wylie EDC Board:** The City Council needs to feel that Wylie EDC is operating strategically for the common good of the City of Wylie and the entire county and providing them with factual, honest recommendations for projects.
- **Effective:** Wylie EDC Board Members and staff must have an efficient process that effectively implements the Annual Goals and Objectives, the Strategic Plan, and/or Comprehensive Plan.
- **Flexible:** Wylie EDC was created to have flexibility outside of regulations for Texas rules governing local municipalities to react quickly to project development and recruitment.
- **Avoid Conflicts of Interest:** Nothing can destroy public trust in a public institution quicker than citizens feeling that actual or apparent conflicts of interest taint the decisions of the voting members.
- **Transparency and community input:** Everything the Board does must be done openly, apart from the confidentiality required in certain recruitment and other business prospect or client relationships. Public input is encouraged.

- **Public acceptance:** To be effective, the Wylie EDC Board needs to be seen as consistently following the above-stated principles.

Committees

In accordance with the Bylaws, the President has the authority to appoint various standing committees of the Board. These committees may include:

1. **Budget, Finance and Audit Committee:** This committee is responsible for working with the Director on creating the annual budget. Once approved by the Board, they present it to the City Council as required by our Bylaws. The committee also oversees audits of the Board, whether conducted by the City or external auditors.

This Committee is currently active, with Demond Dawkins and Melisa Whitehead serving as members of this Committee.

2. **Committee for Business Retention and Expansion:** This committee works closely with the Director of Economic Development to keep the Board informed about business retention and expansion activities.

3. **Committee for New Business Attraction and Recruitment:** This committee collaborates with the Director of Economic Development to provide updates on business attraction and recruitment activities.

This Committee is currently active, with Blake Brininstool serving as a member of this Committee.

Special Committees

The President may establish other committees as needed to assist the Board. These committees, subject to Board approval, will have specific tasks. However, they do not have authority in certain critical matters, such as changing Bylaws, appointing or removing Directors or Officers, or making significant decisions about the Corporation's assets.

Active Special Committee:

- Strategic Planning Committee, with Demond Dawkins, Blake Brininstool, and Harold Smith serving as members of this Committee.
- Staffing and Compensation Committee, with Harold Smith and Melisa Whitehead serving as members of this Committee.

Committee Member Terms

Each committee member serves until the next Board appointment and until a successor is named. With Board approval, the President may remove a committee member when it benefits the Corporation.

Filling Vacancies

If there are vacancies on any committee, they can be filled in the same manner as the initial appointments.

Mentorship

Wylie EDC values mentorship within our leadership team, particularly between the President, Vice President, and Immediate Past President. By embracing mentorship, we reinforce our commitment to our organization's growth, innovation, and long-term sustainability.

Expectations:

1. **Guidance and Support:** The Immediate Past President is expected to provide guidance and support to the current President, drawing upon their experience and institutional knowledge. This support can include sharing insights on leadership, decision-making, and strategies for achieving our goals.
2. **Succession Planning:** The President and Vice President should collaborate closely on succession planning, identifying potential leaders within the Board and preparing them for future roles. The Immediate Past President is pivotal in helping identify and nurture this talent.
3. **Continual Learning:** We encourage the President and Vice President to engage in a continuous learning process, leveraging the experience of their predecessors. This process involves seeking advice, discussing challenges, and sharing best practices to ensure the organization's ongoing success.
4. **Collaboration:** All three roles should collaborate on key initiatives, leveraging their collective strengths and expertise. This collaborative approach helps foster innovation and effective decision-making.

Board Activity Calendar

While you are not required to attend *every* event, we've provided a general summary of a month-by-month list of activities that are typically carried out each calendar year, which may include participation by a Wylie EDC Board Member.

Jan	ICSC Red River
Feb	Wylie Days- Austin (every other year)
Mar	WISD Boots 'N BBQ Gala; Chamber of Commerce State of the City Luncheon
Apr	Small Business Week/Economic Development Week Proclamations at City Council
May	Wylie EDC Board Applications Due; Board Appointment Interviews with City Council; Small Business Week; Economic Development Week; ICSC Las Vegas; Budget Subcommittee Meetings
June	Budget Subcommittee Meetings
July	City Council Budget Work Session(s)

Aug	Retail Live South Central- Austin
Sept	Wylie Championship Rodeo; Legislative Dinner; Manufacturing Day Proclamation at City Council; Chamber of Commerce State of Education Luncheon
Oct	Manufacturing Day/Month; Annual Meeting; Chamber of Commerce Workforce Luncheon
Nov/Dec	Wylie EDC Board Retreat