



Winnipeg Regional
Health Authority

Caring for Health

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santé de Winnipeg

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SUPPORT SERVICES TO SENIORS

BOARD GOVERNANCE ORIENTATION TOOLKIT

Updated: 2012

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Introduction

The purpose of the orientation kit is to provide Support Services to Seniors WRHA funded agency boards and staff information on effective orientation of new and existing board members.

The board orientation kit has been developed based on request received by new staff and board members. This board orientation kit is not an exhausted list of all resources and information available but is an overview of suggested areas compiled by community suggestions.

Support Services to Seniors

In 1984/85, Manitoba Health introduced the Support Services to Seniors program which includes Community Resource Councils, Tenant Resource Programs, Congregate Meal Programs, Senior Centres and other senior serving agencies. The role of these services was and continues to be is to assist communities in the development of programs that support seniors in maintaining their independence and quality of life in the community. The focus also includes health promotion activities aimed at preventing and postponing illness and disabilities, which later require more invasive intervention. The Services to Seniors Program is considered to be a core service and an integral component of the continuum of health. The Manitoba Health document titled "Core Health Services in Manitoba" states that:

"The Services to Seniors program assists communities in creating and developing resources that will maintain and/or enhance the physical, psychological and social well-being of older Persons in order to support their ability to remain independent. Examples include increasing the range of opportunity for personal development in retirement, promoting wellness-oriented lifestyles and supporting independent living by older adults in their own homes"
(Manitoba Health 1997, p.15).

The uniqueness of Support Services to Seniors emphasizes a total concern for older persons. In an atmosphere of wellness, Support Services to Seniors

develops strengthens and encourages independence. Programs work with older persons, not for them, and enable and facilitate participant decision-making and actions. In ensuring participant engagement, Support Services to Seniors creates and supports a sense of community which further enables older persons to continue their involvement with, and contribution to, the larger community.

Support Services to Seniors Programs are community-developed, community-run services. Communities recognizing the strengths and weakness of their existing support systems, are encouraged to identify one or many programs necessary to facilitate and/or augment the independent functioning of seniors in their own community. Specific services vary from community to community, in type and in scope. Services are not personal care services.

The Support Services to Seniors Programs are designed for those 55 years and older whom, without supports, are likely to suffer loss of independence, loss of choice and, may prematurely; need home care and personal care services.

Support Services to Seniors Program Mission and Program Goals

The mission of Support Services to Seniors is to promote a range of coordinated, accessible and affordable, community-based services that focus on promoting health and well being for seniors to live independently in the community.

The program goals are:

- Reducing barriers to improve and /or maintain health status
- Fostering social and physical environments that support health and independence
- Promoting optimal well being through life long learning
- Increasing health promotion, prevent and/or postpone disabilities, distress, discomfort and preventable injury (e.g. falls)
- Increasing capacity of seniors to have meaningful control over their health and well-being.

Board of Directors

Purpose of Board of Directors

A board of directors is responsible for the organization's highest level of decision-making, providing leadership and strategic direction to the organization based on its mission statement and has legal authority. The governing board of directors is accountable for and has authority to oversee the affairs of the organization.

The board of directors ensures effective organizational planning and sees that the organization resources are effectively managed. Boards should also assess its own performance.

Boards can vary in size and composition. All incorporated organizations must have a Board of Directors.

1. Types of Boards of Directors

There are various structures of Board of Directors, which board members use to operate.

Working or Administrative Board

The board of directors attend to the day-to-day operation of the organization as well as attend to the top-level strategic matters of the organization. This structure occurs in the beginning life stages of a board of directors. Board members are "hands on" and they help in setting the mission statement, policies etc.

Policy Board

This type of board of directors occurs when the organizational structure and staff are developed and the Board no longer needs to be "hands on". This model is familiar to many organizations.

The Board spends its time and energy focusing on broad matters of policy. A policy board establishes and implements the organization's mission, sets the policies and procedures into place, is supported by staff, and has committees of the board.

Policy Governance Board

The policy governance board is designed to ensure that Board members focus on policies that determine ends to be achieved for the organization and the leave means up to the staff to decide. This model is a registered trademark of the Carver Governance Design Inc.

Collective Board

Board members and staff, collectively, have the responsibility in deciding strategic matters and carrying them out.

Advisory boards

The board serves to provide insight and perspective to any decision maker including boards. An advisory board typically does not have authority of its own but works to educate some person or body

Managing boards/Executive boards

A group of people who actually manage the operations as a collective group (instead of a single CEO). They are not the same as a governing board but may work under one. They make the day to day decisions of what gets done and the long term decisions about how to organize operations to achieve the organization's purpose.

2. Governance

The board of directors receives its authority through the Articles of Incorporation. The articles state the name of the organization, purpose or mission, place of business, officers and directors etc.

By-laws indicate the Board's overall specifications of how the Board and organizations will operate. The by-law details the number of members of the Board, length of term, positions, annual meeting date etc.

Your non-profit board requires a set of rules and regulations - or bylaws - that govern its internal operations. Bylaws may also be referred to as the charter or constitution. The bylaws provide structure, organization and continuity to such matters as the definition of who is included in the organization's membership, the composition of the board and how board meetings will be run. When disagreements arise on your board regarding the ways it conducts its internal affairs, the bylaws should provide the solution.

What should the bylaws say?

Each non-profit has unique needs and circumstances and therefore has a distinctive set of bylaws. However, the subjects that comprise bylaws tend to be similar from one organization to the next. In fact, the provincial legislation governing the incorporation of societies or non-profit associations typically requires certain topics to be covered in all non-profits' bylaws. The ways in which these subjects are dealt with will differ in each organization, though, depending upon its needs.

Here are the subjects that are commonly addressed in a non-profit organization's bylaws. Have a look too at some of the questions the bylaws should answer.

- Introductory Articles
- Membership
- Meetings of the Membership
- Board of Directors or "Government"
- Officers
- Committees
- Employees
- Administrative and Financial Matters
- Dissolution
- Amendments

As a board member, it is important for you to be familiar with the bylaws because they outline the fundamental, enduring rules that guide the way your organization and your board conduct business.

Mentoring Canada 2012

http://www.mentoringcanada.ca/training/Boards/modules/4_committees.htm

Articles, charters, constitutions and by-laws are the ongoing rules (McNamara, 2003). Boards set policies.

3. Duties of Board of Directors

Brenda Hanlon suggests the following duties (as slightly modified by Carter McNamara, 2003) In Boards We Trust are:

- To provide continuity for the organization by setting up a corporation and legal existence and representing the organization's point of view and establishing advocacy.
- To select and appoint an Executive Director (Coordinator) to whom responsibility for administration for the organization is delegated
 - Review and evaluate his/her performance regularly on the basis of a specific job description including the Executive Director's (Coordinator's) relation with the board and leadership in the organization, in program planning and implementation and in management of the organizations and its personnel.
 - Offer administrative guidance and determine to retain or dismiss the Executive Director (Coordinator).
- To govern the organization by broad policies and objectives.
- To acquire sufficient resources for the organization's to finance delivery of service.
- To account to the public for the organization's services and expenditures.

4. Responsibilities of Board of Directors

The responsibilities of the board of directors are:

- To establish and understand the organization's mission, purpose and direction
- To select the executive
- To support the executive and review performance
- To ensure effective organizational operations including that the organization's legal affairs are in order and knowing the board's legal obligations
- To ensure there are adequate human and financial resources for the work of the organization
- To determine and monitor the organization's programs and services
- To keep board discussion confidential
- To ensure effective community relations by being aware of the issues and trends in the community
- To assess its own performance

5. Board Committees

Board Committees vary according to the different types of board of directors' models. The bylaws should state that the board has the power to set up committees to assist them to do their work. The bylaws can give the board the power to assign functions, responsibilities and powers to those committees. Many boards have standing or ad hoc committees to do particular tasks.

The number and terms of reference for Board committees will vary according to the size and nature of the organization. The Board must decide which committees the organization needs to do its work. Board members, board committee chairs and these committees may be composed of members of organizations and community representatives who are not board members.

Committee structures will vary from one charitable organization to the next, depending on the board's style of governance, as well as the nature and needs of the organization. Find out how several common types of committees work:

- Standing committees
- Ad hoc committees
- Advisory committees

Committees are generally formed around a particular function of the board or organization. Check out [a list of some specific committees](#) that commonly exist in non-profit organizations.

The nature of the committees' work will vary depending upon the style of board governance. The responsibilities of the committees may be limited to developing policy recommendations in their areas of focus if your board is a policy board. However, if you have a working board, the committees likely have some hands-on responsibilities for day-to-day management and operations in their respective departments

Standing committees includes:

- The executive committee oversees the operation of the Boards, acts on behalf of the board on activities and matters between Board meetings and later presented at board meetings. The Board Chair resides over this committee.

- The finance committee oversees the development of the budget, ensures monitoring and accountability for funds, recommends financial policies to the Board and ensures adequate financial controls. The Treasurer leads this committee
- The fundraising committee oversees the development of fundraising plan.
- The personnel committee guides, reviews and authorizes the overall policies for paid staff and volunteers. This committee may be responsible for interviewing the Executive Director (Coordinator) and coordinating his/her evaluation. Final decisions about hiring and evaluating the Executive Director (Coordinator) rest with the board. This committee also may act as mediator for personnel problems.
- The program committee guides the development of services delivery and evaluation of the services, link between board and staff on program activities.
- The public relations committee represents the organization to the community and enhances the organization's image.
- The nominating committee identifies and suggests potential board members.

Standing committees

These permanent committees are often defined in the organization's bylaws, and deal with the ongoing work of the board. For example, the finance, nominating and fundraising committees are often standing committees.

Ad hoc committee is formed to handle a specific situation or issue or accomplish a goal that does not fall within the function of an existing standing committee. The committee then ceases to exist when the job is completed. The board will determine the ad hoc committee, which may include a campaign (plan and coordinate a fundraising event, design a brochure etc.)

Ad hoc committees

May be formed to work on particular issues that fall outside the responsibilities of the standing committees and are finite in nature. They are usually short-term and are formed as needs arise. For instance, an organization that wishes to purchase its own facility may form an ad hoc

building committee.

Advisory committees

Are often composed largely of people from outside the organization, to provide guidance and expertise regarding a particular issue, program or area. For example, an organization that operates a "satellite" program in a neighboring community will often have an advisory committee based in that community to help guide the satellite program.

The committees' roles and objectives are more likely to be fulfilled if they are made explicit. The same can be said for the board as a whole, and all its individual members. Consider how explicit job descriptions can contribute to the effectiveness of your board's operations.

6. Roles of Board Members and Officers

A common issue in Boards is that board members do not understand their roles and what they are suppose to do. Therefore clearly written job descriptions decrease confusion. Each board member including committee chair should have a job description.

The key responsibility and duties for each position are:

- The **Board Chair/President** is the chief officer of the organization. The Chair presides at and calls all meetings of the board of directors and executive committee, is responsible for the overall direction of the board, is ex officio member of the committees of the board

The **Vice Chair/President** is the person who the chair/president's duties if the chair is unable to do them.

- The **Secretary** keeps the minutes and records, prepares and sends the notices of meetings and the minutes of all meetings, keeps the seal, keeps the correspondence, contracts and other records, and files the annual return. In a large organization, there may be a paid employee to do most of the work.
- The **Treasurer** keeps the finances of the society. The treasurer prepares the financial statements, supervises spending monies, including signing authority, works with the auditors, and presents financial statements to the board of directors meetings including the annual general meeting. In a large organization, there may be a paid

employee to do most of the work. This may be the administrator or bookkeeper. If this is the case, the treasurer may have only a supervisor role.

- The **Past Chair/President** supports the current chair of the board, chairs the nominating committee to recruit new board members and to assist with board training.

7. Structure of Board of Directors

Elections

The bylaws explain how groups are to elect the directors.

Terms of Office

Directors usually serve for one, two or three year terms. If the terms are longer than one year, it is recommended to stagger the terms of office. Terms of the director overlap so that proportion of the board comes up for election each year.

The bylaws should address the vacation of office, removal of directors and any remuneration of Board of Directors.

Meetings of Board of Directors

The frequency of the board meetings depends on the size of the board, the needs of the organization, and the governing structure of the agency. The bylaws state the rules for the meetings and this includes who calls them, how to vote, and what are the quorum requirements.

Quorum

A quorum is the number of board members of the organization who must be present in order to legally transact business.

Annual General Meeting (AGM)

The board of directors usually calls the Annual General Meeting and chooses its date, time and place. The executive or chair of the board may also make this decision.

The bylaws indicate when the AGM is held. This is usually after the end of the year of the organization. The AGM allows the Board to review annual reports, especially the financial statements. The financial statements should be available at the AGM.

8. Financial Management

Fiscal Year

The fiscal year is the financial year of the organization. The bylaws must state what is in the organization's fiscal year.

Cheque Signing Authority

The bylaws must state who keeps the financial records and books for the organization. This is usually the treasurer. Financial records and books must properly be maintained. They are located at the organization's office

The board's motion requires signatures on cheques. At least one of the persons should be a director.

Assets

All assets acquired by the organization, are the property of the organization and shall not be sold or otherwise disposed of without the approval of the Board of Directors.

The organization should have on record an inventory of its assets. The inventory shall be annually updated.

Collecting, Receipting and Banking of Monies

Paid staff shall record all income. These amounts shall be entered Daily Deposit Sheet and shall be transferred to the Computer Accounting Program under the correct account numbers.

Receipts for income shall record the date, amount, name of payee, explanation or purpose of money, and signature of receiver of cash.

Receipts for non-donation income shall be issued from a general receipt book and not a tax-deductible receipt book.

All cash shall be placed in the safe or locked location by paid staff prior to closing at the end of the working day.

The Treasurer shall prepare the bank deposit, make the deposit, record the transaction and complete the monthly bank reconciliation.

The Executive Director (Coordinator) shall review and approve the monthly bank reconciliation.

Donations

Any individual donating \$5 or more is eligible to receive a receipt for income tax purposes, signed by one of the following: President of the Board, Secretary, Treasurer, or Executive Director (Coordinator). The receipt must be issued from the book that has the organization's registration number printed on it.

Canada Revenue Agency's website has information on official tax receipts and is a good resource as these rules keep changing. See website <http://www.cra-arc.gc.ca/tax/charities/jrt-e.html>

Donations in Kind

Paid staff shall ensure that all donations-in-kind are properly recorded and ensure that those who make donations-in-kind receive a receipt that is eligible for income tax purposes.

A small donation-in-kind shall be accepted at the discretion of the Executive Director (Coordinator) and its value shall be determined between the donor and the Executive Director (Coordinator).

A cheque for the agreed upon value of a small donation-in-kind shall be issued by the Executive Director (Coordinator), which in turn shall be endorsed and returned to the Executive Director (Coordinator). An income tax deductible receipt for the small donation-in-kind shall then be issued to the donor.

A donation-in-kind of large furniture or equipment shall be presented to the Board of Directors for approval. If approved, the value of a large donation-in-kind shall be determined between the donor and the Board Chair/President. A cheque for the agreed upon value of a large donation-in-kind shall be issued by the Board Chair/President, which in turn shall be endorsed and returned to the Board Chair//President. An income tax deductible receipt for a large donation-in-kind shall then be issued to the donor.

Financial Control

Expenditures over a certain amount should require the approval of the Board of Directors prior to being incurred.

The Executive Director (Coordinator) should have spending limits. If the Executive Director (Coordinator) should feel a need to consult another person with regard to a purchase, one of the executives of the Board of Directors may be contacted. Such a consultation shall be documented.

All committee expenditures shall be channeled through the Executive Director (Coordinator).

In case of emergency, the Board of Directors shall incur the necessary expenditure and report such expenditure at the next general meeting of the members.

The Board of Directors shall provide approval to borrow from a designated account.

All funds shall be accounted for with balanced monthly statements accompanied by appropriate receipts. All invoices shall be paid for by the due date stated.

Financial Reporting

The Board of Directors shall present a financial statement and budget for approval at the Annual General Meeting to the membership.

The Treasurer shall present a financial statement at each Board of Directors meeting and at each general meeting of the membership, showing assets, liabilities and a reconciliation to the most recent bank statement.

The Treasurer shall, after each quarter, present to the Board of Directors a financial statement showing income and expenses as compared to the annual budget.

Fundraising

All funds acquired through fund raising efforts of the organization are to be used solely for the purpose and promotion of the organization's operations, programs, and services.

All fundraising efforts shall be carried out in a manner approved by the Finance Committee. Proceeds from fundraising efforts shall be deposited in accounts approved by the Finance Committee and all receipts and reimbursements shall be handled in a manner consistent with the financial policies.

An accounting of all proceeds from commissions earned from the sale of goods shall be provided to the Treasurer and reported at Finance Committee meetings. Proceeds shall be deposited in accounts as prescribed by the Finance Committee.

Honorariums and Commissions

All honorariums and/or commissions paid to and for performances or work shall be deposited into accounts designated by the Finance Committee. An accounting of all honorariums and/or commissions shall be provided to the Treasurer.

Petty Cash

Cash for small expenses shall be kept in a petty cash account, in the amount of \$100.

Expenditures paid from the petty cash account are not to exceed \$25 per expenditure. Receipts or a petty cash voucher must be provided before reimbursement is made from petty cash.

A record of all petty cash expenditures shall be recorded in the petty cash record book. The Executive Director (Coordinator) will manage the petty cash account.

9. Board Building: Evaluating, Recruiting, Orienting, Training and Developing

Effective board development is an ongoing process, which enhances the skills, and experiences that board members bring to the organization.

Renewing the board begins with assessing current board members' qualities and contributions by questions that you need to answer such as:

- What skills, attitudes and values do board members bring to their roles?
- Are current board members able to fulfil their commitment?
- How is the present board representative of the community that the agency serves?
- Which board members will be leaving at the end of the current year?
- Which board members will be leaving next year?
- What qualities, experience and connections to the community will be missing from the board when these board members leave?
- What is required to restore the balance of qualities, experience, and connections on the board?
- How will new board members be chosen?
- Who will coordinate recruitment and development of new board members take place?
- How will the agency make the board is effective and committed/
- How does your agency attract and keep effective board volunteers?

Before attempting to recruit new board members, make sure that your agency has a strong foundation in place to attract the best prospects to the board.

Effective recruitment takes time and effort and needs to be an ongoing activity. Quality recruitment planning and activities are key to building a healthy agency. All members of the agency must recognize the importance of having skilled and committed leadership. Everyone must then invest the necessary time and resources to plan for recruiting board members.

The nominating committee is often used to identify prospective board members, and to screen these prospects as nominees. The nominating committee is appointed by the board, includes several board members as well others, and is often chaired by the past board chair.

Developing selection criteria is the first step in the search for the right people to fill board roles. As with any decision, creating a shopping list makes the job easier. Selection criteria help to list the member qualities that the board needs in order to operate effectively and identify prospective board who have these qualities and can best fill the role.

When identifying qualities the board requires, consider the possible biases that may be reflected in the criteria. Do the criteria reflect the needs of the organization and make up of the community its services or is the “shopping list” likely to build a board very similar to the existing board?

Selection criteria to consider include:

- The changing needs of the agency
- The composition of the board team
- Individual board member qualities

Develop a chart, which highlights the critical qualities your organization requires in prospective board members. See Appendix 1 and 2 for Board Development Matrix and Building Your Board Building Your Board for increased Competency and Engagement.

Once the organization has identified the right person and completed the recruitment process, an orientation should be provided to the new board members.

New board members benefit from an effective orientation to your organization no matter how much experience they may have. Group orientation and ongoing training is a way for board members to share expertise, to enable all board members to make decisions and to take actions from the same base of information. See Appendix 3 for Board Orientation Manual.

Many board members serve for months before understand their roles and responsibilities. Clearly written job descriptions clarify board members expectations as they relate to their position on the board. It is important to develop job descriptions for the general board member as well as for officers.

Please see sample of job descriptions in Appendix 4.

Recognition is a critical aspect of board development. Board members need to be recognized and to receive feedback on their performance.

Recognition measure achievement and celebrate success. Use ongoing and timely recognition to encourage and sustain board involvement.

Appendix 1

Board Development Matrix

Mark the strengths of current board members and identify the qualities and characteristics that new candidates should have. Enter the initials for each person and check the appropriate box below.

	Board member initials							Candidate initials					
EXPERTISE													
Accounting													
Fundraising													
HR Management													
Marketing													
Public Relations/Communications													
Strategic Planning													
Evaluation													
Other													
ADVISORS													
Law													
Technology													
Banking/Investments													
Physical resource management/real estate													
Other													
QUALITIES													
Committed to Mission													
Critical thinker													
Forward thinker/visionary													
Curious, speaks assertively													
Willing to work/delegate													
COMMUNITY CONNECTIONS													
Corporate													
Government													
Philanthropic													
Media													
Other:													

DEMOGRAPHICS												
Age												
Race												
Gender												
Constituency represented:												
(List different categories of service users, members)												

Source: Matrix a combination of examples from Centre for Professional Excellence, Createthefuture.com, and Barb Gemmell Training & Consulting.

Appendix 2

Building Your Board for increased Competency and Engagement

When building a competent and engaged board, you must:

- Identify Skills**
- Identify People**

1. Identify Skills – Building Board Competency

Recruitment Matrix:

- a) **maps all the skills, qualities, and assets that your board currently has** that are relevant to doing the work of the board.
- b) **Identifies any gaps** that need to be filled.

2. Identify People – Building Board Engagement

Gettin' good players is easy. Gettin' 'em to play together is the hard part.

Casey Stengel

- a) **Nurture and Develop potential board members** – use committees and projects to develop required skills to ready key people for board responsibilities.
- b) **Use the Proximity Method** – helps identify people you would not have known about through your regular circle of acquaintances; moves you outside the box.
- c) **Ask people to join for specific reason** – outline why that particular person would benefit the board and what you expect them to accomplish.

Appendix 3

Board Orientation Manual

Contents of a Board Orientation Manual	
1. Table of Contents	<ul style="list-style-type: none"> <input type="checkbox"/> Contents of manual <input type="checkbox"/> All pages should be numbered and dated
2. Mission Statement	<ul style="list-style-type: none"> <input type="checkbox"/> Include information about the organization's values and beliefs
3. History/Background	<ul style="list-style-type: none"> <input type="checkbox"/> Organization's history <input type="checkbox"/> Minutes and annual report/audit of the previous year <input type="checkbox"/> Brochures/other promotional materials
4. Board Structure/Operations	<ul style="list-style-type: none"> <input type="checkbox"/> Meeting and special event information for current year (days, dates, location) <input type="checkbox"/> Board and committee structure chart <input type="checkbox"/> Board agenda format <input type="checkbox"/> Board member job description
5. Bylaws	<ul style="list-style-type: none"> <input type="checkbox"/> Constitution <input type="checkbox"/> Bylaws
6. Policy Manual	<ul style="list-style-type: none"> <input type="checkbox"/> Framework policies and long-term strategies <input type="checkbox"/> Board self-governance policies <input type="checkbox"/> Operational policies
7. Financial Summary	<ul style="list-style-type: none"> <input type="checkbox"/> Annual budget <input type="checkbox"/> Annual audit <input type="checkbox"/> Insurance <input type="checkbox"/> Fiscal calendar <input type="checkbox"/> Summary of funding sources
8. Board Committees	<p>For each committee include:</p> <ul style="list-style-type: none"> <input type="checkbox"/> Committee terms of reference <input type="checkbox"/> Committee year-end reports, goals and objectives for current year
9. Board List	<ul style="list-style-type: none"> <input type="checkbox"/> Name, position, length of service <input type="checkbox"/> Addresses and phone numbers <input type="checkbox"/> Biographies

SAMPLE JOB DESCRIPTION

BOARD MEMBER (DIRECTOR)

AUTHORITY/RESPONSIBILITY:

The Board of Directors is the legal authority for _____.
As a member of the Board, A Director acts in a position of trust for the community and is responsible for the effective governance of the organization.

QUALIFICATIONS/SKILLS:

Knowledge and skills in one or more areas of Board governance: policy, finance, programs, and/or personnel.

TERM:

Directors are elected by the membership at the Annual general meeting. Directors serve for a two-year term. Directors may be re-elected for two additional terms.

REQUIREMENTS:

- Commitment to the work of the organization
- Knowledge and skills in one or more areas of Board governance: policy, finance, programs, and/or personnel
- Willingness to serve on at least one committee and actively participate
- Attendance at monthly Board meetings
- A time commitment of five hours per month, (includes Board preparation, meeting and committee meeting time)
- Attendance at Annual General Meeting
- Be informed of the services provided by the agency and publicly support them
- Prepare for and participate in the discussions and the deliberations of the Board

- Be aware and abstain from any conflict of interest

MAJOR DUTIES:

- Governing _____ by the broad policies developed by the Board
- Establish overall long and short term goals, objectives and priorities for _____ in meeting the needs of the community
- Recommend policy to the Board
- Promote _____ membership through community networking, etc.
- Being accountable to the funders for the services provided and funds expended
- Monitors and evaluates the effectiveness of _____ through a regular review of programs and services
- Being accountable and seeking nominations for election to the Board when appropriate
- Prepare for and participate in the discussions and the deliberations of the Board
- To foster a positive working relationship with other Board members, and _____ staff
- Be aware of and abstain from any conflict of interest

REVIEW/APPROVAL DATE:

The Board Development Committee annually reviews the Board member job description. Recommended changes are presented to the Board.

SAMPLE JOB DESCRIPTION

PRESIDENT

AUTHORITY/RESPONSIBILITY:

As a member of the Board, a Director acts in a position of trust for the community and is responsible for the effective governance of the organization.

The President is also responsible and accountable to the membership.

QUALIFICATIONS/SKILLS:

Completed two years of Board membership term and have an understanding of parliamentary procedures.

TERM:

The President serves for a two-year term.

REQUIREMENTS:

- Commitment to the work of the organization
- Knowledge and skills in one or more areas of Board governance: policy, finance, programs, and/or personnel
- Willingness to serve on at least one committee
- Attendance at monthly Board meetings
- A time commitment of 5-8 hours per month, (includes Board preparation, meeting, committee and meeting time)
- Attendance at Annual General Meeting
- Be informed of the services provided by _____ and publicly support them
- Prepare for and participate in the discussions and the deliberations of the Board
- To foster a positive working relationship with other Board members, and _____ staff

- Be aware and abstain from any conflict of interest

MAJOR DUTIES:

- Establishes overall long and short term goals, objectives and priorities for _____ in meeting the needs of the community
- Be the primary spokesperson for _____ to the media and community at large
- Address Annual General Meeting
- Chair the Executive Committee
- Report to Board on status of major programs
- A signing authority on behalf of the Board for financial and legal purposes
- Represent the organization to Government and Municipal officials
- Provides leadership and direction to the Board
- Arrange for Vice to Chair meetings in the absence of the Chair
- Represent the _____ at community functions
- In conjunction with the Executive Committee set monthly Board meeting agenda
- Enhance relationships with other community groups and agencies
- In conjunction with the Executive Committee provide guidance and leadership
- Ensure Board members receive agenda and minutes in a timely manner
- Adhere to general duties outlined in the board member job description

REVIEW/APPROVAL DATE:

Annually review the President's job description. Recommended changes are presented to the Board for ratification.

SAMPLE JOB DESCRIPTION

VICE CHAIR

AUTHORITY/RESPONSIBILITY:

As a member of the Board, a Director acts in a position of trust for the community and is responsible for the effective governance of the organization.

QUALIFICATIONS/SKILLS:

Completed one year of Board membership term and have an understanding of parliamentary procedures.

TERM:

The Vice is selected by Executive Committee to serve for a one-year-term.

REQUIREMENTS:

- Commitment to the work of the organization
- Knowledge and skills in one or more areas of Board governance: policy, finance, programs and personnel
- A signing authority on behalf of the Board for financial and legal purposes
- Willingness to serve on at least one committee
- Attendance at monthly Board meetings
- A time commitment of five hours per month, (includes Board preparation, committee and meeting time)
- Attendance at Annual General Meeting
- Be informed of the services provided by _____ and publicly support them
- Prepare for and participate in the discussions and the deliberations of the Board

- To foster a positive working relationship with other Board members, and _____ staff
- Be aware and abstain from any conflict of interest

MAJOR DUTIES:

- Establish overall long and short term goals, objectives and priorities for _____ in meeting the needs of the community
- Fulfill Chair position in the absence of the Chairperson, monthly Board meetings
- Be an active member of the Executive Committee
- A signing authority on behalf of the Board for financial and legal purposes
- Adhere to general duties outlined in the board member job description

REVIEW/APPROVAL DATE:

Annually reviews the Vice-Chair’s job description. Recommended changes are presented to the Board.

SAMPLE JOB DESCRIPTION

TREASURER

AUTHORITY/RESPONSIBILITY:

As a member of the Board, a Director acts in a position of trust for the community and is responsible for the effective governance of the organization.

QUALIFICATIONS:

Completed one year of Board membership term and have the ability to read/understand/interpret financial statements.

TERM:

The Treasurer is appointed by the Executive Committee to serve a two-year term.

REQUIREMENTS:

- Commitment to the work of the organization
- Knowledge and skills in one or more areas of Board governance: policy, finance, programs and personnel
- Willingness to serve on at least one committee
- Attendance at monthly Board meetings
- A time commitment of five hours a month, (includes Board preparation, meeting, committee and meeting time)
- Attendance at Annual General Meeting
- Be informed of the services provided by _____ and publicly support them
- Prepare for and participate in the discussions and the deliberations of the Board
- To foster a positive working relationship with other Board members, and the general staff
- Be aware and abstain from any conflict of interest

MAJOR DUTIES:

- Establish overall long and short term goals, objectives and priorities for _____ in meeting the needs of the community

- Ability to read/understand/Interpret financial statements for Board members
- Chair the Finance Committee
- A signing authority on behalf of the Board for financial matters
- Ensure audited financial statements are presented to the Board on an annual basis
- Calls the motion at Annual General Meeting to appoint the Auditor
- Act as a resource to other committees
- Adhere to general duties outlined in the Board member job description

REVIEW/APPROVAL DATE:

Annually reviews the Treasurer's job description. Recommended changes are presented to the Board.

SAMPLE JOB DESCRIPTION

SECRETARY

AUTHORITY/RESPONSIBILITY:

The Board of Directors is the legal authority for

_____.

As a member of the Board, a Director acts in a position of trust for the community and is responsible for the effective governance of the organization.

QUALIFICATIONS/SKILLS:

Good communication and written skills.

TERM:

The Secretary is appointed by Executive Committee for a two year term.

REQUIREMENTS:

- Commitment to the work of the organization

- Knowledge and skills in one or more area of Board governance: policy, finance, programs and personnel
- Willingness to serve on at least one committee
- Attendance at monthly Board meetings
- A time commitment of five hours per month, (includes Board preparation, meeting, committee and meeting time)
- Attendance at Annual General Meeting
- Be informed of the services provided by _____ and publicly support them
- Prepare for and participate in the discussions and the deliberations of the Board
- To foster a positive working relationship with other Board members, and _____ staff
- Be aware and abstain from any conflict of interest

MAJOR DUTIES:

- Establish overall long and short term goals, objectives and priorities for _____ in meeting the needs of the community
- Prepare and maintain minutes and records for all board meetings
- Reviews/monitors and verifies accuracy of the meetings minutes, and circulates to all Directors
- Adhere to general duties outlined in the board member job description

REVIEW/APPROVAL DATE:

Annually reviews the Secretary's job description. Recommended changes are presented to the Board.

Appendix 5

Sample Agenda

Agenda Date. Time. Location

(Times listed are for guideline purposes.)

1. **Welcome and introductions** (5 min.)
2. **Approval of agenda** (2 min.)
3. **Minutes of last meeting** (3 min.)
4. **Business arising since last meeting** (12 min.)
5. **Strategic Priorities** (35 min.)
 - i. Program/Service Priorities – Discuss and determine key priority to begin planning over next 6 months
 - ii. Future partnership opportunities
6. **Reports** (18 min.)
 - i. Executive Director/Coordinator
 - ii. Finance Committee
7. **Other business** (7 min.)
 - i. Board Education – update
8. **Evaluation of meeting, next meeting date/agenda items** (7 min.)
9. **Adjournment**

GROUND RULES FOR EFFECTIVE MEETINGS

- Keep time schedules; be on time, start and end on time.
- Clear, concise agenda is provided and followed.
- Focus on issues, not personalities.
- Participants come adequately prepared.
- Participants contribute as required to achieve objectives.
- Discussion will be brief and pertinent
- Participants will respect each other's opinions and confidences.
- One conversation at a time; no side conversations.
- No one speaks twice until everybody speaks once.
- If you agree to something, fulfill it!
- Parliamentary procedures will be followed.
- *Remember, keeping a meeting focused and productive is everyone's job!*

Appendix 7 Sample Terms of Reference

TERMS OF REFERENCE

_____ Committee Name

Purpose: (Duties and Responsibilities; Outcomes Expected)

Type: (Standing. Ad hoc)

Chairperson:

Responsible to:

Composition:

Terms of Office:

Quorum:

Meeting Frequency: (Time Commitment)

Communications: (Authority and Accountability)

Supporting Policies and Procedures:

Staff Support:

Specific areas of Responsibility:

Annual Review:

Source: www.charityvillage.com

Appendix 8 Sample Committee Questionnaire

COMMITTEE SATISFACTION QUESTIONNAIRE

Please take 3-5 minutes to complete this questionnaire to better assist the committee to lead our organization in the best direction.

How satisfied are you with your experience on this committee?

1	2	3	4
Not at all	Somewhat	Very Good	Extremely

How similar has your actual experience been to your expectations prior to joining the committee?

1	2	3	4
Not at all	Somewhat	Very Good	Extremely

What did you like best about volunteering on a committee?

If you could change one thing about your committee experience, what would it be and how would you change it?

Thanks for your feedback.

Source: (2005) Barb Gemmell Training & Consulting

Why Strategic Planning?

- Improve performance
- Maximize resources
- Be proactive
- Ensure everyone working towards same goals

Where is your organization in the 'organizational life cycle'?**Organizational Life Cycles**

INFANCY	- high risk taking, little structure
GO-GO	- fast-paced; everything a priority
ADOLESCENCE	- structuring, planning emphasized
PRIME	- "SUCCESS" and want to stay here!
MATURITY	- sense of urgency lost
ARISTOCRACY	- 'make no waves' the general rule
BUREAUCRACY	- lose sense of purpose

What is strategic planning?

- Your "**Game Plan**" - a guide to action that determines your key priorities and the most effective use of resources.
- An opportunity to be creative, build consensus and increase commitment.

What do you consider?

- Environmental Scan**
 - **An identification of issues**
- Mission/Mandate**

"The WRHA Support Services to Seniors program mission is to offer community-based programs for seniors that promote health and well-being and assist seniors to continue to live in the community by:

- **Reducing barriers to improve and/or maintain health status**

- **Fostering social and physical environments that support health and independence**
 - **Promoting optimal well being through life long learning**
 - **Increasing health promotion, prevent and/or postpone disabilities, distress, discomfort and preventable injury (e.g. falls)**
 - **Increasing capacity of seniors to have meaningful control over their health and well-being.**
-
- Accomplishments/Success/Strengths**
 - **A review of past achievements and 'lessons learned' is a good indicator of capacity and capability.**
-
- Priority Setting/Action Setting**
-
- Implementation**
-
- Ongoing progress measurement, evaluation and celebration!**

SUCCESSION PLANNING CHECKLIST

- ✓ Succession planning for leadership is a priority.
 - ✓ A committee is in place year-round to manage the process.
 - ✓ A periodic review of board and committee structures is done.
 - ✓ Leadership positions have written job descriptions.
 - ✓ Organizational and board goals are incorporated into the plan.
 - ✓ The recruitment strategy is both internal and external.
 - ✓ Both current and prospective board members are interviewed.
 - ✓ All new board members receive an orientation.
 - ✓ Training opportunities are offered for leadership development.
 - ✓ Standards of performance have been established.
 - ✓ Recognition of outgoing board is done.
- NAME?** Nominating, Board Development/Leadership/Affairs, Governance
- PURPOSE?** "Conscience of the Board"; ensure the board is doing its job and doing it well through strong leadership
- DUTIES & RESPONSIBILITIES?**
- Develop board member job descriptions
 - Create a board profile of needs
 - Identify potential members
 - Recruit, interview, screen
 - Ensure orientation for new board members
 - Provide continuing education
 - Conduct evaluation of board's performance
 - Ensure appropriate recognition
- COMPOSITION?** Responsibility of executive member to chair; coordinator's role; consider outside representative
- TIME COMMITMENT?** Minimum number of meetings a year; major involvement between _____ and _____; Number of hours _____; Number of phone calls _____, etc.

Appendix 11

Sample Minutes

MEETING MINUTES OF

Date & Time:

Location:

Chairperson Rotating Chairs at each meeting:

Recorder:

<input type="checkbox"/>		<input type="checkbox"/>		<input type="checkbox"/>	
<input type="checkbox"/>		<input type="checkbox"/>		<input type="checkbox"/>	
<input type="checkbox"/>		<input type="checkbox"/>		<input type="checkbox"/>	
<input type="checkbox"/>		<input type="checkbox"/>		<input type="checkbox"/>	

SUBJECT	SUMMARY	ACTION PLAN	TO BE DONE BY	TIMELINE

NEXT MEETING AGENDA ITEMS:

Signature of Minute Taker

Date

PARLIAMENTARY POINTERS

IF YOU WANT TO...

Stop the meeting for a short time to break.

I move that we recess for _____. (Requires seconder.)

Ask someone to speak louder, call attention to something concerning the comfort and well-being of the people at the meeting.

I rise to a question of personal privilege.

Bring a discussion back to the subject or get back to the agenda.

I call for the orders of the day.

NOTE: THE ABOVE THREE MOTIONS MUST BE ACTED ON IMMEDIATELY.

Correct a mistake that is against the bylaws of the group.

I rise to point of order.

Get more information on the business being discussed.

Point of information.

Discuss something without having to stick to rules.

I move that we suspend the rules. (Requires seconder.)

Question a chairperson's decision.

I appeal the decision of the chair. (Requires seconder.)

End (or limit) discussion.

I moved we close (or limit) debate. (Requires seconder.)

Put something off until another meeting.

I move we postpone this matter until _____. (Requires seconder.)

Ask a committee or a member to get further information.

I move to refer this to _____. (Requires seconder.)

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