
THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

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The governance framework of The Children's Aid Society of the District of Nipissing and Parry Sound is composed of the following key components.

A. Legislative and Legal Context

The Children's Aid Society of the District of Nipissing and Parry Sound is governed by a multitude of federal, provincial and municipal laws/bylaws, regulations and public policies. The Board of Directors is expected to demonstrate "due diligence," which requires that Directors take reasonable steps to ensure compliance with any applicable provisions of legislation or regulations. The bylaws are a set of legal rules established by the membership of the Corporation by which The Children's Aid Society of the District of Nipissing and Parry Sound governs itself. The bylaws outline how the decisions are to be made by the Board of Directors and the membership of the Corporation. The Board of Directors has adopted Governance Policies and Procedures to ensure effective governance practices.

B. Board Functions and Fiduciary Duty

The functions of the Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound involve planning, policy, performance monitoring and performance management. In its efforts to carry out these functions, the Board of Directors is required to fulfill its fiduciary duty and to act in the best interest of the organization.

C. Governance Structure

The governance structure of The Children's Aid Society of the District of Nipissing and Parry Sound includes the membership of the Corporation, the Board of Directors, elected Officers of the Corporation, the Auditor and board committee(s) in particular an Audit Committee (as specified in the Bylaws). The roles and responsibilities of each of these features of the governance structure are articulated in the legislation and regulations, the bylaws of the Corporation and the Governance Policies and Procedures.

D. Governance Model

The Children's Aid Society of the District of Nipissing and Parry Sound has adopted a policy model of governance that is based on a set of key principles and policies that guide the implementation of the model.

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A. Introduction

Policies and procedures are guidelines established by an organization to monitor directions taken in its response to specific actions.

B. Policy

The purpose of the Governance Policies and Procedures of The Children's Aid Society of the District of Nipissing and Parry Sound is to provide a consistent and systematic approach to implementing the applicable legislative and legal provisions, board functions and fiduciary duty, and governance structure and model and governance processes.

C. Procedures

- 1.0 The President of the Board of Directors will ensure that new board members receive a copy of the governing documents, including the bylaws and Governance Policies and Procedures, upon their election/appointment to the governing body.

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Policy: DEFINITION OF TERMS	Total Pages: 1 of 2
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A. Introduction

Terms used in these Governance Policies and Procedures are defined as follows:

Annual Return: A filing required by the Province of Ontario to specify the names of the Officers and Board of Directors.

Auditor: The qualified and independent professional who is appointed by the Members of the Corporation to conduct an audit of the financial position of the organization.

Benefit: An advantage or profit gained from membership on the Board of Directors.

Board: The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound.

Bylaws: Bylaws are the set of rules by which The Children's Aid Society of the District of Nipissing and Parry Sound governs itself.

Child and Family Services Act: The legislation of the Province of Ontario under which the organization is delegated authority as a child welfare agency.

Corporation: The Corporation is The Children's Aid Society of the District of Nipissing and Parry Sound.

Director: A member of the Board of Directors of the Corporation of The Children's Aid Society of the District of Nipissing and Parry Sound.

Employee: An individual employed by the Corporation.

Executive Director: The employee of the Corporation who is the "Local Director" within the meaning of the Child and Family Services Act (Ontario) directly accountable to the Board of Directors.

Foster Parent: The individual who is not an employee and who acts only as a foster parent for the Children's Aid Society of the District of Nipissing and Parry Sound.

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Member: A person who meets the eligibility criteria for membership in the Corporation and whose membership application is approved in accordance to the provisions specified in the bylaws.

Officer: An Officer of the Corporation, namely President, Vice President, Treasurer and Secretary.

Policy: A policy is a guideline or position adopted by the organization that provides the framework for a course of action. A policy is a commitment by which the organization is held accountable.

Procedure: A procedure is a course of action that is implemented to support the approved policy.

Remuneration: The reward, benefit or money paid for work or service.

Volunteer: The individual who is not an employee and who contributes their expertise and time on a voluntary basis.

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A. Introduction

Governance Policies and Procedures are guidelines that are established by the Board of Directors and that the governing body has the right to revise and revoke by a majority vote.

B. Policy

To preserve the ability of The Children's Aid Society of the District of Nipissing and Parry Sound to meet evolving best practices in governance and the needs of the organization, any or all policies and procedures may be modified, augmented, deleted or revoked. Any proposed revisions must be approved by the Board of Directors and will be effective immediately or at a date specified by board approval.

C. Procedures

- 1.0 The President of the Board of Directors will ensure that all board members have received in writing and in a timely manner any revisions to the Governance Policies and Procedures.

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Section: INTRODUCTION	Policy Number: G 1.5
Policy: REVIEW OF GOVERNING DOCUMENTS	Total Pages: 1 of 1
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Policy Attachment(s): ■ Acknowledgment of Review Form	Date Reviewed: April 2016

A. Introduction

It is the responsibility of each member of the Board of Directors to be informed of the expectations featured in the governing documents of the organization.

B. Policy

In the best interest of The Children's Aid Society of the District of Nipissing and Parry Sound, all new members of the Board of Directors are required to review the bylaws of the Corporation and the Governance Policies and Procedures within ninety (90) days of their election/appointment to the governing body and subsequently on an annual basis.

C. Procedures

- 1.0 New board members are required to review the bylaws of the Corporation, Governance Policies and Procedures Manual and strategic plan within ninety (90) days of their election/appointment to the Board of Directors and sign the Acknowledgment of Review of the Bylaws and Governance Policies and Procedures Form.

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A. Overview

The Children's Aid Society (C.A.S.) of the District of Nipissing was formed in 1907. It was incorporated as a private corporation without share capital in 1941. The organization functioned as a one-dimensional agency under the terms of the legislation at that time, up until the establishment of the Child and Family Services Act (C.F.S.A.) in 1984. The single purpose of The Children's Aid Society of the District of Nipissing and Parry Sound to that point was providing child welfare and delivering services related to that function. Under the broader mandate of the C.F.S.A., it enabled the organization to deliver other programs beyond the child welfare mandate. The organization has, over the past decade, been committed to establishing and delivering services which contribute to the well being of children and families.

In the District of Parry Sound, there were two Children's Aid Societies from 1909 on, one in East and one in West Parry Sound. An Order in Council dated October 5, 1909 established The Children's Aid Society of West Parry Sound. In East Parry Sound, the office was in Burk's Falls. Initially, the organization served the towns and it was only in 1920 that any service was provided in areas such as Restoule, Golden Valley, Loring and Arnstein.

In 1931, the West Parry Sound Children's Aid Shelter was located on Miller Street and Mrs. Carr, the Matron, received 85 cents per child per day. On average there were 16 children in the Shelter and they baked their own bread, grew vegetables, and milked their own cow. By 1938 there were 144 children in care and a new secretary and assistant were hired.

In the mid 1930's, the East and West Parry Sound Children's Aid Society started to discuss amalgamation. In 1937, only twenty percent of the work of both organizations was in the town of Parry Sound and the surrounding municipalities, while eighty percent was in the East side. It was in this year that the two organizations amalgamated.

The notion of an amalgamation of the Nipissing and Parry Sound Societies evolved as a result of an informal conversation between the Executive Directors of the two organizations in September of 1996. In January 1998 the Board of Directors of each organization passed an identical motion agreeing to amalgamation. On March 25, 1998 (Parry Sound) and March 26, 1998 (Nipissing) the amalgamation was endorsed and the Boards of Directors were charged with its implementation.

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In 1985 the Children's Aid Society in Nipissing established permanent quarters by building its present head office at 433 McIntyre Street West in North Bay. The Board of Directors of the organization has maintained the traditions of the founding Boards of Directors by continuing to fundraise in the community for specific initiatives that will augment and enhance service delivery. The Children's Aid Society of the District of Nipissing and Parry Sound now delivers Child Welfare, Child Development, Young Offenders, and Early Intervention services. In 1995, the organization established a new mission statement to reflect its broadened role in providing service to the community.

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Policy: LEGISLATIVE AND REGULATORY COMPLIANCE	Total Pages: 1 of 1
	Date Approved: April 2012
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A. Introduction

A non-profit organization must comply with a multitude of federal, provincial and municipal laws/bylaws, regulations and policies. Collectively, the Board of Directors must have a working knowledge of key legislation to ensure that relevant requirements are met. A Board of Directors must demonstrate "due diligence," which requires that Directors have taken reasonable steps to ensure that the provisions of an act or regulations have been complied with in particular circumstances. From the perspective of legal liability, lack of knowledge of legislation does not excuse a breach of legislation.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound will be provided with an overview of key applicable legislation and regulations as part of the orientation process for new board members.

C. Procedures

- 1.0 The Board of Directors will ensure that an overview of key legislation and regulation requirements for a non-profit organization is developed and included in the board orientation process for each new board member.
- 2.0 The Executive Director will report on compliance with relevant legislation and regulations to the Board of Directors at time(s) specified in the reporting schedule.

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Section: LEGISLATIVE AND LEGAL CONTEXT	Policy Number: G 3.2
Policy: BYLAWS OF THE CORPORATION	Total Pages: 1 of 1
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A. Introduction

Bylaws are a set of established rules by which an organization governs itself. Bylaws outline how decisions are to be made by the Board of Directors and membership of the corporation. Bylaws can vary in their content and comprehensiveness. The Directors must be familiar with the bylaws of the Corporation and should ensure that their actions comply with the bylaws.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound will collectively ensure that its actions and decisions fall within the parameters specified in the bylaws. In the event that there is non-compliance with the bylaws, then this violation will be reported to the Membership of the Corporation at the Annual General Meeting.

C. Procedures

- 1.0 The Board of Directors will initiate a process to review the bylaws of the Corporation on an annual basis at least ninety (90) days prior to the Annual General Meeting and identify any required amendments.
- 2.0 The Board of Directors will review any bylaw amendments and distribute to the Membership of the Corporation according to the provisions stated in the bylaws.
- 3.0 As part of the bylaw review, the Board of Directors will identify any areas of non-compliance with the bylaws to the Board of Directors for its further consideration and action.
- 4.0 The President of the Board of Directors will present any proposed bylaw amendments to the membership of the Corporation at the Annual General Meeting.
- 5.0 The President of the Board of Directors will report to the membership of the Corporation at the Annual General Meeting any situations of non-compliance with the bylaws and the action to be taken by the Board of Directors to address the situation.

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Policy: BOARD OF DIRECTORS FUNCTIONS	Total Pages: 1 of 2
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A. Introduction

The Board of Directors of a non-profit organization is authorized by the membership of the corporation to govern and is held accountable for the overall performance of the organization.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound is a legal entity authorized by the Membership of the Corporation and held accountable for the overall performance of the organization. The key functions of the Board of Directors are as follows:

- (i) Planning Function: To establish the vision, mission, values, overall direction and outcomes of the organization, as well as to promote the needs of the children, families and community served by The Children's Aid Society of the District of Nipissing and Parry Sound.
- (ii) Policy Function: To ensure the formulation and implementation of governance policies to guide the actions of the organization.
- (iii) Performance Monitoring Function: To provide oversight by monitoring legal and ethical obligations, financial stability and viability, quality and performance, and risk management.
- (iv) Performance Management Function: To ensure the health of the organization by evaluating and monitoring the performance of the Board of Directors and the Executive Director.

In carrying out these functions, the board has specific responsibilities to:

- (v) Define the organizational vision, mission, values and framework within which the board expects the organization to operate.
- (vi) Oversee the development and approval of a strategic plan and an annual budget.

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- (vii) Carry out the strategic priorities in compliance with governance policies that the Board of Directors has already approved.
- (viii) Develop and approve annual operating and capital budgets.
- (ix) Select and support the Executive Director, who has been delegated responsibility for managing the organization.
- (x) Review and conduct probationary and annual evaluations of the performance of the Executive Director against the achievement of specific outcomes.
- (xi) Ensure that there are sufficient resources for the organization to adequately finance its programs.
- (xii) Account to the public and to funders for the performance and resources of the organization, including an annual audit.
- (xiii) Establish the parameters within which the Executive Director may negotiate compensation and benefits with the employees of the organization.
- (xiv) Review regularly the overall effectiveness, efficiency and quality of the services of the organization to ensure that they are consistent with the mission of the organization and that they respond effectively to the identified needs of children, their families and community.
- (xv) Represent the organization and its services to the community.

C. Procedures

- 1.0 The Board of Directors will facilitate the orientation process for new members to the Board of Directors (see Governance Policy G 7.7 and Procedures), including providing an overview of the functions of the Board of Directors.
- 2.0 New board members will participate in an orientation within one (1) year of their election/appointment to the Board of Directors to ensure that they understand the functions of the Board of Directors (see Governance Policy G 7.7 and Procedures).

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Section: GOVERNANCE FUNCTIONS	Policy Number: G 4.1.1
Policy: BOARD OF DIRECTORS FUNCTIONS: PLANNING FUNCTION	Total Pages: 1 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Strategic Plan	Date Reviewed: April 2016

A. Introduction

A key function of the Board of Directors is to determine the future direction of the organization. The governing body must choose the best path to achieve the mission of the organization within an ever-changing external environment. Specific short- and long-term priorities need to be determined in consultation with the key stakeholders of the organization.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound will develop a strategic plan that clearly articulates the preferred future of the organization. Strategic priorities will be stated as outcomes with corresponding indicators of success. The Executive Director Monitoring Report on strategic directions and priorities will address the outcomes achieved in relation to corresponding indicators of success.

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound will develop a strategic plan every three (3) years or sooner if needed, that articulates the priorities of the organization.

C. Procedures

- 1.0 Every five (5) years, the Board of Directors will initiate a strategic planning process to coincide with the fiscal year planning cycle. A planning process that fully engages all stakeholders of The Children's Aid Society of the District of Nipissing and Parry Sound is not required for every strategic planning process.
- 2.0 The Board of Directors will develop a strategic plan that articulates the mission, vision, values of the organization and outcome-based strategic priorities with corresponding indicators of success.
- 3.0 The Executive Director will present a Strategic Planning Monitoring Report based on an approved schedule on the outcomes achieved in relation to strategic priorities.
- 4.0 On an annual basis, the Board of Directors will formally review the strategic directions and priorities and will revise if required.

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5.0 The outcomes achieved in relation to the strategic plan will be communicated annually by the Board of Directors to the key stakeholders of the organization.

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Policy: BOARD OF DIRECTORS FUNCTIONS: POLICY FUNCTION	Total Pages: 1 of 1
	Date Approved: April 2012
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A. Introduction

Policies are the parameters established by an organization to guide its response to specific situations.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound will collectively ensure that its actions and decisions fall within the parameters specified in the Governance Policies and Procedures.

C. Procedures

- 1.0 The Board of Directors will initiate a process to formally review the Governance Policies and Procedures once every three (3) years, or sooner if required.
- 2.0 Any board member may recommend a revision to the Governance Policies and Procedures by contacting the President ten (10) days in advance of the board meeting and requesting that the item be placed on the agenda.
- 3.0 The Board of Directors will consider any proposed revision to the Governance Policies and Procedures at a regularly scheduled board meeting.

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Policy: BOARD OF DIRECTORS FUNCTIONS: PERFORMANCE MONITORING FUNCTION	Total Pages: 1 of 1
	Date Approved: April 2012
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A. Introduction

The Board of Directors is ultimately accountable for ensuring the overall health and performance of the organization. The board has an extremely important role in providing oversight to monitor legal and ethical obligations, financial stability and viability, and organizational quality and effectiveness.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound will develop and implement a monitoring process providing oversight to ensure stability, viability, effectiveness and compliance with legal obligations.

C. Procedure

- 1.0 The Board of Directors, in collaboration with the Executive Director, will develop a reporting process to ensure that the board receives accurate and timely information to enable the board to fulfill its governance obligations.
- 2.0 The Board of Directors will review the current monthly and annual financial position of the organization and projected financial status.
- 3.0 The Board of Directors, based on a defined reporting process of the Executive Director, will review the overall performance of the organization in relation to strategic directions, governance processes and Board/Executive Director authority and accountability policies.

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Policy: BOARD OF DIRECTORS FUNCTIONS: PERFORMANCE MANAGEMENT FUNCTION	Total Pages: 1 of 1
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A. Introduction

The Board of Directors of an organization is responsible for ensuring the effective performance of the governing body and the Executive Director.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound will develop and implement a process to manage the performance of the governing body and the Executive Director.

C. Procedures

- 1.0 The Board of Directors will develop and implement a process to evaluate the performance of the governing body. (See Governance Policy G 7.9)
- 2.0 The Board of Directors will develop and implement a process to evaluate the performance of the Executive Director. (See Governance Policy G 8.4)

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Policy: FIDUCIARY DUTY AND CODE OF CONDUCT	Total Pages: 1 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

Individuals who agree to serve on the Board of Directors of a non-profit corporation should do so with a complete understanding of their fiduciary duty and stewardship responsibilities.

B. Policy

Members of the Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound are committed to ethical conduct and to exercising due diligence in the performance of their duties, and will act in the best interest of the Corporation by:

- (i) Being informed of the key legislation and regulations under which the organization exists, as well as its bylaws and Governance Policies and Procedures as these pertain to board responsibilities.
- (ii) Keeping generally informed about the activities of the organization and the community, as well as about general trends in the external environment.
- (iii) Attending a minimum of seventy percent (70%) of scheduled board meetings.
- (iv) Exercising the same degree of care, diligence and skill that a reasonably prudent person would show in comparable circumstances.
- (v) Offering their perspective and opinion on governance issues that are the subject of board discussions and decisions.
- (vi) Maintaining solidarity with fellow board members in support of a decision that has been made, in good faith, in a legally constituted meeting, by board members who are in reasonably full possession of the facts.
- (vii) Knowing and respecting the distinction in the roles of the board and the roles of staff, consistent with the principles underlying these governance policies.
- (viii) Avoiding exercising individual authority over the organization, except as explicitly set out in the Governance Policies and Procedures. A board member's interaction with the Executive Director or the public must recognize the lack of authority vested in

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individual board members, except when this authority is explicitly authorized by the board.

- (ix) Avoiding or declaring any perceived, potential or real conflict of interest in accordance with the bylaws and governance policies (see Governance Policy G 4.2.2 and Procedures).
- (x) Maintain confidentiality appropriate to issues of a sensitive nature (see Governance Policy G 4.2.1 and Procedures).

C. Procedures

- 1.0 The Board of Directors will ensure that roles and responsibilities of board members is a component of the orientation process (see Governance Policy G 7.7 and Procedures).
- 2.0 The President of the Board of Directors will ensure that individual board members carry out their governance responsibilities.
- 3.0 The President of the Board of Directors will follow up with any board member who has failed to carry out his/her individual board member responsibilities and will explore strategies to improve performance.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE FUNCTIONS	Policy Number: G 4.2.1
Policy: FIDUCIARY DUTY AND CODE OF CONDUCT: CONFIDENTIALITY	Total Pages: 1 of 1
	Date Approved: April 2012
Policy Attachment(s): <ul style="list-style-type: none">■ Board Confidentiality Agreement■ Disposal of Confidential Information Form	Date Reviewed: April 2016

A. Introduction

Members of a Board of Directors have an ethical obligation to maintain the confidentiality of any and all information that is given in the confidence and trust that it not be shared. Confidential information is expected to be treated with respect and used only within an authorized context.

B. Policy

The members of the Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound are required to take reasonable measures to secure information and shall protect the confidentiality of any information received by the board members during and after their tenure to ensure that it is used as authorized and that it does not pose any risk for the organization or result in harm to any person served by the organization. Board members must disclose any breaches of confidentiality.

C. Procedures

- 1.0 A new board member is required to sign the Board of Directors Confidentiality Agreement by the first board meeting after the Annual General Meeting. The President of the Board of Directors will ensure that the form is signed and retained in the board member's file.
- 2.0 A board member who is not certain whether information can be shared will bring the matter before the Board of Directors for advice and guidance.
- 3.0 A board member who is aware of a breach of confidentiality on the part of a fellow board member must raise the issue for clarification, first with the board member in question and then, if still unresolved, with the Board of Directors as a whole.
- 4.0 When a board member resigns or retires, he/she will return to the President or Executive Director all information related to the organization, or will complete the Disposal of Confidential Information Form in order to provide written confirmation that all documents have been securely destroyed within thirty (30) days of his/her departure.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND
GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE FUNCTIONS	Policy Number: G 4.2.2
Policy: FIDUCIARY DUTY AND CODE OF CONDUCT: CONFLICT OF INTEREST	Total Pages: 1 of 3
	Date Approved: April 2012
Policy Attachment(s): ■ Declaration of Conflict of Interest Form	Date Reviewed: April 2016

A. Introduction

"Conflict of interest" arises for a member of the Board of Directors whenever the board member, a member of his/her family or a business partner benefits, directly or indirectly, financially or otherwise, from the member's position on the governing body. A conflict of interest may be "real," "potential," or "perceived"; the same duty to disclose applies to each category. Full disclosure in itself does not nullify the conflict of interest in question.

B. Policy

The Children's Aid Society of the District of Nipissing and Parry Sound is a non-profit corporation, and members of the Board of Directors shall therefore not receive any direct or indirect remuneration or benefit from the organization. A board member cannot be a paid employee, contractor, consultant or professional service provider of the organization without court approval, as defined in legislation.

Members of the Board of Directors shall not participate in discussion or decision making about any matter that may directly or indirectly benefit either themselves or someone with whom they have a close personal or business relationship. Failure to disclose a conflict of interest to the Board of Directors may be grounds for dismissal from the board.

Members of the Board of Directors must represent non-conflicted loyalty to the interests of the organization. This accountability supersedes any loyalty such as that to advocacy or interest groups and membership on other boards. This accountability also supersedes the personal interest of any board member acting as a consumer of the organization's services.

A foster parent cannot be elected or appointed to the Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound due to the fact that they receive remuneration from the organization and this places the foster parent in a conflict of interest.

Previous members of the Board of Directors or someone with whom a board member has a close personal or business relationship shall not directly or indirectly benefit financially from a contractual relationship from which they receive remuneration from The Children's Aid Society of the District of Nipissing and Parry Sound for a two (2) year period following the date of the member's resignation from the governing body.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE FUNCTIONS	Policy Number: G 4.2.2
Policy: FIDUCIARY DUTY AND CODE OF CONDUCT: CONFLICT OF INTEREST	Total Pages: 2 of 3
	Date Approved: April 2012
Policy Attachment(s): ■ Declaration of Conflict of Interest Form	Date Reviewed: April 2016

Members of the Board of Directors must not use their position to obtain employment in the organization for themselves, family members or colleagues. Board members are not eligible to apply for employment with The Children's Aid Society of the District of Nipissing and Parry Sound for a one (1) year period following the date of the member's resignation from the governing body.

In situations where a board member is also a board member of another corporation and the interests of the two corporations are in conflict and it is apparent that the board member cannot act in the interest of one corporation without acting against the interest of another, the board member must resign either from The Children's Aid Society of the District of Nipissing and Parry Sound or from the other corporation.

C. Procedures

- 1.0 All board members will complete and sign the Declaration of Conflict of Interest Form upon their appointment/election to the Board of Directors and annually within sixty (60) days of the Annual General Meeting. The signed form is to be forwarded to the President of the Board of Directors and maintained in the board member's individual file.
- 2.0 Board members must openly disclose a potential, real or perceived conflict of interest as soon as the issue arises and before the board deals with the matter at issue.
- 3.0 Board members who are not certain whether they are in a position of conflict of interest should bring the matter before the Board of Directors for advice and guidance.
- 4.0 If there is any question or doubt about the existence of a real or perceived conflict, the other board members will determine by vote if a conflict exists. The member potentially in conflict will be absent from the discussion and vote.
- 5.0 Board members who are aware of a real, potential or perceived conflict of interest on the part of a fellow board member must raise the issue for clarification, first with the board member in question and then, if still unresolved, with the Board of Directors as a whole.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE FUNCTIONS	Policy Number: G 4.2.2
Policy: FIDUCIARY DUTY AND CODE OF CONDUCT: CONFLICT OF INTEREST	Total Pages: 3 of 3
	Date Approved: April 2012
Policy Attachment(s): ■ Declaration of Conflict of Interest Form	Date Reviewed: April 2016

- 6.0 Before any board meeting, an agenda will be circulated to each board member, with agenda items specified and in sufficient detail to permit the members to identify possible conflicts of interest.
- 7.0 Prior to the commencement of any substantive business at a board meeting, the President will provide an opportunity for the board members to declare any conflict of interest regarding specific agenda items.
- 8.0 Full particulars of any such disclosure will be noted in the minutes of the meeting. If a board member has disclosed a conflict of interest regarding an agenda item, that member will leave the meeting room when the board members reach that agenda item. The member's departure from the meeting room will be noted in the minutes, and there will be no discussion of that agenda item by the board members until the member has left the meeting room.
- 9.0 Following completion of the discussion of that agenda item by the board members, the board member may return, and the return will be noted in the minutes.
- 10.0 Board members will not discuss that agenda item with the board member who has disclosed a conflict, either during or outside the meeting or before or after the meeting.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE STRUCTURE	Policy Number: G 5.1
Policy: MEMBERSHIP OF THE CORPORATION	Total Pages: 1 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

A Board of Directors is accountable to the membership of the Corporation for the overall performance of the organization within the context of the statutes, regulations and bylaws that govern the organization.

B. Policy

The Children's Aid Society of the District of Nipissing and Parry Sound will maintain a current and accurate record of the membership of the Corporation and will be accountable to the membership of the Corporation through an Annual Report and Audited Financial Statement presented at the Annual General Meeting.

C. Procedures

- 1.0 The Secretary of the Board of Directors will advise the current members of the Corporation of their renewal of membership each year. Completed membership application forms will be forwarded to the Secretary of the Board of Directors for processing.
- 2.0 The Secretary of the Board of Directors will forward the names of applicants for membership in the Corporation for approval by the Board of Directors within thirty (30) of the Annual General Meeting.
- 3.0 The Secretary of the Board of Directors will ensure that an accurate and current list of the members of the Corporation is maintained and available at the Annual General Meeting.
- 4.0 The President will preside at the Annual General Meeting of the Membership of the Corporation and ensure compliance with the meeting format and reporting requirements specified in the legislation, regulations and the bylaws of the Corporation.
- 5.0 The President, in collaboration with the Executive Director, will prepare an Annual Report for presentation to the members of the Corporation at the Annual General Meeting.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE STRUCTURE	Policy Number: G 5.1
Policy: MEMBERSHIP OF THE CORPORATION	Total Pages: 2 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

- 6.0 The Board of Directors will receive the Annual Audited Statement prepared by the Auditor a minimum of fifteen (15) days prior to the Annual General Meeting and will approve for presentation to the members of the Corporation at the Annual General Meeting.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND
GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE STRUCTURE	Policy Number: G 5.2
Policy: OFFICERS OF THE CORPORATION	Total Pages: 1 of 1
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

The Officers of a Corporation and their corresponding responsibilities are stipulated in the bylaws and Governance Policies and Procedures of the organization.

B. Policy

Officers of the Board are in the service of the Board. As such they are bound by Board resolution and by limits of Board authority. The Officers of the Corporation of The Children's Aid Society of the District of Nipissing and Parry Sound shall be the President, Vice President, Treasurer and Secretary as defined in the bylaws of the Corporation. The duties of the Officers are specified in the bylaws. In the absence of the President the term "President" shall be construed to apply to the following succession of Officers: the Vice President, the Treasurer and the Secretary.

C. Procedures

- 1.0 The Board of Directors will, at the first board meeting following the Annual General Meeting, elect the Officers of the Corporation from among the board membership. The election of the Officers of the Corporation will typically be by a show of hands. A secret ballot may be undertaken, if requested, with the approval of a majority of the board members in attendance at the meeting.

- 2.0 The Secretary of the Board of Directors will ensure that the Annual Return specifying the Officers of the Corporation and the Directors of The Children's Aid Society of the District of Nipissing and Parry Sound is filed with the Ministry of Government Services of the Province of Ontario within sixty (60) days of the anniversary of the incorporation date of the organization. If there is any change to information provided in the initial Annual Return, the Secretary of the Board of Directors will ensure that a Notice of Change is filed within fifteen (15) days of the specified change.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE STRUCTURE	Policy Number: G 5.2.1
Policy: OFFICERS OF THE CORPORATION: PRESIDENT	Total Pages: 1 of 2
	Date Approved: June 2015
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

The Officers of a Corporation have specific responsibilities as outlined in legislation and in the governing documents of the organization and/or by board decision. The President of the Board of Directors provides leadership to the board members in carrying out their responsibilities.

B. Policy

The role of the President of the Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound is primarily to ensure the integrity of the board's governance process and secondarily to represent the board to external parties. The President has no authority to make decisions on behalf of the board unless authorized to do so by the governing body.

The President's role is to lead the board through the decision-making process within the following guiding principles and parameters:

- (i) The Board of Directors is responsible for supervising or directing the Executive Director. The President of the Board of Directors is not solely responsible for this duty.
- (ii) The President is the board's primary liaison with the Executive Director.
- (iii) The President is responsible for ensuring that the board conducts itself in accordance with the statutes, regulations and policies of the Corporation; that the board operates in an ethical manner; and that the board's decision-making process is in good faith, without discrimination, and is consistent with the mission and values of The Children's Aid Society of the District of Nipissing and Parry Sound.
- (iv) The President is the formal representative of the board to outside parties unless determined otherwise by the Board of Directors.
- (v) The President is empowered to preside all board meetings, using *Robert's Rules of Order* (see Governance Framework Policy G 7.3.2 and Procedures), with all of the commonly accepted authority that the position confers.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE STRUCTURE	Policy Number: G 5.2.1
Policy: OFFICERS OF THE CORPORATION: PRESIDENT	Total Pages: 2 of 2
	Date Approved: June 2015
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

- (vi) The President ensures that the meeting discussion is confined to those issues that, according to governance framework policy, clearly belong to the board to debate, not those that rest with the Executive Director.
- (vii) The President develops the board meeting agenda, in consultation with the Executive Director and circulates to board members for approval at the scheduled meeting.
- (viii) The President shall conduct meetings in an orderly and timely manner, keeping deliberations thorough and fair, encouraging all members to express their views, and limiting discussion to the topic at hand.
- (ix) The President may delegate his/her authority, but remains accountable for its use.

C. Procedures

- 1.0 The President, in consultation with the Board of Directors and with the assistance of the Executive Director, will develop the agenda for each board meeting and Annual General Meeting.
- 2.0 The President will ensure that the meeting agenda, minutes and any relevant information are circulated to board members a minimum of five (5) business days before the scheduled meeting or according to provisions stipulated in the bylaws of the Corporation.
- 3.0 The President will ensure that any material circulated in an In Camera session of a board meeting is collected and destroyed.
- 4.0 The President will complete all other duties as required and as found in policies G4.2-2.0, G5.1-4.0 and 5.0, G7.2-2.0, G7.3.1-1.0, G7.4-3.0 and 6.0, 7.5-2.0, G7.6.1-1.0 and 2.0 and G7.6.2-1.0

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND
GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE STRUCTURE	Policy Number: G 5.2.2
Policy: OFFICERS OF THE CORPORATION: VICE PRESIDENT	Total Pages: 1 of 1
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

The Officers of a Corporation have specific responsibilities, as outlined in legislation and in the governing documents of the organization and/or stipulated by board decision.

B. Policy

The Vice President of the Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound shall perform the duties of the President in case of the absence of, or delegation by, the President or in the case of the inability of the President to act.

C. Procedures

- 1.0 See Procedures for Board President outlined in Governance Policy G 5.2.1 and Procedures.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE STRUCTURE	Policy Number: G 5.2.3
Policy: OFFICERS OF THE CORPORATION: TREASURER	Total Pages: 1 of 1
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

The Officers of a Corporation have specific responsibilities, as outlined in legislation and in the governing documents of the organization and/or stipulated by board decision.

B. Policy

The Treasurer shall chair the Audit Committee. The responsibilities of this committee include but are not limited to monitoring the annual and projected financial position of the Corporation; conducting a review of the internal controls by obtaining an opinion from the Auditor and/or another qualified independent third-party professional; reviewing the outcomes of the annual audit and any recommendations in the Management Letter of the Auditor; reviewing the service contracts of funders; evaluating the performance of the Auditor; reviewing the investments of the organization; and making any recommendations to the Board of Directors regarding financial risk, viability and stability.

C. Procedures

- 1.0 The Treasurer will present any recommendations from the Audit Committee to the Board of Directors for its consideration.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE STRUCTURE	Policy Number: G 5.2.4
Policy: OFFICERS OF THE CORPORATION: SECRETARY	Total Pages: 1 of 1
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

The Officers of the Corporation have specific responsibilities, as outlined in legislation and the in governing documents of the organization and/or stipulated by board decision.

B. Policy

The Secretary of the Board of Directors will ensure that there is an accurate and complete record of all board proceedings and decisions. The Secretary will ensure that proper notice is given for board meetings and meetings of the membership of the Corporation as stipulated in the governing documents of the organization. The Secretary will ensure that the Corporate Seal, incorporation documents, bylaws, board minutes, policies, monitoring reports and attendance records belonging to the Corporation are maintained in a secure location at the head office of the Corporation. The Secretary also will be responsible to the Board for reporting on and noting any inconsistencies in Board procedural actions. The Secretary will ensure that the file of each board member is complete and current and maintained in a secure location.

C. Procedure

- 1.0 The Secretary of the Board of Directors shall ensure that minutes are completed for each regular and in-camera meeting of the governing body, as well as for the Annual General Meeting and any other meetings of the membership of the Corporation.
- 2.0 The Secretary shall ensure that minutes are circulated in advance of meetings based on the timeframes identified in the governing documents of the organization.
- 3.0 The Secretary of the Board of Directors shall maintain an attendance record for all board meetings (see Governance Policy G 7.2 and Procedures).
- 4.0 The Secretary will ensure that a file for each board member is established and maintained (see Policy G 7.1).
- 5.0 The Secretary will complete all other duties as required and as found in policies G5.1-1.0 and 2.0 and 3.0, G5.2-2.0, G7.3.1-5.0, G7.3.3-10.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE STRUCTURE	Policy Number: G 5.3
Policy: AUDITOR	Total Pages: 1 of 1
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

A non-profit organization is required to undergo an annual audit to obtain independent verification of its financial position. Audited statements provide an opinion on whether the financial statements of the organization are an accurate representation of the organization's financial position at the fiscal year-end. These auditing services are normally provided by a qualified accountant.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound shall, at the Annual General Meeting, recommend and approve the appointment of a licensed public accountant as Auditor until the next Annual General Meeting.

The Auditor shall report to the members on the financial statements to be laid before the Corporation at the Annual General Meeting, as well as on those other matters required by the *Corporations Act*.

No person shall be appointed as Auditor of the Corporation who is a Director, Officer or employee of the Corporation or who is a business, partner or employee or individual with a close personal relationship of any such Director, Officer or employee.

C. Procedures

- 1.0 Thirty (30) days in advance of the Annual General Meeting, the Board of Directors will review the performance of its current Auditor and determine whether to recommend his/her reappointment at the Annual General Meeting for the following fiscal year.
- 2.0 If reappointment is not recommended, the Board of Directors will develop and release a Request for Proposals for auditing services.
- 3.0 Every five (5) years, the Board of Directors shall automatically tender for auditing services prior to the Annual General Meeting, regardless of the performance of its current Auditor.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE STRUCTURE	Policy Number: G 5.4
Policy: BOARD COMMITTEE(S)	Total Pages: 1 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

A Board of Directors has the right and authority to determine the use of board committees.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound may establish board committees to help carry out its duties. To preserve Board holism, committees will be used sparingly and only when other methods have been deemed inadequate. Committees will be used so as to minimally interfere with the wholeness of the Board's job.

Board committees may not speak, or act, for the Board of Directors. Responsibilities of committees shall be formally articulated in Terms of Reference in order to avoid conflict with the authority delegated to the Executive Director. The Chair of any board committee will be appointed by the Board of Directors.

Board committees are to help the Board do its job, not to help the staff do its job. Committees will assist the Board chiefly by preparing policy alternatives and implications for board deliberation. Board committees are not to be created by the Board to advise staff. Board committees cannot exercise authority over staff, and in keeping with the Board's focus on the future, Board committees will ordinarily have no direct dealings with current staff operations. Unless otherwise stated, a committee ceases to exist as soon as its task is complete. Timely reporting to the board shall be by submission of a written report following each meeting, with appropriate verbal comment by the committee Chair.

C. Procedures

1.0 Prior to establishing any committee, the Board of Directors will develop Terms of Reference, which will address:

- (i) Accountability and functions
- (ii) Committee composition
- (iii) Guidelines for committee members

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE STRUCTURE	Policy Number: G 5.4
Policy: BOARD COMMITTEE(S)	Total Pages: 2 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

(iv) Meeting schedule and protocols

(v) Timeframe

2.0 The Board of Directors will appoint the Chair of any board committee from among its members.

3.0 The Board of Directors will approve the membership of any board committee.

4.0 The committee Chair will ensure that agendas, minutes and supporting meeting information are circulated to committee members in advance of each committee meeting.

5.0 The Executive Director will retain records of any and all committee meetings, including agendas, minutes and reports, and will make them available to board members upon request.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE STRUCTURE	Policy Number: G 5.5
Policy: BOARD COMMITTEE: AUDIT COMMITTEE	Total Pages: 1 of 1
	Date Approved: April 2012
Policy Attachment(s): ■ Audit Committee Terms of Reference	Date Reviewed: April 2016

A. Introduction

A Board of Directors must establish any committees that are stated in the Bylaws of the organization.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound will establish an Audit Committee in compliance with the provisions in the bylaws of the Corporation.

The Audit Committee may not speak, or act, for the Board of Directors. The responsibilities of the Audit Committee are stipulated in Terms of Reference and may include but are not limited to monitoring the annual and projected financial position of the Corporation; reviewing internal controls; reviewing the outcomes of the annual service contracts of funders; evaluating the performance of the Auditor; reviewing the investments of the organization; and making any recommendations to the Board of Directors regarding financial risk, viability and stability.

C. Procedures

- 1.0 On an annual basis, the Board of Directors will approve Terms of Reference for the Audit Committee and appoint the committee members.
- 2.0 The Chair of the Audit Committee will ensure that agendas, minutes and supporting meeting information are circulated to committee members a minimum of five (5) business days in advance of each meeting.
- 3.0 The Executive Director will retain records of any meeting of the Audit Committee including agendas, minutes and reports.

A. Accountability

The Audit Committee is directly accountable to the Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound.

B. Functions

The functions of the Audit Committee are as follows:

- (i) Review the annual budget and recommend to the Board of Directors for its consideration;
- (ii) The recommendations of the Audit Committee should be in accordance to the regulation 70 of the CFSA and the Accountability Agreement;
- (iii) Monitor the current and projected financial position of the organization in relation to stability, viability and potential financial risk;
- (iv) Review internal controls and recommend any revisions to the Board of Directors for its consideration;
- (v) Review the Audited Financial Statement and Management Letter of the Auditor and recommend to the Board of Directors for its consideration;
- (vi) Review the performance of the Auditor and make a recommendation regarding appointment for the next fiscal year; and
- (vii) Develop and implement a Request for Proposal for auditing services every five years.
- (viii) Ensure accuracy of financial forecasting by reviewing the variance of the year end actuals against budget estimates.

C. Committee Chair

The chair of the Audit Committee is the Treasurer of the governing body and is appointed by the Board of Directors. The role of the chair is as follows:

- (i) Chair committee meetings in a fair and efficient manner, including starting and adjourning meetings on time;
- (ii) Provide an opportunity for all members of the committee to participate in meeting discussions;
- (iii) Ensure that the tasks assigned to the committee are addressed within the specified timeframe established by the Board of Directors;

- (iv) Monitor the attendance of committee members and follow up on any attendance issues;
- (v) Ensure that the minutes of the committee meeting reflect the major points of discussion and that they contain a record of motions;
- (vi) Ensure that meeting agenda, minutes and supporting information are distributed to committee members five (5) business days in advance of each meeting; and
- (vii) Recommend actions to the Board of Directors for its consideration.

The term of the chair of the Audit Committee is one (1) year, with an option to serve additional terms at the request of the Board of Directors and in accordance with the provisions in the governing documents of the organization.

D. Committee Composition

The Audit Committee will be composed of a maximum of eight (8) members, including current members of the Board of Directors and community members, as follows:

(i) Committee Chair:	▪
(ii) Board Committee Members:	▪
▪ _____	▪
▪ _____	▪
▪ _____	▪

The President of the Board of Directors is an ex-officio member of the Audit Committee. The Executive Director and Finance Manager will act as the staff resource to the committee.

Members of the Audit Committee are appointed on an annual basis. The Board of Directors has the authority to reappoint a member to the committee for one or more additional terms.

E. Meeting Schedule

The Audit Committee will meet a minimum of eight (8) times a year, and more frequently if required to address the tasks identified in the Terms of Reference. The meeting schedule of the Audit Committee for the period of September ____ to June ____ is as follows.

Day	Date	Time

F. Committee Member Conduct and Participation

The members of the Audit Committee are expected to conduct business in the best interests of The Children’s Aid Society of the District of Nipissing and Parry Sound and in accordance with the legislated requirements. Committee members are expected to:

- (i) Attend and participate in all committee meetings. Committee members who are unable to attend a scheduled meeting are requested to inform the chair of their non-attendance by email or voice mail message. Participation at committee meetings is critical to the success of the organization. Committee members are expected to maintain a minimum of seventy percent(70%) meeting attendance. If meeting attendance becomes problematic, the chair will discuss the matter with the committee member and explore opportunities to enhance attendance or suggest resignation from the committee.
- (ii) Be prepared for each committee meeting by reviewing pre-circulated information in advance
- (iii) Ensure that they are not in a conflict of interest as a result of speaking in favour of or recommending a course of action from which they or a family member or a business associate may derive a financial benefit.
- (iv) Respect that committee meeting information and discussions are confidential unless deemed otherwise.

G. Timeframe

The Audit Committee will be established for the period of _____ to _____.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

AUDIT COMMITTEE – TERMS OF REFERENCE APPENDIX

Name	Address	Telephone	Fax/Email
<i>(i) Chair</i>			
		Bus: (705) Res: ()	Fax: () Email:
<i>(ii) Board Committee Members</i>			
		Bus: (705) Res: ()	Fax: () Email:
		Bus: (705) Res: ()	Fax: () Email:
		Bus: (705) Res: ()	Fax: () Email:
		Bus: (705) Res: ()	Fax: () Email:
<i>(iv) Staff Resource</i>			
Executive Director	CASNPS, 433 McIntyre St. W., North Bay, ON P1B 2Z3	Bus: 705-472-0910 Cell:	Fax: 705-472-9743
Finance Manager	CASNPS, 433 McIntyre St. W., North Bay, ON P1B 2Z3	Bus: 705-472-0910 Cell:	Fax: 705-472-9743
<i>(v) Ex-officio Member</i>			
Board President		Bus: (705) Res: ()	Fax: () Email:
<i>(vi) Volunteer Member</i>			
		Bus: () Res: ()	Fax: () Email:

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND
GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE STRUCTURE	Policy Number: G 5.6
Policy: BOARD COMMITTEE: GOVERNANCE COMMITTEE	Total Pages: 1 of 1
	Date Approved: April 2012
Policy Attachment(s): ■ Governance Committee Terms of Reference	Date Reviewed: April 2016

A. Introduction

A Board of Directors must establish any committees that are stated in the Bylaws of the organization.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound will as required, establish a Governance Committee in compliance with the provisions in the Policies and Procedures of the Corporation.

The Governance Committee may not speak, or act, for the Board of Directors. The responsibilities of the Governance Committee are stipulated in its Terms of Reference.

C. Procedures

- 4.0 On an annual basis, the Board of Directors will approve the Terms of Reference for the Governance Committee and appoint the committee members.
- 5.0 The Chair of the Governance Committee will ensure that agendas, minutes and supporting meeting information are circulated to committee members a minimum of five (5) business days in advance of each meeting.
- 6.0 The Executive Director will retain records of any meeting of the Governance Committee including agendas, minutes and reports.

A. Accountability

The Governance Committee is directly accountable to the Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound.

B. Functions

The functions of the Governance Committee are as follows:

- (i) Review the bylaws of the organization and recommend amendments to the bylaws for consideration by the Board of Directors and for approval by the membership of the corporation at the Annual General Meeting;
- (ii) Review the governance policies and procedures and recommend any revisions to the Board of Directors for its consideration;
- (iii) Facilitate the recruitment and selection process of potential candidates for the governing body and recommend a slate of potential new board members for consideration by the Board of Directors;
- (iv) Act as the nominating committee at the Annual General Meeting
- (iv) Schedule and facilitate the orientation process for new board members;
- (v) Survey board members on topics for board development and finalize any plans for education and/or training activities;
- (vi) Facilitate the annual performance evaluation of the Executive Director, including reviewing the position job description and employment contract; developing and implementing an evaluation process, including collecting information from specific stakeholders (e.g., community partners); sharing performance evaluation outcomes with the Board of Directors; and recommending to the Board of Directors any warranted salary increase, as well as performance goals for the next year.
- (vii) Identify a board self-evaluation tool and arrange for completion by board members. Summarize information collected from the self-evaluation tool and discuss areas of improvement of the governance process with the Board of Directors.

C. Committee Chair

The chair of the Governance Committee is appointed by the Board of Directors and is a member of the governing body. The role of the chair is as follows:

- (i) Chair committee meetings in a fair and efficient manner, including starting and adjourning meetings on time;
- (ii) Provide an opportunity for all members of the committee to participate in meeting discussions;
- (iii) Ensure that the tasks assigned to the committee are addressed within the specified timeframe established by the Board of Directors;
- (iv) Monitor the attendance of committee members and follow up on any attendance issues;
- (v) Ensure that the minutes of the committee meeting reflect the major points of discussion and that they contain a record of motions;
- (vi) Ensure that meeting agenda, minutes and supporting information are distributed to committee members five (5) business days in advance of each meeting; and
- (vii) Recommend actions to the Board of Directors for its consideration.

The term of the chair of the Governance Committee is one (1) year, with an option to serve for additional terms at the request of the Board of Directors.

D. Committee Composition

The Governance Committee will be composed of a maximum of six (6) current or former members of the Board of Directors, as follows:

(i) Committee Chair:	▪
(ii) Committee Members:	▪
▪	▪
▪	▪

The President of the Board of Directors is an ex-officio member of the Governance Committee. The Executive Director will act as a staff resource to the committee.

Members of the Governance Committee are appointed on an annual basis. The Board of Directors has the authority to reappoint a member to the committee for one or more additional terms.

E. Meeting Schedule

The Governance Committee will meet a minimum of eight (8) times a year. The meeting schedule of the Governance Committee for the period of _____ to _____ is as follows (two Wednesdays prior to Board meeting):

Day	Date	Time

F. Committee Member Conduct and Participation

The members of the Governance Committee are expected to conduct business in the best interests of The Children's Aid Society of the District of Nipissing and Parry Sound. Committee members are expected to:

- (i) Attend and participate in all committee meetings. Committee members who are unable to attend a scheduled meeting are requested to inform the chair of their non-attendance by email or voice mail message. Participation at committee meetings is critical to the success of the organization. Committee members are expected to maintain a minimum of seventy percent(70%) meeting attendance. If meeting attendance becomes problematic, the chair will discuss the matter with the committee member and explore opportunities to enhance attendance or suggest resignation from the committee.
- (ii) Be prepared for each committee meeting by reviewing pre-circulated information in advance.
- (iii) Ensure that they are not in a conflict of interest as a result of speaking in favour of or recommending a course of action from which they or a family member or a business associate may derive a financial benefit.
- (iv) Respect that committee meeting information and discussions are confidential unless deemed otherwise.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE COMMITTEE – TERMS OF REFERENCE APPENDIX

G. Timeframe

The Governance Committee has been established for the period of _____ to _____.

Name	Address	Telephone	Email
<i>(i) Chair</i>			
		Bus: () Res: ()	Fax: () Email:
<i>(ii) Board Committee Members</i>			
		Bus: () Res: ()	Fax: () Email:
		Bus: () Res: ()	Fax: () Email:
		Bus: () Res: ()	Fax: () Email:
		Bus: () Res: ()	Fax: () Email:
<i>(iii) Staff Resource</i>			
Executive Director		Bus: () Res: ()	Fax: () Email:
Executive Assistant		Bus: Cell:	Fax: () Email:
<i>(iv) Ex-officio Member</i>			
Board President		Bus: () Res: ()	Fax: () Email:

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND
GOVERNANCE POLICIES AND PROCEDURES

Section: MODEL OF GOVERNANCE	Policy Number: G 6.1
Policy: POLICY GOVERNANCE	Total Pages: 1 of 3
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

A governance approach is structure, functions and processes that are adopted by a Board of Directors to govern.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound has adopted a policy governance model that features defined governance framework, a shared leadership and accountable relationship and strategic approach.

(i) Defined Governance Framework

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound articulates its framework for governance in governing documents of the organization, which include the following:

- *Letters Patent:* The Letters Patent set out the legal name, state the Objects, and define the legal purpose of The Children's Aid Society of the District of Nipissing and Parry Sound.
- *Bylaws:* The bylaws articulate a set of rules by which the Board of Directors governs The Children's Aid Society of the District of Nipissing and Parry Sound.
- *Rules of Order:* Robert's Rules of Order are the guidelines of parliamentary procedure that have been adopted by The Children's Aid Society of the District of Nipissing and Parry Sound to enable the Board of Directors to conduct the business of the organization.
- *Governance Policies and Procedures:* Governance policies and procedures include expectations in relation to the decision-making processes adopted by the Board of Directors and authority and limitations criteria for the Executive Director.

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GOVERNANCE POLICIES AND PROCEDURES

Section: MODEL OF GOVERNANCE	Policy Number: G 6.1
Policy: POLICY GOVERNANCE	Total Pages: 2 of 3
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

(ii) Shared Leadership Relationship

The leadership of the organization is shared between the Board of Directors and the Executive Director. The roles, responsibilities, authority and accountability of the Board of Directors and the Executive Director are distinct and separate.

- *Leadership Partnership:* The leadership of the organization is shared. The Board of Directors has a governance leadership function, and the Executive Director has an operational management leadership function.
- *Roles and Responsibilities:* The roles and responsibilities of the Board of Directors and the Executive Director are distinct and separate. Board functions are articulated in the bylaws and in governance policies and procedures. The Executive Director roles and responsibilities are specified in a job description and in governance policies.
- *Authority and Accountability:* The authority and accountability of the Board of Directors are specified in the bylaws. The authority and accountability of the Executive Director are defined in governance policies and procedures.

(iii) Strategic Approach

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound promotes a focused approach to determining strategic priorities and directions.

- *Strategic Priorities:* A strategic planning process is initiated by the Board of Directors to identify future priorities. A written strategic plan is developed and defines the future directions, goals and objectives of the organization. The Executive Director develops a written operational management workplan outlining activities and strategies to achieve the stated strategic directions.
- *Outcomes Achieved:* On an annual basis, the Executive Director presents a written report to the Board of Directors outlining the outcomes achieved in relation to defined strategic priorities.

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GOVERNANCE POLICIES AND PROCEDURES

Section: MODEL OF GOVERNANCE	Policy Number: G 6.1
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Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

(iv) Commitment to Accountability

Reporting processes to ensure that the organization is accountable to its various stakeholders have been defined by The Children's Aid Society of the District of Nipissing and Parry Sound.

- *Reporting:* The Executive Director reports to the full Board of Directors based on a standardized format. The Executive Director report includes sections that address general organizational information, achievement of strategic outcomes, organizational performance results, legislative compliance, identification of potential risk, and financial stability and viability.
- *Performance Evaluation:* The Board of Directors conducts a self-evaluation on an annual basis. The Board of Directors conducts a formal performance evaluation of the Executive Director on an annual basis.

C. Procedures

Not Applicable

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GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE PROCESSES	Policy Number: G 7.1
Policy: BOARD MEMBER FILE	Total Pages: 1 of 1
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

All relevant documentation for a member of the Board of Directors shall be maintained in an organized manner and stored in a secure location.

B. Policy

A confidential file will be established for each member of the Board of Directors and will include a resume, reference check, police reference check, emergency contact information and any other relevant information. The Secretary will ensure that the board member file is maintained in a secure location.

C. Procedures

- 1.0 The Secretary of the Board of Directors will ensure that a file is established for each board member and that this record is complete and current.
- 2.0 The Secretary of the Board of Directors will ensure that a list of emergency contacts for individual board members is developed and available at each board meeting.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND
GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE PROCESSES	Policy Number: G 7.2
Policy: ATTENDANCE AND LEAVE OF ABSENCE	Total Pages: 1 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

All individuals who agree to serve on a Board of Directors have an obligation to attend board meetings. Board members must consistently participate in the governance decision-making process to fulfill their fiduciary duty.

B. Policy

The board members of The Children's Aid Society of the District of Nipissing and Parry Sound shall attend a minimum of seventy percent (70%) of all regularly scheduled board meetings in order to ensure that effective governance is maintained. In extraordinary circumstances the Board of Directors may consider a one-time Leave of Absence for a board member for a period of up to three (3) months.

C. Procedures

- 1.0 The Secretary for the board meeting will maintain an attendance record and will inform the board President of the non-compliance of any board member.
- 2.0 If a board member's attendance becomes an issue, the President will discuss the situation with the respective member. One of the following actions will result:
 - (i) The board member agrees to attendance requirements specified in the bylaws,
 - (ii) The board member offers resignation, or
 - (iii) The Board of Directors approves a resolution by a two-thirds (2/3) majority vote to dismiss the board member from the governing body due to attendance non-compliance.
- 3.0 Board members are expected to arrive on time for all meetings.
- 4.0 A board member may request a leave of absence from the governing body for a period of up to three (3) months during their term on the Board of Directors. The leave request must be made in writing and must be addressed to the President. The leave request is presented to the Board of Directors for its approval. A leave request can be

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GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE PROCESSES	Policy Number: G 7.2
Policy: ATTENDANCE AND LEAVE OF ABSENCE	Total Pages: 2 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

granted for a range of reasons, including health, family and/or work commitments. A leave of absence requires a majority vote of the Board of Directors.

- 5.0 The Board of Directors may request a board member to take a leave of absence from the governing body due to any circumstance that has the potential to create undue attention or liability for the organization. The President will inform the relevant board member in advance of consideration of any motion in this regard. The board member will be provided with an opportunity to address the proposed motion. Grounds for a leave request could include but are not limited to criminal charge, conflict of interest and/or adverse publicity for The Children's Aid Society of the District of Nipissing and Parry Sound. In this situation, the approval of the motion requesting a board member to take a leave of absence from the governing body requires a two-thirds (2/3) vote.

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GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE PROCESSES	Policy Number: G 7.3
Policy: MEETING PROTOCOLS	Total Pages: 1 of 1
	Date Approved: June 2015
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

The ability of a Board of Directors to accomplish assigned tasks depends on the protocols that the governing body has adopted to bring order and focus to meetings.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound has developed defined meeting practices to effectively support its decision-making processes, including the following:

- (i) Meeting Agenda and Minutes: Governance Policy G 7.3.1 and Procedures
- (ii) Parliamentary Procedures: Governance Policy G 7.3.2 and Procedures
- (iii) Meeting Status: Open and In Camera Session: Governance Policy G 7.3.3 and Procedures
- (iv) Community Delegations: Governance Policy G 7.3.4 and Procedures

C. Procedures

Not Applicable

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GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE PROCESSES	Policy Number: G 7.3.1
Policy: MEETING AGENDA AND MINUTES	Total Pages: 1 of 2
	Date Approved: June 2015
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

The pre-circulation of a meeting agenda and recording of minutes promote effective communication and maximize participation of all members in board and committee meetings.

B. Policy

It shall be the standard practice of The Children's Aid Society of the District of Nipissing and Parry Sound to have a meeting agenda prepared and pre-circulated and to have meeting minutes recorded for all board and committee meetings. The Board of Directors is the sole authority over its own agenda. Only those issues within the responsibility of the Board of Directors will be agenda items.

C. Procedures

- 1.0 The President, in collaboration with the Executive Director, will develop a meeting agenda. The Board of Directors will be requested to review and approve/amend the agenda at the beginning of each meeting.
- 2.0 A declaration of conflict of interest will be featured on each meeting agenda of the Board of Directors.
- 3.0 A meeting agenda, minutes and supporting information will be circulated a minimum of five (5) business days in advance of the board meeting.
- 4.0 Any item may be added to or deleted from the agenda with the consent of a majority of the board/committee members present at the meeting.
- 5.0 Minutes will be recorded at all meetings of the Board of Directors, including In-camera sessions. The meeting minutes will record all decisions and will be the official record of the organization. It is the responsibility of the Secretary to ensure that minutes of the meeting are completed. Meeting minutes of In-camera sessions will be kept confidential, with access limited to the board members and the Executive Director.

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GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE PROCESSES	Policy Number: G 7.3.1
Policy: MEETING AGENDA AND MINUTES	Total Pages: 2 of 2
	Date Approved: June 2015
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

- 6.0 A copy of the approved minutes of all board meetings will be posted by the Executive Director for the information of the staff and volunteers of the organization.

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GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE PROCESSES	Policy Number: G 7.3.2
Policy: PARLIAMENTARY PROCEDURE	Total Pages: 1 of 1
	Date Approved: April 2012
Policy Attachment(s): ■ Overview of Parliamentary Procedure	Date Reviewed: April 2016

A. Introduction

The rules of parliamentary procedure govern the decision-making processes of a Board of Directors. *Robert's Rules of Order* outlines general parliamentary law and is the most comprehensive and widely referenced meeting resource. Provisions in the bylaws of The Children's Aid Society of the District of Nipissing and Parry Sound supersede *Robert's Rules of Order*.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound shall adhere to *Robert's Rules of Order* in its decision-making processes, except when provisions in the bylaws supersede the *Rules of Order*.

C. Procedures

- 1.0 The Board of Directors will utilize basic parliamentary procedures for motions, as outlined in the chart on the following pages.
- 2.0 The President is responsible for ensuring that a copy of *Robert's Rules of Order* is available at all meetings of the board and Corporation.

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GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE PROCESSES	Policy Number: G 7.3.3
Policy: MEETING STATUS: OPEN AND IN CAMERA MEETINGS	Total Pages: 1 of 2
	Date Approved: June 2015
Policy Attachment(s): ■ Open Meeting Guidelines for Guests	Date Reviewed: April 2016

A. Introduction

The Board of Directors determines the extent to which board meetings are open to the public. A meeting can be held "in-camera" to deal with confidential matters in circumstances where the disclosure of information might create risk for the organization.

B. Policy

Meetings of the Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound shall be open to the public, except in cases where matters are confidential and the meeting is deemed In-Camera.

C. Procedures

Open Meetings

- 1.0 Members of the public planning to attend a board meeting are required to inform the board of their attendance one (1) business day in advance to ensure that adequate seating is available and compliance with applicable health and safety regulations.
- 2.0 Each guest attending the board meeting will be given a meeting agenda upon arrival and will be requested to sign the attendance record.
- 3.0 Members of the public attending the board meeting are observers and are not to participate in the discussion of the meeting.
- 4.0 If the conduct of a guest is disruptive, the President will request the individual to leave the meeting.

In-camera Meetings

- 5.0 The Board of Directors will move into an In Camera meeting when any of the following matters is discussed:
 - (i) Human resources: Individual circumstances related to an individual and/or group of employees.

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GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE PROCESSES	Policy Number: G 7.3.3
Policy: MEETING STATUS: OPEN AND IN CAMERA MEETINGS	Total Pages: 2 of 2
	Date Approved: June 2015
Policy Attachment(s): ■ Open Meeting Guidelines for Guests	Date Reviewed: April 2016

- (ii) Legal: Any existing or potential legal matter or litigation.
- (iii) Matters affecting the property of the organization.
- (iv) Any other matter for which the Board of Directors declares the meeting In Camera.
- (v) Labour Relations and/or Negotiations
- (vi) Proposed or pending acquisition or disposition of land by the Board

- 6.0 All declarations of in-camera sessions will then be approved by a majority vote of the board members in attendance.
- 7.0 At an in-camera session, the Board of Directors will determine by a majority vote who the other meeting participants will be (if any) in addition to board members.
- 8.0 When it is known in advance that a meeting or part of a meeting is to be In Camera, it will be noted by the President in the pre-circulated meeting agenda.
- 9.0 The nature and content of matters discussed at an in-camera session will not be discussed outside the board meeting without the consent of the Board of Directors.
- 10.0 The Secretary will ensure that minutes of in-camera meetings are recorded. This official record of decisions will be deemed confidential and will be maintained in a secure location.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

OPEN MEETINGS: GUIDELINES FOR GUESTS

Policy G 7.3.3
Appendix

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound would like to welcome you as a guest at our meeting. Your interest in the governance process of our organization is appreciated. As our guest, you are requested to respect the following guidelines:

- 1.0 Guests planning to attend a meeting of the Board of Directors are requested to inform The Children's Aid Society of the District of Nipissing and Parry Sound a minimum of one day in advance. This courtesy will ensure that the meeting space can accommodate all those in attendance.
- 2.0 Guests are encouraged to arrive prior to the scheduled start time of the meeting.
- 3.0 To comply with the safety and security policies of The Children's Aid Society of the District of Nipissing and Parry Sound, all guests will be asked to sign in on their arrival and sign out upon their departure.
- 4.0 Guests will receive a meeting agenda upon their arrival to a board meeting. Copies of other board meeting information will not be distributed.
- 5.0 Guests will be seated in the designated area.
- 6.0 To ensure the safety of guests, the President will, at the beginning of each meeting, review the procedures in the event that an evacuation of the building is required.
- 7.0 Individuals attending the meetings of the Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound are observers of the proceedings.
- 8.0 Guests are not permitted to participate in the proceedings of the meeting. The President will not acknowledge any comment or questions from a guest.
- 9.0 Guests are requested to respect the governance process. If the actions of a guest(s) are deemed by the President to be disruptive, then the guest(s) will be asked to leave the meeting. If a guest refuses to leave a board meeting, the President will take the appropriate action to resolve the situation.
- 10.0 There may be occasions when, due to the nature of an issue, the Board of Directors will be required to go to an "in-camera" or closed session. The Board of Directors will then ask guests to leave the room. The Board of Directors will attempt to schedule any in-camera session at the end of each meeting to minimize any inconvenience to our guests.
- 11.0 Guests are requested to promptly leave the meeting location upon adjournment.

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GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE PROCESSES	Policy Number: G 7.3.4
Policy: COMMUNITY DELEGATIONS	Total Pages: 1 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

In an effort to be responsive to the community stakeholders of the organization, the Board of Directors may hear from delegations of community members on matters related to the mission, mandate, strategic directions and/or governance policy of the organization.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound will provide an opportunity for community members to make a presentation to the Board of Directors, if requested, on matters related to the mission, mandate, strategic directions and/or Governance Policy of the organization.

C. Procedures

- 1.0 Community member(s) will forward in writing, by email or by courier, to the attention of the board President, a request to make a presentation to the Board of Directors.
- 2.0 The board President will acknowledge receipt of the request.
- 3.0 The Board of Directors will review the request at its next scheduled meeting to determine whether the request is legitimate.
- 4.0 If the request is approved by the board, the President will formally invite the delegation to the requested meeting.
- 5.0 Community members invited to a meeting of the Board of Directors will be allotted fifteen (15) minutes for a presentation, with additional time permitted for questions by board members. Presenters are required to bring any equipment (e.g., computer, LCD projector) that they may require for their presentation.
- 6.0 The Board of Directors will determine the appropriate action that may be required in response to the presentation at the next scheduled meeting, unless the majority of board members determine that an immediate response is required.

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GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE PROCESSES	Policy Number: G 7.3.4
Policy: COMMUNITY DELEGATIONS	Total Pages: 2 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

- 7.0 The board President will follow up in writing with the community member(s) who presented to the Board of Directors to advise them of any action (if required) being undertaken in response to the identified matter.

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GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE PROCESSES	Policy Number: G 7.4
Policy: COMMUNICATION STRATEGY	Total Pages: 1 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Crisis Communication Plan	Date Reviewed: April 2016

A. Introduction

The roles, responsibilities and process concerning communications on behalf of an organization are expected to be outlined in policy to ensure that consistent and coordinated representation of the organization is made to the community.

B. Policy

The members of the Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound shall represent the organization to the community in a positive manner and shall respect the communication protocols of the organization. The President of the Board of Directors will be the official spokesperson for the organization concerning matters of crisis, policy and overall direction. The Vice President will assume this role in the absence of the President. The Executive Director will serve as the spokesperson for the day-to-day operations of the organization. The designate for the Executive Director will assume this role in the absence of the Executive Director. Individual members of the Board of Directors will not respond to media inquiries but will refer them to the appropriate spokesperson. If a member of the Board of Directors violates this policy, the governing body will collectively determine the most appropriate action.

C. Procedures

- 1.0 On an annual basis, the Board of Directors will review and approve a Crisis Communication Plan that includes responses to specific emergency situations or extenuating circumstances.
- 2.0 In the event of a crisis, including loss of life, judicial action, crimes involving board/staff, ethical issues or financial mismanagement, the Executive Director or designate will immediately contact the board President.
- 3.0 The board President or designate will contact the members of the Board of Directors by telephone/email or in person (if expedient) to inform them of the crisis.

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GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE PROCESSES	Policy Number: G 7.4
Policy: COMMUNICATION STRATEGY	Total Pages: 2 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Crisis Communication Plan	Date Reviewed: April 2016

- 4.0 A crisis management team, consisting of the President and Vice President of the board and the Executive Director, or their designates, will meet (in person or via conference call) to determine the course of action. The Board of Directors may appoint other members to the crisis management team if the President, Vice President and/or Executive Director are key participants in the crisis. The crisis management team will review the facts and prepare a public statement.
- 5.0 The Executive Director or designate will contact the employees of The Children's Aid Society of the District of Nipissing and Parry Sound by telephone/email or in person (if expedient) to inform them of the crisis situation.
- 6.0 The President will set a time for a media briefing and at the briefing will read the prepared statement. The President will set the time for the next media briefing.

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GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE PROCESSES	Policy Number: G 7.5
Policy: COMPLAINT PROCESS	Total Pages: 1 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

From time to time, the Board of Directors may receive a complaint regarding the overall plans, policy and practices of the organization or the behaviour of an individual associated with the organization. To ensure accountability and effective stewardship, it is critical that an organization create a transparent, fair and timely method of responding to complaints.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound is committed to resolving complaints in a fair and respectful manner. A signed complaint may be brought to the attention of the Board of Directors in writing and/or through oral communication which would be transcribed and then signed by complainant and Directors would maintain confidentiality to the degree possible. The Board of Directors will directly address any matter of concern regarding the purpose, plan and policy of the organization or violation of the Executive Authority and Limitations policy expectations established for the Executive Director. Complaints regarding operational issues will be forwarded to the Executive Director and will follow the complaint process outlined in the management policies and procedures of the organization.

Complaints regarding services sought or received from the organization are directed to the Children's Aid Society of the District of Nipissing and Parry Sound or the Child and Family Services Review Board (CFSRB). The procedures for this type of complaint are outlined in the operational management policy and procedures of the organization.

C. Procedures

- 1.0 Complainants can forward their concerns in writing by email or mail to the President of the Board of Directors or contact the President directly in-person or by telephone. If the President is the subject of the complaint, then the Vice-President will handle the matter.
- 2.0 The President of the Board of Directors will follow-up with the complainant to discuss the nature of the concern with the complainant.

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GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE PROCESSES	Policy Number: G 7.5
Policy: COMPLAINT PROCESS	Total Pages: 2 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

- 3.0 Either the President of the Board of Directors will request that the complainant submit his/her concerns in writing, or the President will document the concerns in writing. The written complaint will be forwarded to the Board of Directors for its consideration.
- 4.0 The Board of Directors will review the complaint within thirty (30) days of receipt unless the President determines that an immediate response is required.
- 5.0 The Board of Directors will determine whether the complaint is a governance or management issue and determine the most appropriate action to the identified complaint.
- 6.0 A response to the complaint will normally be communicated in writing to the complainant within fifteen (15) days of the board meeting at which the matter was discussed.
- 7.0 If the complainant is satisfied with the explanation or proposed action, the matter will be considered closed. If the complainant remains dissatisfied with the explanation or cause of action he/she will have the right to appeal the decision within thirty (30) days of receipt of the board's response.
- 8.0 In this situation, the Board of Directors will establish a three member Appeal Board within thirty (30) days to review the matter and the decision of the Board of Directors. The Appeal Board will make its recommendation in writing to the Board of Directors outlining potential strategies to resolve the situation or endorse the decision/actions taken by the board.
- 9.0 The Board of Directors will review the advice provided by the Appeal Board and determine the action to be taken.

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GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE PROCESSES	Policy Number: G 7.6
Policy: BOARD RECRUITMENT AND SELECTION PROCESS	Total Pages: 1 of 1
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

To accomplish its mission and to ensure effective governance, a non-profit organization must attract individuals who have a range of skills, knowledge, expertise and perspectives to serve on a governing body. Success depends on the implementation of a well-developed recruitment and selection process for new board members.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound will establish a systematic approach to the recruitment and selection of potential members for the governing body.

C. Procedures

1.0 See Governance Policies G 7.6.1 and G 7.6.2 and Procedures.

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GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE PROCESSES	Policy Number: G 7.6.1
Policy: COMPOSITION, RECRUITMENT AND SELECTION	Total Pages: 1 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Board Composition Matrix	Date Reviewed: April 2016

A. Introduction

The composition of the Board of Directors of a non-profit organization should reflect a balance of the skills, knowledge, expertise and perspectives that are necessary to accomplish the mission and to ensure effective governance of the organization. To accomplish their mission and to ensure effective governance, non-profit organizations must attract individuals with a range of skills, knowledge, expertise and perspectives. Success depends on implementing a well-developed recruitment and selection process.

B. Policy

The composition of the Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound shall reflect the composition of the communities served by the organization as outlined in the bylaws of the corporation. The board shall endeavour to develop an effective governance team that has a wide range of expertise, knowledge and perspectives.

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound shall recruit and recommend candidates for the governing body who support the mission of the organization; possess knowledge of the community; reflect the diversity of the community; demonstrate an ability to govern based on a strategic-planning and policy-making approach; and possess skills, experience and knowledge that complement the current composition of the board.

C. Procedures

- 1.0 In January of each year, the President of the Board of Directors will contact each board member to discuss his/her plans with respect to continued participation on the governing body.
- 2.0 The President will announce to the Board of Directors the number of vacancies on the board as a result of expiration of a specified term and/or resignation.
- 3.0 On an annual basis, the Board of Directors will identify specific skills, knowledge, perspectives and/or diversity required to ensure an effective governance team by completing a Board Composition Matrix Form.

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Section: GOVERNANCE PROCESSES	Policy Number: G 7.6.1
Policy: COMPOSITION, RECRUITMENT AND SELECTION	Total Pages: 2 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Board Composition Matrix	Date Reviewed: April 2016

- 4.0 As required, the Board of Directors will initiate a recruitment and selection process.
- 5.0 The Board of Directors, in consultation with the Executive Director, will identify and then meet with potential board members to determine their interest.
- 6.0 Each interested candidate will be required to provide a resume, participate in an interview and provide references. Permission will be obtained from candidates to let their name stand for election to the stated position.
- 7.0 The Board of Directors will complete a proposed slate of new board members and will circulate this slate to the membership of the Corporation prior to the Annual General Meeting within the timeframe specified in the bylaws.
- 8.0 At the Annual General Meeting, the members of the Corporation will elect new members to the Board of Directors from the slate presented.

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GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE PROCESSES	Policy Number: G 7.6.2
Policy: POLICE RECORD CHECK	Total Pages: 1 of 1
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

Volunteers and employees of organizations serving vulnerable populations in the province of Ontario are required to provide a Police Record Check to secure information regarding any outstanding Criminal Code convictions for which a pardon has not been granted.

B. Policy

All members of the Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound are required to provide a Police Record Check, initiated within the previous thirty (30) days of their appointment and/or election.

C. Procedures

- 1.0 Potential board members shall be advised by the President of the Board of Directors that they will need to provide a Police Record Check if they are nominated to the Board of Directors.
- 2.0 Within ninety (90) days of their election/appointment, new board members are required to provide a Police Record Check, and upon request the organization will pay any associated costs. A board member who has not provided a Police Record Check will not be left unattended in the presence of any clients of the organization.
- 3.0 The board President will make a copy of the Police Record Check and will place this copy of the information in the board member's confidential file.
- 4.0 An unfavourable Police Record Check may be grounds for a potential board member to be eliminated from consideration and for a current board member to be dismissed from the governing body.
- 5.0 All information obtained through a Police Record Check is strictly confidential, and the Secretary of the Board of Directors will ensure that board members' files are maintained in a secure location at the head location.
- 6.0 Board members are required to provide an updated Police Record Check every three (3) years or more frequently if requested.

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GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE PROCESSES	Policy Number: G 7.7
Policy: BOARD ORIENTATION	Total Pages: 1 of 1
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

The members of the Board of Directors of a non-profit organization must ensure, individually and collectively, that they truly understand their roles, responsibilities and legal liabilities.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound shall ensure that newly elected or appointed board members receive, within six (6) months of their election/appointment, a comprehensive orientation that adequately prepares them to fulfill their governance responsibility.

C. Procedures

- 1.0 The Board of Directors, in collaboration with the Executive Director, will conduct a thorough orientation process for new board members.
- 2.0 The Executive Director will ensure that each new board member receives a copy of the bylaws, governance framework policies and procedures, and any other relevant documents of the organization.
- 3.0 A current board member will be assigned as a mentor to a new board member at the first meeting of the Board of Directors following the Annual General Meeting. The role of the mentor will be to provide support, as required, to facilitate the orientation of the new board member to the governing body.

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GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE PROCESSES	Policy Number: G 7.8
Policy: BOARD DEVELOPMENT AND TRAINING	Total Pages: 1 of 1
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

Board members are responsible, both individually and collectively, for their governance learning. On an annual basis, Boards of Directors are encouraged to identify their education and training needs and to implement board development strategies to address these needs.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound shall invest in board development to ensure governing excellence. Board training, continuous development, outside monitoring assistance and outreach mechanisms will be used as needed to strengthen the overall capacity of the board. Costs will be prudently incurred for training, including for attendance at conferences and workshops, for audit and third-party monitoring of organizational performance, and for surveys, focus groups, opinion analyses and meetings.

C. Procedures

- 1.0 On an annual basis, the Board of Directors will identify board development and continuing education needs and will create an implementation plan and budget to address these needs.
- 2.0 Board members attending external board development and training opportunities will be requested to share highlights of their learning opportunity with their board colleagues.
- 3.0 Attendance at board development activities will be recorded in a board member file.

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GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE PROCESSES	Policy Number: G 7.9
Policy: BOARD EVALUATION	Total Pages: 1 of 1
	Date Approved: April 2012
Policy Attachment(s): ■ Board Evaluation Format	Date Reviewed: April 2016

A. Introduction

To ensure effective governance, Boards of Directors develop methods to evaluate their collective performance, whether through self-evaluation programs or through the use of outside observers.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound shall annually conduct a board self-evaluation. If warranted the Board of Directors can engage a third party to conduct an external evaluation.

C. Procedures

- 1.0 On an annual basis, the Board of Directors will initiate a process of self-evaluation of the Board of Directors.
- 2.0 An evaluation form will be distributed to each board member for completion.
- 3.0 The Board of Directors will collect the self-evaluation forms and compile a summary of responses for further consideration.
- 4.0 The Board of Directors will collectively review the evaluation summary and determine what, if any, action is required to enhance governance capacity and competency.
- 5.0 The Board of Directors will conduct a third-party evaluation of the governing body every five (5) years.

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GOVERNANCE POLICIES AND PROCEDURES

Section: GOVERNANCE PROCESSES	Policy Number: G 7.10
Policy: BOARD SUCCESSION PLANNING	Total Pages: 1 of 1
	Date Approved: April 2012
Policy Attachment(s): ■ Succession Plan	Date Reviewed: April 2016

A. Introduction

Succession planning is a process that promotes the orderly transition of the governance and management leadership of an organization. The succession plan is designed to foster effective and consistent leadership in order to ensure the stability and viability of the organization.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound, in collaboration with the Executive Director, will develop and approve a succession plan on an annual basis.

C. Procedures

- 1.0 On an annual basis, the Board of Directors will approve a succession plan for the governance and management leadership of the organization.
- 2.0 The President of the Board of Directors will ensure that each board member has a copy of the current succession plan.

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SECTION ONE: INTRODUCTION

Succession planning is a process that promotes the orderly transition of the governance and management leadership of The Children's Aid Society of the District of Nipissing and Parry Sound. The succession plan is designed to foster leadership continuity in order to ensure the stability and viability of the organization. This Succession Plan is approved by the Board of Directors on an annual basis and is updated as required.

SECTION TWO: GOVERNANCE SUCCESSION PLAN

2.1 Board of Directors

The Governance Succession Plan of The Children's Aid Society of the District of Nipissing and Parry Sound outlines the succession of members of the Board of Directors through a defined term of office, as specified in the bylaws.

The term of office of board members is three (3) years, to a maximum of three (3) consecutive terms. The term of office of the current board members The Children's Aid Society of the District of Nipissing and Parry Sound is as follows:

<i>Board Member</i>	<i>Appointed/ Elected</i>	<i>Term of Office</i>		
		<i>First Term</i>	<i>Second Term</i>	<i>Third Term</i>
Joe Rogers	June 2011	June 2011- June 2014	June 2014- June 2017	June 2017- June 2018
John Stopper	June 2011	June 2011- June 2014	June 2014- June 2017	June 2017- June 2018
Joanne Schmidt	June 2011	June 2011- June 2014	June 2014- June 2017	June 2017- June 2018
Bonnie Barker	September 2012	September 2012 September 2015	September 2015 September 2018	September 2018 September 2019
Leah Welk	March 2013	March 2013 March 2016	March 2016 March 2019	March 2019 March 2020

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<i>Board Member</i>	<i>Appointed/ Elected</i>	<i>Term of Office</i>		
		<i>First Term</i>	<i>Second Term</i>	<i>Third Term</i>

Note: Terms of Office are based on the scheduling of the Annual General Meeting in June of each year.

2.2 *Officers of the Corporation*

The Officers of the Corporation are the President, Vice President, Treasurer and Secretary. The Officers of the Corporation are elected from within the members of the Board of Directors. The Officers of the Corporation of The Children's Aid Society of the District of Nipissing and Parry Sound are as follows:

<i>Position</i>	<i>Officer of the Corporation</i>
President	
Vice President	
Treasurer	
Secretary	

SECTION THREE: MANAGEMENT SUCCESSION PLAN

The purpose of the Management Succession Plan is to facilitate a smooth transition of the Executive Director to sustain a healthy functioning organization.

3.1 *Succession Plan Implementation*

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound authorizes the President to implement the Management Succession Plan in the event of a planned or unplanned absence of the Executive Director, as follows:

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- (i) Upon notification of an unplanned temporary, short-term, long-term or permanent absence of the Executive Director, the President will convene a meeting of the Board of Directors to affirm the procedures prescribed in this plan or to modify them if needed.
- (ii) The Executive Director will inform the President of the Board of Directors of planned absences and will plan accordingly.

3.2 *Delegation of Executive Director Functions, Authority and Accountability*

The key functions, authority and accountability of the Executive Director are articulated in the Executive Director job description. In the absence of the Executive Director, the functions, authority and accountability of the position will be delegated as follows:

<i>Key Executive Director Functions</i>	<i>Interim Delegation</i>
Strategic Leadership	■ Executive Director Designate: <i>Name</i>
Board Administration and Support	■ Executive Director Designate: <i>Name</i>
Financial Management	■ Executive Director Designate: <i>Name</i>
Program Management	■ Executive Director Designate: <i>Name</i>
Spokesperson for Operations	■ Executive Director Designate: <i>Name</i>

3.3 *Succession Plan: Temporary, Short-term and Long-term Absence*

A temporary absence is a period of 30 days or less, while a short-term absence is a period of between 30 and 90 days. A planned leave is one that has been approved according to the guidelines established by the organization. An unplanned absence arises unexpectedly.

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A. Temporary Planned or Unplanned Absence

For a temporary planned or unplanned absence of the Executive Director (a period of 30 days or less), the temporary staffing strategy featured in Section 3.2 of this plan will be implemented. The Executive Director will determine the temporary staffing strategy and will identify the individual who shall serve as the Acting Executive Director for this period of time. The Acting Executive Director will report directly to the Board of Directors. The Acting Executive Director for a temporary absence will have the full authority for day-to-day decision making. Decisions made by the Acting Executive Director that could potentially create risk for the organization (e.g., staff termination, new projects, public policy positions) will be undertaken in consultation with the President of the Board of Directors. In these circumstances, the President will determine whether consultation with the governing body is warranted. There will be no salary adjustment for the individual appointed as the Acting Executive Director for a temporary absence.

B. Short-term Planned or Unplanned Absence

For a short-term planned or unplanned absence of the Executive Director (a period of between 30 and 90 days), the temporary staffing strategy featured in Section 3.2 will require board approval. The Acting Executive Director appointed for a short-term leave will report directly to the Board of Directors. The Acting Executive Director will have the full authority for day-to-day decision making. Decisions made by the Acting Executive Director that could potentially create risk for the organization (e.g., staff termination, new projects, public policy positions) will be undertaken in consultation with the President of the Board of Directors. In these circumstances, the President will determine whether consultation with the governing body is warranted. The individual appointed as Acting Executive Director will receive either an agreed-upon bonus at the end of the fiscal year or a salary adjustment during the defined short-term period. Within forty-eight (48) hours of the appointment of the Acting Executive Director, the board President and the Acting Executive Director will develop a communication plan that addresses the type of information that will be shared about the appointment and which stakeholders will receive the information.

C. Long-term Planned or Unplanned Absence

A long-term planned or unplanned absence of the Executive Director (an absence of 90 days or more) will follow the procedures for a short-term leave, with additional considerations. The individual appointed as Acting Executive Director will recommend a strategy to address the fulfillment of the duties of both his/her positions. In addition, the Board of Directors will implement a process to evaluate the performance of the Acting Executive Director.

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3.4 *Succession Plan: Permanent Unplanned Absence*

A permanent absence is one in which it is determined that the Executive Director will not be returning to the position. In this circumstance, the Board of Directors will determine whether the individual appointed as Acting Executive Director will be appointed to the position on a permanent basis or whether a process will be initiated to recruit a new Executive Director. If the latter option is implemented, the Board of Directors will establish a Search Team.

SECTION FOUR: SUCCESSION PLAN APPROVAL

Board of Directors Succession Plan Approval

President of the Board of Directors:
Witness:
Date:

The Board of Directors will review, revise (if required) and approve the Succession Plan on an annual basis. A copy of the Succession Plan of The Children's Aid Society of the District of Nipissing and Parry Sound will be distributed to all members of the governing body.

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GOVERNANCE POLICIES AND PROCEDURES

Section: ACCOUNTABILITY RELATIONSHIP	Policy Number: G 8.1
Policy: EXECUTIVE DIRECTOR AND BOARD OF DIRECTORS: DELEGATION OF AUTHORITY	Total Pages: 1 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

The Board's job is generally confined to establishing topmost policies, leaving implementation and subsidiary policy development to the Executive Director. All Board authority delegated to staff is delegated through the Executive Director, so that all authority and accountability of staff can be phrased (in so far as the Board is concerned), as authority and accountability of the Executive Director. The Board of Directors delegates authority to the Executive Director, and that authority is clearly articulated in the governing documents of the organization.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound delegates authority to the Executive Director according to parameters articulated in governance policy.

- (i) The Board shall direct the Executive Director to achieve certain results, within budget limitations, through the establishment of outcomes, strategic priorities and Board policies.
- (ii) The Board shall limit the latitude that the Executive Director may exercise in practices, methods and conduct through establishment of Executive Director Authority and Accountability policies. The Executive Director shall not perform, allow or cause to be performed any act that is contrary to explicit Executive Director Authority and Accountability Policy.
- (iii) No individual Board member or Officer or committee has authority over the Executive Director, and decisions or instructions of individual Board members, Officers or committees are not binding on the Executive Director.
- (iv) Only officially passed motions of the Board of Directors are binding on the Executive Director
- (v) In the case of Board members or committees requesting information or assistance without Board authorization, the Executive Director can refuse such requests that

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require, in the Executive Director's opinion, a material amount of staff time or funds or that are disruptive to operations.

- (vi) The Executive Director is the Board's only link to operational achievements and conduct; therefore all authority and accountability of staff are considered the authority and accountability of the Executive Director. The Board of Directors will refrain from directing or evaluating, either formally or informally, any staff member other than the Executive Director.

C. Procedures

- 1.0 In the event that an Executive Authority and Accountability policy has been violated, the Executive Director will immediately inform the President of the Board of Directors. Notice of the violation shall be brought forth to the subsequent Board meeting and the Board will determine whether the action was appropriate or not. President's response, either approving or disapproving, does not exempt the Executive Director from subsequent Board judgement. The outcome of these discussions will be recorded in the meeting minutes.

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GOVERNANCE POLICIES AND PROCEDURES

Section: ACCOUNTABILITY RELATIONSHIP	Policy Number: G 8.2
Policy: EXECUTIVE DIRECTOR AND BOARD OF DIRECTORS: ROLES AND RESPONSIBILITIES	Total Pages: 1 of 1
	Date Approved: April 2012
Policy Attachment(s): <ul style="list-style-type: none">■ Executive Director Job Description and Employment Contract	Date Reviewed: April 2016

A. Introduction

The Executive Director is accountable to the Board of Directors for the overall management and performance of the organization.

B. Policy

The responsibilities of the Executive Director lie in the exercise of delegated authority and compliance with limitations established by Board policy.

The roles and responsibilities of the Executive Director of The Children's Aid Society of the District of Nipissing and Parry Sound are defined by the Board of Directors and are stated in the Executive Director job description and employment contract. The latitude of authority and the accountability of the Executive Director are outlined in the governance policy.

C. Procedures

Job Description

- 1.0 The Board of Directors will approve a job description for the Executive Director position.
- 2.0 The Board of Directors will review and, if required, update the job description of the Executive Director as part of the annual performance evaluation process.

Employment Contract

- 3.0 On an annual basis, the Board of Directors will review the employment contract of the Executive Director.
- 4.0 The employment contract will address the duties, evaluation, terms of employment (e.g., salary, notice, benefits), and organization obligations of the Executive Director.

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Section: ACCOUNTABILITY RELATIONSHIP	Policy Number: G 8.3
Policy: EXECUTIVE DIRECTOR AND BOARD OF DIRECTORS: EXECUTIVE DIRECTOR REPORTING PROCESS	Total Pages: 1 of 1
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

The Board of Directors, in collaboration with the Executive Director, develops the reporting process required to effectively monitor the performance of the organization in achieving its mission and governance policies.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound shall ensure that the reporting process of the Executive Director is outcome based and that it addresses the legislative compliance, quality, effectiveness, efficiency, financial integrity and risk management of the organization.

C. Procedures

- 1.0 The Board of Directors, in collaboration with the Executive Director, will determine the format of the Executive Director's Report.
- 2.0 The Executive Director will prepare a monthly report and circulate it prior to each meeting of the Board of Directors.
- 3.0 The Executive Director monthly report will include the following key components:
 - (i) Achievement of outcomes and strategic priorities in relation to established indicators of success;
 - (ii) Financial stability and viability; and
 - (iii) Risk management.
- 4.0 The Executive Director will present Monitoring Reports on the compliance with governance policy based on an approved reporting schedule.
- 5.0 On a semi-annual basis, the Executive Director will complete a projected financial statement.
- 6.0 On an annual basis, the Executive Director will prepare an annual report for presentation at the Annual General Meeting.

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GOVERNANCE POLICIES AND PROCEDURES

Section: ACCOUNTABILITY RELATIONSHIP	Policy Number: G 8.4
Policy: EXECUTIVE DIRECTOR AND BOARD OF DIRECTORS: EXECUTIVE DIRECTOR PERFORMANCE EVALUATION	Total Pages: 1 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Executive Director Evaluation Format	Date Reviewed: April 2016

A. Introduction

Monitoring Executive Director performance is synonymous with monitoring organizational performance. Such performance is monitored against the achievement of outcomes, strategic priorities and compliance with governance policies concerning Executive Director Authority and Accountability.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound will view the Executive Director's performance as identical to organizational performance, so that organizational accomplishment of outcomes, strategic priorities and the successful carrying out of executive authority and accountability policies will be viewed as successful Executive Director performance. The process of monitoring the performance of the Executive Director shall be ongoing and shall include a formal annual evaluation.

C. Procedures

- 1.0 The Board of Directors will implement a probationary and annual process for evaluating the performance of the Executive Director.
- 2.0 In January of each year, the Board of Directors will initiate the performance evaluation process for the Executive Director.
- 3.0 The Board of Directors will review the current Executive Director job description, employment contract and Governance Policies concerning Executive Director authority and accountability.
- 4.0 The Board of Directors, in consultation with the Executive Director, will determine the format of and process for the job performance evaluation.
- 5.0 The Board of Directors will collect information on the Executive Director's performance. A questionnaire will be distributed to Board members for their completion within a specified deadline. The Board of Directors will review these responses and develop a summary report.

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Section: ACCOUNTABILITY RELATIONSHIP	Policy Number: G 8.4
Policy: EXECUTIVE DIRECTOR AND BOARD OF DIRECTORS: EXECUTIVE DIRECTOR PERFORMANCE EVALUATION	Total Pages: 2 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Executive Director Evaluation Format	Date Reviewed: April 2016

- 6.0 In consultation with the Executive Director, the Board of Directors will identify potential management team members, community partners and funder(s) to be invited to participate in the Executive Director performance evaluation process. The President of the Board of Directors will send correspondence requesting the participation of the identified key stakeholders.
- 7.0 The Board of Directors will conduct an in-person or telephone interview with, or summarize written comments from, the identified stakeholders on the performance of the Executive Director, based on specific expectations. The Board of Directors may use an external consultant to conduct interviews with key stakeholders.
- 8.0 The Board of Directors will compile the comments of the stakeholder consultation, review the information collected and then discuss performance and future goals and objectives.
- 9.0 The Board of Directors will complete the job performance evaluation and discuss with the Executive Director no later than May 31st of every year.
- 10.0 In the event that the Executive Director's performance is deficient or there is a loss of confidence in the Executive Director, the Board of Directors will obtain a legal opinion on the appropriate action required, as amicably as possible, to terminate the Executive Director.
- 11.0 Dismissal of the Executive Director will require a two-thirds (2/3) vote by the Board of Directors in favour of dismissal at a meeting duly called to consider the action.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: ACCOUNTABILITY RELATIONSHIP	Policy Number: G 8.5
Policy: EXECUTIVE DIRECTOR AND BOARD OF DIRECTORS: EXECUTIVE DIRECTOR COMPENSATION AND BENEFITS	Total Pages: 1 of 1
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

In an effort to be a fair and responsible employer, a Board of Directors is encouraged to systematically conduct a review of the trends in the labour market related to compensation and benefits for the Executive Director position.

B. Policy

The Board of Directors of The Children's Aid Society of the District of Nipissing and Parry Sound shall establish compensation and benefits for the position of Executive Director position. Compensation and benefits increases will be linked to the performance of the Executive Director, as well as to available resources.

C. Procedures

- 1.0 The Board of Directors will conduct an annual review of the compensation and benefits as part of the annual performance evaluation of the Executive Director.
- 2.0 The Board of Directors will obtain a market assessment (e.g. OACAS) minimally every three (3) years to determine appropriate compensation for the Executive Director position.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: EXECUTIVE AUTHORITY AND ACCOUNTABILITY	Policy Number: G 9.1
Policy: COMPLIANCE WITH LEGISLATION, REGULATIONS AND CONTRACTUAL OBLIGATIONS	Total Pages: 1 of 1
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

The Executive Director Authority and Accountability policy sets the parameters that enable a Board of Directors to focus on governance issues rather than on the details of operations. Executive Director Authority indicates the boundaries of the Executive Director that are determined by the Board. The Executive Director is held personally accountable for operating within the Executive Director Authority and Accountability.

B. Policy

The Executive Director of The Children's Aid Society of the District of Nipissing and Parry Sound shall not initiate, cause or knowingly allow any violation of legislation, regulations, commonly accepted business practices, professional ethics, social work principles or contractual obligations.

C. Procedures

- 1.0 The Executive Director shall report to the Board any actual or potential illegality or breach of legislation, regulations, practices and contractual obligation.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: EXECUTIVE AUTHORITY AND ACCOUNTABILITY	Policy Number: G 9.2
Policy: CLIENT SERVICES	Total Pages: 1 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

The Executive Director Authority and Accountability policy sets the parameters that enable a Board of Directors to focus on governance issues rather than on the details of operations. Executive Director Authority indicates the boundaries of the Executive Director that are determined by the Board. The Executive Director is held personally accountable for operating within the Executive Director Authority and Accountability.

B. Policy

The mission of The Children's Aid Society of the District of Nipissing and Parry Sound is the protection of children and youth, and the support, strengthening and nurturing families, in the District of Nipissing and Parry Sound.

Accordingly, the Executive Director:

- (i) Shall ensure the protection of children.
- (ii) Shall view the child in the context of his/her family and services will be delivered, where possible, to strengthen and support the family as a whole.
- (iii) Shall ensure that when alternate care is necessary, it will provide a secure and stable environment provided in a timely manner with the goal of reintegrating the child into their family and/or care arrangements as soon as it is safe to do so where possible.
- (iv) Shall ensure programs and services are accessible to every eligible child, youth and their family.
- (v) Shall ensure services are provided in a manner that is responsive to the diverse needs of children, adults and families and is sensitive to differences in culture, religion, race and abilities.
- (vi) Shall ensure that the needs of children, youth and their families are the primary determining factor in the development and delivery of services within the legal mandate and financial resources of the organization.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: EXECUTIVE AUTHORITY AND ACCOUNTABILITY	Policy Number: G 9.2
Policy: CLIENT SERVICES	Total Pages: 2 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

- (vii) Shall communicate to the Board any significant changes to services and seek Board approval for major changes.
- (viii) Shall ensure that services are delivered in a highly professional manner, by qualified personnel, utilizing purposeful and effective interventions.
- (ix) Shall advise the Board of any significant service delivery changes and/or program cancellations.

C. Procedures

- 1.0 The Executive Director will complete a Monitoring Report on Client Services Executive Authority and Accountability and present to the Board of Directors at times specified in the approved reporting schedule.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND
GOVERNANCE POLICIES AND PROCEDURES

Section: EXECUTIVE AUTHORITY AND ACCOUNTABILITY	Policy Number: G 9.3
Policy: STAFF AND VOLUNTEER TREATMENT	Total Pages: 1 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

The Executive Director Authority and Accountability policy sets the parameters that enable a Board of Directors to focus on governance issues rather than on the details of operations. Executive Director Authority indicates the boundaries of the Executive Director that are determined by the Board. The Executive Director is held personally accountable for operating within the Executive Director Authority and Accountability.

B. Policy

With respect to the treatment of paid staff and volunteers of The Children's Aid Society of the District of Nipissing and Parry Sound, the Executive Director shall ensure that conditions exist that are humane, safe, fair and dignified.

Accordingly, the Executive Director:

- (i) Shall ensure that all legislative standards, including the Child and Family Services Act, Ontario Human Rights Code, Employment Standards Act, Employment and the Pay Equity Act, Occupational Health and Safety Act, relevant privacy legislative standards and all other applicable legislation, and provisions in the Collective Agreement, Code of Ethics and social work principles of the organization are met.
- (ii) Shall ensure that there are written human resources policies and procedures that clarify rules for staff and volunteers and provide for effective handling of complaints without bias and protect against wrongful conditions.
- (iii) Shall not discriminate against any staff member or volunteer for expressing a non-disruptive ethical dissent.
- (iv) Shall acquaint staff and volunteers with their rights and responsibility under this policy.
- (v) Shall promote a respectful workplace and shall not tolerate any kind of abuse, harassment, discrimination and unethical conduct, including conflict of interest of the staff and volunteers of the organization.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: EXECUTIVE AUTHORITY AND ACCOUNTABILITY	Policy Number: G 9.3
Policy: STAFF AND VOLUNTEER TREATMENT	Total Pages: 2 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

- (vi) Shall inform staff in writing of the Executive Director's interpretations of their protections under this policy.
- (vii) Shall ensure that staff and volunteers are prepared to deal with emergency situations related to their responsibilities.

C. Procedures

- 1.0 The Executive Director will complete a Monitoring Report on Staff and Volunteer Treatment Executive Authority and Accountability and present to the Board of Directors at times specified in the approved reporting schedule.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: EXECUTIVE AUTHORITY AND ACCOUNTABILITY	Policy Number: G 9.4
Policy: STAFF COMPENSATION AND BENEFITS	Total Pages: 1 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

The Executive Director Authority and Accountability policy sets the parameters that enable a Board of Directors to focus on governance issues rather than on the details of operations. Executive Director Authority indicates the boundaries of the Executive Director that are determined by the Board. The Executive Director is held personally accountable for operating within the Executive Director Authority and Accountability.

B. Policy

With respect to compensation and benefits to employees, consultants and contract workers of The Children's Aid Society of the District of Nipissing and Parry Sound, the Executive Director shall ensure integrity and fair compensation practices and shall not cause or allow jeopardy to the fiscal viability of the organization.

Accordingly, the Executive Director:

- (i) Shall not change his/her own compensation and benefits.
- (ii) Shall report any and all unfunded liabilities related to staff compensation and benefits to the Board of Directors.
- (iii) Shall ensure that established compensation and/or benefits do not create obligations for the organization over a longer term than projected revenues can address.
- (iv) Shall ensure that established compensation and benefits are in line with those in the geographic and/or professional market for the skills employed.
- (v) Shall not establish deferred or long term compensation and benefits outside the Collective Bargaining Agreement, Board approved management compensation and union and non-union benefit plans.
- (vi) Shall negotiate union contract within the parameters established by the Board of Directors.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: EXECUTIVE AUTHORITY AND ACCOUNTABILITY	Policy Number: G 9.4
Policy: STAFF COMPENSATION AND BENEFITS	Total Pages: 2 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

(vii) Shall not promise or imply permanent or guaranteed employment.

C. Procedures

1.0 The Executive Director will complete a Monitoring Report on Staff Compensation and Benefits Authority and Accountability and present to the Board of Directors at times specified in the approved reporting schedule.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: EXECUTIVE AUTHORITY AND ACCOUNTABILITY	Policy Number: G 9.5
Policy: FINANCIAL PLANNING AND REPORTING	Total Pages: 1 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

The Executive Director Authority and Accountability policy sets the parameters that enable a Board of Directors to focus on governance issues rather than on the details of operations. Executive Director Authority indicates the boundaries of the Executive Director that are determined by the Board. The Executive Director is held personally accountable for operating within the Executive Director Authority and Accountability.

B. Policy

Financial planning for any fiscal year or for the remaining part of any fiscal year shall not jeopardize the fiscal integrity of The Children's Aid Society of the District of Nipissing and Parry Sound and the budget shall be consistent with the Board's outcomes, strategic priorities and governance policies established by the organization.

Accordingly, the Executive Director:

- (i) Shall ensure the organization is not placed in financial jeopardy.
- (ii) Shall present a balanced budget to the Board of Directors for their consideration.
- (iii) Shall base the budgeting process on a management plan that is carried out in a timely fashion for completion prior to the applicable fiscal year or as soon as possible subject to decisions of funding sources.
- (iv) Shall ensure that the budget includes credible projection of revenue and expenses, separation of capital and operational items, cash flow analysis, and disclosure of planning assumptions.
- (v) Shall ensure that the budget provides sufficiently for Board prerogatives, as set forth in the investment policy of the organization.
- (vi) Shall be consistently prepared including "fair and full disclosures".

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: EXECUTIVE AUTHORITY AND ACCOUNTABILITY	Policy Number: G 9.5
Policy: FINANCIAL PLANNING AND REPORTING	Total Pages: 2 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

C. Procedures

- 1.0 On an annual basis, the Executive Director will complete and present to the Board of Directors, an operating and capital budget for their consideration and approval. The budget will include a projection of revenue and expenses, separation of capital and operational items, cash flow analysis and disclosure of planning assumptions.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: EXECUTIVE AUTHORITY AND ACCOUNTABILITY	Policy Number: G 9.6
Policy: FINANCIAL CONDITION	Total Pages: 1 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

The Executive Director Authority and Accountability policy sets the parameters that enable a Board of Directors to focus on governance issues rather than on the details of operations. Executive Director Authority indicates the boundaries of the Executive Director that are determined by the Board. The Executive Director is held personally accountable for operating within the Executive Director Authority and Accountability.

B. Policy

With respect to the actual, ongoing financial condition and activities of The Children's Aid Society of the District of Nipissing and Parry Sound, the Executive Director shall not cause or allow the development of fiscal jeopardy or allow the loss of allocation integrity.

Accordingly, the Executive Director:

- (i) Shall ensure that all funds expended have been approved by the Board, or have been received in cash flow or cash advances, or have been provided for in the authorized line of credit.
- (ii) Shall ensure that the organization is not indebted in an amount greater than can be repaid through fiscal plan.
- (iii) Shall seek Board approval for use of any reserves designated as long term.
- (iv) Shall ensure that operating funds do not drop below the amount needed to settle payroll and debts in a timely manner.
- (v) Shall ensure that any interfund shifting does not exceed amounts that can be restored to a condition of discrete fund balances within sixty (60) days.
- (vi) Shall ensure that tax payments and other government-ordered payments or filings are submitted on time and in an accurate manner.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: EXECUTIVE AUTHORITY AND ACCOUNTABILITY	Policy Number: G 9.6
Policy: FINANCIAL CONDITION	Total Pages: 2 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

- (vii) Shall make only purchases or commitments (e.g., purchase order) for an operational expense or fixed asset that are within the approved budget.
- (viii) Shall ensure that all accounts payable are addressed in a timely manner to avoid penalties.
- (ix) Shall seek Board approval before acquiring or disposing of real property.
- (x) Shall seek Board approval before authorizing a line of credit.
- (xi) Shall pursue receivables after a reasonable grace period.
- (xii) Shall strictly adhere to the Board's stated investment restrictions specified in the bylaws.
- (xiii) Shall strictly adhere to the guidelines of public funders (e.g., MCYS).
- (xiv) Shall ensure that donations specified for a specific purpose are utilized as requested.

C. Procedures

- 1.0 The Executive Director will complete a Monitoring Report on Financial Condition Authority and Accountability and present to the Board of Directors at times specified in the approved reporting schedule.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: EXECUTIVE AUTHORITY AND ACCOUNTABILITY	Policy Number: G 9.7
Policy: RISK MANAGEMENT	Total Pages: 1 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

The Executive Director Authority and Accountability policy sets the parameters that enable a Board of Directors to focus on governance issues rather than on the details of operations. Executive Director Authority indicates the boundaries of the Executive Director that are determined by the Board. The Executive Director is held personally accountable for operating within the Executive Director Authority and Accountability.

B. Policy

The Executive Director of The Children's Aid Society of the District of Nipissing and Parry Sound shall ensure that the corporate assets of the organization are protected, adequately maintained and kept free from risk.

Accordingly, the Executive Director:

- (i) Shall maintain a current inventory of assets on off-site computer back-up system.
- (ii) Shall insure against theft and casualty losses to at least eighty percent (80%) replacement value and against liability losses to Board members, staff and the organization itself; such insurance is to be in amounts not less than the average for comparable organizations.
- (iii) Shall allow personnel to have access only to amounts of funds that are within their delegated authority.
- (iv) Shall ensure the proper maintenance and care of buildings and equipment.
- (v) Shall not intentionally expose the organization, its Board or its staff to claims of liability.
- (vi) Shall ensure the protection of intellectual property and loss and/or significant damage to information, files and/or documents.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: EXECUTIVE AUTHORITY AND ACCOUNTABILITY	Policy Number: G 9.7
Policy: RISK MANAGEMENT	Total Pages: 2 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

- (vii) Shall ensure that the receipt, processing and disbursement of all funds is within controls that are sufficient to meet the Board-appointed Auditor's standards.
- (viii) Shall not endanger the organization's public image or credibility, particularly in ways that would hinder the accomplishment of the organization's mission.
- (ix) Shall not change the organization's name or substantially alter its identity in the community.
- (x) Shall ensure that funds are received, processed or disbursed under controls sufficient to meet Board-appointed auditor's standards.
- (xi) Shall invest or hold operating collateral in secure investments, including checking accounts and bonds at a AA rating or greater or in interest bearing accounts for day-to-day operating account and in compliance with the investment policy of the organization.
- (xii) Shall prevent disrepair, excessive risk, untraceable transactions or conflicts of interest in the management of the resources of the organization.
- (xiii) Shall obtain required legal and insurance advice on the extent of the liability for the organization when property is rented/leased by external groups/individuals and will ensure insurance coverage is maintained by these third parties.

C. Procedures

- 1.0 The Executive Director will complete a Monitoring Report on Risk Management Authority and Accountability and present to the Board of Directors at times specified in the approved reporting schedule.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: EXECUTIVE AUTHORITY AND ACCOUNTABILITY	Policy Number: G 9.8
Policy: COMMUNICATION AND COUNSEL TO THE BOARD	Total Pages: 1 of 3
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

The Executive Director Authority and Accountability policy sets the parameters that enable a Board of Directors to focus on governance issues rather than on the details of operations. Executive Director Authority indicates the boundaries of the Executive Director that are determined by the Board. The Executive Director is held personally accountable for operating within the Executive Director Authority and Accountability.

B. Policy

The Executive Director of The Children's Aid Society of the District of Nipissing and Parry Sound shall provide the Board of Directors with information and support to effectively and efficiently carry out its responsibilities.

Accordingly, the Executive Director:

- (i) Shall submit monitoring data required by the Board in a timely, accurate and understandable fashion, directly addressing outcomes, strategic priorities and the provisions of Board policies being monitored.
- (ii) Shall keep the Board apprised of serious occurrences, significant complaints, relevant trends, community activity, anticipated adverse media coverage, threatened or pending lawsuits, publicly visible external and internal changes and any reports and materials as required by Regulation.
- (iii) Shall advise the Board if, in the Executive Director's opinion, the Board is not in compliance with its own bylaws and governance policies, particularly in the case of Board behaviour that is detrimental to the working relationship between the Board and the Executive Director.
- (iv) Shall inform the Board on program changes related to services offered to the community.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: EXECUTIVE AUTHORITY AND ACCOUNTABILITY	Policy Number: G 9.8
Policy: COMMUNICATION AND COUNSEL TO THE BOARD	Total Pages: 2 of 3
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

- (v) Shall provide the Board of Directors with as many relevant staff and external points of view, issues and options as are needed to make fully informed decisions.
- (vi) Shall present information to the Board of Directors that is timely, accurate, unbiased, complete and useful for governance decision-making.
- (vii) Shall present information in a simple, concise format that clearly presents information in three categories: monitoring, decision preparation and other.
- (viii) Shall deal with the Board of Directors as a whole except when either fulfilling individual requests for information or responding to Directors or committees duly charged by the Board.
- (ix) Shall report in a timely manner on an actual or anticipated instance of non-compliance with Board policy.
- (x) Shall supply for the consent agenda all decisions that are delegated to the Executive Director but are also required by law or contract to be approved by the Board of Directors.
- (xi) Shall report to the Board of Directors at the Annual General Meeting on the follow-up of resolutions passed at the previous Annual General Meeting.
- (xii) Shall provide reasonable administrative support to the Board of Directors and shall advise the governing body of any issues in this regard.
- (xiii) Shall report to the Board, in a timely manner, any instance in which the Business Contingency Plan, Pandemic Plan and any other emergency management plan has been executed.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: EXECUTIVE AUTHORITY AND ACCOUNTABILITY	Policy Number: G 9.8
Policy: COMMUNICATION AND COUNSEL TO THE BOARD	Total Pages: 3 of 3
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

C. Procedures

- 1.0 The Executive Director will complete a Monitoring Report on Communication and Counsel to the Board Authority and Accountability and present to the Board of Directors at times specified in the approved reporting schedule.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: EXECUTIVE AUTHORITY AND ACCOUNTABILITY	Policy Number: G 9.9
Policy: PUBLIC RELATIONS	Total Pages: 1 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

The Executive Director Authority and Accountability policy sets the parameters that enable a Board of Directors to focus on governance issues rather than on the details of operations. Executive Director Authority indicates the boundaries of the Executive Director that are determined by the Board. The Executive Director is held personally accountable for operating within the Executive Director Authority and Accountability.

B. Policy

The Executive Director of The Children's Aid Society of the District of Nipissing and Parry Sound is responsible to ensure effective relations with the organization's external and internal environment.

Accordingly, the Executive Director:

- (i) Shall ensure the organization is adequately represented by an authorized spokesperson.
- (ii) Shall pursue opportunities for the organization to take an active leadership role in community and provincial affairs related to its mandate.
- (iii) Shall foster good relations with external groups such as the media and other community groups and individuals as well as the internal population: staff, volunteers, foster parents and donors.
- (iv) Shall adopt a proactive stance.
- (v) Shall work toward having every staff member, volunteer (Board member) and foster parent consider themselves public relations representatives in the community (not to be confused with official spokespersons).

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: EXECUTIVE AUTHORITY AND ACCOUNTABILITY	Policy Number: G 9.9
Policy: PUBLIC RELATIONS	Total Pages: 2 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

C. Procedures

- 1.0 The Executive Director will complete a Monitoring Report on Public Relations Authority and Accountability and present to the Board of Directors at times specified in the approved reporting schedule.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: EXECUTIVE AUTHORITY AND ACCOUNTABILITY	Policy Number: G 9.10
Policy: PLANNING AND EVALUATION	Total Pages: 1 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

The Executive Director Authority and Accountability policy sets the parameters that enable a Board of Directors to focus on governance issues rather than on the details of operations. Executive Director Authority indicates the boundaries of the Executive Director that are determined by the Board. The Executive Director is held personally accountable for operating within the Executive Director Authority and Accountability.

B. Policy

The Executive Director of The Children's Aid Society of the District of Nipissing and Parry Sound will support a strategic focus and proactive approach to determining the future of the organization.

Accordingly the Executive Director:

- (i) Shall ensure the organization operates with a Board-approved strategic plan with long and short term goals, developed with appropriate consultation with Board and organization personnel, service users and community stakeholders.
- (ii) Shall carry out the priorities identified in the strategic plan and report on outcomes achieved to the Board of Directors.
- (iii) Shall operate the organization within the context of a multi-year quality assurance strategy which provides for regular program evaluation at least every five years.
- (iv) Shall promote a community-wide, cooperative and collaborative approach.
- (v) Shall bring planning recommendations before the Board in a timely manner.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: EXECUTIVE AUTHORITY AND ACCOUNTABILITY	Policy Number: G 9.10
Policy: PLANNING AND EVALUATION	Total Pages: 2 of 2
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

C. Procedures

- 1.0 The Executive Director will address progress in achieving strategic priorities in his/her monthly report to the Board of Directors.
- 2.0 The Executive Director will complete a Monitoring Report on Evaluation Authority and Accountability and present to the Board of Directors at times specified in the approved reporting schedule.

THE CHILDREN'S AID SOCIETY OF THE DISTRICT OF NIPISSING AND PARRY SOUND

GOVERNANCE POLICIES AND PROCEDURES

Section: EXECUTIVE AUTHORITY AND ACCOUNTABILITY	Policy Number: G 9.11
Policy: EMERGENCY EXECUTIVE SUCCESSION	Total Pages: 1 of 1
	Date Approved: April 2012
Policy Attachment(s): ■ Not Applicable	Date Reviewed: April 2016

A. Introduction

The Executive Director Authority and Accountability policy sets the parameters that enable a Board of Directors to focus on governance issues rather than on the details of operations. Executive Director Authority indicates the boundaries of the Executive Director that are determined by the Board. The Executive Director is held personally accountable for operating within the Executive Director Authority and Accountability.

B. Policy

In order to ensure the continuity of services of The Children's Aid Society of the District of Nipissing and Parry Sound in the case of an emergency, the Executive Director shall ensure that at least two members of the management team are sufficiently familiar with Board and Executive Director matters and procedures that one of them can assume the duties of the Executive Director in the event of the sudden loss of Executive Director services.

C. Procedures

- 1.0 On an annual basis, the Executive Director will present a Succession Plan to the Board of Directors for their approval.