

Sunshine Valley Ratepayers Association 1998 (SVRA)

Director's Policy & Procedure Manual

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SUNSHINE VALLEY RATEPAYERS ASSOCIATION

Board of Directors Policy & Procedure Manual

The purpose of this manual is to allow new and current directors the tools to perform their duties to the best of their ability. Policies or guidelines are given to guide the board in conducting their business procedures are outlined to enable them to carry out their responsibilities.

It is intended to enable directors to perform effectively with the least of effort or duplication and to allow those directors who are absent to have their duties performed by other directors.

It is understood that directors new and those who have had previous experience are volunteering their time so by making this document available, it will enable them to perform their duties without delays and unnecessary obstacles.

Keep this binder up to date as new materials are issued as it will be passed on to successive board members.

Mission Statement

Advocating for effective government programs and government grants for our community while educating, hosting and celebrating our unique rural community.

Values

It is our responsibility to create an environment where both the organization and the individual have the opportunity to reach their potential. We demonstrate this by providing a working environment that fosters a generosity of spirit, encouraging volunteers & staff to explore opportunities and to be recognized for their accomplishments, trusting each other to make decisions, respecting diversity, and providing meaningful and challenging work. Our values are reflected in our policies and practices.

The purpose of the SVRA is to protect and enhance all aspects of the quality of life in Sunshine Valley and its immediate surroundings and to provide representation for the membership to local government.

Integrity - What I bring as an individual

- We take pride in the quality of our work and strive for excellence.
- We keep our promises.
- We treat each other and our community in an honest, open and fair manner.
- We accept full responsibility and are accountable for our actions.

Enthusiasm - What we portray

- We support and display positive energy.
- We welcome humor, passion, fun and excitement.
- We are self-motivated and take initiative.

Teamwork - How we work together

We work together as a team in a spirit of cooperation and community towards a common goal.

- We empower our team.
- We encourage effective communication.
- We recognize contributions and celebrate accomplishments.
- We are committed to effective and participatory business planning.

Progressive - What we strive for

We seek improvement and innovation in every element of our business.

- We promote a proactive/creative environment.
- We support continuous learning, training and development.

Policy and Procedures

The Fundamental Role of the Board in Policy Development

Most people would agree that the board's most important responsibility is establishing policy. At the same time we all know organizations where boards failed to develop policies or to keep track of the ones they have made. Later we find the board is faced with the prospect of discussing a crisis issue which could have been avoided by a well –developed policy process.

Understanding Policy Development

What is a policy?

A policy can be:

a governing principle;

a guideline or framework for carrying out work;

a way for the board to delegate authority and still maintain control;

a definition of the values and the philosophies – even the goals – of the program or organization.

Policies are a general description of boundaries within which board would conduct its business. Without policies, the organization does not know where its going, or the direction it needs to take to resolve an issue.

Policies tell people what to do. Procedures tell them how to do it.

A procedure tells:

how a governing principle will be carried out

the rules and regulations to apply

There is sometimes a gray area between a policy and procedures in sudden and unexpected situation. If a media problem arises, then policy must be developed at the same time as action takes place.

For example, if the board has not yet created a policy regarding who speaks on behalf of the agency, it will have to be made at the same time as the staff and board members are being approached by the media for comment.

Characteristic of a good policy:

In a Handbook for Cultural Trustees, Marion Paquet identifies the following as characteristics of a good board policy:

It is philosophically based and reflects values. It states what is believed, valued and desired.

It is a general statement of a board's beliefs on a certain matter.

It tells what is wanted of the board or staff. It tells why certain things are wanted

It constitutes a clear basis for the development and implementation of regulations and procedures.

It provides positive direction to the board and staff, but does not, and should not, prescribe methods for arriving at the results.

It permits board and staff to interpret it in such a way as to adjust for changing conditions without making any basic changes in policy.

It provides a standard for evaluating the performance of the board and staff.

Sunshine Valley Ratepayers Association

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www.sunshinevalleyratepayers.org

(see SVRA website for a current list of directors)



Director's Responsibilities

Each Director shall

- a. Supervise the business of the association, doing generally whatever may be necessary to further the interests of the association and its shareholders, subject to the approval and consent of the board of directors of the association.
- b. Conform to the bylaws and to any regulations and directions, whether general or special, which may be imposed on or given by the board of directors.
- c. Co-ordinate, on at least a required basis, a meeting of members in the area to:
 - advise local members on the association's issues and updates;
 - advise the executive of concerns and ideas from shareholders;
 - promote the association through liaison within the community through presentations, media and public functions.
- d. Update policy manual with documents presented and approved during official meetings.
- e. Comply with all approved corporate decisions.

Conflict of Interest

The business of the Association shall be conducted in accordance with the laws of Canada and of the Province and in accordance with the highest ethical standards. No official of the Association shall knowingly permit the Association to enter into any agreement or contract or other transaction requiring the Association to do any act prohibited by law or regulation or which would be inconsistent with maintaining the registered status of the Association.

1.1 Conflict of Interest Disclosure Requirements

It is the responsibility of the employees and directors of the Association to disclose any situations of actual or potential conflicts of interest as follows:

Employees and Directors – all employees and directors are required to disclose to the executive director or the board in writing, all business, commercial or financial interests or activities where such interests or activities may be construed as creating an actual or potential conflict with their duties of employment or respective board responsibility. This would include membership on another board conflicting with decisions being considered by the SVRA. The directors or employee should refrain from voting on such issues or attempting to influence the outcome of a vote.

Employees who become involved in an unauthorized or conflict of interest situation will have their cases dealt with promptly within the principles laid out in this policy and procedure manual. It is the aim of the Association to have all employees recognize and be proud of the high principles followed in the conduct of its business.

If an employee or director is faced with an uncertain situation, consult the president or executive director for assistance. Where, in the opinion of the president or the executive committee, a conflict of interest exists or may arise, the board member or employee when requested to do so by the president shall so dispose of any ownership, interest or profit participation or become disassociated from the interest, venture or organization as may be directed.

1.2 Code of Conduct

The reputation of the Association in the marketplace, as well as with its members, places high expectations upon its integrity. Its reputation is in turn dependent upon the integrity and sense of responsibility of its directors, officers and employees in whom great trust rests. The way in which that trust is discharged determines the success of the Association and the place of pride that it enjoys in the community.

- a. A director or the association shall not accept any gift, gratuity, favor or benefit, whether direct or indirect from any party who or which has or might reasonably be expected to establish a relationship doing business with the association, if the gift, gratuity, favor or benefit exceeds the courtesies normally extended in a business relationship.
- b. A director of the association shall not, without the consent of executive enter into or benefit from a contract with the association unless disclosure has been made and approval has been given in accordance with the requirements of this policy.
- c. A director of the association shall not, use any asset of the Association, whether property, information or business opportunities to realize personal gain or advantage unless approval has been given in accordance with the requirements of this policy.
- d. **Closed Meetings** - No director shall disclose to the public the proceedings of a closed meeting unless a resolution has been passed at the closed meeting to allow such disclosure, except such as might be necessary to enforce the conflict of interest provisions of the Society Act. The board shall prepare a record containing a general statement as to the nature of the matters discussed and the general nature of the decisions reached at the meeting from which persons other than trustees or officers of the board or both were excluded, and the record shall be presented at the next regular meeting of the board (SA s. 72 (3))

1.3 Legal Responsibility and Limited Liability

Every director and officer of the board of directors of the association when exercising his/her powers and discharging his/her duties shall act honestly and in good faith with a view to the best interests of the organization. Further, each director and officer should exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

Notwithstanding the above, the Association holds a policy for Non-Profit Corporation Directors' and Officers' Liability Insurance. This policy will cover costs, charges and expenses for any wrongful act by the directors, officers, trustees, volunteers, employees or members of any duly constituted committee of the Association to an aggregate limit of \$1,000,000. A Wrongful Act is any actual or alleged error, omission, misstatement, misleading statement, neglect, breach of duty or negligent act by the Insured Persons, individually or collectively, in the discharge of their legal duties solely in their capacity as directors, officers, trustees, volunteers, employees or members of any duly constituted committee of the association.

Sunshine Valley Ratepayers Association (SVRA)

Selection of Officers

The annual elected board of directors shall choose from amongst themselves a president, vice president, secretary, treasurer and other officers as they see fit in order to run the business of the association.

All appointments of officers shall be subject to termination at the discretion of the directors. (Bylaw No. 15)

Committees:

Special – for specific tasks, may be appointed by the board as required.

Standing:

Canada Day Celebration

Adopt a Highway

Nominating

Job Descriptions

President:

- The president shall preside at all meetings of the association and at all meetings of the executive committee, board of directors and shall, ex-officio, at his/her discretion, be a member of all committees.

- It shall be the duty of the president
 - a) To call all meetings of the membership, board of directors and of the executive committee.
 - b) To enforce strict observance of the by-laws and act as parliamentarian at meetings where interpretation is required. All meetings to be conducted by *Robert's Rules of Order*.
 - c) To act as arbiter of all questions of procedure at meetings of the association and on any question or motion to have the casting vote.
 - d) To prepare and deliver an annual report of the association for the year of their term of office.
 - e) To generally supervise the affairs of the association in conjunction with other members of the board.
 - f) Liaison with local elected officials, government representatives and local community groups.
 - g) Promote the betterment of the SVRA in the community.
 - h) To be the SVRA correspondence signatory.

Immediate Past President

- Responsible to liaise and support the president and advise as required as a mentor. Accept extra duties as needed. Has non-voting rights.

Vice President:

- Responsible for the overall operation of SVRA under the policies and direction of the president, secretary, treasurer and the board of directors.
 - a) In the absence of the president, the vice-president will preside over any meetings and have the full authority of the chair.
 - b) Arrange meeting room.
 - c) Coordinate and approve submissions to SVRA webmaster for posting on web site.
 - d) Promote SVRA in the community.
 - e) Collect SVRA orientation manuals from retiring board members and update as required.

Secretary:

General Duties:

- a) Attend, record minutes and circulate all association meetings following review and summarization.
- b) Under the guidance of the president, provide communication and attend to correspondence.
- c) File annual report to B.C. government
- d) Notify B.C. government of any changes made to bylaws by special resolutions.
- e) Maintain & circulate a current contact list of SVRA directors for the policy manual.
- f) Responsible for the maintenance of the SVRA mailbox and sign for any registered mail.
- g) Send agendas and notification of board meetings. Accept agenda submissions from membership.
- h) Keep files in order and up to date.
- i) Accept and respond to membership applications.
- j) Keep records of membership, updating names and address files. Keep confidential membership record.

Annual General Meeting:

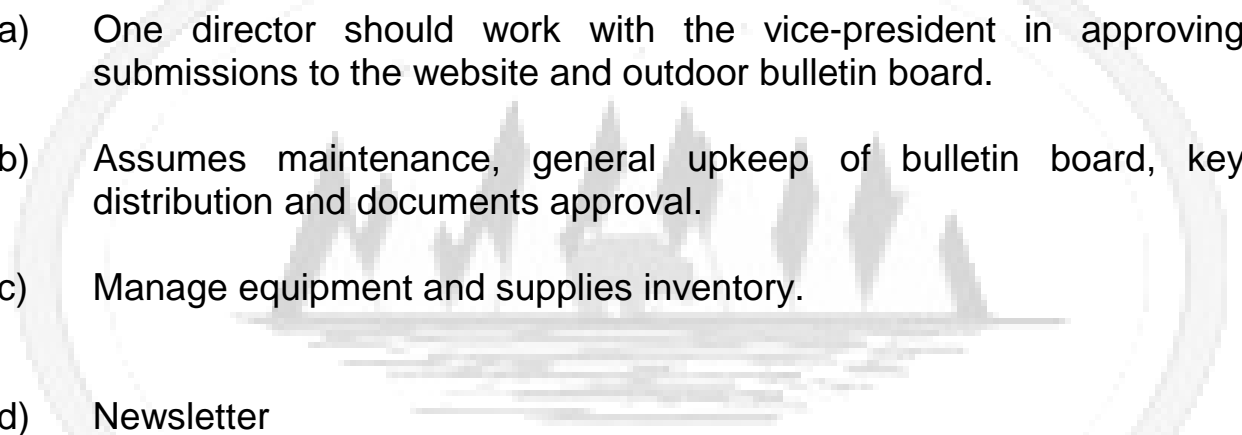
- a) Provide membership with two (2) weeks advance notice of the second Saturday of January SVRA Annual General Meeting. A copy of the agenda, previous year Annual General Meeting minutes and treasurer's report to be forwarded with the notice.
- b) Make arrangements for the date, location and documentation to include copies of bylaws, regulations, correspondence and minutes of all meetings.
- c) Attend Annual General Meeting and take minutes. Record special resolutions separately.

Treasurer:

Duties:

- a) Monthly review of bank statements.
- b) Monthly payments of outstanding invoices and supervision of all expenditures with approval of the board.
- c) Prepare monthly financial statement for board of directors meetings. Be aware of and involved with the president regarding the financial status of the association.
- d) Contract administration for all SVRA approved contracts.
- e) Draft grant-in-aid application.
- f) To perform special tasks when called upon by the president.

Directors at Large:

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- a) One director should work with the vice-president in approving submissions to the website and outdoor bulletin board.
 - b) Assumes maintenance, general upkeep of bulletin board, key distribution and documents approval.
 - c) Manage equipment and supplies inventory.
 - d) Newsletter

Communication Policy

1. The *Newsletter* is to be published a minimum two (2) times per year, Summer and Winter. The format will contain reports from the president and any other committee chairperson where necessary. Prior to the publication, the newsletter may be reviewed by the secretary or the president.
2. *Communications Policy*: The SVRA communicates with its members and others by means of the newsletter, the web site, bulletin boards, letters, e-mail, media releases and telephone. All official correspondence and communication on behalf of the SVRA will be coordinated with the president.
3. The *SVRA Outdoor Bulletin Board* is only to be used to communicate official SVRA events, public meeting notices, and meeting minutes. Postings to the *SVRA Outdoor Bulletin Board* shall have the approval of the Secretary and at least one (1) Director of the Executive. It is the responsibility of the Secretary to maintain and update the *SVRA Outdoor Bulletin Board* with accurate and timely information.