

BOARD RESPONSIBILITIES AND GUIDLINES

Board Responsibilities Overview

1. Determine mission and purpose in collaboration with the ED. It is the board's responsibility to support the creation of and review a statement of mission and purpose that articulates the organization's goals, means, and primary constituents served.
2. Ensure that the organization's activities accord with the mission statement as set out in its Constitution.
3. Select and hire the key staff positions (primarily ED). The board must define the chief executives' responsibilities and undertake a careful search to find the most qualified individuals for the positions.
4. Support and evaluate the key staff (primarily ED). The board ensures the staff have the moral and professional support they need to further the goals of the organization.
5. Ensure effective planning. The board actively participates in an overall planning process and assists in implementing and monitoring the annual goals.
6. Support the ED in monitoring and strengthening programs and services. Determine which programs are consistent with the organization's mission and monitor their effectiveness.
7. Support the ED in ensuring adequate resources for the organization to fulfill its mission.
8. Protect assets and provide proper financial oversight. The board must assist in developing the annual budget, ensure that proper financial controls are in place and that the organization is fulfilling any obligations it has to its funders.
9. Build a competent board. The board is responsible for articulating prerequisites for candidates, orienting new members, and periodically and comprehensively evaluating their own performance.
10. Ensure legal and ethical integrity. The board is ultimately responsible for making certain that the organization is fulfilling its legal responsibilities as a BC incorporated non-profit society, and that it follows ethical norms
11. Enhance the organization's public standing. The board articulates the organization's mission, accomplishments, and goals to the public and garners support from the community.

Monthly Responsibilities

The time commitment required of Board members is estimated to be 7 hours per month:

1. Attending the monthly board meeting. Meetings are typically 1.5 hours in length
2. Reading monthly program reports in preparation for discussion and adoption at board meetings.
3. Reviewing quarterly financial reports in preparation for discussion and adoption at board meetings
4. Reviewing board meeting minutes distributed by the board secretary for adoption at board meetings
5. Supporting Board/organizational activities by taking on tasks and being a part of committee work as required
6. Attending to email communications on an interim basis between meetings as required

Annual Responsibilities

1. Electing a three person executive consisting of a Board Chair, Secretary and Treasurer.
2. Determine an annual board work plan.
3. Serve on a program advisory committee (each board member will sit on a minimum of one board committee, committing to approximately five meetings per year and attending to interim communication as required).
4. Participate in up to up to two strategic planning meetings with staff and LifeCycles events where possible.
5. Appoint a personnel/Human Resources committee for an annual review of staff and board performance.
6. Review and revise the constitution, bylaws, and standing policy and procedures as necessary.
7. Attend the Annual General Meeting.
8. Review and ultimately adopt quarterly financial reports and annual financial statements.

Board Positions

Chair

- Planning and oversight of board meetings
- Calling special meetings if necessary
- Oversight of new board member recruitment
- Acting as chief spokesperson for the organization

Secretary

- Ensuring the safety and accuracy of all board records
- Taking and keeping minutes of all Board meetings
- Maintaining an up-to-date membership list for the organization
- Oversight of the organization's management of data

Treasurer

- Budget oversight with bookkeeper and Director
- Signing authority for payments and requisitions
- Financial reports oversight with bookkeeper and Director, including identifying policy and procedure gaps and supporting their development
- With the ED, acts as a financial liaison between the Board and staff (e.g. translating financial jargon into lay terms)
- Annual Financial Statements oversight and presentation at AGM

HR Committee

- Support staff with program development and organizational management by reviewing program work plans, organizational development and management approaches and acting as a "thinking partner" in areas of need an opportunity
- Support Staff and Board evaluation and professional development
- Respond to HR issues

Youth Member

- 1 year term for youth 24 years old or younger

Policy + Procedures (usually a committee)

- Review and update organizational policies and procedures
- Identify where new policies need to be developed, adopted and implemented
- Communicate with staff and board and key advisors to develop new policy
- Ensure policies and procedures are articulated and understood throughout the organization and kept in a known and accessible location
- Set up and support a process to deal with any conflict around policy and procedures

Board Meeting Basics

Agenda

- Draft agendas are set prior to each meeting by the chair in consultation with the director.
- Each item should indicate approximate time required and person initiating discussion.
- The chair will ensure draft agendas are circulated to board members and the director at least [3 days] in advance of a board meeting. If important agenda items are to be discussed, at least a [week's] notice is preferable.
- Items can be added to the agenda by board members by contacting the chair.
- Note: agenda items are proposed topics for discussion only, and will be discussed only if they are approved by the board at the beginning of the meeting.

Schedule

- Monthly board meetings take place on the first Monday of the month at the LifeCycles office or another mutually agreed upon place.
- The length of the meeting will not exceed [1.5 hours] unless a motion is approved to extend the meeting. The meeting time can be extended in [30min] segments by consensus.

Facilitation

- Meetings are facilitated by the chair of the board, or by another board member in the chair's absence.
- The facilitator is responsible for moving us through the agenda in a timely fashion, ensuring that someone is taking minutes, starting the meeting on time, and chairing the meeting. As chair of the meeting, the facilitator ensures that each item on the agenda is addressed and given the time allotted, the discussion supports either a brainstorm, information, or decision process and does not veer off topic, and that only one person in the room speaks. It is also the role of the facilitator to ensure the discussion is kept positive.

Minutes

- Minutes are taken by the secretary, or by another board member in the secretary's absence.
- Minutes should record key elements of discussion in point form, and accurately record the exact wording of motions and the names of those making and seconding motions.
- The secretary is responsible for sending the minutes first to the Board for review, then forwarding the minutes to staff, in a timely fashion and at least [one week] before the next board meeting.

Attendance

- Board members who are unable to attend a board meeting either in person or by phone are welcome to submit thoughts in writing either to the board email list or to the chair. These will be taken into consideration as part of the final decision-making process at the board meeting.

Decision Making Framework

Decision-making at LifeCycles is undertaken in a collaborative environment. In decision making, all board members will consider: who is impacted by the decision, is this in keeping with our values (community minded, celebratory, honest, in keeping with strategic plan, is it bold), whose responsibilities will the decision impact within the organization, and perspectives from those with significant experience with the issue and organization.

Modified Consensus

The board of directors aspires to make as many decisions as possible through consensus, but recognizes it is not possible to do so in all instances:

- In instances where consensus cannot be reached in a timely manner (ie. if consensus cannot be obtained after [three] rounds of proposal making and amendments, or after [30 minutes] of proposals and amendments), the decision is made by majority vote.
- While voting is sometimes necessary to move forward in a timely manner, board members should be wary of moving forward with important decisions where there is not a strong majority, or where several members have abstained or stood aside from the decision.

Revisiting decisions

Should any board members feel that a better decision should have been made with the above considerations in mind, they may make a motion to rescind and revisit the decision at the next board meeting. If a matter is time-sensitive, a board member may request a special board meeting that can be called with the support of a majority of all board members. (Note: holding a special board meeting may require that this be added to the society bylaws).

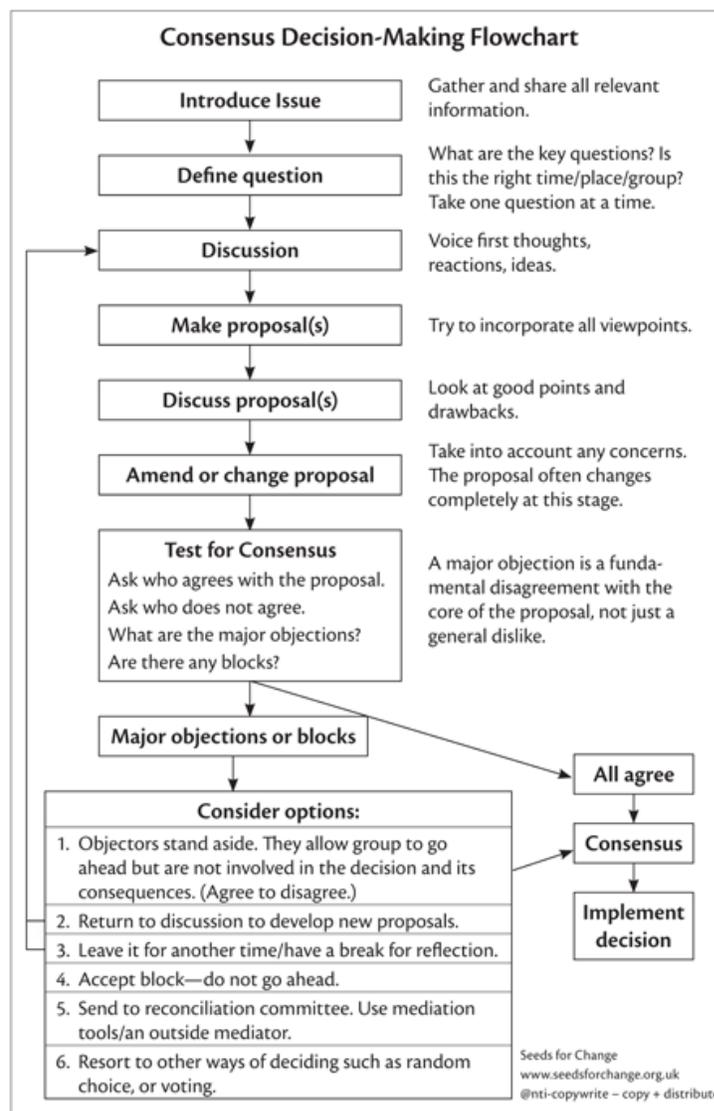
Decision-making over email

Email is useful for information-sharing and checking in but is not an effective venue for collaborative decision-making. For this reason email should only be used to make decisions on minor issues that are time-sensitive:

- Minor decisions can be approved over email by consensus, with a minimum of three responses in favour, and after a [three-day] period has lapsed without any objections. If a board member is not supportive (either because they do not agree with a proposal, or because they do not agree the decision is minor), the proposal must wait for a board meeting.

Consensus Decision Making Flow Chart

To aid us in our conversations, meetings and decision making below is a flow chart for how consensus based decisions can be made.



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