

Policies • Guidelines • Procedures

TITLE: ORGANIZATION, GOVERNANCE, STRUCTURE NO. 201

I. Policy

The NWMCFDC is a legally constituted Corporation and is representative of the communities of:

- 1. The Town of Lynn Lake
- 2. Mathias Colomb Cree Nation, Pukatawagan
- 3. Sayisi Dene First Nation, Tadoule Lake
- 4. Community of South Indian Lake
- 5. Barren Lands First Nation, Brochet
- Community of Brochet
- 7. Northlands First Nation, Lac Brochet
- 8. Town of Leaf Rapids
- 9. Community of Kinoosao
- 10. Community of Granville Lake
- 11. Marcel Colomb First Nation, Lynn Lake
- 12. O-Pee-Pun-Na-Pee-Win First Nation

The NWMCFDC shall be governed by a Board of Directors composed of one representative from each of the participating communities. Members of the Board are responsible to the Board and to the participating communities for all actions taken by the members and by the Board itself.

April 2000



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TITLE:

ORGANIZATIONAL STRUCTURE

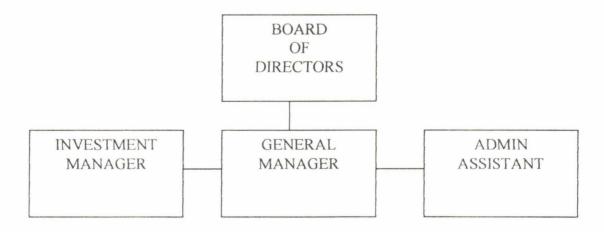
NO. 202

I. Policy

The Board of Directors believes that all staff must have a clear understanding of the lines of authority and desired working relationship within the Corporation. The established lines of authority represent direction of authority and responsibility but must not restrict in any way the co-operative working of all staff members at all levels of the organization.

II. Guidelines & Procedures

- 1. The legal authority of the Board to manage the affairs of the Corporation is transmitted through the General Manager, who shall serve as the Chief Executive Officer of the Board.
- 2. Personnel are expected to refer matters requiring administrative action to the administrator to whom they are responsible.
- 3. All personnel are expected to keep the person to whom they are immediately responsible informed of their activities.
- 4. Lines of authority are not intended to restrict lines of communication whereby everyone is encouraged to make suggestions for improvement and problem solving.





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TITLE:

BOARD OF DIRECTORS - POWERS AND DUTIES

NO. 203

I. Policy

The Board of Directors has been delegated responsibility and authority to provide leadership and direction for all matters of the Corporation. The power of the Board is in its action as an appointed body. Individual Board Members exercise their authority only as they vote to make decisions at a duly convened meeting of the Board. The Board of Directors intends to carry out its responsibilities within the following area:

- 1. **Policy Making:** The Board assumes responsibility for the development and approval of policy as guides for employing a General Manager to implement its policies.
- 2. **Evaluation:** The Board assumes responsibility for appraising the effectiveness of its policies and their implementation.
- 3. **Finance:** The Board assumes responsibility for the adoption of annual budget (including Investment Fund) which will provide the resources necessary for buildings, staff, materials and equipment to meet the needs of the Corporation and to carry out the Board's policies and activities of the Corporation.
- 4. Public Relations: The Board assumes responsibility for providing adequate means for keeping the communities informed and for keeping itself and the staff informed about the needs of the communities.
- 5. **Planning and Evaluation:** The Board assumes responsibility for establishing goals which will guide both the Board and the staff in working together toward the continuing improvement of the Corporation's programs and services. It is responsible for providing for the ongoing evaluation of the programs and services in terms of the goals and objectives set forth by the Board.

No business of the Board shall be set aside by reason of any person whose appointment has been annulled, declared illegal, or who is not qualified under Board regulations, as the case may be having acted as a Board Member; and where the seat of any Board Member becomes vacant, the remaining Board Members shall carry on the work of the Board until a successor is appointed.

Removal from Office: Members may be removed from office if they:

- 1. Absent themselves from three consecutive regular meetings of the Boards without being excused by resolution of the Board;
- 2. Cease to be an actual resident of the First Nation/Community they represent;
- 3. Act in such manner that is unbecoming to professional behavior and is determined to the well being of the community/First Nation;
- 4. Are convicted of a criminal offence during their term in office;
- 5. Become bankrupt or declared insolvent
- Become of sound mind.

A motion to remove a Director from office of the Corporation shall require a duly approves motion supported by at least three-quarters (3/4) of the remaining Directors of the Corporation.



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TITLE: BOARD OF DIRECTORS - APPOINTMENT, QUALIFICATION, VACANCY NO. 204

I. Policy

The Board of Directors for the Corporation shall consist of one representative appointed from each of the participating communities and/or First Nation and each shall serve for a two year term.

II. Guidelines

Qualifications: The NWMCFDC requests that each community/First Nation select a representative that meets the following conditions/characteristics. Each representative shall:

- 1. be 18 years of age or older;
- 2. be willing and able to attend all meetings of the Board of Directors (4-6 meetings per year);
- be interested in serving their Community/First Nation on a regional Board and be able to provide communication/consultation between their home community and the Corporation on a regular basis;
- 4. be committed to the concept of economic, social and human resources development and respected for their views by their home community or First Nation;
- 5. be committed to the concept of team work, open and honest dialogue and willing to share the work load of activities needed to make the Corporation successful;
- 6. Understand and appreciate that confidential information of the Board of Directors must remain confidential to the Board and must not be shared with others that have no need for access to confidential information about clients of the Board of the corporation;
- 7. Not be an employee of the Corporation.

Resignation/Vacancy: A Board Member may resign their office by giving written notice of the resignation to the Chairperson of the Corporation. In the event of the Chairperson resigning, notice shall be provided to the Vice-Chairperson and to the General Manager. A copy of all resignations shall go to the Board for their information. The resignation of any Board Member shall become effective upon receipt and acceptance by the Board. A vacancy on the Board occurring more than six months prior to the next scheduled Annual General Meeting shall be filled by re-appointment. The successful candidate shall serve the remaining term of the Board Member who has resigned.

Board Members of the Corporation cease to hold office two days following the appointment of new Board Members and no formal written resignation shall be required.



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TITLE:

BOARD MEMBER CODE OF ETHICS

NO. 205

I. Policy

The Board of Directors has been delegated responsibility for providing leadership in all matters affecting the Corporation and has adopted the following statements as part of an overall code of ethics for the Corporation. It is the responsibility of each member and of the total Board to ensure that their actions are consistent with these beliefs.

I. Guidelines & Procedures

A Board Member, operating under the highest ethical standards, should:

- 1. Assure the opportunity for high quality service for every client.
- Work harmoniously with other Board Members without trying either to dominate the Board, or neglect his/her share of work. Treat fellow Board Members with respect, openness and honesty.
- 3. Accept office as a Board Member as means of unselfish service and represent the Corporation without fear or favor.
- 4. Maintaining confidentiality of privileged information.
- 5. Represent the Board and the Corporation to the pubic in such way as to promote interest and support for the Corporation, Community and First Nation they serve.
- 6. Recognize that the strength of the Corporation is as a Board not as individuals and recognize and accept that an issue is settled by majority vote of the Board.
- 7. Refer complaints to the proper administrator and abstain from individual counsel and action.
- 8. Refrain from dealing individually with staff of the Corporation and refer any personnel problems to the General Manager.
- 9. Provide a forum for controversial issues to be presented fairly and without prejudice.
- Be willing and able to make sacrifices of their time, knowledge, and personal commitments for the benefit of the Corporation.
- 11. Work as a team with the Administrative Staff and support all members of the team.
- 12. Acknowledge and respect the ultimate authority of the Corporation.
- 13. Strive to maintain at all times, the highest standards both professionally and morally.



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TITLE:

BOARD MEMBER CONFLICT OF INTEREST

NO. 206

I. Policy

The Corporation believes that a Board Member is directly responsible to the Community, First Nation Membership and the Board. Upon appointment to the Board, a Member assumes a position of trust and is expected to act accordingly. The Board believes that while there may be leadership and no direct conflict of interest in many decisions, this policy is meant to avoid the appearance of conflict of interest for Board Members and their relatives.

II. Guidelines & Procedures

For the purposes of this policy a Board Member is deemed to be in conflict of interest when discussing or voting upon issues affecting himself/herself, spouse, children, brother, sister, mother or father (in-laws) or such other persons as the Board may by policy determine to be or may be in a particular situation as relatives. The Board expects that:

- 1. No member shall have any monetary interest in, or receive or expect to receive any profit or benefit from any contract, agreement or engagement undertaken, made or entered into, either in his/her own name or in the name of another, with the Corporation of which he/she is a member.
- 2. The Board Member is solely responsible for declaring to be in conflict of interest'.
- The Board Member will make a declaration of conflict of interest prior to the Board discussion of the subject matter;
- 4. The Member, upon making such declaration, shall request the Board Secretary to record the declaration on the minutes of the meeting;
- 5. The Secretary, upon receiving a Board Member request, shall record the declaration in the Minutes;
- Upon declaring a conflict of interest, the member shall request the Chairperson to excuse the member from any further participation on the matter and shall leave the meeting place until the matter has been dealt with.
- The Corporation shall not make a loan to, or guarantee the repayment of a loan made to a Director, Officer, or Employee of the Corporation.
- 8. The Corporation shall not make a loan to, guarantee repayment of a loan to, or purchase shares in an incorporated business in which a Board Member or employee of the Corporation (with decision-making responsibilities in relation to investment fund applications), or a Director of the Corporation has a significant business interest.
- 9. Whereby reasons of withdrawal from a meeting on account of conflict of interest, the number of Board Members remaining is not less than five (5), then the five shall be deemed a constitute a quorum.



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TITLE:

BOARD MEETINGS

NO. 207

I. Policy

The Corporation believes that is necessary to hold regular and special meetings of the Board to make decisions in the best interest of the Corporation. The Board further believes that such meetings should be open to the public unless the Board is discussing matters involving an individual client, staff member or financial matters that require confidentiality.

II. Guidelines & Procedures

An act or proceeding of the Board that is not done or taken at a regular or special meeting of the Board is not valid or binding on any person affected thereby; and if such an act or proceeding is done or taken at a regular or special meeting of the Board, it is not valid or binding unless all the Board Members were present at the meeting or notice thereof was given as required and at last eight Board Members were present at the meeting.

A. Annual Organization Meeting

An organizational meeting of the Corporation shall be held annually. The General Manager shall act as Chairperson of the meeting for the purpose of seeking nominations for, conducting the vote, and declaring election of the Chairperson of the Board. Upon his/her election, the Chairperson shall preside over the remainder of the organizational meeting. The organization meeting shall, in addition elect a Vice-Chairperson and create such committees of the Board as are deemed appropriate.

The main purpose of the Annual Meeting shall be to represent the annual financial and program reports for approval, to appoint or re-appoint auditors of the organization and to enable members of the Board to express their views as to the state of the Corporation and for the Board to take these views into account when managing the affairs of the Corporation. This meeting may be held in conjunction with a regular Board Meeting.

B. Regular Meetings

The Board shall meet as required. The day and time of the meetings are to be set by the Board. Unless decided by prior agreement at a regular meeting the place of the meeting shall be in the Corporation office. Regular meetings of the Board will be open to the public, except those portions where legal, personnel matters, and negotiations are under discussion. Special meetings may be called by the Chairperson of the Board when deemed necessary and will follow the same procedures as regular meetings.

A written notice shall; be sent to each Board Member with the date and time of the regular meeting. In the event of the need to hold a special meeting, Board Members will be notified a minimum of 24 hours in advance of the desired special meeting or a shorter period if agreed to. The decision to hold a special meeting must be ratified at the next regular meeting of the Board.

C. Closed Meetings (In Camera)

The Board reserves the right to meet in private. Such meetings shall be called by the Chairperson and approves by a majority of the Board for discussion pertaining to the following:

- a) individual clients;
- b) individual staff members;
- c) acquisition of real property or litigation brought by or against the Corporation.

Such sessions shall be closed to the public and press. That such a meeting will be, or was, held shall be recorded in the minutes of the preceding or subsequent regular meeting. Board Members and other persons attending the session are honor bound not to disclose the topic or details of discussion at such sessions. The Board may invite staff members or others to attend such sessions at its discretion. The Board shall not pass motions at closed meetings and official minutes of the proceeding shall not be recorded.

D. Voting Procedures at Meetings

The Corporation requires that all decisions of the Board be finalized by a Board vote on the issue before it. A quorum of six Board Members must be present before the Chairperson can call for the vote. The following voting requirements must be adhered to:

- The Chairperson and all Members shall vote on all motions unless they declare a conflict of interest in the matter under consideration;
- · A tied vote on any motion before the Board shall be declared lost;
- Any one Board Member may require the recording of the yes and no votes on any motion and can request his/her vote be recorded in the minutes;
- A Board Member must be present to vote. Invited guests or resource persons of the Board shall not vote on questions before the Board;
- No question once decided shall be reversed without a majority of the whole Board in favor of the reversal.



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TITLE: BOARD MEETING MINUTES

NO. 208

I. Policy

The Corporation believes it is important to record the decisions made by the Board at all regular and special meetings held by the Board. The minutes serve as legal documents recording the decisions of the Board and must be kept in a safe and secure location.

II. Guidelines & Procedures

The Board directs that:

- 1. The Minutes shall record all motions, including the Board's vote of same, placed before the Board. The minutes shall only record decisions of the Board and shall include the movers and seconders.
- 2. The Minutes shall
 - a) Be prepared by the Recording Secretary or designate;
 - b) Be reviewed by the General Manager prior to submission to the Board;
 - Be considered an unofficial record of proceedings until such time as adopted by a motion of the Board;
 - d) Upon adoption by the Board, be deemed to be the official and sole record of the Board's business.
- 3. The recording Secretary shall
 - a) Upon approval by the General Manager as to the accuracy of the "draft" minutes prepare a copy of the unofficial Minutes, marked "Unofficial Draft Subject to Ratification", for distribution to the Board Members, Chief and Council, Community Councils and Staff;
 - b) Upon adoption by the Board, affixes his/her signature to the concluding page of the minutes;
 - Establish a codification system for motions placed before the Board which will provide for ready identification of the resolution as to the meeting at which it was considered;
 - d) Establish and maintain an official minute book and ensure that the minute book is stored in a safe place at the close of each working day.
- 4. The Chairperson of the Board shall, upon adoption by the Board, affix his/her signature to the concluding page of the Minutes.



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TITLE: BOARD MEETING CONDUCT, RULES OF ORDER, PROCEDURES

NO.209

I. Policy

The Corporation believes that its meetings should be conducted in a business like fashion. All members of the Board and its staff should be knowledgable about rules of order and meeting procedures so that meetings can be handled with dispatch without forsaking the desire for full debate and sound decision making.

II. Guidelines & Procedures

- Quorums: The quorum for all meetings of the Board shall be six Directors. Prior to
 the beginning of the meeting the Chairprson shall indicate whether a quorum is present.
 If a quorum is not present the Chairperson will so indicate and adjourn the meeting.
 Members present may discuss issues of mutual concern, however, no minutes shall be
 kept of the meeting and no decisions shall be made as a result of the informal meeting.
- 2. **Voting:** All motions duly moved and seconded before the Board shall be determined by a simple majority, provided a quorum is in attendance. The Chairperson of the Board shall vote on all issues. In the case of a tie vote the motion shall be considered lost. Secret ballots may only be called for at meetings of the board to appoint a new Chairperson. A request for secret ballot must be approved by a majority of the Board. No question once decided shall be reversed without a majority of the whole Board in favour of the reversal. Any one Board member may request the recording of the yes and no on any question and may request that his/her vote be recorded in the minutes. A Board Member must be presented to vote. Invited guests and resource persons shall not vote on questions before the board.
- 3. Rules of Order: The Chiarperson of the Board or Committee shall attempt to resolve issues of procedure or rules if order in a manner agreeable to the membership of the Board or Committee. In those cases where it is not possible to do so it has been agreed that Robert's Rules of Order shall prevail.

4. General Procedures:

- a) Each and every member of the Board has equal rights;
- b) The first person recognized by the Chair as desiring to speak has the right to the floor;
- No Board Member shall be interrupted while speaking, unless he/she is out of order, or on a point of privelage or for clarification;
- When any matter is before the Board, the consideration of same cannot be interrupted except on a motion; for adjournment, for postponent; for referral; or for amendment;
- Exceptions to rules within the jurisdiction of the Board can be made by majority consent of the Board.



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TITLE:

BOARD CHAIRPERSON POWER AND DUTIES

NO. 210

I. Policy

The Corporation believes that its Chairperson has primary responsibilty for ensuring that the Board conducts its business in a proffessional and efficient manner. The Board entrusts to its Chairperson authority to guide Board Members through decision-making processes and to resolve confilct between Board Members. The maintenance of this trust falls primarily upon the Chairperson and hence the individual elected to be Chairperson shall serve at the pleasure of the Board.

I. Guidelines & Procedures

The Board assigns to its Chairperson/Vice-Chairperson, the following powers and duties:

- 1. To preside over all regular or special meetings of the Board;
- To convey directly to the General Manager such concerns as are related to him/her by Board Members, clients or employees which may affect the administration of the Corporation;
- 3. To provide advice, when so requested, to the General Manager when he/she may have to initiate a course of action, the substance of which is not within the parameters of existing policy;
- 4. To act as spokesperson for the Corporation upon matters of policy;
- 5. To ensure that all questions before the Corporation are:
 - a) Well stated so as to ensure that the will of the Board is clearly expressed;
 - b) Voted upon by all Board Members present.
- 6. To preserve the integrity of Board Minutes by affixing his/her signature to the concluding page of the Minutes;
- 7. To act as ex-officio, without voting privelages, to all committees appointed by the Board;
- 8. To meet with the General Manager and the Corporation's legal council as required.

The Chairperson, with the approaval of the Board, may name a substitute to perform any of these duties.

Duties at Board Meetings

- 1. The Chairprson shall call the meeting to order at the time designated, provided a quorum is present. If a quorum is present and the Chaiperson is absent, the Vice-Chair or a member designated as acting Chair shall call the meeting to order.
- 2. It shall be the duty of the Chaiperson at all times, to preserve order, and to endevour to conduct all business before the Board with propiety and dispatch.
- The Chaiperson shall vote on all issues and any question on which there is an equality of votes shall be deemed to be negative/lost.
- 4. The Chairperson may speak to points of order in prefernce to other members, and shall decide questions of order, subject to an appeal, duly moved and seconded, to the Board by any two members.



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TITLE:

BOARD COMMITTEES

NO. 211

I. Policy

The Corporation believes that it may be necessary or desirable to establish sub-committees of the Board. Committees may allow the Board to study issues in more detail, may save time and expenses for certain projects or allow for better communication and control during some activities. The Board however, believes thal all proposed actions of a Board committee must be approved by the Board.

II. Guidelines

All committees will be structured in accordance with the following format and shall only exercise such powers as are specifically assigned by the Board.

Name of the Committee:

Committee Terms of Reference/Purpose

- a) Membership
- b) Meetings
- c) Minutes
- d) Reporting to the Board
- e) Budget
- f) Timeline



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TITLE:

NEW BOARD MEMBER ORIENTATION

NO. 212

I. Policy

The Corporation believes that new Board Members should be provided with a planned program of orientation to help them become knowledgable about their role and responsibilty as quickly as possible.

II. Guidelines & Procedures

Under the guidance of experienced Board Members and the General Manager, orientation will be provided to new Board Members through the following activities

- A review and explanation of the Policy Handbook by the General Manager.
- · A review and explanation of the current Annual Budget by the General Manager.
- A review of the minutes of regular and special meetings held over the prior year.
- A tour of the Corporation's office.
- · A review of Board Meeting procedures by the General Manager

The orientation activities provided for this policy shall be completed in as much as possible within one month of a new member being appointed to the Board.



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TITLE: BOARD MEMBER PROFESSIONAL DEVELOPMENT NO. 213

I. Policy

The Corporation believes that Board Members must continue to expand their knowledge and skills to become more effective Board Members and to remain curent with universal trends in econimic and social development. Therefore the Board encourages the participation of Board Members at appropriate conferenced, conventions and workshops.

II. Guidelines & Porocedures

A. Approval of Attendance

- 1. Approval for attendance at any convention/conference/workshop shall be requested in advance;
- 2. Requests shall be given approval by the Board at a regular/special meeting.

B. Financial Support

Members shall be paid an allowance for expenses incurred for registration, hotel accommodation, meals and travel. The rate for allowance payments shall be determined by the Board.

C. Report to the Board

- 1. Members shall report to the Board at its next regular meeting following their return form the convention, workshop or conference;
- The report shall try to evaluate the relevance of the convention to affairs of the Corporation.



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TITLE:

BOARD MEMBER EXPENSES

NO. 214

I. Policy

The Corporation recognizes that Board Members are required to devote considerable time and energy in carrying out their duties. The Corporation believes a Board Members should be reimbursed for expenses associated with their duties, and be insured against liability resulting while acting on behalf of the Corporation.

II. Guidleines & Procedures

The Corporation will annually review and approve the expenses to be covered for Board Members. The Board may approve an additional allowance for the Chairperson of the Board.

Reimbursement for Expenses:

Board Members will have their expenses paid or will be reimbursed for expenses to attend to Board business provided that the place of business or meeting is outside the community and at a rate established by the Board each year in the annual budget. All expense accounts are to be approved by the General Manager.

Insurance:

The Corporation shall maintain adequate insurance to protect the Board and its members against liabilty resulting from acting in behalf of the Corporation. The amount of coverage should be reveiwed annually in consideration of trends in liabilty awards.

Guests of the Board:

From time to time the Board may appoint community or First Nation members resource persons to sit as guests of the Board. The Board may pay such guests expenses or fees for their services by resolution of the Board.



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TITLE:

BOARD POLICY DEVELOPMENT

NO. 215

I. Policy

The Corporation has the power and responsibility to provide leadership and direction on all matters pertaining to the Corporation. It is through Board policy that the Board fulfills these responsibilities and governs the Corporation. The Board recognizes that the community and staff affected by policy should play an important role in the policy development.

II. Guidelines

- A. The General Manger is responsible for the co-ordination of policy development for the Corporation.
- B. Community Members, Board Members, Staff, and clients are encourages to submit suggestionss or recommendations verbally or in writing for new policy or modification to existing policies to the General Manager at any time.
- C. The Board of Directors shall consider all reactions and comments regarding proposed policies prior to final approval.
- D. Proposed policies, or revisions to existing policies, shall be presented to the Board with a reccomendation for action from the General Manager.
- E. On matters of unusual urgency, the Board may take immediate action to adopt policy or to revise existing policy.



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TITLE:

BOARD POLICY APPROVAL, AMENDMENT AND RESCINDMENT

NO. 216

I. Policy

The Board of Directors believes that its policies provide guidance and direction on all matters pertaining to the Corporation. Changes in needs, conditions, purposes, and objectives require that policies be kept current.

Since policies play a central role in the governance of the Corporation, new policies, revisions to policies, and rescindments of policies require deliberate and careful study before being enacted. The following guidelines and procedures provide the means whereby this can happen.

II. Guidelines & Procedures

Approval of new policies, amendments to or rescindment of policies shall follow a process of two readings over a period of two meetings.

- 1. **First Reading:** Draft policy, amendments or rescindments are presented to the Board for information, clarification, and discussion. Copies shall be made available to the staff and publicly posted to permit study by interested community members.
- Second Reading: Merits of draft policy, amendments, or rescindments discussed; reactions and recommendations received are addressed, full debate; approval by formal motion.
- 3. Where urgent situations or special events require immediate action, the Board, with unanimous consent of a quorum of the Board may give temporary approval of policies with one reading. The temporary policy must receive second and final approval at the next meeting of the Board.
- 4. All policies of the Board shall be submitted to the local Chief and Council and/or Mayor and Council as information.



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TITLE: POLICY DISTRIBUTION AND IMPLEMENTATION NO. 217

I. Policy

The Board of Directors of the Corporation believes that all staff members and clients must be familiar with and abide by Board Policy at all times. The Board holds the General Manger responsible for the dissemenation and communication of Board Policy and to ensure that all employees and/or clients comply with Board policy.

II. Guidelines & Procedures

- The General Manager shall ensure that the Policy Handbooks are maintained and up-todate and that all personnel have access to the policies of the Board.
- 2. Upon approval of policy by the Board, the General Manager shall circulate said policy to all Policy Handbook holders.
- The General Manager shall meet and confer as required with Policy Handbook holders
 to ensure understanding of policy and needed strategis to ensure effective
 implementation of policy direction and requirements.
- 4. Access to the Policy Handbook is extended to Cheif, Council, Mayor and Council, and Community Members.



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TITLE:

POLICY REVIEW AND EVALUATION

NO. 218

I. Policy

The Board of Directors believes that ongoing evaluation of policies is essential since changing needs, conditions and objectives may render a policy inadequate or outdated, requiring revision or replacement.

It is imperative therefore, that policy review take place on a regular basis and as the need arises.

II. Guidelines

The Board directs the General Manager to call to its attention policies that are in need of recision and/or replacement.

III. Procedures

- A. The General Manager, at a minimum, will report to the Board of Directors upon the first anniversary of a policy being adopted, and every third year thereafter.
- B. This report shall include:
 - 1. An assessment of the impact the policy has had since its adpotion.
 - 2. Recommendations for:
 - a) Continuing the policy;
 - b) Revising the policy;
 - c) Replacing the policy;
 - d) Rescinding the policy.



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TITLE:

BOARD SELF EVALUATION

NO. 219

I. Policy

The Board of Directors believes that the effeciency of the Board itself directly affects the efficiency of the Corporation as a whole. Therefore, the Board will conduct an annual evaluation of its own work.

II. Guidelines

- The evaluation should be a positive, constructive process aimed at improvement rather than criticisim.
- 2. Board Members themselves will develop the standards against which they will measure their performance. Areas to consider will include, but not be limited to, the relationship between the Board and the Administration; the conduct of meetings; the effectiveness of policy development procedures; the relationships between the Board and the communities. Goals and objectives for the board should be agreed upon at the beginning of each year and the evaluation based upon what the Board planned to achieve for itself.
- 3. The evaluation should be based on the Board's own goals for itself, not on goals for the Corporation as a whole.
- 4. The Board should evaluate itself as a Board, not as individuals. Evaluations which focus on Board's action rather than on personalities are more productive.
- 5. The Board should not be limited in its self-evaluation to only those items that appear on a form. Free discussion and informal comments can be valuable.
- 6. Th outcome of the evaluation should be a written report on how the Board views its own performance. This report should then lead to the development of new objectives and strategies for improvement. Training for Board Members and a well organized orientation for new members will help in the formulation of Board goals and expectations for the next year.
- 7. The Board's self evaluation may be done in conjunction with the evaluation of the General Manager. In any case, the General Manger's view of the Board's performance should be sought as a part of the Board evaluation.