

BOARD GOVERNANCE POLICY MANUAL OUTLINE – BUILDING BOARDS PROGRAM

RECOMMENDED POLICIES TO INCLUDE IN A BOARD GOVERNANCE MANUAL

1. Strategic Direction

- Purpose, vision, values/guiding principles, priorities, etc.

2. Governance Structure

- Directors' responsibilities
- Terms of reference for chair, vice-chair, treasurer, etc.
- Terms of reference for any standing committees
- Direction for striking an *ad hoc* committee

3. Board Processes

- Board code of conduct
- Election of officers
- Electronic meeting protocol
- *In camera* sessions policy
- Meeting procedures
- Conflict of interest policy
- Confidentiality policy
- Board member expenses
- Policy regarding minutes: recording, distribution, approval
- Staff and guest attendance policy
- Use of automatic approval (consent agenda)
- Communication with staff and volunteers
- Filling vacancies

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4. Executive Director Limitations

- Financial planning and budgeting
- Financial condition
- Financial management
- Investments
- Asset protection
- Acquisition and disposition of capital assets
- Treatment of staff and volunteers
- Compensation and benefits
- Communication and support to the Board
- Operations
- Program development and planning
- Public image and communication
- Emergency Executive Director succession

5. Monitoring Performance

- Evaluation of Executive Director
- Evaluation schedule
- Policy review schedule
- Monitoring board performance