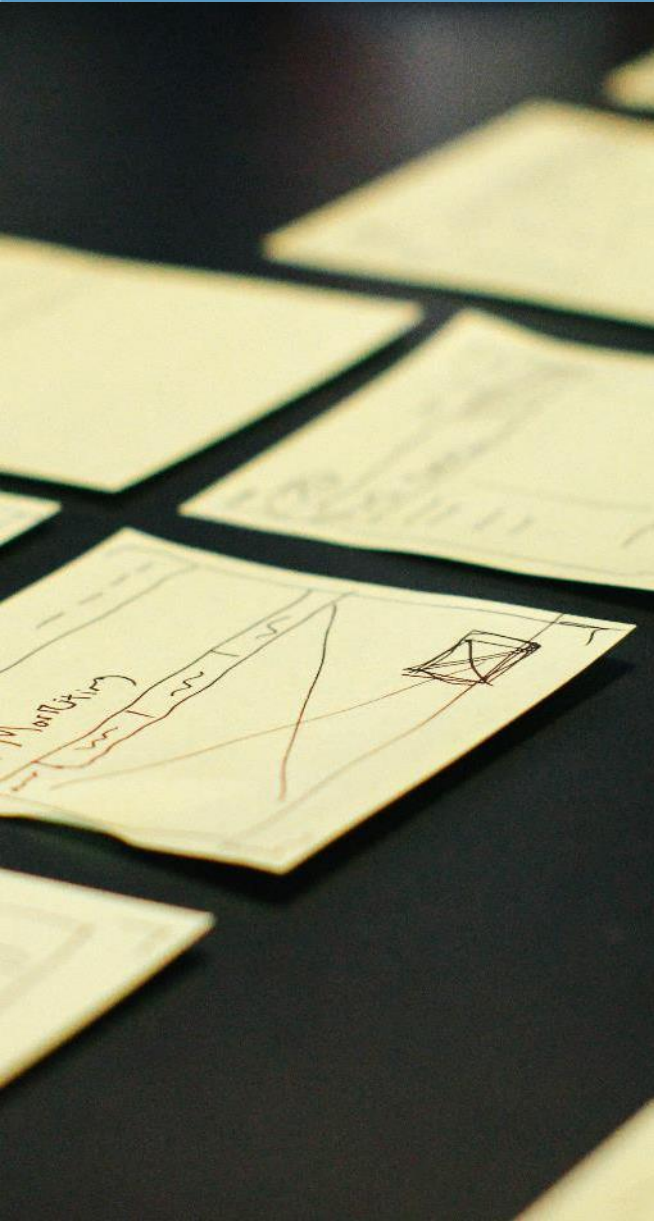




To Bylaw or Not to Bylaw: An Introduction to Non- profit Policies

I am joining you from the unceded territory of the Coast Salish Peoples, including that of the x^wməθkwəy̓əm (Musqueam), Skwxwú7mesh (Squamish), and Səlílwətaʔ (Tsleil-Waututh) and Stolo Nations.

Agenda



1. A few words about Vantage Point
2. The Role of Policies
3. Kinds and Reasons for Policies
4. Some Key policies
5. A fun Quiz!
6. Q&A

NOTE: Power Point will be available to you in pdf through PLEO

vantage point is on a mission to...

Transform Not-For-Profit Organizations

VANTAGE POINT convenes, connects and equips not-for profit leaders to lift organizational capacity.

We Deliver High-Impact Learning Opportunities

Our workshops, custom learning, and consulting focuses on:

GOVERNANCE



LEADERSHIP



PLANNING



PEOPLE



Upcoming events

1. No Immunity Survey:

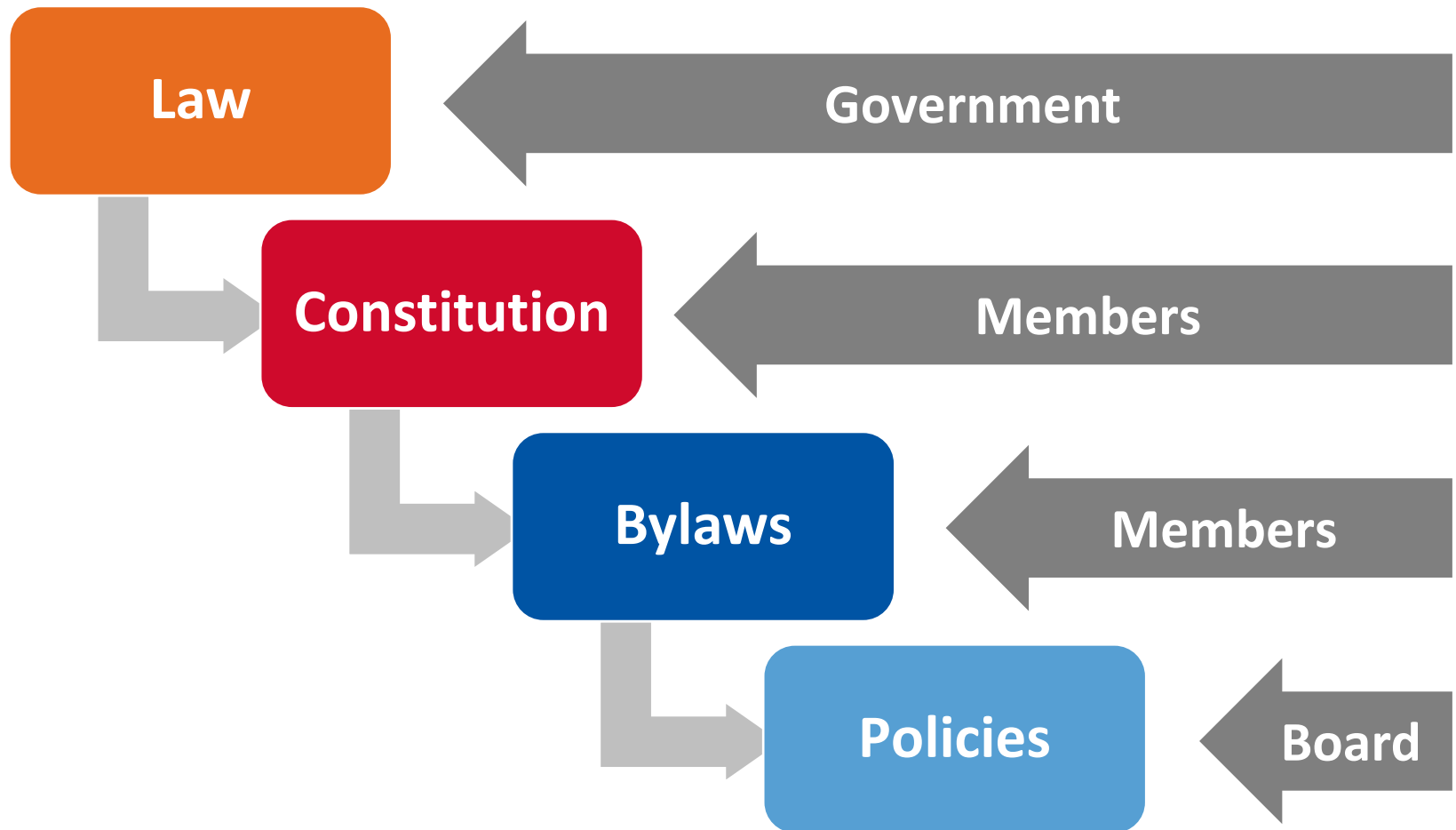
No Immunity Survey out until Nov 30th. An important opportunity to contribute to understanding the impact of COVID on BC's Non-profit sector

<https://www.surveymonkey.com/r/NoImmunityNonprofitSurvey>

2.



⋮ The Role of Policies



Two Kinds of Policies

1. Prescriptive

Directive. We will...build and operating reserve, pay above average salaries, consult with members every six months...

2. Proscriptive

Limitation-based. We will not accept donations for fossil fuel companies, the ED can't spend more than \$10K without Board approval...

Two Reasons for Policies

1. Reactive

Usually in response to an actual problem or crisis or perceived problem or crisis. Often drafted to correct current issue and therefore often confusing and unhelpful in future challenges. Processes and resources exist to manage current problems and a policy never helps solve a crisis unless it is a:

2. Proactive

Annual reviews, committee dedicated to it, staff and expert engagement, legal review, ALL IN THE CONTEXT OF YOUR GOALS, VALUES AND MOST IMPORTANTLY MISSION!

Proactive Policy Development and the Hierarchy of Change

Prescriptive policies

Culture

Proscriptive policies

Process

Bylaws

Structure

The Role of Board Policies

- Act as a framework for the board to make decisions
- Provide guidance on how to implement decisions
- Create consistent expectations for board members
- Provide boundaries by clarifying communication lines and ensuring accountability
- Provide valuable orientation and training for volunteers, members and staff
- Protect the rights of clients and staff

Key Governance Policies



- **Role descriptions** for Board Chair, Vice-Chair, Secretary and Treasurer and other board members
- **Conflict of interest policy and code of conduct**
- Policies that explain **key board responsibilities** such as:
 - Financial governance policies
 - Reviewing the Executive Director's performance
 - Board Self-Assessment practices, including nominations and recruitment

Key Governance Policies

Specific Policies	<ul style="list-style-type: none">● Internal controls: fiscal management and reporting policies, auditing policies● Risk management policy● Operating guidelines for board and staff. Can include: Personnel policies (staff manual), OHS/Workplace Health and Safety policies● Communication policy (including who can be a spokesperson for the Board)
Board Processes	<ul style="list-style-type: none">● Policies and Processes that comprise a Board Manual. Can include:<ul style="list-style-type: none">○ Board member selection, recruitment and removal processes○ Board orientation material○ Outline of how new policies can be proposed and approved○ Board Code of Conduct and general expectations for Board members
Role Descriptions and Terms of Reference	<ul style="list-style-type: none">● Specific Board member role descriptions (Chair, Treasurer, Secretary)● Terms of reference for task forces and committees● Role description for the Executive Director

••• Key Board Policies Continued...

- Board Policy Manual
 - Board Orientation
 - Board Code of Conduct and/or Code of Ethics, Conflict of Interest, and Board Member Expectations
 - Board Role Descriptions
- Board Evaluation Guidelines
- Board meeting agendas, guides, and practices
- Committee Terms of Reference and Role Descriptions
- Board Calendar
- Executive Director Role Description
- Finance Policies

Key Financial Policies

Regulatory Compliance

- Separation of duties
- Petty cash procedures
- Spending and signing authority: not beyond budget
- Two signatures on all cheques
- Transaction review and payment approval
- Travel and expense reimbursement
- Payments to directors
- No electronic access to bank accounts
- Hiring staff

Key HR policies

- 1. Recruitment** – EDI practices? Internal applicants?
- 2. Compensation** – values-based statements?
Overtime? Benefits? Outline of pay ranges?
- 3. Code of Conduct**
- 4. Conflict resolution** – between staff, ED and staff,
Board and staff
- 5. Disciplinary process and termination**
- 6. Layoffs**



Getting Started

1. Gather the documents and information about how things are done currently. (study your current practices)
2. Define the organization's mission and values (spoken and unspoken) with a clear statement of why the organization exists.
3. Governance structure – assess how the Board, committees, volunteers and staff work together and interact. This helps determine the policies that are needed.
4. Define who does what. It helps clarify who is responsible and what is needed.
5. Define issues and challenges. This helps prioritize the policies that need to be developed.

Writing Board Policies

Remember:

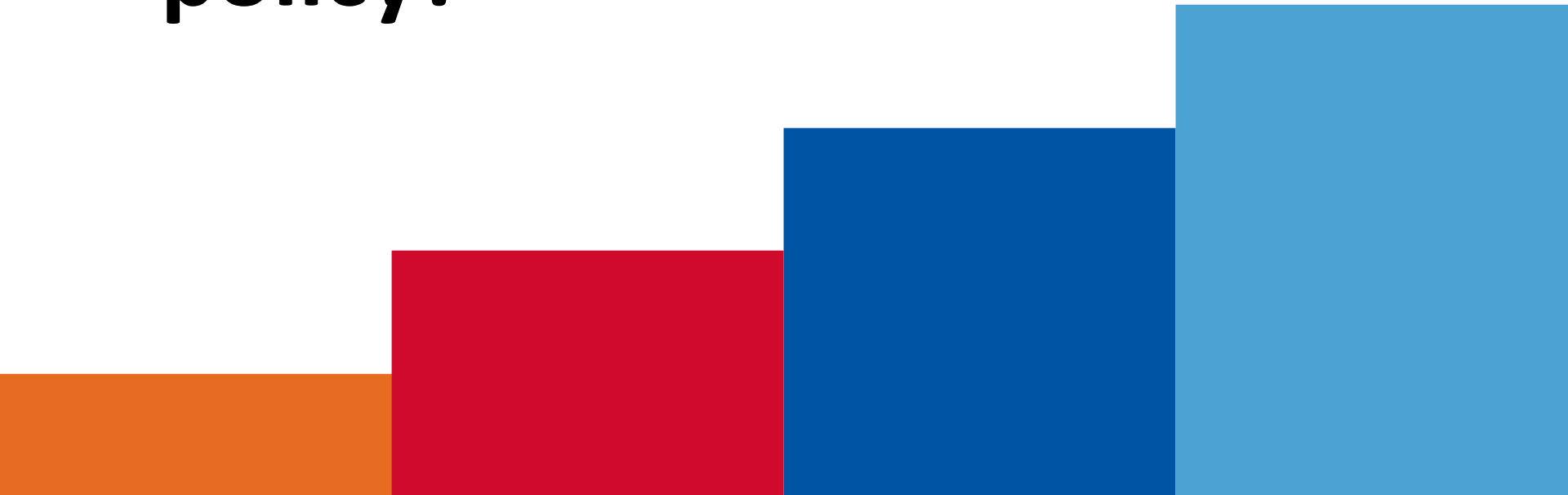
- Writing policies is simply putting on paper your existing practices and approaches.

Aim for:

- Clarity and plain language
- Consistency in structure, format and content
- Identify who will write policies – task force? Board development committee?

 Quiz time!

**What should be in your
bylaws, and what should be a
policy?**





Thank you

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