

Governance Policies

CANADIAN BAPTIST WOMEN OF ONTARIO & QUEBEC

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Canadian Baptist Women of Ontario and Quebec exists so that women are enabled in CBOQ churches to reach others for Christ

1. Women will grow spiritually Hebrews 6:1-3
 - a. Will be in God's Word
 - b. Will have evidence of the fruit of the spirit (love, joy, peace, patience, kindness, goodness, faithfulness, humility and self-control)

2. Women will live the Great Commission Matthew 28:19,20
 - a. individually
 - b. locally
 - c. regionally
 - d. nationally
 - e. globally

3. Women will cultivate the next generation Psalm 78:4,6
 - a. Women will be in nurturing and discipling relationships.

4. Leaders will be developed 2 Timothy 4:11
 - a. Leaders will be identified
 - b. Leaders will be trained
 - c. Leaders will have opportunities to exercise their gifts

5. Women will be informed Romans 15:4
 - a. to appreciate our history
 - b. to motivate us in the present
 - c. and propel us into our future

6. Women will practice stewardship 2 Corinthians 9:11
 - a. financially
 - b. Non-financially
 - i. time
 - ii. talent
 - iii. spiritual gifts
 - iv. resources

7. Women will engage in social justice issues James 2: 14-17
 - a. develop awareness
 - b. respond to needs

POLICY TITLE: GLOBAL CONSTRAINT

Date Adopted by Board: September 29, 2000

Reviewed annually (see index)

The Executive Director shall not cause or allow any (practice, activity, decision or organizational circumstance) which is:

- unlawful
- imprudent
- in violation of commonly accepted business, professional and Christian ethics
- or inconsistent with Baptist belief and polity

POLICY TITLE: TREATMENT OF PEOPLE

Date Adopted by Board September 29, 2000

Reviewed annually (see index)

Revised June 20, 2009 ~ #6 change wording

Revised November 13, 2009 ~#4 change wording

Revised November 11, 2011 ~ change 1, 2, and 3 go to newly created 2h and 4, 5, and 6 become 1, 2, and 3.

Revised October 1, 2016 ~ removed the word “to” from point 3

No one (staff member, volunteer or client) shall be treated in ways which are unsafe, unfair, disrespectful, undignified, unnecessarily intrusive, or which fail to provide appropriate confidentiality and privacy.

Accordingly, the Executive Director may not:

1. Allow staff member, volunteer or client to be unaware of what may be expected and what may not be expected from the service offered.
2. Operate without written personnel procedures which clarify personnel rules for staff, provide for effective handling of grievances and which protect against wrongful conditions such as nepotism and grossly preferential treatment for personal reasons.
3. Allow people to be uninformed of this policy or provide a grievance process to those who believe that they have not been accorded a reasonable interpretation of their rights under this policy.

POLICY TITLE: COMPENSATION AND BENEFITS

Date Adopted by Board: September 29, 2000

Reviewed annually (see index)

With respect to employment, compensation and benefits to employees, consultants, contract workers and volunteers, the Executive Director may not cause or allow jeopardy to fiscal integrity or public image.

Accordingly, the Executive Director may not:

1. Change the Executive Director's compensation and benefits
2. Promise or imply employment that cannot be terminated for cause or on reasonable notice.
3. Establish current compensation and benefits which deviate from the geographic or professional market for the skills employed.
4. Create obligations over a longer term than revenue can be safely projected.
5. Establish or change pension benefits so as to cause unpredictable or inequitable situations, including those that:
 - (a) incur unfunded liabilities
 - (b) provide less than some basic level of benefits to all full-time employees, though differential benefits to encourage longevity are not prohibited
 - (c) allow any employee to lose benefits already accrued from any foregoing plan
 - (d) treat the Executive Director differently from other key employees

POLICY TITLE: FINANCIAL CONDITION & ACTIVITIES

Date Adopted by Board: September 29, 2000

Reviewed Annually (see index)

Revised November 22, 2002

Revised February 13, 2009 ~ addition to #3

With respect to the actual, ongoing condition of the organization's financial health, the Executive Director may not cause or allow:

- (a) the development of fiscal jeopardy or
- (b) a material deviation of actual expenditures from Board priorities identified in Targets policies.

Accordingly, the Executive Director may not:

1. Spend more funds than have been received in the fiscal year to date unless the debt guidelines (#2 below) are met.
2. Indebt the organization in an amount greater than can be repaid by the end of the fiscal year.
3. Use restricted funds, "except for the special purpose restricted funds."
4. Allow payroll and debts to be settled in an un-timely manner.
5. Allow tax payments or other government-ordered payments or filings to be overdue or inaccurately filed.
6. Make a single purchase or commitment of greater than \$5000.00.
7. Purchase, sell or mortgage real property.
8. Fail to pursue receivables after a reasonable grace period.

POLICY TITLE: BUDGETING

Date Adopted by Board: September 29, 2000

Reviewed annually (see index)

Revised May 31, 2014 ~ add to item 3 “or allocated from funds”

Revised March 2, 2017 ~ removed bracket (i.e. may not present a deficit budget to the Board)

Budgeting for any fiscal year or the remaining part of any fiscal year shall not:

- (a) deviate materially from Board Targets priorities,
- (b) cause fiscal jeopardy,
- (c) fail to show a generally acceptable level of foresight, or
- (d) fail to be derived from a multi-year plan.

Accordingly, the Executive Director may not cause or allow budgeting which:

1. Contains too little information to make reasonable projection of revenues and realistic projection of expenses.
2. Fails to disclose planning assumptions
3. Plans to spend, in any fiscal year, more funds than are conservatively projected to be received in that period or allocated from funds.
4. Provides less for the Board’s use during the year than is set forth in the Cost of Governance policy (see GP 2L).

POLICY TITLE: ASSET PROTECTION

Date Adopted by Board: September 29, 2000

Reviewed annually (see index)

Revised February 13, 2009 ~ changes to 7, 8, 9

Revised June 20, 2009 ~ #6 change wording

The Executive Director may not allow assets to be:

- unprotected,
- inadequately maintained or
- unnecessarily risked.

Accordingly, the Executive Director may not:

1. Fail to insure against theft, fire and casualty losses to a prudent replacement value and against liability losses to Board members, staff, volunteers and the organization itself in an amount comparable to the average for similar organizations.
2. Subject office and equipment to improper wear and tear or insufficient maintenance.
3. Unnecessarily expose the organization, its Board or staff to claims of liability.
4. Receive, process or disburse funds under controls which are insufficient to meet the Board-appointed auditor's standards.
5. Make any purchase:
 - a) wherein normally prudent protection has not been given against conflict of interest;
 - b) of over \$1,000 without having compared prices and quality;
6. Allow property, information and files to be lost or significant damage to happen.
7. Invest or hold operating or restricted capital in insecure instruments.
8. Invest in those companies whose primary activities, in the informed opinion of the Board, are detrimental to Baptist Women's Christian witness.
9. Endanger the organization's public image or credibility, particularly in ways that would hinder its accomplishment of mission.

Date Adopted by Board: September 29, 2000

Reviewed Annually (see index)

Revised Nov 16, 2015 ~ “shall not fail to” changed to positive statements, linkage to relationship

Revised September 23, 2019 ~ add “BEDR #2” to point 1.

The Executive Director may not permit the Board to be uninformed or unsupported in its work. Accordingly, the Executive Director will:

1. Submit monitoring data required by the Board (see policy BEDR#2 on Monitoring Executive Performance) in a timely, accurate and understandable fashion.
2. Inform the Board of relevant trends, anticipated adverse media coverage, and/or adverse constituency response, material external and internal changes, particularly changes in the assumptions upon which any Board policy has been previously established.
3. Advise the Board if, in the Executive Director's opinion, the Board is not in compliance with its own policies on Governance Process and Board-Executive Director Relationship, particularly in the case of Board behavior which is detrimental to the work relationship between the Board and Executive Director.
4. Collect for the Board as many staff and external points of view, issues and options as needed for fully informed Board choices.
5. Not present information in unnecessarily complex or lengthy form or in a form that fails to differentiate among information of 3 types: monitoring, decision preparation, and other.
6. Provide a mechanism for official Board, officer or committee communications.
7. Deal with the Board as a whole except when
 - (a) fulfilling individual requests for information or
 - (b) responding to officers or committees duly charged by the Board.
8. Report in a timely manner an actual or anticipated noncompliance with any policy of the Board.

POLICY TYPE: EXECUTIVE DIRECTOR LIMITATIONS

EDL #2g

POLICY TITLE: EMERGENCY EXECUTIVE SUCCESSION

Date Adopted by Board: September 29, 2000

Reviewed annually (see index)

In order to protect the Board from the sudden loss of Executive Director services, the Executive Director may have no fewer than 2 people familiar with Board and Executive Director issues and procedures.

POLICY TITLE: PROTECTION AND MAINTENANCE OF EMPLOYEE PERSONAL INFORMATION

Date Adopted by Board: November 11, 2011

Reviewed Annually (see index)

Revised November 8, 2019 ~ added (electronic or otherwise) to points 1. Added “any” and (electronically or otherwise) to point 2.

No one (staff member, volunteer or client) shall be treated in ways which are unsafe, unfair, disrespectful, undignified, unnecessarily intrusive, or which fail to provide appropriate confidentiality and privacy.

Accordingly, the Executive Director may not:

1. Use forms or procedures (electronic or otherwise) that collect information for which there is no clear necessity.
2. Use any method of collecting, reviewing, or storing information (electronic or otherwise), that fails to protect against improper access to the information elicited.
3. Maintain facilities that fail to provide a reasonable level of privacy, both auditory and visual.
4. Release personal information to a third party without receipt of the employee’s written permission beforehand, except as otherwise required or permitted by law.
5. Neglect to record any changes as reported by employees in their personal data (ie address, phone number, marital status, dependents, emergency contact, etc.) so that updates can be maintained.

POLICY TITLE: INVESTMENT POLICY

Date Adopted by Board: March 2, 2017

Reviewed Annually (see index)

Reviewed March 9, 2020 ~ sent to Finance Committee for review and editing of ranges

Revised March 25, 2020 ~ Significant revisions: ranges changed to make them internally consistent; point 5 added

In order to protect the long term assets of the organization and exercise good stewardship, the Executive Director will:

1. Direct the financial advisor to avoid investing in securities dealing with unethical practices.
2. Direct the financial advisor to keep the portfolio appropriately diversified to manage risk.
3. Maintain an asset mix within the following ranges:

| ASSET | BENCHMARK | MINIMUM | MAXIMUM |
|-------------------------|-----------|---------|---------|
| Cash | 0% | 0% | 40% |
| Fixed Income | 40% | 20% | 45% |
| Equity | 60% | 40% | 70% |
| Alternative Investments | 0% | 0% | 10% |

4. Notwithstanding these ranges, sufficient cash will be maintained by the organization as a whole to cover cash flow needs for a six-month period.
5. In special circumstances, if the advisor recommends exceeding these ranges, the Executive Director, with the President and the Chair of Finance may authorize that. The Finance Committee and Board will be notified of the transaction within 24 hours.

POLICY TYPE: GOVERNANCE PROCESS

GP #1

POLICY TYPE: GLOBAL GOVERNANCE COMMITMENT

Date Adopted by Board: November 3, 2000

Reviewed Annually (see index)

Revised June 20, 2009 ~ First Paragraph, and simplify a)

The purpose of the Board, on behalf of all women in Baptist Churches in CBOQ, is to see that the organization:

(a) achieves the Targets policies; and

(b) avoids unacceptable actions and situations (the Executive Director Limitations policies).

POLICY TITLE: GOVERNING STYLE

Date Adopted by Board: November 3, 2000

Reviewed Annually (see index)

Revised October 16, 2015 ~ (4) to ED (4) linkage to relationship

The Board will govern with an emphasis on:

- (1) outward vision rather than an internal preoccupation,
- (2) encouragement of diversity in viewpoints,
- (3) strategic leadership more than administrative detail,
- (4) clear distinction of Board and Executive Director roles,
- (5) collective rather than individual decisions,
- (6) future rather than past or present and
- (7) proactivity rather than reactivity.

Accordingly:

1. The Board will cultivate a sense of group responsibility. The Board, not the staff, will be responsible for excellence in governing. The Board will be the initiator of policy, not a reactor to staff initiatives. The Board will use the expertise of individual members to enhance the ability of the Board as a body rather than to substitute individual judgments for the Board's values. The Board will allow no officer, individual or committee of the Board to hinder or be an excuse for not fulfilling Board commitments.
2. The Board will direct, control, and inspire the organization through the careful establishment of broad written policies reflecting the Board's values and perspectives about Targets to be achieved and means to be avoided. The Board's major policy focus will be on the intended long-term effects outside the organization, not on the administrative or programmatic means of attaining those effects.
3. The Board will enforce upon itself and its members whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, preparation, policy-making principles, respect of roles, and ensuring continuance of governance capability.
 - a) Continual Board development will include orientation of new members in the Board's adopted governance process and periodic Board discussion of process improvement.
4. The Board will monitor and discuss the Board's process and performance at each meeting. Self-monitoring, on a meeting-by-meeting basis, will include comparison of Board activity and discipline to policies in the Governance Process and Board-Executive Director relationship categories.

POLICY TITLE: BOARD JOB DESCRIPTION

Date Adopted by Board: November 3, 2000

Reviewed Annually (see index)

Revised September 17, 2010 ~ CBOQ change

Revised September 20, 2014 ~ add to 4. ...Executive Director including approval of Grant Requests

The job of the Board is to represent all women in Baptist churches of CBOQ in determining and demanding appropriate organizational performance.

1. The Board will produce the link between the organization and the moral ownership.
2. The Board will produce written governing policies which, at the broadest level, address each category of organizational decision:
 - a) Targets: Organizational products, effects, benefits, outcomes, recipients, and their relative worth (what good, for which needs, at what cost).
 - b) Executive Director Limitations: Constraints on Executive Director authority which establish the prudence and ethics boundaries within which all operational activity and decisions must take place.
 - c) Governance Process: Specification of how the Board conceives, carries out and monitors its own task.
 - d) Board-Executive Director Relationship: How power is delegated and its proper use monitored; the Executive Director role authority and accountability.
3. The assurance of Executive Director performance (against policies 2A and 2B above).
4. Operational decisions not delegated to the Executive Director including approval of Grant Requests.

POLICY TITLE: BOARD MEMBERS' CODE OF CONDUCT

Date Adopted by Board: September 29, 2000

Reviewed annually (see index)

Revised June 8, 2012 ~ change to 5 added "elected"

Revised May 30, 2014 ~ 3a) chief executive change to executive director

The Board commits itself and its members to ethical, businesslike, and lawful conduct, including proper use of authority and appropriate decorum when acting as Board members.

Accordingly,

1. Members must represent unconflicted loyalty to the interests of the ownership. This accountability supersedes any conflicting loyalty such as that to advocacy or interest groups and membership on other Boards or staff. It also supersedes the personal interest of any Board member acting as a consumer of the organization's services.
2. Members must avoid conflict of interest with respect to their fiduciary responsibility.
 - a) There must be no self-dealing or any conduct of private business or personal services between any Board member and the organization except as procedurally controlled to assure openness, competitive opportunity and equal access to "inside" information.
 - b) When the Board is to decide upon an issue about which a member has an unavoidable conflict of interest, that member shall absent herself without comment from not only the vote, but also from the deliberation.
 - c) Board members must not use their positions to obtain employment in the organization for themselves, family members or close associates. Should a member desire employment, he or she must temporarily withdraw from Board deliberation, voting and access to applicable Board information.
 - d) Members will annually disclose their involvements with other organizations, with vendors, or any other association which might produce a conflict.
3. Board members may not attempt to exercise individual authority over the organization except as explicitly set forth in Board policies.
 - a) Members' interaction with the executive director or with staff must recognize the lack of authority vested in individuals except when explicitly Board authorized.
 - b) Members' interaction with public, press or other entities must recognize the same limitation and the inability of any Board member to speak for the Board.
 - c) Members will give no consequence or voice to individual judgments of Executive Director or staff performance.
4. Members will respect the confidentiality appropriate to issues of a sensitive nature.
5. A Board member is considered to have resigned if she is absent from 3 consecutive meetings or 4 meetings in an elected year.
6. All Board members are entitled to a vote. The President shall usually only vote in the event of a tie.

POLICY TITLE: TERM OF OFFICE FOR BOARD MEMBERS

Date Adopted by Board: September 29, 2000

Reviewed annually (see index)

Revised June 23, 2017 ~ 4. change from two years to one year, effective AGM 2019.

Revised June 15, 2018 ~ changed point 4 back to “The Past-President shall normally serve for two years.”

Reviewed May 30, 2020 ~ Board will pray and review again

Revised June 20, 2020 ~ president’s term from 2 to 3 years, past president from 2 years to 1 year. Removed six-year maximum term.

Revised June 25, 2021 ~ changed back to two years for each position.

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1. Board members shall serve for no more than six years consecutively (two, 3-year terms), except in the case of being elected to an Officer position (Vice President, President and then Past President) in which a member could then serve for more than six years.
 2. The President shall normally serve for two years.
 3. The Vice-President shall normally serve for two years before becoming President of the Board.
 4. The Past-President shall normally serve for two years.

POLICY TITLE: PRESIDENT'S ROLE

Date Adopted by Board: September 29, 2000

Reviewed annually (see index)

The President assures the integrity of the Board's process and, secondarily, represents the Board to outside parties.

Accordingly,

1. The job result of the President is that the Board behaves consistently with its own rules and those legitimately imposed upon from outside the organization.
 - a) Meeting discussion content will only be those issues, which according to Board policy, clearly belong to the Board to decide, not the Executive Director.
 - b) Deliberation will be timely, fair, open, and thorough, but also efficient, and kept to the point.
2. The authority of the President consists in making decisions that fall within the topics covered by Board policies on Governance Process and Board-Executive Director Linkage, except where the Board specifically delegates portions of this authority to others. The President is authorized to use any reasonable interpretation of the provisions in these policies.
 - a) The President is empowered to chair Board meetings with all the commonly accepted power of that position (eg. ruling, recognizing).
 - b) The President has no authority to make decisions about policies created by the Board within Targets and Staff Limitations policy areas. Therefore, the President has no authority to supervise or direct the Executive Director.
 - c) The President may represent the Board to outside parties in announcing Board-stated positions and in stating President decisions and interpretations within the area delegated to her.
 - d) The President may delegate this authority but remain accountable for its use.

POLICY TYPE: GOVERNANCE PROCESS

GP # 2f

POLICY TITLE: VICE PRESIDENT'S ROLE

Date Adopted by Board: September 6, 2002

Reviewed Annually (see index)

The Vice President's role is to assist the President and assume duties as assigned by the President.

The Vice President shall be vested with all of the powers and shall perform all the duties of the President in the absence or inability or refusal to act of the President.

POLICY TITLE: SECRETARY'S ROLE

Date Adopted by Board: September 29, 2000

Reviewed Annually (see index)

The Secretary assures the integrity of the Board's documents.

Accordingly:

The job result of the Secretary is that the documents of the Board are a correct, accurate and complete record of Board proceedings and decisions.

Board documents include: documents of incorporation, bylaws, Board minutes, governance policies, monitoring reports and attendance records.

POLICY TITLE: FINANCIAL OFFICER

Date Adopted by Board: September 6, 2002

Reviewed annually (see index)

Revised February 13, 2009 ~ #4 added

Revised February 19, 2010 ~ removed first three words

Revised March 2, 2017 ~ change point 2 from “audit committee” to “finance committee”

Revised January 18, 2021 ~ add “as required” to point 3

The Board shall annually designate one Board member as Financial Officer. Her responsibilities shall include:

1. awareness of the financial operation of the organization
2. oversight of the finance committee
3. signing authority for the organization as required
4. bringing motions for Board approval for any expenditures from Restricted funds

POLICY TITLE: BOARD COMMITTEE PRINCIPLES

Date Adopted by Board: September 6, 2002

Reviewed Annually (see index)

Board committees, when used, will be assigned so as to reinforce the wholeness of the Board's job and so as never to interfere with delegation from Board to Executive Director.

Accordingly,

1. Board committees are to help the Board do its job, not to help or advise the staff. Committees ordinarily will assist the Board by preparing policy alternatives and implications for Board deliberation. In keeping with the Board's broader focus, Board committees will normally not have direct dealings with current staff operations.
2. Board committees may not speak or act for the Board except when formally given such authority for specific and time-limited purposes. Expectations and authority will be carefully stated in order not to conflict with authority delegated to the Executive Director.
3. Board committees cannot exercise authority over staff. Because the Executive Director works for the full Board, she will not be required to obtain approval of a Board committee before an executive action.
4. Board committees are to avoid over-identification with organizational parts rather than the whole. Therefore, a Board committee, which has helped the Board create policy on some topic, will not be used to monitor organizational performance on that same subject. The Board retains responsibility and authority to monitor organizational performance.
5. Committees will be used sparingly and ordinarily in an ad hoc capacity.
6. This policy applies only to committees that are formed by Board action, whether or not the committees include non-Board members. It does not apply to committees formed under the authority of the Executive Director.

Date Adopted by Board: September 6, 2002

Reviewed Annually (no index)

Revised November 13, 2009 ~ change 1c)

Revised November 13, 2010 ~ add to 2b) Canadian

Revised November 11, 2011 ~ change 1c) remove properly screened

Revised November 9, 2013 ~ change to opening paragraph to add “standing” in 2nd sentence. And remove 3rd sentence

Revised December 6, 2014 ~ 1b remove “member of the organization” and add “the committee shall seek out recommendations from the constituency”

Revised November 20, 2017 ~ “audit committee” to “finance committee” in the heading of point 2 and in point 2c. Point 2 change “will meet” to “could meet” with the external auditor. Remove “review with external auditor and management” in point 4 under functions.

Revised November 9, 2018 ~ 1b add “and, if possible, one member of the constituency. The committee shall consist of two to four persons.”

A committee is a Board committee only if its existence and charge come from the Board, regardless of whether Board members sit on the committee. The only standing Board committees are those which are set forth in this policy. Timely reporting to the Board shall be by submission of a written report, following each meeting of the committee, with appropriate verbal comment by the Committee Chair.

1. *Nominating Committee:*

a) **Products:**

Properly screened potential Board members, by no later than the last Board meeting prior to the annual meeting

b) **Composition:** Membership shall consist of the Past President and at least one other member of the Board, and if possible, one member of the constituency. The committee shall seek out recommendations from the constituency. The committee shall consist of two to four persons.

c) **Process:** In consultation with the President regarding the Board’s needs, the Nominating Committee shall seek potential candidates and compile a list of names. They will invite those on the list to let their names stand for possible election to the Board. The Nominating Committee will then select from that list a group of people to be presented to the Board for consideration. The Board will compile a slate of names to go to the membership for election at the Annual Meeting.

2. *Finance Committee*

a) **Products:**

1. Financial Statements which meet a high standard of disclosure and method of presentation
2. Effective and properly controlled management of the financial and accounting functions

b) **Composition:** Membership shall consist of the Board’s Financial Officer (see GP #2h) and at least one other member of the organization selected annually by the Board. The committee shall consist of three or four persons who display sound judgment and a general familiarity with financial reporting and the operations of the Canadian Baptist Women of Ontario & Quebec.

c) **Process:** The Finance Committee together with the Treasurer, shall normally meet a minimum of two times a year. One of those meetings could be with the external auditor. The Committee may meet

separately, if required, with the external auditor. Additional meetings may be held at the call of the chair.

Functions:

1. Budget: Review the draft budget, which incorporates the Board's Targets Policies, prior to recommending for approval to the Board.
2. Monitoring: Review mid-year financial position, including compliance of the Board's Target Policies. Review investment performance. Report any concerns to the Board.
3. Appointment of External Auditor: Recommend the appointment of external auditor to the members for the ensuing year. (Bylaw #4 Para 40)
4. Audit: Review the draft year-end financial statements to:
 - a. Ensure a high standard of disclosure and method of presentation.
 - b. Ensure the effectiveness of the organization's management of financial and accounting functions
 - c. Deal with the recommendations from the external auditor concerning weaknesses in internal control, organizational structures and reporting practices.

POLICY TITLE: ANNUAL BOARD PLANNING

Date Adopted by Board: November 3, 2000

Reviewed Annually (see index)

To accomplish its job outputs with a governance style consistent with Board policies, the Board will follow an annual agenda which:

1. completes a re-exploration of Targets policies annually; and
2. continually improves its performance through attention to Board education and to enriched input and deliberation.

Accordingly:

1. The cycle will be one year in length so that administrative budgeting can be based on accomplishing a one year segment of the most recent Board long range vision
2. The cycle will start with the Board's development of its agenda for the next year, and will include:
 - a) Consultations with selected groups in the ownership or other methods of gaining ownership input will be determined and arranged in the 1st quarter, to be held during the balance of the year
 - b) Governance education and education related to Targets determination (e.g. presentations by futurists, demographers, advocacy groups, and staff) will be arranged in the 1st quarter, to be held during the balance of the year.
3. Throughout the year, the Board will attend to consent agenda items as expeditiously as possible.
4. Executive Director monitoring will be:
 - a) scheduled onto the Board agenda according to the month in which the report is expected to be received
 - b) included on the agenda for discussion only if monitoring reports show policy violations or if policy criteria are to be debated.
5. Board Self-Evaluation shall be scheduled onto the Board's calendar according to the month that each policy is to be reviewed for (a) Board compliance and (b) policy amendment if necessary.
6. Executive Director remuneration will be decided in one month each year, after a review of monitoring reports received in the twelve previous months.

POLICY TITLE: COST OF GOVERNANCE

Date Adopted by Board: September 6, 2002

Reviewed Annually (see index)

Revised November 14, 2008 ~ change in 2(b)

Revised November 13, 2010 ~ add to 2d, 2di, 2dii, 2diii, 2div – C to BWOQ and change BCOQ to CBOQ in 2di

Revised November 11, 2011 ~ change price in 2d)ii and add qualifier. Add qualifier to 2d)iii.

Revised November 9, 2013 ~ change 2d paragraph to take 1st “member” and “to attend” out and add “for”.

Revised December 6, 2014 ~ change 2a “up to \$3000 in the current fiscal year for training”

Revised November 5, 2020 – wording clarified

Revised November 3, 2023 ~ change 2d(i) maximum reimbursements for breakfast \$15; lunch \$20; dinner \$25; change 2d(ii) to mileage costs calculated at .55/km.

Because poor governance costs more than learning to govern well, the Board will invest in its governance capacity.

Accordingly:

1. Board skills, methods, and supports will be sufficient to assure governing with excellence.
 - a) Training and retraining will be used liberally to orient new members and candidates for membership, as well as to maintain and increase existing member skills and understandings.
 - b) Outside monitoring assistance will be arranged so that the Board can exercise confident control over organizational performance. This includes but is not limited to fiscal audit.
 - c) Outreach mechanisms will be used as needed to ensure the Board's ability to listen to owner viewpoints and values.

2. Costs will be prudently incurred, though not at the expense of endangering the development and maintenance of superior capability.
 - a) Up to \$3000 in the current fiscal year for training, including attendance at conferences and workshops.
 - b) Up to \$8100 in the current fiscal year for audit and other 3rd-party monitoring of organizational performance.
 - c) Up to \$10000 in the current fiscal year for surveys, focus groups, opinion analyses, and meeting costs.
 - d) CBWOQ covers the Board's expenses for Board related meetings, as well as CBWOQ functions where a Board member's attendance is required. Expenses include meals, travel, accommodation, registration fees, and communication costs.
 - i. Meals

When meetings are held at the CBOQ offices, meals are provided. When the location of a meeting requires individuals to purchase their own meals, CBWOQ will cover the cost of meals within the following guidelines:

| | |
|--------------------------------------|---------|
| Maximum reimbursement for Breakfast: | \$15.00 |
| Maximum reimbursement for Lunch | \$20.00 |
| Maximum reimbursement for Dinner | \$25.00 |

ii. Travel

In order to keep expenses to a minimum, Board members should car pool and/or use the most economical means of travel. If it is more economical and/or practical, a rental car should be considered when traveling over 300 km, round trip. However, as travel time and distance increase, it may be wiser to use a more expensive yet faster mode of transportation. When in doubt, Board members should consult with the Executive Director prior to making travel arrangements. Effective Jan 1, 2014, CBWOQ will, generally, cover mileage costs, calculated at 55¢/km, or the ticket cost of plane, train, bus and taxi fares upon presentation of receipt.

iii. Accommodation

Should overnight accommodation be required, CBWOQ will make the appropriate bookings upon receipt of the Board member's Meeting Reply Form. Unless otherwise indicated, standard rooms are booked based on double occupancy. Board members can indicate their roommate preference on the Meeting Reply Form, and these requests will be honoured when possible. Board members may also request to have a single room and reimburse CBWOQ for half the room cost. This cost will vary depending on location. CBWOQ encourages all Board members to stay with the group when possible. Rooming together gives the Board the opportunity to know one another outside the Boardroom, and promotes unity and camaraderie. Accommodation for the night before the meeting will be covered if the driving distance to the venue exceeds 2 hours. Should the driving distance be less than 2 hours, Board members are invited to travel to the venue on the day of the meeting.

iv. Registration

When attending functions where a registration fee is required, CBWOQ will cover the cost of registration. In regards to CBWOQ Convention/Annual Meeting, the Early Bird rate will be covered by CBWOQ.

v. Communication Costs

Baptist Women will reimburse costs incurred in the communication process by Board members with the moral ownership. Costs may include long-distance telephone calls, faxes, photocopies, stamps, and the like.

POLICY TYPE: BOARD-EXECUTIVE DIRECTOR RELATIONSHIP

BEDR #1

POLICY TITLE: GLOBAL BOARD-EXECUTIVE DIRECTOR RELATIONSHIP

Date Adopted by Board: March 2, 2001

Reviewed Annually (see index)

Revised September 16, 2011 ~ change an ED to the ED

The Board's sole official connection to the operational organization, its achievements, and conduct will be through the Executive Director.

POLICY TITLE: UNITY OF CONTROL

Date Adopted by Board: November 3, 2000

Reviewed Annually (see index)

Revised June 24, 2011 ~ change to 2 stop sentence after “such requests”.

Only decisions of the Board acting as a body are binding on the Executive Director

Accordingly:

1. Decisions or instructions of individual Board members, officers, or committees are not binding on the Executive Director.
2. In the case of Board members or committees requesting information or assistance without Board authorization, the Executive Director can refuse such requests.

POLICY TITLE: ACCOUNTABILITY OF THE EXECUTIVE DIRECTOR

Date Adopted by Board: March 2, 2001

Reviewed Annually (see index)

The Executive Director is the Board's only link to operational achievements and conduct, so that all authority and accountability of staff, as far as the Board is concerned, is considered the authority and accountability of the Executive Director.

Accordingly:

1. The Board will never give instructions to persons who report directly or indirectly to the Executive Director.
2. The Board will refrain from evaluating, either formally or informally, any staff other than the Executive Director.

POLICY TITLE: DELEGATION TO THE EXECUTIVE DIRECTOR

Date Adopted by Board: March 2, 2001

Reviewed Annually (see index)

Revised June 20, 2009 ~ #1, 3, 4 – ends to targets

The Board will instruct the Executive Director through written policies that prescribe the organizational Targets to be achieved and describe organizational situations and actions to be avoided, allowing the Executive Director to use any reasonable interpretation of these policies.

Accordingly:

1. The Board will develop policies instructing the Executive Director to achieve certain results, for certain recipients, at a specified cost. These policies will be developed systematically from the broadest, most general level to more defined levels, and will be called Targets policies.
2. The Board will develop policies that limit the latitude that the Executive Director may exercise in choosing the organizational means. These policies will be developed systematically from the broadest, most general level to more defined levels, and they will be called Executive Director Limitations policies.
3. As long as the Executive Director uses any reasonable interpretation of the Board's Targets and Executive Director Limitations policies, the Executive Director is authorized to establish all further policies, make all decisions, take all actions, establish all practices and develop all activities.
4. The Board may change its Targets and Executive Director Limitations policies, thereby shifting the boundary between Board and Executive Director domains. By so doing, the Board changes the latitude of choice given to the Executive Director. But so long as any particular delegation is in place, the Board and its members will respect and support the Executive Director's choices.

POLICY TITLE: MONITORING EXECUTIVE PERFORMANCE

Date Adopted by Board: March 2, 2001

Reviewed Annually (see index)

Systematic and rigorous monitoring of Executive Director job performance will be solely against the only expected Executive Director job products: organizational accomplishment of Board policies on Targets and organizational operation within the boundaries established in Board policies on Executive Director Limitations.

Accordingly:

1. The purpose of monitoring is simply to determine the degree to which Board policies are being met. Data which does not do this will not be considered to be monitoring data. Monitoring will be as automatic as possible, using a minimum of Board time so that meetings can be used to create the future rather than to review the past.
2. The Board will acquire monitoring data by one or more of three methods:
 - a) by INTERNAL REPORT: in which the Executive Director discloses compliance information to the Board,
 - b) by EXTERNAL REPORT: in which an external, disinterested 3rd party selected by the Board assesses compliance with Board policies,
 - c) by DIRECT BOARD INSPECTION: in which a designated member or members of the Board assess compliance with the appropriate policy criteria.
3. In every case, the standard for compliance shall be any reasonable Executive Director interpretation of the Board policy being monitored.
4. All policies that instruct the Executive Director will be monitored at a frequency and by a method chosen by the Board. The Board can monitor any policy at any time by any method, but will ordinarily depend on a routine schedule.

**Executive Director
Limitations Policies**

Frequency

Method

Methods:

IR = Internal Executive Director Report

ER = External Report

BDI = Board Direct Inspection