

1978  
APRIL

THE EDMONTON SOCIAL PLANNING COUNCIL

BOARD OF DIRECTORS MANUAL

APRIL 1978

THE EDMONTON SOCIAL PLANNING COUNCIL

BOARD OF DIRECTORS' MANUAL

A.	<u>THE BOARD MANUAL</u>	PAGE
	1. Purpose of the Manual	1
	2. Implementation	1
	3. Legality	1
B.	<u>THE EDMONTON SOCIAL PLANNING COUNCIL</u>	
	4. Incorporation	1
	5. Objects	2
	6. The Changing Role	2
C.	7. <u>THE EDMONTON SOCIAL PLANNING COUNCIL AND ITS ENVIRONMENT</u>	3
	8. The Membership	4
D.	<u>THE BOARD OF DIRECTORS</u>	
	9. The Authority of the Board	4
	10. The Volunteer Board	4
	11. Building and Maintaining An Effective Board	5
	12. The Nominating Committee	5
	13. Orientation of Board Members	5
	14. Management of the Business of the Agency	6
	15. The Officers of the Board	6
	16. The Executive	6
	17. The President	6
	18. The Vice-Presidents	7
	19. The Personnel Committee	7
	20. The Long Range Planning Committee	8
	21. The Finance Committee - Funding	9

		PAGE
E.	22. <u>EVALUATION</u>	10
F.	23. <u>THE TEAM RELATIONSHIP</u> <u>BOARD - DIRECTOR - STAFF - VOLUNTEERS</u>	10
	24. The Board - Part of the Team	11
	25. The Executive Director	11
	26. Communication	11
	27. Staff Responsibilities	12
	28. The Volunteer Program	12
G.	29. <u>SERVICE TO THE COMMUNITY</u>	12
H.	<u>APPENDICES</u>	
	The Constitution and By-Laws	
	The Personnel Manual	
	The Volunteer Program Goals and Objectives	
	Volunteer/Staff Expectations Outline	
	The Current Annual Report	
	Current List of Board of Directors	
	Current Membership List	
	Project Descriptions	
	Statement of Purpose and Goals	

THE EDMONTON SOCIAL PLANNING COUNCIL

BOARD OF DIRECTORS MANUAL

A. THE BOARD MANUAL

1. The Purpose of the Board Manual: The Manual is designed for Board members of the Edmonton Social Planning Council to assist them in understanding and discharging their responsibilities. The Manual discusses the specifics of creating and maintaining an effective volunteer board -- a board which builds its own policy, directs its own activities and contributes toward the creation of an alert and responsible public. The Manual elaborates on the structure of the Board and its functions and clarifies the separate but complementary roles of staff, Board members and other volunteers of the agency.
2. The Implementation of the Manual: The Executive of the Edmonton Social Planning Council Board is responsible to see that each Board member and each staff member is provided with a copy of the Board Manual. The President should be aware of policies as set forth in the Manual and should request that the Board function within those policies. A review and update of the Manual should be done on a regular basis.
3. The Legality of the Manual: The Manual, having been duly endorsed by the Board of Directors, should be considered accepted policy, subject to revision only by a Board decision.

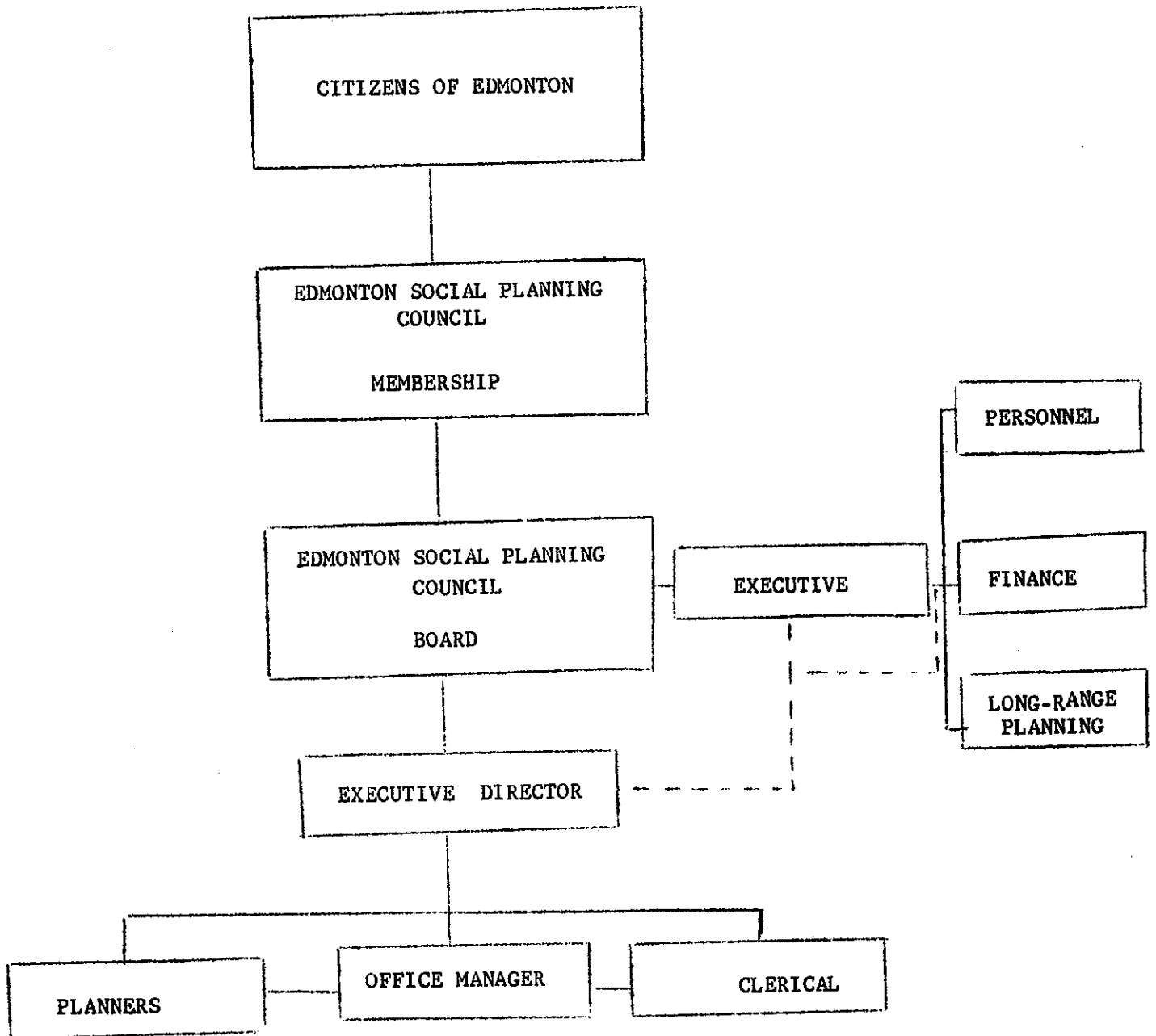
B. THE EDMONTON SOCIAL PLANNING COUNCIL

4. Incorporation: The Edmonton Social Planning Council began operation in the year 1939 and was incorporated in June, 1940. It is a voluntary agency, funded by the United Way and an annual City of Edmonton grant. It is a charitable non-profit organization administered by a voluntary Board of Directors composed of persons representing a number of interests and a range of backgrounds and experience.

5. Objects: The Council is an agent for social change and development. An objective of the organization is to develop and maintain a voluntary non-governmental capability proficient in decision-making and action. The Council provides resources to initiate and also to support efforts through which citizen plans can be developed and implemented.
  
6. The Changing Role of the Edmonton Social Planning Council: The Council, in existence for almost forty years, has undergone a number of changes in its role within the community. Until the early sixties the Council's role had been that of private community agency co-ordination and planning for "gaps" within health and social services. Moving out of the co-ordination role, it then focused specifically on research and social service planning. Members, feeling discontented that the research and planning role was not bringing about required change, again transformed the role of the Council to that of a community development agency representing in particular the interest of the socio-economically deprived.

By the early 1970's the Edmonton Social Planning Council developed into its present role -- that of being an agent for social change and development. At first the Council was involved with volunteer citizens through commissions and task forces in developing and writing reports and books on substantive areas of concern in social planning -- Humane Urban Environment, Humane Social Controls, Humane Standard of Living, Participatory Democracy. These were submitted to Government. Realizing that the procedure of the Agency taking an up-front role as a prophecy/lobbyist agency was having no significant effect on bringing about change, the Edmonton Social Planning Council re-adjusted its procedure. It began providing research and consultation to existing citizen groups with the purview of stimulating through them, social change.

C. 7. EDMONTON SOCIAL PLANNING COUNCIL AND ITS ENVIRONMENT



8. The Membership: Every citizen in the community is a potential member of the Council. Membership is free and is effective upon written application and acceptance by the Board. Each member is entitled to one vote at general meetings. It is the duty of Board members, staff and volunteers who are knowledgeable about the work of the Council to broaden the base of the Council by encouraging new members to join. Members should provide input, support and ratification of policy direction as established by the Board. Council projects are community-based and provide an excellent opportunity for establishing community relations and increasing membership. While it is important to have active, involved members, it should be remembered that the member who believes in the work of the Council and who offers quiet support is significant. The member who is employed by another agency also plays an important role in acting as liaison between agencies.

D. THE BOARD OF DIRECTORS

9. The Authority of the Board of Directors is established in the By-Laws of the Society, registered in June, 1940, with the Registrar of Companies in the Province of Alberta.

The Board consists of from ten to fifteen members elected at the Annual Meeting. Term of office is two years with a maximum of four consecutive years. The Board meets at least six times a year, its first meeting being called immediately following the Annual Meeting. Board meetings are open to members of the Council with Board members only entitled to vote. A quorum consists of forty per cent of Board members. If a vacancy occurs the Board will attempt to fill the vacancy until the next general meeting of the membership.

10. The Volunteer Board of Directors. As part of its responsibility to the staff, the membership and the larger community, the Board collectively sets policy guidelines which attempts to reflect the needs of the community. It determines purposes and goals of the Council which are set into motion within these policy guidelines

by staff and trained volunteers and result in various council activities. The Board guides the Agency's development and provides, individually, a variety of expertise which may be utilized during Board events and/or to enhance the work of the Council. Voluntarism is a highly desirable concept at the Council and the role of the policy-making Board as working volunteers assumes great importance to the ongoing viability of the Council.

11. Building and Maintaining an Effective Board demands constant vigilance in the selection of persons to be invited to serve. An agency rises or falls on the judgement of its Board of Directors. Being a board member is not an empty honor; the title carries with it a mark of authority and responsibility offered to men and women genuinely interested in working toward the good of the agency with intelligence, energy and good will. Attending board meetings and committee meetings with regularity and doing one's homework are important parts of the Board's job. An uninformed board member is a liability to the agency.
  
12. A Nominating Committee is appointed by the Board each year, three months prior to the Annual Meeting. The Committee consists of a chairman and at least four board members. The committee presents a list of nominees for election at the Annual Meeting. Nominations from the floor are permitted. The Nominating Committee, to be effective, should be active throughout the year and should have some method for matching the needs of the Board with the skills of the potential board member.
  
13. Orientation of Board Members begins with the initial interview. The Nominating Committee takes some responsibility for support and orientation of the new Board member. Discussion should centre around the functions of the Council, its background; the responsibilities of the Board member; the terms of reference of the standing committees; the time, effort and intelligent deliberation that is expected.  
  
A continuing program of education should be carried out. The individual fund of expertise of each Board Member, when shared with other Board members and staff, becomes a part of the Board's total



information pool. A board-staff workshop provides a means of Board orientation funneling current information about community needs and considering long and short range agency goals. It is a shared responsibility of the Board President, the Executive Director and Board members to provide information about the Agency's goals, purposes and programs, thus enabling each new Board member to make his special contribution to the Council.

14. Management of the Business of the Council: The Board of Directors with its officers and committees, should be structured in such a way as to effectively manage the affairs of the Council. Officers and Committees should have clearly stated duties and terms of reference. These should be carefully reviewed and updated at least annually to ensure that all aspects of the agency's operation are adequately covered.
15. The Officers of the Board of Directors are: a President; and three Vice-Presidents duly elected by the Board for a one-year term. These four officers form the Executive and carry out the tasks as are given to them by the Board. The three Vice-Presidents may, in turn, be named Chairmen of three Standing Committees; namely, Personnel, Long Range Planning and Finance.
16. The Executive made up of the President and the three Vice-Presidents also includes the Executive Director ex-officio. Its function is to take action on essential matters needing attention between the Board meetings. Actions of the Executive should be reported to the Board for ratification. Simple majority of members constitutes a quorum. The first meeting of the Executive is held immediately following the Board's first meeting after the Annual Meeting. Special meetings may be called with seven days' notice by the President or a Vice-President.
17. The President: Among the responsibilities of the President are:
  - To preside at Executive, Board and General Meetings.
  - To call special meetings when necessary.
  - To organize and co-ordinate Board activities.

- To work in partnership with the Director in preparing agendas, considering agency policies and problems.
- To insure that committees meet and carry out their functions.
- To represent the Agency in the community.
- To arrange for recording of minutes and carrying out official Board correspondence.
- To arrange for and be conversant with budgets, financial statements and annual audits of the Agency.
- To vote on motions in the event of a tie vote.
- To be an ex-officio member of all committees with the exception of the Nominating Committee.

18. The Vice-Presidents: The major responsibility of a vice-president is to discharge the functions of the President when he is not available. The Vice-President should keep informed of agency activities and should maintain close communication with the President. The Board may elect one vice-president to chair each of the Standing Committees of the Board: Personnel, Long Range Planning and Finance.

19. The Personnel Committee: The Committee may be chaired by one of the Vice-Presidents of the Board. It is made up of Board members willing and able to carry out its functions. The President and the Executive Director are ex-officio members of the Committee. The terms of reference of the Committee include:

- To develop high standards of personnel policies and practices, thus enabling the Council to employ and retain competent staff.
- In conjunction with the Executive Committee, to advertise, examine applications and recommend to the Board, the appointment of the Executive Director. Following the appointment, a letter of employment shall be sent to the successful applicant.
- In conjunction with the Executive Director and appropriate Board members, to advertise, examine applications, interview suitable applicants, and recommend to the Board, the appointment of planners and clerical staff. Following the appointment a letter outlining terms of employment shall be written by the Director and sent to the successful applicant.

- To prepare, review and update on a regular basis, the Personnel Manual and the Board Manual of the Council.
- To co-operate with the Director in a plan for staff development.
- To bring to the Board, names of persons for the Board and for membership as determined by the needs of the Council.
- In co-operation with the staff to delegate publicizing the work of the Council and distribution of publications.
- To investigate and recommend changes and/or additional employee benefits.
- To see that job descriptions and evaluations of each position are on file.
- To work co-operatively with the Finance Committee so that funds allocated for wages are fair and equitable.
- To prepare a report for the Annual Meeting.

20. The Long Range Planning Committee may be chaired by one of the Vice-Presidents of the Board. The President and the Executive Director are ex-officio members of the Committee. Terms of reference include:

- To co-operate with the staff and other committees of the Board in publicizing the work of the Agency.
- To review the process by which the Edmonton Social Planning Council's priorities are defined.
- To examine long range goals and intermediate range objectives of the Agency.
- To define and recommend to the Board, priorities of activities in the light of:
  - a. current efforts
  - b. critical problems for the immediate future
  - c. who or what agency is already dealing with and/or responsible for the area of concern.
- To examine implementation of the priorities in terms of the Edmonton Social Planning Council's financial and personnel

capabilities. Co-ordination with the Finance and the Personnel Committees is essential.

- To prepare a report for the Annual Meeting.

21. The Finance Committee may be chaired by one of the Vice-Presidents of the Board. The President of the Board and the Executive Director are ex-officio members of the Committee. Terms of reference include:

- To co-operate with the staff and other committees of the Board in publicizing the work of the Council.
- To co-operate with the Executive Director in the preparation of a yearly budget to be presented to:
  - a. The Board of Directors for approval
  - b. Funding bodies as required.
- To maintain a liaison with major funding bodies.
- To insure that the Agency has adequate financial support and to make certain that funds are appropriately allocated. With the tightening of funds from traditional sources each member of the Board should share in the search for funds. The Finance Committee is responsible to be sure that each Board member has an up-to-date clear understanding of the Agency's financial situation (true costs of services and programs, wages, facilities, administrative costs, etc.).
- To review annually the salaries and benefits of all members of the staff; and in consultation with the Personnel Committee and the Executive Director, prepare a salary grid for the Board's approval.
- To prepare a report for the Annual Meeting together with the financial statement for each fiscal year.

Funding: The Board is responsible for ensuring that the Agency has adequate funds to allow for fair and equitable wages and benefits for staff and for innovative programs in the community. The task does not rest with the Finance Committee and/or the staff alone.

Core funding has been available from the United Way and an annual City of Edmonton grant. While these sources of income may vary from time to time, they have been the financial mainstay of the Council. Because of the need to initiate new programs and to continue some already under way, the Board has the responsibility of arranging for both short-term and long-term funding. The search for funding will have to be shared by all -- Board, staff, volunteers and membership. All persons concerned about the work of the Council are expected to participate in fund-raising and must therefore keep well informed of the financial situation of the Agency. There will be times when the Board must ask evaluative questions, such as: Is the Agency yielding to local pressure to give service that it cannot support adequately with funds and qualified personnel?

- E. 22. EVALUATION: The Board is responsible to see that an effective evaluation process is carried out on the total operation of the Agency. As an exercise in education and development, evaluation in any form is important for all concerned and it keeps the agency board, staff and program vital and relevant. A successful review may serve many purposes:
- a basis for funding
  - a public relations tool
  - a source for encouraging new members, board members, volunteers
  - a means by which to measure staff accountability for professional performance, productivity, use of time and service to the community
  - a tool for measuring the effectiveness of the board.
- F. 23. THE TEAM RELATIONSHIP: The relationship between the four arms of the Agency - the Board, the Director, the Staff and the Volunteers - is often referred to as a partnership. Ideally it is this partnership working closely together which will make major policy decisions. There can, however, be no effective partnership unless all share a common purpose and have confidence in one another. Satisfactory means of communication must be found so that all will be informed before decisions are made.

24. The Board of Directors -- Part of the Team: Although the Board as the surrogate of the community, must take the primary responsibility for insuring that the programs offered by the Council are in the best interest of the community, administering the Agency and its professional service programs is a task delegated to the Director and subsequently to the staff. Members of the Board are expected to be sufficiently knowledgeable about the work of the Agency to serve as consultants to the Director and the staff, but should have the right to hold the Director accountable for the administrative management of the Council.
25. The Executive Director is the crucial link between those who set policy and the staff who carry out the policy. The appointment or termination of a Director's tenure is probably the most important single duty of the Board. It is the Director to whom is entrusted the implementation of policy and goals as well as the development of the professional standards of the Agency. It is vital, therefore, that the Board support the Director in every way possible. The word "partnership" should not be interpreted lightly for it is in this merger that talents, roles, understanding are exchanged and action is achieved. A true partnership is impossible without easy and frequent communication.
26. Communication: Some of the ways in which communication can be facilitated are:
- Board-Staff events initiated by the Board.
  - Board members may become involved in staff development.
  - Standing committees of the Board will have members of staff participating in deliberations and recommendations.
  - Staff members should bring to the attention of the Director their professional recommendations for and criticisms of Agency programs.
  - The Director may find it necessary to have regular scheduled meetings with the President of the Board, as well as with other Board members.

27. Staff Responsibilities: Details of staff responsibilities, job descriptions, salary grid and working conditions are set forth in the Personnel Policy Manual of the Social Planning Council.
28. The Volunteer Program of the Edmonton Social Planning Council is unique. Its purpose is to provide volunteers with the opportunity for exposure to theory and practice of becoming a community resource person. Practical training is provided in research, organization, co-ordination, lobbying and public education methodologies. One interesting aspect of the volunteer program is the development of a contract between the Agency and the volunteer. The program also provides for interviewing potential volunteers, individual and program evaluation, and promotion of the voluntarism philosophy. Full opportunity should be given volunteers to experience all aspects of the Council activities under the supervision of the Director and/or a member of the staff.

The program can best succeed with the support of a Co-ordinator. The Board should make provision for wages for the Volunteer Co-ordinator, who will be a member of the staff participating in all aspects of the Council activities and will be responsible to the Director.

Appended to the Board Manual is a copy of the current Volunteer Program Goals and Objectives and a copy of the volunteer/staff expectations outline for the ensuing year.

- G. 29. SERVICE TO THE COMMUNITY: The nature of the work of the Council demands careful handling of priorities in programs to be undertaken by the Agency. Ideally it will be by mutual agreement of staff, Board and Director that the decision will be made. Undoubtedly there will be a demand for more services than can be effectively undertaken by a limited staff and budget. A process must be established which will determine the extent of the involvement of the Council. Requests for services will reach the Agency in a variety of ways:

- Direct requests to the Director
- Continuing support for concerns of citizens' groups
- Follow-up services from long-term projects
- Services traditionally undertaken by the Council
- Contract for service offers

The Board decides, with input from the staff, what services will be offered by the Agency. The Long Range Planning Committee plays an important role in assisting the Director and his staff in prioritizing projects. Some pertinent questions:

- Does it fall within the philosophy and priorities of the Council?
- How much staff time is required?
- What will be the duration of the project?
- Is there a possibility of financing from other sources than the core budget?
- Does it qualify as a necessary service to the community?
- Is the service being provided by other agencies or by Government?
- Does the project enhance the image of the Edmonton Social Planning Council in the community?