



**Board of Directors
Agenda for Open Meeting
Tuesday, November 22, 2022 at 5:30 p.m.**

In-person meeting at 643 Park Road North
or via Zoom: <https://us02web.zoom.us/j/81094872616?pwd=TUdxc1FtSHB1MHF2U1IERURRWW1DUT09>
Meeting ID: 810 9487 2616 Passcode: 039146

1. **Call to Order**
2. **Land Acknowledgment**
3. **Agenda - Additions, Deletions, Approval** **Decision**
4. **Conflict of Interest Declarations** **Declaration**
5. **Approval of Minutes – October 25, 2022** **Decision**
6. **Business Arising from Minutes**
 - a.
7. **Executive Reports**
 - a. Chair's Report – Time of Board Meetings **Decision**
 - b. Treasurer's Report – October 2022 **Decision**
 - c. CEO's Report **Decision**
8. **Committee Reports**
 - a. Policy Review Committee
 - b. Nominating Committee
9. **New Business**
 - a. CEO Performance Review **Information**
 - b. MCCSS Interim Report; MOH Budget and Interim Report **Information**
10. **Correspondence**
 - a.
11. **In-Camera - Motion to move in-camera** **Decision**
12. **In-Camera Reports** (as appropriate) **Decision**
13. **Adjournment – Motion to adjourn** **Decision**

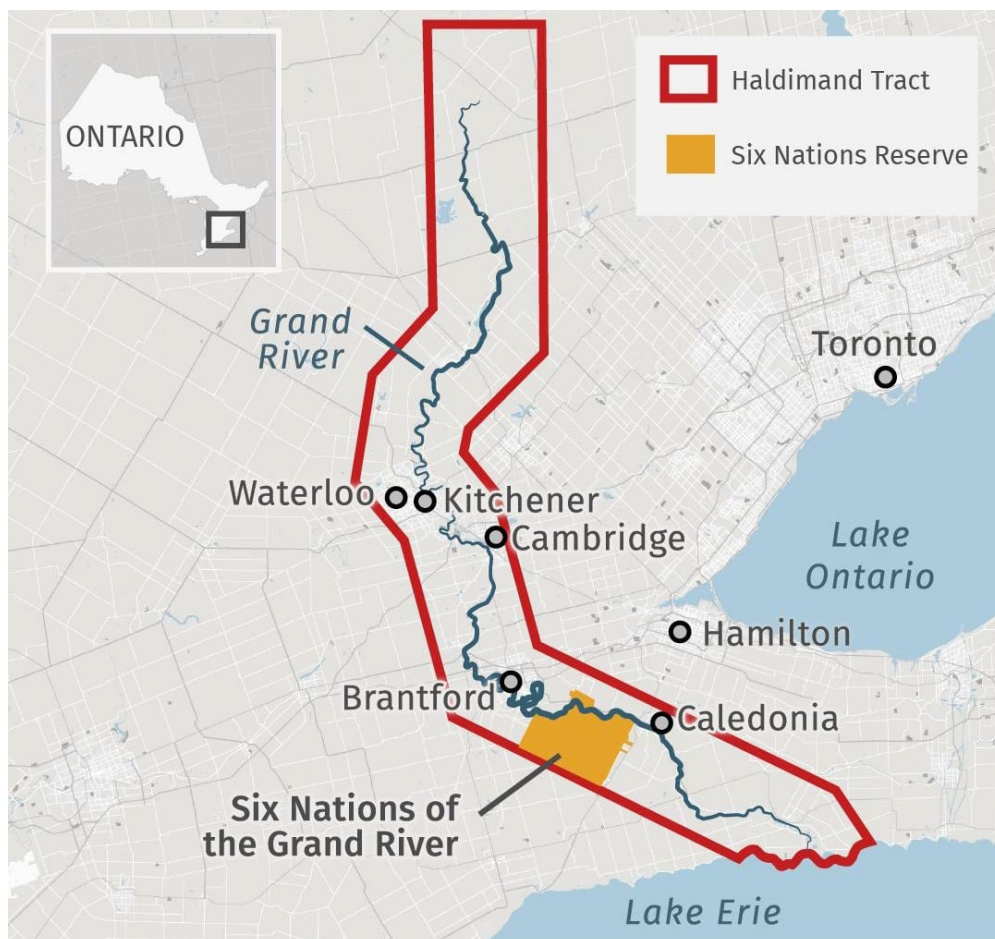
Next Meeting: Tuesday, December 20, 2022
Dinner at 5:00 p.m. with Staff Team;
Virtual or In-person Meeting to follow about 5:45 p.m.

Land Acknowledgment

In recognizing the land, we are expressing gratitude and appreciation to those whose territory we reside on. It is a way of honouring the Indigenous people who have always been living and working on this land. Land acknowledgements do not exist in a past tense - colonialism is a current ongoing process, and we need to build our mindfulness of our present participation.

The city of Brantford and surrounding area is on the traditional territory of the Anishnawbe, the Haudenosaunee, and the Neutral peoples. Anishnawbe peoples are also known as Ojibway, Chippewa, Mississauga, and Algonquin, and include the Mississaugas of the Credit First Nation. Haudenosaunee peoples are also known as Six Nations and Iroquois – these nations formed the Haudenosaunee Confederacy. Neutral peoples (also called Attawandaron) are so named due to their tendency to avoid conflict and are made up of many distinct nations that were decimated by colonial diseases; remaining members were mostly adopted into the Haudenosaunee Confederacy.

The Haldimand Treaty of 1784 guaranteed the exclusive use of 950,000 acres along the Grand River for members of these communities; however they have less than 5% of that today.





Board of Directors Minutes for the Open Meeting Tuesday, October 25, 2022

Present:

Vice Chair/Treasurer:

Kelly Skrzypek

Secretary:

Greg Hackborn

Directors:

Brian Konst, Laura Miedema,
Jenna Dierick, Emily Miller,
Elizabeth Abraham

Chief Executive Officer:

Jane Angus

Manager of Service Coordination:

Alison Hilborn

Executive Assistant:

Cindy Landry (recorder)

Guests: Andi Dimashkie, Grace Matson, Ellen Tansony, Craig Tustin, Ayesha Hameed

Regrets: Susan Fitzgerald

1. Call to Order

Kelly Skrzypek called the meeting to order at 5:30 p.m.

2. Land Acknowledgment

The Land acknowledgment was read, followed with a welcome to the URS Team. Introductions were made.

3. Presentation by Urgent Response Service Team

The URS team introduced themselves and their role in the URS. The URS team provided a presentation using a few examples of clients that are accessing Urgent Response Services followed by Q&A.

One of the questions asked was how are we providing multi-disciplinary services? Bethesda and Hamilton Health Sciences 'flow through' contracts and have multi-disciplinary professionals; otherwise the Coordinators are contracting with multiple service providers. URS pivot on a daily basis – caseloads are higher than the MCCSS target.

4. Agenda - Additions, Deletions, Approval

Motion: To approve the agenda.

Brian and Emily. **Carried.**

5. Conflict of Interest Declarations

None declared.

6. Approval of Minutes – September 27, 2022

Motion: To accept the minutes from September 27, 2022.

Greg and Laura. **Carried.**

7. Business Arising from Minutes - none

8. Executive Reports:

- a. Chair's Report – none
- b. Treasurer's Report – September 2022.
Explanation for the high balance. A URS flow through provider has just recently cashed cheques for 5 months. We did not really start purchasing services until June, but believe with the high number of clients, we will use the money by the end of the fiscal year.

Motion: To approve the Treasurer's report.
Laura and Greg. **Carried.**

- c. CEO's Report
Motion: To approve the Business Continuity Plan including the identification of the potential risks most likely to occur, as well as the critical business services.
Greg Hackborn and Jenna. **Carried.**

Motion: To approve CEO's report as presented.
Emily and Jenna. **Carried.**

9. Committee Reports

- a. Policy Review Committee – HR Policies. There are several new and the remainder are revised, as recommended by HRCovered.
Previously, there was the option to work a 4-day work week and the revised policy does not include the option. We still provide flexible options including the option of working remotely and the option of working flex hours. There were scheduling challenges with the 4-day work week as some positions need to be available Monday – Friday during office hours. The focus needs to be on flexibility to meet client's availability, so if someone wants to work longer days to take another day off, they can make themselves available to early morning and evening scheduling. Discussion took place and the Board agreed with not including the 4-day work week at this time.

Motion: To approve the revised HR Policies as presented.
Laura and Emily. **Carried.**

- b. Nominating Committee – no report.

10. New Business

- a. Agenda Schedule and Meeting Dates
December meeting will be on the 3rd Tuesday, December 20, 2022. This will be a joint staff and board meeting starting with dinner, a presentation by the staff and followed with the board meeting.

Motion: To approve date change of the Board meeting to December 20, 2022.
Greg and Kelly. **Carried.**

Elizabeth has indicated that 5:30 p.m. does not work well for her and was wondering if the Board would consider changing the time for a later start, preferably 7:00 p.m. There was discussion regarding the time change and several identified challenges with later meetings. No consensus was achieved, and with Susan not present, it was

decided to delay the decision until next meeting. Kelly and Jane will review by-laws and policy. An email will be sent out to the Board.

b. Strategic Priorities Work Plan Update

Jane continued with last year's plan, and added the implementation of URS.

11. Correspondence – none

12. In-Camera

Motion: To move in-camera at 6:19 p.m.
Jenna and Brian. **Carried.**

13. In-Camera Reports.

14. Adjournment

Kelly adjourned the meeting at 6:40 p.m.

Next Meeting: Tuesday, November 22, 2022 at 5:30 p.m.

Date

Chair's Signature




Board of Directors
Open Report from the Chair
November 22, 2022

Email voting was completed on the following options regarding the start time for Board meetings:

I support the Board meetings starting at 5:30 p.m.	I support the Board meetings starting at 7:00 p.m.
1. Kelly 2. Susan (OK to change if needed) 3. Greg 4. Laura 5. Jenna	1. Brian 2. Elizabeth

Decision regarding the start time for Board meetings:


	October 31, 2022	2022-23 BUDGET	2022-23 MCCSS Forecast	2022-23 MOH Forecast	2022-2023 Forecast	2022-2023 YTD
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REVENUE						
Access - Children's (MCCSS)	1,200	1,200		1,200	700	
DS Children's Specialized (MCCSS)	185,315	185,315		185,315	108,105	
RPAC (MCCSS)	692	692		692	407	
Coordinated Service Planning (MCCSS)	261,100	261,100		261,100	152,310	
Complex Needs (MCCSS)	65,280	65,280		65,280	38,080	
FASD (MCCSS)	180,000	180,000		180,000	105,000	
Urgent Response Service (MCCSS)	3,776,999	3,776,999		3,776,999	2,203,254	
Access Intake Service Planning (MOH)	351,493		351,493	351,493	205,043	
Service Coordination Process (MOH)	14,566		14,566	14,566	8,496	
Sub-Total Ministry Actual Revenue	4,836,645	4,470,586	366,059	4,836,645	2,821,395	
Off-Setting Revenue Info Services (211-\$43,114; Findhelp \$1,404)	44,518	44,518	0	44,518	33,447	
Amortization Deferred Capital Contributions	0			0	0	
TOTAL Revenue	4,881,163	4,515,104	366,059	4,881,163	2,854,842	
Applied from Projects	0			0	0	
Applied from Unrestricted Funds	0					

EXPENSES						
	2022-23 BUDGET	2022-23 MCCSS Forecast	2022-23 MOH Forecast	2022-2023 Forecast	2022-2023 YTD	
Total Salaries	1,070,101	925,030	262,023	1,187,053	636,953	
Staff Salaries		838,980	192,942	1,031,922	636,953	
ACA Salaries	0	86,050	69,081	155,131	0	
	0					
Benefits	202,000	171,210	49,771	220,981	101,477	
Mandatory Benefits (CPP, EI, EHT)		74,315	21,900	96,215	45,072	
Benefits Other (WSIB, group benefits)		96,895	27,871	124,766	56,405	
Training (education, meetings, recruitment - staff & board)	14,000	10,900	3,500	14,400	6,512	
Staff Development		8,000	3,000	11,000	1,664	
Staff and Board Expenses		2,900	500	3,400	4,848	
Transportation & Communication	17,700	64,875	15,665	80,540	14,929	
Travel		2,875	200	3,075	780	
Communication - (Postage, Bell, Cozzmic)		17,000	2,165	19,165	6,485	
Promotion and Membership Fees		11,000	1,500	12,500	703	
IT software & IT equipment & photocopier		17,500	6,400	23,900	3,459.00	
IT - Maintenance and DataBase Service (Backup Server,KCL, EMHware)		16,500	5,400	21,900	3,502	
Building Occupancy (Lease, Insurance, Repairs & Mtce)	63,855	42,527	17,500	60,027	28,335	
Lease and Building Maintenance		31,427	11,500	42,927	20,054	
Insurance Expense		11,100	6,000	17,100	8,281	
Professional/Contracted-out (legal, audit, bank, payroll services, consultant fees)	3,298,203	21,000	11,000	32,000	20,460	
Audit, Legal, Bank Charges, Payroll, Other		19,000	11,000	30,000	20,360	
Consulting		2,000	0	2,000	100	
Other Program/Service Expenditures (Dues/Fees for Memberships, all other not classified)	43,900	3,245,160	1,000	3,246,160	758,832	
Purchased Client Services		3,245,160	1,000	3,246,160	758,832	
Supplies & Equipment	56,021	34,402	5,600	40,002	2,684	
Furniture and Office Supplies		34,402	5,600	40,002	2,684	
Amortization Deferred Capital Contributions		0	0	0	0	
Contingency (ACA costs not included above)	115,383		0	0	0	
TOTAL Ministry Expenses	4,881,163	4,515,104	366,059	4,881,163	1,570,182	
Ministry Surplus (Loss)	0	0	0	0	1,284,660	

Quick Books Cash Balance*	1,328,074
Internally Restricted BHN	16,374
QuickBooks Balance	1,311,700
TD Account Actual Balance	1,342,224
Outstanding Transactions	14,150
Cash Balance (TD - Outstanding)*	1,328,074
Restricted Lease Funds	26,464
Unrestricted Funds Balance	10,226

GIC bank statement balance \$26,955.90 (Difference \$491.90)

 October 31, 2022	PROJECT FUNDS			Notes
	2022-2023 BUDGET	2021-2022 Forecast	2022-2023 YTD	
REVENUE				
Your Guide	23,240	23,240	0	\$23,239.78 deferred from 2021/2022
FASD Caregiver Support Group	4,500	4,500	4,500	
Other (Accrued, Interest Earned, Staff payments, GIC Interest , Miscellaneous)	1,000	1,000	295	
Non-Ministry Amortization Deferred Capital Contributions	0	0	0	
TOTAL Projects Revenue	28,740	28,740	4,795	
EXPENSES				
Your Guide	23,240	0	0	No printing; no expenditures
FASD Caregiver Support Group	4,500	4,500	1,482	
Other Expenses (Staff personal charges i.e.: postage, Miscellaneous)	1,000	500	0	
Non-Ministry Amortization Deferred Capital Contributions	0	0	0	
Applied to Ministry	0		0	
Total Projects Expenses	28,740	5,000	1,482	
Projects Surplus (Loss)	0	23,740	3,313	

TOTAL MINISTRY AND PROJECTS			
TOTAL REVENUE	1,282,499	4,909,903	2,859,637
TOTAL EXPENSES	1,283,197	4,886,163	1,571,664
TOTAL Surplus (Loss)	-698	23,740	1,284,660

ACCRUED EXPENSES 2022-2023	Amount	Amount Paid	Date Paid
Translation - March 2022	350.00	93.55	April 27, 2022
Ceridian HR - March 31, 2022	320.00	302.47	April 26, 2022
Audit Expenses - 2021-2022 Fiscal Year	13,200.00	10,881.90	June 8, 2022
Cozzmic - April 15, 2022 for March 2022	181.92	204.68	April 15, 2022
Bell - April 15, 2022 for March long distance	225.00	58.12	April 13, 2022
Retro 1% - Salary and benefits 2021-22 Fiscal Year	9,491.00	9,509.79	April 13, 2022
Backup Server CTSit	5,269.50	5,269.51	April 5, 2022
Group Benefits	444.75		
TOTAL ACCRUED	29,482.17	26,320.02	

AMORTIZATION	Annual 21/22
Equipment/Furniture	6,454
Computers	21,040
Software	37,028
Amortization	64,522

HST Refund	6,754.39
HST Paid/yet to be Refunded	4,228.29
HST is paid at time of cheque issued, yet bookkeeping & financial report take out the rebate which will be refunded; this reflects the rebate which balances the cheque written to the bookkeeping/financial report.	
Month's Transaction Totals	
Total revenue deposited	413,829.00
Total cheques written	187,222.13
Total withdrawals	277,940.79



**Board of Directors
Report from the Chief Executive Officer - Open Meeting
November 22, 2022**

Communication and Counsel to the Board

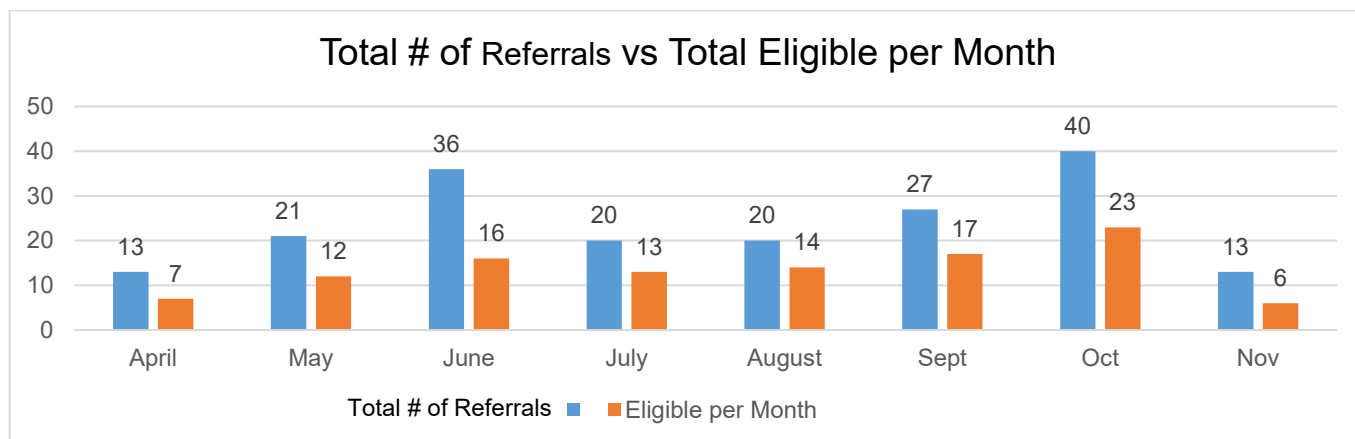


The Board needs to be aware of the on-going demand for URS. We have not been funded to provide adequate staffing to meet the demand for this service. MCCSS never conceptualized that URS would have a wait list, so we continually strive to meet demand. We currently have one of our URS staff on a contract until March 31, 2022 to help address this need; we need the Ministry will right-size our funding for 2023 - 2024.

URS	Nov. 11, 2022	2022-23 Q2	2022-23 Q1	Notes
Referrals Year-to-Date	190	141	71	The Current Active reflects the need for 4 Coordinators rather than 3. URS Leads have advocated that a caseload of 20 is more realistic. 86 Active Clients means an average of 29 clients per Coordinator if we only have 34 Coordinators.
Eligible Year-to-Date	108	78	33	
% of MCCSS Annual Target (190 eligible)	57%	41%	17%	
Current Active (Caseload Target for 3 URS Coordinators is 66, or 22 per Coordinator)	86			
In Screening Process	8			
Peer Support Navigator	29	22	0	

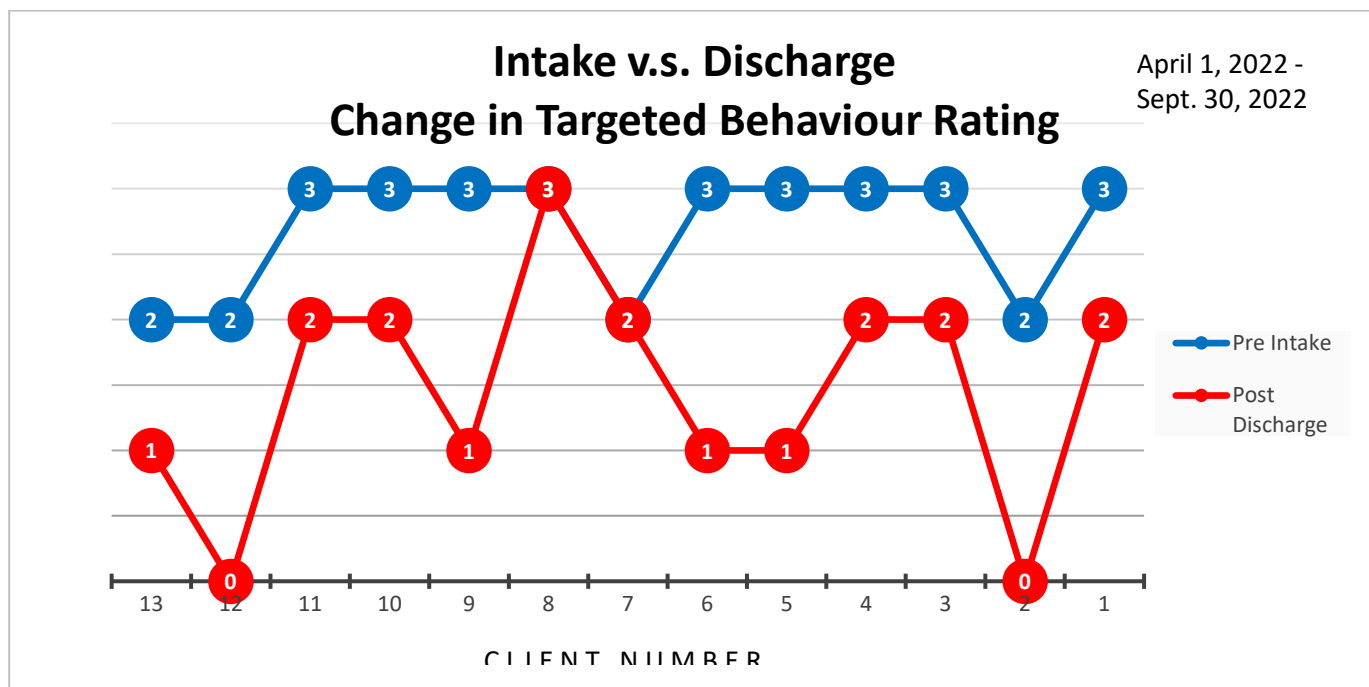
The demand (new eligibility rate) is greater than the discharge rate. URS has discharged 21 over September and October. In October, 23 were eligible, 4 are still in the screening process with Hotel-Dieu, and 1 was in crisis (may return to URS after crisis service).

The rate of referrals (average of 27/month; as high as 40/month) proves the need for a full-time URS Front Door Coordinator to complete the 2 screening tools and intake, as well as provide service navigation supports to those not eligible. A few months ago, we started having this Coordinator help with caseloads to meet service demand, but by August, this wasn't sustainable with the number of referrals coming in.



In October, 5 clients are still in Screening which may impact total Eligible; November only reflects data to the 11th.

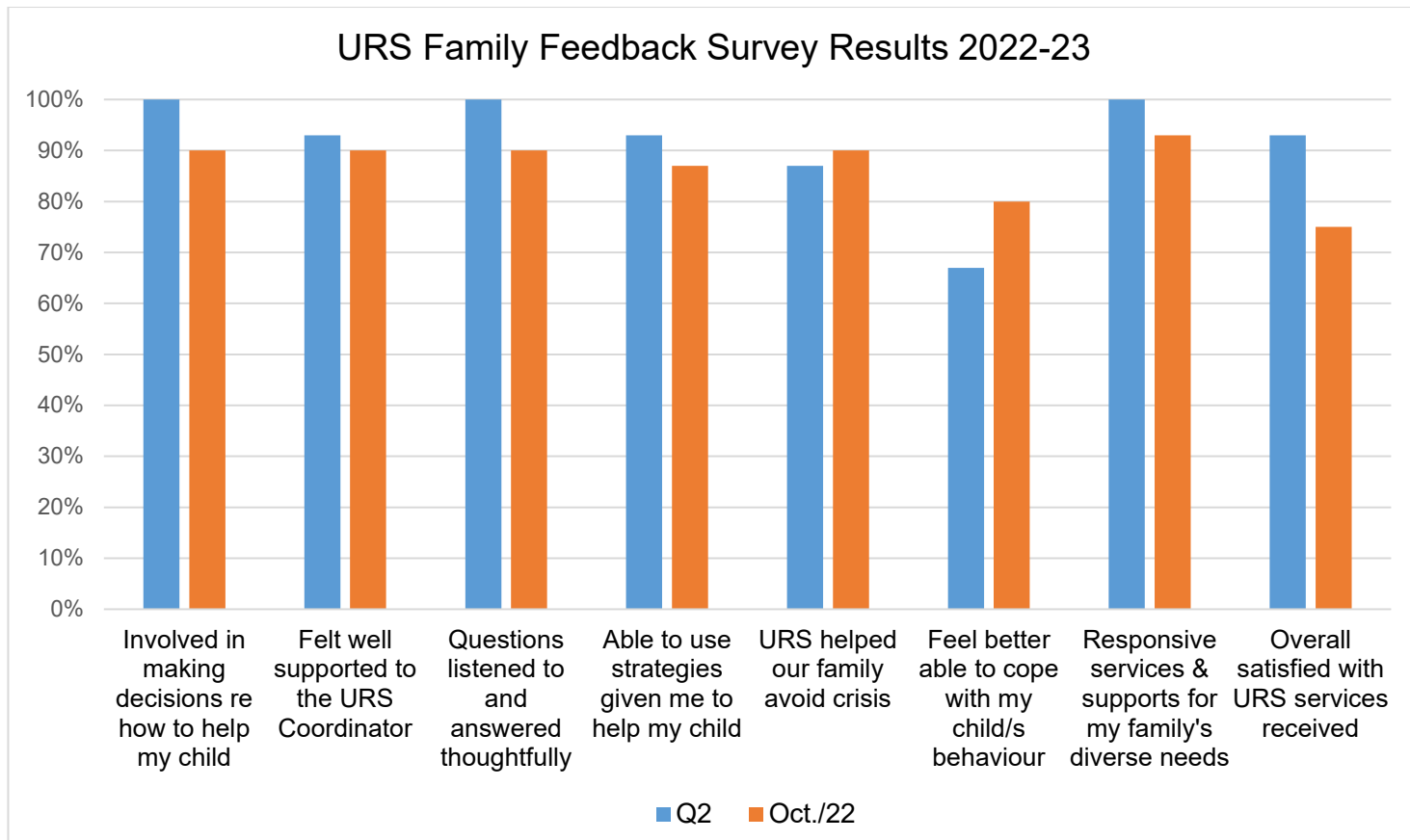
URS Outcomes are reflected in the chart below, pulled from the CANS screen tool completed at Intake and at Discharge. Improved outcomes are quite significant!



Client Feedback on URS

Initial feedback on URS is captured in this Family Feedback Survey.

Total Surveys Sent 19; Total Surveys Received 7:



Things that I found most helpful about this service are:

They were able to come in at a time that was crucial to us, as our son was about to finish school for the year and summer was about to start.

Great service coordination

Kind and caring worker that came and tried to build a relationship with my son. Played new games and brought interesting material to cover

Urs Coordinator

Showed me how to do shopping with Kenji. And also, she gave me picture. she observed him at school.

It was received quickly. Within a short time, we had already had appointments and help lined up. When your family is in crisis, this was a tremendous relief.

Things that could have been done better to support my child and family are:

Better commitment from worker.

I'm not sure

More trained respite

Better respite company, who had experience workers for high needs kids, so we didn't lose respite hours.

The RECREATIONAL respite services: Although the concept of this is great in theory, it was an added expense of time and money that we could not afford, adding to extra stress. I think that allowing families the same "services" that they would receive from Special Services at Home would have been more beneficial. Currently, we are approved for the program, however, there is no funding. These services would have provided better relief.

Other comments:

The worker assigned to us on three different occasions never showed up for her appointment and did not contact us to let us know she was not coming. We finally had to make the decision to ask her supervisor to tell her not to return. I had to spend the last three weeks of summer supporting my child which was very stressful to me and I lost a lot of time away from my own work responsibilities. I am very disappointed at how this turned out for us from Urgent Care.

Over all helped our family.

I'm not entirely sure how receptive he was to the information..... the time slot was tricky because it was after a long day of camp for my son and around dinner time

Urs services should be longer then 12 weeks as I am at the same situation where I was before as a parent

Overall, this service was great.

Written detail of what went on during each visit would have been appreciated. From what I understand my child was supposed to receive therapy services for self injurious behaviour but from the information I have been given so far, they just received respite care.

Bethesda is an exceptional organization that worked well both individually and as a team. Their level of service to the whole family brought the escalation down quickly. I cannot say enough wonderful things about them. Although we had a hiccup in the beginning with

another Respite company, we ended up with Trillium who were very accommodating and had a wonderful team to work with. Finally, Ellen Tansony, from Contact Brant was fantastic. She had time to listen and really helped me when I needed it. The overall experience we received was perfect and I hope that these services will continue to be offered and thrive. Thank you.

Information

Following is the 2nd MCCSS Report for CSP:



CSP Ministry Report 2	2022-23 Q2	2021-2022	2019-2020
# children/youth Active in CSP	105	121	184
# New Referrals for CSP	18	20	43
# New Referrals by Source Type:			
Child / Family	2	3	1
School / Educator	0	0	0
Physician	0	1	1
Other Health Provider	1	0	0
Children's Aid Society	0	1	0
Indigenous Child Well Being Society	0	0	0
Other Indigenous Organization	0	1	25
Other Children's Service Agency	10	14	0
Out-of-Area Coordinating Agency	0	0	0
Other Source	0	0	24
# children/youth starting CSP	5	12	791
# Days: Referral to 1st SPC mtg.	21	301	2,280
# Times Child/Family met with SPC	1,294	2,898	2,809
Time spent by SPCs in FTE	7.94	8.31	2,419
SPC's Direct Service Hours	883	2,146	2,609
SPC's Indirect Service Hours	2,570	5,087	12
# Leaving CSP due to Discharge	2	10	7,538
Length Service for Discharged (days)	469	12,842	44
# Leaving Active CSP: Inactive	3	11	34

Information

Annual Governance and Policy Review for the Board of Directors

Ministry direction and Board governance responsibilities indicate that the Board of Directors should review their governance role and Strategic Statements annually. Directors are expected to be familiar with and are responsible in their governance role for the organization's policies. Refer to Ministry document on the Board's website: *Consider This! A resource for Boards of Directors of Ministry-funded Community Agencies.*

1 . Duties and Responsibilities of Directors of Not-for-Profit Organizations

Source: *Duties and Responsibilities of Directors of Not-for-Profit Organizations*
Canadian Society of Association Executives 2013 Third Edition

Duty of Knowledge	<ul style="list-style-type: none">• Know the content of the fundamental documents: legislation, bylaws, Board policies• Know the purpose of the organization• Understand how the organization translates the purpose into action
Duty of Care	<ul style="list-style-type: none">• Act in accordance with a minimum standard of care• Exercise the care, diligence and skill of a reasonably prudent person
Duty of Skill and Prudence	<ul style="list-style-type: none">• Act with practicality and not necessarily expertise in mind• Act cautiously and anticipate any probable consequences of any course of action that the organization may choose to take
Duty of Diligence	<ul style="list-style-type: none">• Be as fully informed as reasonably possible about all aspects of the corporation• Act prudently and reasonably to protect the integrity and reputation of the corporation• To review the agenda & supporting material before each board meeting• To attend meetings of the board• To be prepared to discuss the business before the meeting in a prepared and knowledgeable way• To vote on matters that come before the meeting
Duty to Manage	<ul style="list-style-type: none">• Appoint and supervise the CEO• Establish policies and provide guidance• Comply with legal requirements• Acquire adequate knowledge of the business and functioning of the organization• Measure management's implementation of Board policies
Fiduciary Duty	<ul style="list-style-type: none">• Avoid acting in such a way that personal interests conflict with the interests of the corporation• Act honestly and in good faith• Be loyal to and to act in the best interests of the corporation• Subordinate every personal interest to those of the corporation
Investment Powers	<ul style="list-style-type: none">• Have up to date investment policies that are monitored rigorously
Delegation by Directors	<ul style="list-style-type: none">• Delegation without monitoring is abdication• Therefore good policies, along with rigorous monitoring is required
Duty to Avoid Conflicts of Interest	<ul style="list-style-type: none">• A director must act at all times in the best interest of the corporation• Conflicts must be declared
Duty to Act within Scope of Authority	<ul style="list-style-type: none">• Directors must know both the scope of their own authority and the permitted activities of the corporation

Information

2. Strategic Statements

Strategic planning is the process of determining where the organization is going in the future and how it is going to get there, based on the organization's mandate. The Board should govern the organization with the achievement of the Mission and Vision as its primary objective, guided in decision-making and actions by its Values.

The Board identifies the organization's Mission, Vision and Values statements and develops a multi-year strategic plan aimed at helping the organization achieve its stated goals. The Board monitors the outcomes of the organization as identified in the Strategic Plan. Strategic Statements, revised March 2021, are posted in office and on our website.

VISION

By working together, we will improve the well-being of children, youth and families.

MISSION

Contact Brant is the first place for children, youth and their families to:

- Connect to community services;
- Understand available resources;
- Receive coordinated supports.

VALUES

We value ...

Our clients through a respectful, family-centred approach.

Our community partners and the work we do together.

Our commitment to diversity and inclusion.

Our knowledgeable team who make it all happen.

Recommendation: Confirm the Mission, Vision and Values Statements as written.

Decision

3. Service Principles: Our Service Principles guide our family-centered service commitment.

We recognize each family is unique, the family is the constant in a child's life, and the family is the expert on their child's abilities and needs.

We treat each child, youth and family with dignity and respect.

We provide flexible and responsive services based on the unique needs of each child, youth and family.

We build each service plan on each child/youth and family's strengths, as well as their identified priorities and preferences.

We provide information to help each child/youth and family make informed decisions; we ensure choice and decision-making occurs throughout service.

We work collaboratively with children, youth and their families as well as other community service partners to provide coordinated services for each family.

We hold the highest respect for Confidentiality and Privacy of information, and always secure informed Consent.

Information

4. Annual Governance Policy and By-Laws Overview

Contact Brant's By-Laws, Governance Policies, and Operational Policies are posted on the Board log-in website. A clear policy framework means there will be fewer misunderstandings or debates about what to do in particular situations and there will transparency and consistency in the way an organization operates and make decisions.

4.1 Contact Brant By-Laws

By-Laws are a legal document that describes how the organization must be governed. Although the Board can make revisions to by-laws at any time, final approval must be made at the Annual General Meeting.

Bylaws should deal with only the highest level of governing issues. Bylaws generally define things like the group's official name, purpose, requirements for membership, officers' titles and responsibilities, how offices are to be assigned, terms of board service, officer/board member succession and removal, how meetings should be conducted, how often meetings will be held, decision making, any other non-negotiables deemed necessary, and the provision for amending the bylaws. We are starting to work on required revisions under ONCA - following is a summary of the Contact Brant By-Laws, revised June 2021:

Preamble	Defines the organization's name and mandates.
Definitions	Interpretation of key words in the document
Corporation Seal	Contact Brant is a corporation and has a corporate seal of which the Executive Assistant is the custodian.
Execution of Documents	Outlines 2 officers are required to sign corporation's documents and may use the corporate seal.
Financial Year End	March 31 st is the end of each financial year.
Banking Arrangements	Banking transactions are made by officers as per Board resolution (i.e., signatures of 2 officers)
Borrowing Powers	The Board may make a decision to borrow
Annual Financial Statements	Annual financial statements are provided to members
Membership Conditions	Outlines eligibility and being effective from one Annual Meeting to the next
Membership Transferability	Special resolution is needed to make any amendments
Members Calling a Member's Meeting	A written request of members carrying not less than 5% of voting rights will result in the Board calling a meeting within 21 days.
Termination of Membership	Outlines situations for automatic termination once confirmed by the Board.
Effect of Termination of Membership	Rights of a member ceases upon termination of membership
Quorum at Meetings	A majority (50% plus one) is required for quorum; meetings can proceed without quorum and email voting is carried out within one week
Votes to Govern at Meetings	All questions are determined by a majority of votes; if there is a tie, the chair of the meeting shall cast a second casting vote.
Participation at Meetings by Electronic Means	Members can participate by phone or other electronic method
Annual Meeting of the Corporation	Notice of the AGM is given 30 days in advance; the Board chooses the date for the AGM; at the AGM, the Auditor is appointed

Cost of Publishing Proposals for Annual Members' Meetings	Any member submitting a proposal shall pay the cost of including the proposal in the notice of the meeting
Rules of Order	The chair will determine any questions of procedure at meetings in accordance with Roberts Rules of Order
Nominating Directors	Outlines nomination procedures including Nomination Committee tabling the nominations for the upcoming year at the AGM, or bringing recommendations to the Board to fill a vacancy between AGMs; Directors are elected by the Board annually at the AGM
Number of Directors	Minimum of 8 and a maximum of 12; outlines the diversity of membership and that the CEO is an ex-officio Director of the Board with no voting privileges.
Term of Office of Directors	Directors are appointed for 3 year terms and can be elected for 3 full terms or 10 years. Also outlines when a Director shall be terminated.
Meetings of the Board of Directors	Usually meet once per month except July and August; meetings are called by the Chair or Vice-Chair; guests may attend upon invitation.
Committees of the Board	Appointment to the Nominating, Audit and Policy Review Committees are made after the AGM; the Board can create other committees.
Appointment of Officers	Officers are annually elected by the Board – Chair, Vice-Chair, Treasurer, Secretary and an optional Immediate Past-Chair. Directors can serve a maximum of 3 consecutive years in one office.
Description of Offices	Describes the role of Officers: Chair, Vice-Chair, Treasurer, Secretary, Immediate Past-Chair and Chief Executive Officer
Signing Officers	All deeds, transfers, assignments, contracts and obligations shall be signed by the CEO and one of the Chair or Vice-Chair or Treasurer or Secretary. The seal of the corporation can be affixed as required.
Invalidity of Provisions of this By-Law	Any invalid provision does not affect the rest of the by-laws
Omissions and Errors	Accidental omissions do not invalidate decisions or actions
Conflict Resolution	Outlines resolution process with the Board of Directors as a Whole
By-Laws and Effective Date	The Board makes decisions and revisions to any by-laws which must be confirmed at the next AGM.

4.2 Contact Brant Governance Policies

Governance Policies establish the expectations of the Board of Directors with respect to their stewardship and governance responsibilities. These policies include the details of procedures, governance process, strategic planning, Board/CEO linkages, and executive boundaries. Following is a summary of Governance Policies which are in need of revision:

Governance Style and Commitment	The Board has 3 primary responsibilities: (i) Accountability to its membership, partner agencies, funders and the Brant community; (ii) Setting agency direction through strategic planning as well as policy development; and (iii) hiring and monitoring of the CEO. (The CEO is responsible for the performance of all other agency staff and implementing the strategic plan and policies).
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	<p><u>POLICY:</u> The Board of Directors will:</p> <ul style="list-style-type: none"> • Oversee the ongoing financial health and performance of the organization • Support the achievement of the organization's stated Mission, Vision & Values and the Strategic Plan's Goals and Objectives • Cultivate a sense of group and individual responsibility and accountability • Be responsible for excellence in governing and for establishing policy.
Board Responsibilities & Job Description	<p>Collectively, the Board of Directors is responsible to the people it supports, staff, funders and the community for the total contribution and direction of the organization.</p> <p><u>POLICY:</u> The Board of Directors will produce written governing policies which, at the broadest levels, address each category of organizational decision:</p> <ol style="list-style-type: none"> a) Governance Process b) Board of Directors-Chief Executive Officer Linkage c) Planning Responsibility d) Executive Boundaries
Role of Chair	<p><u>POLICY:</u> The Chair ensures the integrity of the Board process and represents the Board of Directors to outside parties.</p>
Code of Conduct	<p>Board members are expected to conduct themselves in an ethical manner while representing the agency; make decisions which they believe represent the broad interests of the community; and ensure fiscal and legal accountabilities are met.</p> <p><u>POLICY:</u> The Board commits itself and its members to ethical, professional and lawful conduct, including proper use of authority when acting as Board members and to discharging their duties with adherence to a standard of care based on the collective knowledge and experience of the Directors.</p>
Conflict of Interest	<p>A conflict of interest exists when the Board member participates in making a Board decision, when he or she knows or should reasonably know that the decision may enhance the private interest of the Board member or promote the private interest of another person or organization with a formal association to the Board member.</p> <p><u>POLICY:</u> Any time a Board member's decision is or potentially could be influenced by external affiliations or personal interests, a conflict of interest must be declared.</p>
Board Committees	<p>The current Standing Committees of the Board</p> <ol style="list-style-type: none"> 1. Nominating Committee 2. Policy Review Committee 3. Audit Committee <p><u>POLICY:</u> Board committees will be used to facilitate the work of the Board of Directors and will operate as defined by their Terms of Reference, as approved by the Board of Directors.</p>
Board Meetings	<p>Board meetings are held in both Open sessions which the public can attend, and In-camera which are confidential sessions for the Board of Directors, with staff as deemed appropriate by the Board. Decision making is also described in the procedures.</p> <p><u>POLICY:</u> Minutes will be kept at all meetings of the Board. All decisions shall be decided by a majority of votes.</p>

Communications	<p>Communication with stakeholders is important to promote the organization and sometimes to resolve an issue. Media can become involved as well in these communications.</p> <p><u>POLICY:</u> The Chair or his/her delegate speaks on behalf of the Board of Directors and to all media issues of a governance nature; the Chief Executive Officer speaks on behalf of the organization and to all media issues of an operational nature.</p> <p>Contact Brant will undertake advocacy to effect positive change, as it relates to our mission, on behalf of individuals, families and our community.</p>
Monitoring Board Performance	<p>The Board annually evaluates its performance (use an established tool)</p> <p><u>POLICY:</u> The Board will review and evaluate its performance annually.</p>
Mission, Vision, Values and Outcomes	<p>The Board must identify the organization's Mission, Vision and Values and develop a multi-year plan based upon this strategic statement; the multi-year plan is broken down into annual priorities/work plans which are regularly reviewed.</p> <p><u>POLICY:</u> The Board of Directors will govern the organization with the achievement of the Mission and Vision as its primary objective, guided in decision-making and actions by the Values.</p> <p>The Board of Directors will monitor the outcomes of the organization as they are identified in the Strategic Plan.</p>
Governance/ Management Connection	<p>The CEO is the Board's link to operational achievement and conduct. Authority and accountability of staff, as far as the Board is concerned, is considered the authority and accountability of the CEO. It is incumbent for the Board members to have sufficient knowledge of the culture and operations of the organization, which is gained through the formal meetings of the Board as well as through informal interactions with various members of the organization.</p> <p><u>POLICY:</u> The Board of Director's sole official link to the operational organization, its achievements and conduct will be through the Chief Executive Officer. Approved motions of the Board of Directors are binding on the Chief Executive Officer.</p>
Delegation to the CEO	<p>The Board engages the CEO to operate the organization following the objectives of the Strategic Plan as well as any policies and other directions determined by the Board.</p> <p><u>POLICY:</u> The Board of Directors will instruct the Chief Executive Officer through written policies which will prescribe the organizational outcomes to be achieved, and describe organizational situations and actions to be avoided.</p>
Monitoring of CEO Performance	<p>Monitoring the CEO's job performance should be against the organization's achievement of the annual Strategic Plan, goals and objectives and the degree to which Board policies are being met.</p> <p><u>POLICY:</u> An assessment of the Chief Executive Officer's job performance will be conducted annually by the Board of Directors.</p>
Executive Authority	<p>The Board establishes Executive Boundaries for the CEO.</p> <p><u>POLICY:</u> The Chief Executive Officer will act in a manner that is in line with the Mission, Vision and Values of Contact Brant as well as the goals and objectives of the Strategic Plan, follow the constraints established within the Executive Boundaries Policies, and declare all conflicts of interest.</p>

Asset Protection & Risk Management	<u>POLICY</u> : The Chief Executive Officer will ensure that assets of the organization are adequately protected through risk management practices, human resource and financial policies and appropriate and sufficient insurance coverage.
Financial Planning & Budgeting	<u>POLICY</u> : The Chief Executive Officer will ensure sound financial planning, including budgeting, will take place at least annually; any deviation from the approved budget will be brought to the Board of Directors.
Communication & Counsel to the Board	It is the responsibility of the CEO to ensure that the Board is apprised of the information required to make knowledgeable decisions which are in the best interest of the organization. <u>POLICY</u> : The Chief Executive Officer will ensure that the Board of Directors is informed and supported in its work.
Compensation & Benefits	<u>POLICY</u> : With respect to employment, compensation and benefits to employees, consultants, contract workers and volunteers, the Chief Executive Officer must protect the fiscal integrity and public image of Contact Brant.
Emergency Executive Succession	In order to protect the Board from sudden loss of the CEO's services, the CEO must ensure that one staff is familiar with Board of Directors and CEO issues and processes. <u>POLICY</u> : The Chief Executive Officer will protect the Board from the sudden loss of the Chief Executive Officer services through an Executive Succession plan.
Financial Conditions & Activities	<u>POLICY</u> : The Chief Executive Officer must protect the financial soundness of Contact Brant and operate the organization in a sound and prudent fiscal manner, based on the Board of Director's priorities which have been established in policies and within approved budgets.
Public Relations	<u>POLICY</u> : The Chief Executive Officer shall ensure effective relations with the organization's external environment and speak on all issues of an operational nature.
Treatment of Staff	<u>POLICY</u> : The Chief Executive Officer will ensure the fair and ethical treatment of staff by ensuring that employment conditions, procedures and decisions are safe, respectful, honest, dignified, and provide appropriate confidentiality. The Chief Executive Officer will ensure workplace conditions which are safe.
Treatment of Clients	<u>POLICY</u> : The Chief Executive Officer shall ensure the fair and ethical treatment of clients by ensuring that client interactions are governed by procedures and decisions which are safe, respectful, honest, and dignified.
Business Continuity Planning	A Business Continuity Plan enables critical services to be continually delivered to clients. Creating and maintaining a Business Continuity Plan will ensure that Contact Brant is prepared to deal with emergencies and has the resources and information needed. <u>POLICY</u> : The Chief Executive Officer will ensure a sound business continuity/emergency preparedness plan is in place to address the risk from potential disasters and will ensure steps are in place for service delivery to clients as soon as possible.

4.3 Contact Brant Operational Policies

The Board reviews and revises policies; the CEO provides an overview of the Operational Policies throughout the year. Operational policies and procedures ensure that the direction set by the governing body is translated into steps that result in an outcome compatible with the organization's Mission Statements.

Operational Policies establish consistent expectations for employees on how they are to do their work. The policy statements consist of high-level statements of intent and standards an organization sets; procedures are a detailed description of the steps and instructions on how to meet the policy. The 5 areas of operational policies and procedures are:

- Administrative
- Financial
- Human Resources
- Access Coordination
- Information Services.

Information

5. Board Review

According to legislation, the Board has responsibilities related to customer service, health and safety, confidentiality, abuse and conflict of interest. Annually the Board receives a re-orientation of policies related to these.

5.1 Accessibility Policy

- Operational Policy, previously titled the Customer Service Policy
- Contact Brant abides by the provisions of the Accessibility for Ontarians with Disabilities Act, as well as the Accessibility Standards for Customer Service Regulation (AODA regulation 429/07).
- Legislation and policy establishes that Contact Brant is committed to giving people with disabilities the same opportunity of access to our services and in a similar way that these services are available to all others we serve. This means we accept and respect use of assistive devices and service animals, communicate respectfully taking into consideration the person's disability, and welcome support personnel.
- There are four principles of customer service:
 - i. Dignity
 - ii. Independence
 - iii. Integration, and
 - iv. Equal opportunity.
- Client Feedback is encouraged through the QSS, the provincial MPOC tool for Coordinated Service Planning and the FASD, Customer Thermometer (embedded in staff's emails), and the *Feedback and Complaints* brochure. We also ask callers, who we have provided information, on their satisfaction with our service and track this in our Database. Our website states that we welcome feedback and we have a direct link to our email to support easy communication.
- *Tips on Serving Customers with Disabilities* booklet is available in our office, on the Board website, and reviewed annually by staff.

5.2 Health and Safety

- Operational Policy – these are currently under revision through guidance from HR Covered.
- Contact Brant meets the requirements of applicable legislation and guidelines, and endeavours to provide a healthy and safe workplace.
- Policy outlines employee and employer responsibilities as per legislation.

- Will accommodate injured or ill employees according to legal obligations, and support early intervention and rehabilitation through their Early and Safe Return to Work procedures.
- A First Aid box is located by the photocopier. Two Contact Brant staff are trained in First Aid and certificates are posted.
- Monthly site inspections are completed by our new Health and Safety Committee, formed in October once we reached a total of 20 employees. An annual inspection of all fire extinguishers, exit signs and emergency lighting by a qualified inspector as well as an annual inspection of the fire alarm system is completed by Woodview.
- Employee responsibilities include working in a safe and healthy manner; promoting a secure and hazard free environment; reporting all unsafe working conditions; and ensuring that safe and healthy working conditions are maintained.
- Fire Safety Plan: CEO is responsible to ensure a Fire Safety Plan is developed cooperatively with Woodview. Floor plans are posted throughout the building. The Board should be familiar with the floor plan including exits, fire extinguishers, emergency lighting, wheelchair accessibility, elevator, and stairwells.

5.3 Privacy & Confidentiality; Consent for the Release of Information

- Governance and Operational Policies
- Legislation reflected in Contact Brant policy includes the Personal Health Information Protection (PHIPA), and the Child and Family Services Acts.
- Board Governance Policy outlines Directors' responsibilities. All Directors sign a Declaration of Commitment and Agreement for Confidentiality when they become a Board member; an annual reminder through this review is provided:

Commitment: *I have read the Mission, Vision and Values Statements for Contact Brant and agree to remain true to the ideas and commitments expressed therein in all deliberations and decisions on Board affairs, during my term on the Board of Directors, Board Committees and as a member of the organization.*

Confidentiality: *I commit to keep confidential all information received by me in any manner, including but not limited to orally, written, email, fax, computer records, in my line of duty as a Director of Contact Brant for Children's and Developmental Services with respect to clients, staff, volunteers, as well as the organization's business. I commit to keep confidential all information and issues which are received and discussed during or after my term as a Director of Contact Brant. I commit to confidentially handle and safeguard the information in my custody or under my control including but not limited to any written or electronic information, electronic input of information, filing, photocopying and printing by taking reasonable steps to ensure information is appropriately stored and protected against theft, loss and unauthorized use or disclosure; protecting against unauthorized copying, modification or disposal; and ensuring that all records are retained, transferred and disposed of in a secure manner.*

I agree to not disclose any information during or after my term as a Director of Contact Brant to any third party for any reason except with written consent from the client or staff unless legally obligated to without consent.

I will not act as spokesperson for the Board, nor discuss the business of the Board, unless designated to do so by the Chair of the Board.

- The Operational policy and procedures establish standards for collection, use, and disclosure of personal information to protect the confidentiality and privacy of individuals with respect to their information.
- Employees must understand and relay the purpose that information is collected, used and disclosed when requesting consent. The purpose would include, for example, intake with referral to specific service, and service coordination with need to share information between providers to support a single plan of care.
- Knowledgeable consent is required unless authorized by law without consent (e.g., reporting to CAS). Contact Brant's Privacy Statement is readily available (posted in the office, on the website, and/or provided in print). Having shared this, one can make the reasonable belief of the individual's knowledge of the purposes.
- There is no legal requirement that consent be in writing; consent is always documented.
- Safeguarding of confidential information (including electronic records, written files and notes) by taking reasonable steps to appropriately store and protect against theft, loss and unauthorized use or disclosure; protect against unauthorized copying, modification or disposal; and ensure all records are retained, transferred and disposed of in a secure manner.
- If an employee discloses or fails to take reasonable efforts to protect confidential information, they face disciplinary action up to and including termination of employment.

5.4 Abuse Policy

- Operational Policy
- Every person has the right to be free from any form of abuse. This is especially important to consider in our work with vulnerable sectors, including but not limited to, those with mental health issues and intellectual disabilities.
- Contact Brant treats any act of abuse and/or neglect as a very serious matter. Our policy statement is: *Contact Brant has zero tolerance for abuse* which may result in disciplinary action up to and including termination of employment.
- Abuse refers to any act or situation which may be physical, emotional, psychological, sexual and/or financial that is unwarranted, demeans, harms, infringes on personal rights or dignity, neglects, or places an individual at risk to personal harm and safety. Definitions of abuse are included for Physical, Sexual, Verbal, Emotional or Psychological, or Financial Abuse, as well as Neglect or Mistreatment and Exploitation.
- Policy outlines annual employee orientation re abuse:
 - i. *Prevention* considerations include supporting people to be included in regular community life with positive relationships and connections.
 - ii. *Identification* involves the recognition of the indicators of abuse.
 - iii. *Reporting* involves an immediate response when abuse is queried to the appropriate provider (Children's Aid or police); remaining objective and supportive; supporting safety; and documentation.
- Policy describes how an investigation into abuse allegations should be completed.

5.5 Conflict of Interest Policies

- Governance and Operational Policies on Conflict of Interest.

- Whether a Director of the Board or an employee, conflict of interest exists when a course of action may have, or may be deemed to have, competing professional or personal interests or financially benefit the individual personally or an organization with which they are associated.
- Directors declare any conflict of interest at the start of a meeting, or before discussion begins on the related item. After a declaration, that member may not vote or participate in the discussion or otherwise attempt to influence the decision making, and will not be counted as part of the quorum.
- To ensure services are provided equitably, employees are required to avoid placing themselves in situations where their personal interests actually or potentially conflict with the interests of the organization.

Information

Operational Policies Overview

Access Coordination Policies

Annually the Board receives an overview of Operational Policies. The following summarizes the Access Coordination Policies.

Intake	<p>The intake process gathers information to determine what services are appropriate and helps ensure that the right child receives the right services at the right time. The four Contact agencies coordinate together to implement access services as consistently as possible across the Hamilton-Niagara Region; Intake Standards have been established based on these regional discussions.</p> <p><u>POLICY:</u> Contact Brant employees will utilize family-centered, evidence-based practices related to provision of information, intake and referral, as well as service coordination.</p> <p>Contact Brant employees will complete the intake process in a respectful manner, considering privacy and confidentiality, diversity, customer service, as well as safety.</p>
Transition Planning	<p>MCCSS expects integrated transition planning for each youth with a developmental disability; Contact Brant has a lead role in facilitating this integrated planning in Brant.</p> <p><u>POLICY:</u> Contact Brant will actively promote and participate in transition planning with children, youth, and their families.</p> <p>Contact Brant will lead transition planning with children's and adult service providers to ensure every young person with a developmental disability registered at Contact Brant has a unique documented transition plan that identifies their future goals, support needs and the process to achieve these.</p>
interRAI	<p>The Ministry expects Access Agencies to use a standardized tool as part of the intake process; the Contact agencies use the interRAI Child and Youth Mental Health Screener. Please note we are in discussions with Woodview about changing to the HESDS-ED tool.</p> <p><u>POLICY:</u> The interRAI Child and Youth Mental Health – Screener (interRAI ChYMH-S) will be completed to evaluate the needs of children and youth</p>

	aged 4 - 18 with mental health concerns and assist in triaging the child/youth to the right service at the right time.
Service Coordination	<p>Contact Brant has a lead role in facilitating service coordination through our Access and Coordinated Service Planning mandates. Community collaboration ensures that services for children/youth and their families are coordinated and complementary; avoid duplication and contradiction; and consistently working towards meeting the individual and family goals in a manner that is consistent with their values and preferences.</p> <p><u>POLICY</u>: Contact Brant employees will lead coordinated service planning for children, youth and their families by working with partner organizations in the various sectors to ensure a documented coordinated service plan that takes into account the child/youth and families' priorities, strengths, needs, and services.</p> <p>Contact Brant employees will provide family-centered services and supports.</p>
Client Satisfaction Surveys	<p>Contact Brant welcomes and encourages client feedback and utilizes surveys to capture feedback.</p> <p><u>POLICY</u>: The Quality Satisfaction Survey will be offered to clients after each intake. The identified tools for Coordinated Service Planning and the FASD Service Coordination supports will be offered to clients upon completion of the Coordinated Service Plan/Service Plan at least once annually.</p>
Service Provision Update	<p>Part of our mandate is centralized data on referrals and waiting lists. We work closely with our partner agencies to receive information from them when they admit and discharge children to/from service so that our data is accurate and available for community reports.</p> <p><u>POLICY</u>: Contact Brant will track admissions and discharges from Ministry-funded service agencies.</p>
Case Conferences	<p>Service Coordination is one of our mandates. Case conferences are an excellent tool to support coordinated planning with families and service providers.</p> <p><u>POLICY</u>: Contact Brant will work collaboratively with community service organizations to support service coordination on behalf of clients and their families.</p>
Case Resolution	<p>Contact Brant is mandated to facilitate the Case Resolution mechanism for children with complex special needs when the service system cannot easily meet their support needs.</p> <p><u>POLICY</u>: Contact Brant will facilitate the community Case Resolution mechanism according to the community Case Resolution Protocol to ensure the needs of children at risk have an appropriate stabilization plan of supports.</p>
RPAC	<p>Contact Brant is mandated to coordinate the Residential Advisory Placement Committee (RPAC) process in Brant, as legislated in the Child, Youth and Family Services Act.</p> <p><u>POLICY</u>: Contact Brant will coordinate the community Residential Advisory Placement Committee according to legislative requirements and Ministry guidelines.</p>

Prioritization	<p>Contact Brant is mandated to identify those children and youth that are “most in need” as part of our intake, referral and service coordination processes. Contact Brant uses the community-developed Most in Need tool to facilitate the identification of each child’s priority. Prioritization is identified at the time of intake, as well as at any point in time following this if the child’s situation changes.</p> <p><u>POLICY</u>: The priority of each child/youth will be identified for immediacy of referral, as well as for level of risk through completion of the Most in Need Tool as part of the intake, referral and service coordination processes.</p>
Suicide and Threat Prevention	<p>Each tragedy of completion of suicide or violence against others devastates families, friends, and communities. Prevention rests with staff through recognizing risk factors and warning signs, and proactively acting.</p> <p><u>POLICY</u></p> <p>Staff will talk openly about suicide and threats of violence with clients to be able to recognize when someone is thinking about suicide or violence, and connect them to appropriate supports with appropriate identification of prioritization.</p>

Information

Assessing the executive director's performance

From Village Vibes Issue 18.42 (October 2013)
Written by: Jack Shand
November 1, 2010

Purpose of the performance appraisal

The performance appraisal gives both the board and the executive director the opportunity to review the executive director's agreed-upon goals and outcomes for the past year and to set goals and objectives for the coming year. It provides a mechanism for discussing opportunities for improving performance and achieving the organization's goals and objectives.

Since the executive director plays a significant leadership role as the organization's chief staff officer, the organization's success is often linked directly to how the executive director is performing in his/her job. Evaluating the executive director is, therefore, an integral component of the board's responsibilities and should be set out in board policy.

Relationship to the strategic plan

The performance appraisal should be linked directly to the organization's strategic plan and, in particular, the goals and measurable objectives for the planning period. In many organizations, specific goals or key result areas are identified at the beginning of an appraisal year by the executive director and the executive committee or board. These goals/result areas should be based on those set out in the strategic plan. The appraisal then focuses on achievement in those areas, rather than just day-to-day operational matters and the job description.

Frequency of appraisal

The performance appraisal should be conducted annually, usually coinciding with the executive director's employment anniversary date or in conjunction with the organization's annual planning cycle and fiscal year-end. Since most executive directors will receive compensation increases based on achievement of performance goals, it is especially important that the annual performance appraisal process be initiated at or near the conclusion of the program/financial year.

Appraisal options

Since the success of the organization is often largely related to the successful performance of the executive director in implementing the organization's goals and objectives, it is important to obtain input from a variety of key stakeholders. It is recommended that a 360° performance review approach be used, whereby input is sought and received from the board of directors, the executive director's direct reports (managers, administrators, etc.), and a self-assessment prepared by the executive director. All input should be treated with the utmost confidentiality. The 360° performance review approach can be time-consuming to carry out but the feedback can also be invaluable as a way of identifying both areas for improvement and strong performance.

Assigning responsibility for appraisal

The board should delegate the performance appraisal process to the executive committee or a group of senior officers (e.g., chair, immediate past chair, vice-chair) with the understanding the board will be informed of the outcome. This should be spelled out in board policy. It would be rare for either the entire board, or the board president or chair acting alone, to be responsible for conducting the evaluation, but all board members should have an opportunity to provide input, as outlined above.

Overcoming bias/personality conflict

The criteria for evaluating the executive director should be agreed upon in advance, and should be based on achieving the organization's goals and objectives. Criteria should be objective and measurable. By doing this, it removes much of the danger of blatant subjectivity, personal bias or personality conflicts from entering into the process, as the focus is on organizational goals and measurable outcomes, rather than individual characteristics.

Preparing and conducting an appraisal

The performance appraisal process should be initiated annually within two to three months of the executive director's anniversary date or in conjunction with the compensation cycle. Usually the president or board chair takes responsibility for leading the process, and the evaluation team will assist. A written evaluation tool which is agreed upon by the evaluation team and the executive director will be used to gain input.

Board members should be invited to provide input to the evaluation team using the evaluation tool provided. If the evaluation involves the 360° feedback approach, the executive director's direct reports should also be invited to provide input. The executive director will do a self-assessment, based on accomplishment of previously agreed-upon objectives and action items, and the evaluation team will use it for discussion and comparison with other input received. The team should meet and prepare a summary of the feedback and then meet with the executive director to discuss. At that time any salary adjustment, and incentive pay or bonus if applicable, should also be discussed.

Mutual goal setting

The executive director's performance appraisal should be linked to the organization's strategic plan, and in particular, its objectives and strategic priorities in the annual business plan. Specific performance goals for the executive director should be negotiated at the beginning of each evaluation period between the executive director and the evaluation team. It is preferable for this to be put in writing and signed by both parties. Goals can either be very specific with numerical targets, or more general, depending on the type of goals being discussed and the organization itself. Remember the advice of **Peter Drucker** — "what gets measured gets done." **Performance goals for the executive director should not be determined by the employer without the executive director's agreement.**

Addressing performance issues in a positive fashion

If any performance issues arise in the course of the performance appraisal process, care should be taken by both the executive director and the evaluation team to discuss these in a constructive, positive, solution-focused manner. Receiving negative feedback is difficult for all employees, regardless of their level within an organization; the person or persons giving feedback on performance problems should always try to keep the balance in being helpful and ego-enhancing. The language used is important, and care must be taken to ensure that what is said is constructive and helpful.

Appraisal as an ongoing process

Although the formal performance appraisal process should be undertaken once a year, the board president or chair should not wait until that time to raise issues with the executive director if they are affecting the executive director's or organization's performance. Positive and negative feedback should be provided on an ongoing basis so there are no surprising issues at the time of the formal appraisal. The executive director should also ask for feedback from the board chair periodically. This can sometimes prevent a flare-up later and also gives the executive director an opportunity to take corrective action sooner, if necessary.

Corrective action

Both the board and the executive director have likely invested a great deal of effort, energy and emotion into the employment relationship. All human beings fall short at some point, and rather than terminating the relationship, there is considerable wisdom and fairness in trying to better the situation through corrective action. If the executive director's performance is seriously deficient, the evaluation team should develop an action plan with the executive director to turn the situation around. The action plan will identify specific steps, such as additional training; expected outcomes; the improvement in performance is defined in measurable terms (e.g., a balanced budget), and the timeframe to achieve the improvement (e.g., the result must be reached within six months, at which time another review will occur in the specific area).

Boards should also be mindful of their legal responsibilities. In most situations, employees must be informed of how their performance is deficient, the expectations of the employer, and given reasonable time to remedy the situation. The only exceptions are where the conduct of the executive director is so egregious that immediate termination is legally justified (e.g., proven theft of property or sexual harassment of staff). When in doubt, the board chair should always consult qualified legal counsel with knowledge of current employment law.

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