

Record of Board Meeting #2015-10 on Nov. 24, 2015

Theme: "Good Governance is the Road to Accountability "

VENUE:	Artisan Eats Board Room	PARTICIPANTS:	NOT ABLE TO ATTEND: Kim Stephens
DURATION:	7:10 pm – 9:10 p.m.	1. Neil Boyd	LEAVE OF ABSENCE: Kathy Bellringer
CHAIR:	Soren	2. Jennifer Hall	
RECORDER:	Colleen	3. Soren Hammerberg	
		4. Julia McCaig	
		5. Colleen O'Neil	
		6. Jennifer Pardee	
		7. Joanne Gassman	
		8. Andrea Verwey	
		9. Kristen Watson	

TOPIC	DISCUSSION HIGHLIGHTS / DIRECTION & DECISIONS	ACTIONS
Quorum & Agenda	<ul style="list-style-type: none"> • Quorum declared by Soren • MOTION to approve Agenda & MOTION to approve Record of Meeting on October 27, 2015: Moved by Soren & Seconded by Neil 	
1 Electronic Decisions	None	

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<p>2 Report from Chair</p>	<ul style="list-style-type: none"> • Soren spoke to a number of matters: <ul style="list-style-type: none"> a. Reminding Board Members re Christmas in the Cove – decorating party on Dec. 4th at 3 p.m. at Doc Morgan’s lawn of our Foundation tree. Jen P., Julia, Colleen and Soren will be the chief decorators. b. Board Directors Terms – Soren reminded members of when their terms are up and received assurance of who will continue on the Board after our 2016 Spring AGM. Andrea and Colleen will step down at that time. Board members are encouraged to seek out potential board members to replace retiring members and present to our nominating committee. Kim will chair the Granting Committee after the 2016 AGM. Kathy is on indeterminate leave with the option of re-joining the Board at a time that she feels will work for her. c. Christmas Potluck – Dec. 9th at 6 p.m. at the home of Kathy. Jen H. is organizing the menu and offerings from Board Members. d. Youth Centre / Gym Nights – Resolution item #2015-52 – that gym equipment will be paid from the 2014 grant to the Youth Centre to be utilized at the a Saturday night gym times. John Stiver has assured the Board that these evenings are well attended by an average of 15 youths. Request for more funding for gym equipment not necessary. <p>Discussion re funding balance of gym night costs</p>	<p>Action #2015-57: That Jen H. , Neil, Julia, Kristen and Kim will stand for another 2 year term as of April 2016, expiring April 2018. Moved by Soren, seconded by Joanne.</p> <p>Action #2015-58: Approval of amount not to exceed \$2,075.00 out of the Youth Fund will be directed to pay for the balance of winter gym nights. Kristen and Soren will determine the appropriate amount.</p>
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TOPIC	DISCUSSION HIGHLIGHTS / DIRECTION & DECISIONS	ACTIONS
<p>3 Report from the Treasurer</p>	<ul style="list-style-type: none"> • Kristen provided a financial overview, with emphasis on the ease of using the new accounting software to produce individual fund reports • Kristen expressed concern that there was only a small sum of donations through the Canada Helps button on our website. • Donations received this season to date include: Pledge for \$100,000 and \$21,000 in 'other' – of which \$20,000 was 2 x \$10,000 contributions. 	
<p>4 Report on Youth Council</p>	<ul style="list-style-type: none"> • Jen P. reported that the first meeting of the Youth Council took place on November 12th. We received 11 applications and all but three were in attendance. Soren provided an overview and other members of the Advisory Committee helped to facilitate the agenda. • Their next meeting is scheduled for December 10th and will be co-chaired by two of the Youth Council members. Their initial focus will be to conduct an informal needs assessment and identify potential projects and/or initiatives to support Bowen youth. • Based on their findings, the Board may wish to consider some small grants to support the Youth Council. The Youth Council will be encouraged to consider fundraising with the goal of matching funding. • At this point in time, it is anticipated that the Youth Council will meet monthly, ending in May as the school year comes to a close. Likely this will be reviewed as their work evolves. 	

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<p>5 Grants Committee</p>	<ul style="list-style-type: none"> • Report on scholarship requests regarding Dulong from Rose/Roocroft. Scholarships were funded to WVSB. Kristen reported that she has discovered where the error has happened. • Andrea will make sure that grant recipients will abide by accounting regulations for respective charities and that this wording will be in information when grantee receives grant. Information will also include accountability to the Bowen Foundation re grant spending. • Andrea will look at the idea of creating separate policies for scholarships vs grants. • KKN Board has agreed to have the Foundation manage their granting. The Foundation will announce the “Community Impact” winners as well as the KKN winners. They have also agreed to just do one granting cycle. Betty Dhont and Dorothy Geisler will oversee the applicants for their grants. KKN have also decided to increase their funds to \$7500.00 for each grant. • Maggie Cummings Fund – There was some communication from Sue Ellen Fast on BIM Council expressing frustration that some funds were used from the Maggie Cummings fund for the “Mountain Trike Push” grant application without appropriate consultation from the advisors to the fund. Kim and Soren have developed criteria for that fund which clearly states that the Maggie Cumming Implementation Committee controls the funds and allocation of said funds, and that BIM and the advisors to the fund are simply consulted. Sue Ellen was made aware of the criteria and informed that the policy also states that the Foundation will not encroach on the capital from the fund and will only co-fund for a project up to 50% - the Foundation will not be the sole funder. <p>Granting timelines for funding scholarships and grants Andrea reported on the proposed timeline for the 2016 Community Impact Grants and the KKN Small Grants (the two processes are being combined). They are:</p> <table border="1" style="width: 100%; border-collapse: collapse;"> <tr> <td style="width: 30%;">March 1, 2016</td> <td>Applications due</td> </tr> <tr> <td>March 11, 2016</td> <td>Shortlist announced</td> </tr> <tr> <td>March 22, 2016</td> <td>Recommendations on winners made</td> </tr> <tr> <td>March 24, 2016</td> <td>Foundation Board approval sought</td> </tr> <tr> <td>By April 11, 2016</td> <td>KKN Board approval sought</td> </tr> <tr> <td>April 12, 2016</td> <td>Winners advised</td> </tr> <tr> <td>April 21, 2016</td> <td>KKN Small Grants winners announced by the KKN Society Board President at the Foundation’s AGM</td> </tr> </table>	March 1, 2016	Applications due	March 11, 2016	Shortlist announced	March 22, 2016	Recommendations on winners made	March 24, 2016	Foundation Board approval sought	By April 11, 2016	KKN Board approval sought	April 12, 2016	Winners advised	April 21, 2016	KKN Small Grants winners announced by the KKN Society Board President at the Foundation’s AGM	<p>Action #2015-59: Kristen will get in touch with her contact at the WVSB and get \$500 repaid to us, and \$500 paid to the second recipient.</p> <p>Action item #2015-60: Motion to Approve: Greenways Implementation Guidelines . Moved by Soren and Seconded by Jen H.</p>
March 1, 2016	Applications due															
March 11, 2016	Shortlist announced															
March 22, 2016	Recommendations on winners made															
March 24, 2016	Foundation Board approval sought															
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<p>6</p> <p>Launch of 2015 Giving Campaign (“For Bowen, For Ever”)</p> <p>Donor Committee</p>	<ul style="list-style-type: none"> • Venue for AGM for 2016 changed to CHC for April 21, 2016 • Interim report on Giving Campaign. Discussion re whether we should have waited until closer to Christmas as donations weren’t as robust as we had hoped. But the thought was that we can only do our best and there have been a number of campaigns this year asking for support, so we agreed that there wasn’t anything that we should have done that we didn’t do! • Discussed ambassadors group picture for Foundation poster. We decided that getting everyone in a picture was logistically problematic, so we would try to get a couple of groups of two or three. We will ask Debra Springfield to do the pictures and Joanne will follow up on this. • Mail Chimp blast will go out in the second week of December to remind people of the end of year approaching and our need for their support. 	<p>Julia will book Cates Hill Chapel for April 21st, 2016</p> <p>Joanne will organize this project with support from Andrea and Julia</p>
<p>7</p> <p>Report from Communication Committee</p>	<ul style="list-style-type: none"> • The second newsletter has been sent out via mail chimp. Kudos to this committee – Jen H., Julia, Neil • Paul Rickett hosted another Helping Hand fundraiser at the Beer and Wine Store on Nov. 20th with another evening to follow on Nov. 27th. • Chimp Foundation – Julia, Colleen, Jen H. and Andrea attended this “Bowen Innovation Series” speakers program hosted by Holly Graff. They offer a tool which they claim “makes it easier for people to donate to charities”. After some discussion the board decided that the work of this Foundation, although somewhat interesting, did not offer our Foundation anything that would be useful for meeting our own mandate and that it in fact creates a divide between our organization and our funders. 	<p>Action #2015-61: That the Communications Committee will ensure that the information Chimp have on their website about our Foundation, is accurate.</p>
<p>8</p> <p>Report from the Governance Committee</p>	<ul style="list-style-type: none"> • Presentation of Policy Papers – The Governance Committee has been working diligently on re-viewing and re-writing our “policy papers”. Various policy papers on 1) Donor Committee 2) Communications Committee 3) Governance Committee 4) Capital Campaign 5) Strategic Planning and 6) Donor Bill of Rights were all reviewed, discussed and approved by the Board. • Directors on Committees - Soren delineated which board members are participating on which committees. 	<p>Action #2015-62: All policies presented were moved by Soren and seconded by Joanne. Policies approved and effective as of November 24, 2015.</p> <p>Note: Refer to Attachment #1 for Policies (11 total)</p> <p>Motion to approve appointment of</p>

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		<p>directors to respective committees moved by Soren and seconded by Colleen</p> <p><i>Note: Refer to Attachment #2 for Board Committee listing.</i></p>
<p>9 Next Meetings</p>	<ul style="list-style-type: none"> • Jan. 26th 7 p.m. at the Rede Boardroom above Artisan Eats in Artisan Square. • Kathy will host the Potluck Dinner on December 9 	

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BOWEN ISLAND
COMMUNITY
FOUNDATION

Attachment #1

POLICIES INDEX

#1 OVER-RIDING POLICIES

Mission Statement
Donor Bill of Rights
Strategic Planning
Capital Campaigns

#2 BOARD STRUCTURE

Roles and Duties

#3 COMMITTEES OF THE BOARD

Nominating Committee
Governance Committee
Communications Committee
Donor Committee
Grants Committee

#4 GOVERNANCE POLICIES

Policy Development and Maintenance Policy
Governance and Governance Assessment Policy
Confidentiality Policy
Conflict of Interest Policy
Privacy Protection Policy
Granting Policy

#5 FINANCIAL POLICIES

Financial Accountability Policy
Donation Recording and Receipting Policy
Administration Fee Policy
Endowment Fund Policies
Flow Through Fund Policy

#6 MAGGIE CUMMING LEGACY ENDOWMENT FUND FOR GREENWAYS

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**BOWEN ISLAND
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FOUNDATION**

CAPITAL CAMPAIGNS

PURPOSE

From time to time, the Bowen Island Community Foundation (the Foundation) may be asked to participate in capital campaigns. Under specific circumstances, as described in this policy, the Foundation may engage in capital campaigns.

DEFINITION

A capital campaign is an intensive fund raising effort designed to raise a specified sum of money within a defined period to meet varied asset-building needs of an organization. These needs can include the construction of new buildings, renovation or enlargement of existing buildings, purchase or improvement of land, acquisition of furnishings or equipment, and additions to capital endowment. All of these are “asset building” objectives.

Any capital campaign that the Foundation engages in should:

1. Align with our Mission Statement, Vision, most recent Strategic Plan and “Vital Signs/Conversations”
2. Directly and materially benefit the Foundation.
3. Have been assessed by the Foundation to ensure that any capital campaign complements the Foundation’s reputation.
4. Not put the Foundation in any financial risk.
5. Have a definitive “start and end” date.
6. Be the subject of a signed memorandum of understanding
7. Be approved by a special resolution of the Foundation’s Board.

Approved by the Board: November 24, 2015.

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**BOWEN ISLAND
COMMUNITY
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COMMUNICATIONS COMMITTEE

PURPOSE

The Communications Committee is a standing committee of the Board. The role of the Committee is to communicate our goals and mission, to develop and maintain our image in the community, to identify appropriate tools and media to communicate with the community, and to establish and maintain open communications with the community.

OBJECTIVES

1. To develop an annual communications plan
2. To co-ordinate and implement advertising and public relations activities as identified in the plan
3. To ensure all communications are in alignment with our Mission Statement and Values
4. To assess the effectiveness of the strategies and take corrective action if necessary
5. To co-ordinate with other Committees for consistency of image and branding

MEMBERSHIP

The Committee will consist of, at minimum, three Board members. The Committee will be chaired by a current Board member.

FREQUENCY OF MEETINGS

As needed.

QUORUM

All must be present, either in person, electronically or by proxy.

Approved by the Board: November 24, 2015

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**BOWEN ISLAND
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FOUNDATION**

DONOR BILL OF RIGHTS

Philanthropy is based on voluntary action for the common good. It is a tradition of giving and sharing that is primary to the quality of life. To ensure that philanthropy merits the respect and trust of the public, and that donors and prospective donors can have full confidence in the Bowen Island Community Foundation (the Foundation) they are asked to support, we declare that all donors have these rights:

1. To be informed of our mission, the way we intend to use donated resources, and our capacity to use donations effectively for their intended purpose.
2. To know who is serving on our governing Board, and to expect the Board to exercise prudent judgement in its stewardship responsibilities.
3. To have access to our most recent financial statements.
4. To have their donations handled with respect and with confidentiality, to the extent provided by law.
5. In all dealings with us, to be treated professionally.
6. When making a donation, to receive prompt and accurate answers to questions asked.

Approved by the Board: November 24, 2015

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**BOWEN ISLAND
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DONOR COMMITTEE

PURPOSE

The Donor Committee is a standing committee of the Board. The role of the committee is to build endowments and other types of funds. The committee works to develop an expertise that will help many different donors achieve their particular charitable goals.

OBJECTIVES

1. To attract contributions in the form of endowments, the development of emerging funds and flow-through funds
2. To develop and implement a plan for raising funds through individual donations
3. To establish and renew giving relationships with members of the community
4. To organize, manage and administer an annual Giving Campaign

MEMBERSHIP

The committee will be composed of, at minimum, four Board members. The committee will be chaired by a current Board member.

FREQUENCY OF MEETINGS

As needed.

QUORUM

All must be present, either in person, electronically or by proxy.

Approved by the Board: November 24, 2015

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**BOWEN ISLAND
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GOVERNANCE COMMITTEE

PURPOSE

A standing committee of the Board, the Governance Committee provides advice to the Board regarding its effectiveness in governing. This advice ranges from adequacy of existing policy to the educational needs of the Board's directors.

OBJECTIVES

1. To plan and conduct an annual Board evaluation with regard to governance practices and, with regard to progress in achieving goals set in the strategic plan
2. To review existing governance policies for relevance and currency
3. To propose additional governance policies, as required
4. To consider and propose educational opportunities for the Board as a whole, or for individual Board members, with a view to enhancing the Board's effectiveness

MEMBERSHIP

The Committee will be composed of, at minimum, three members of the Board, including the Chair and the Treasurer.

FREQUENCY OF MEETINGS

At a minimum, once per year.

QUORUM

All must be present, either in person, electronically or by proxy.

Approved by the Board: November 24, 2015

Review Date: Annually, by June 30.

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**BOWEN ISLAND
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GRANTS COMMITTEE

PURPOSE

The Grants Committee has overall responsibility for the grant-making function of the Bowen Island Community Foundation (the Foundation).

OBJECTIVES

1. To obtain from the Board information on funds available for grant disbursement within the various funds administered by the Foundation
2. To conduct an effective grant application invitation program
3. To review all qualifying grant applications and make grant award recommendations to the Board
4. To maintain grant-related documents, records and communications materials
5. To conduct a follow-up assessment with grant recipients to review their use of grant funds each year:
 - a. to review the Foundation's grant-making criteria, and
 - b. to assess the effectiveness of the grant-making program in the community, including the schedule, and then to make recommendations to the Board as required.

MEMBERSHIP

The Grants Committee will be comprised of a minimum of four Board members. The committee will be chaired by a current Board member.

FREQUENCY OF MEETINGS

As needed.

QUORUM

All must be present, either in person, electronically or by proxy.

Approved by the Board: November 24, 2015

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**BOWEN ISLAND
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MAGGIE CUMMING LEGACY ENDOWMENT FUND FOR GREENWAYS

POLICY RELATING TO CO-FUNDING OF MUNICIPAL PROJECTS

The late Maggie Cumming bequeathed a substantial and growing endowment to the Bowen Island Community Foundation (the Foundation) for three purposes, in particular enhancement of municipal Greenways on Bowen Island.

1. The Maggie Cumming Legacy Endowment Fund for Greenways provides an ongoing source of annual grants to support implementation of specific initiatives, plans and/or projects on municipal land.
2. The Foundation has discretion in terms of how annual grants may be determined.
3. In 2014, the Foundation and Bowen Island Municipality (BIM) established Terms of Reference for the joint Maggie Cumming Implementation Committee, the mission of which is to ensure continuity of a shared greenway vision for Bowen Island, and thereby create a lasting legacy.
4. The Foundation will co-fund projects that are recommended by the Implementation Committee, approved by BIM for implementation, and draw attention to the greenway vision and story.
5. The market value of the endowment is approximately \$265,000 as of September 2015.

The purpose of this Policy Relating to Co-Funding of Municipal Projects is to establish key principles that will guide decision making by the Foundation Board.

1. The Foundation will preserve capital in the endowment fund. It is understood that the Foundation may encroach upon capital of the endowment fund, though such consideration would be exercised only in exceptional circumstances.
 - a. Co-fund projects only from the annual 'return-on-investment'
 - b. Recognize that the sustainable yield for co-funding is approximately 4% per year.
 - c. Co-fund up to a maximum of \$10,000 per budget year (based on \$265,000 endowment)
2. The Foundation may proceed on the basis of a 'rolling three year timeframe' with BIM.
 - a. Recognize that a rolling three year grant may encourage longer term planning.
 - b. Recognize that the rolling three year timeframe provides maximum flexibility for matching funding to project needs.
 - c. Recognize that up to \$30,000 in total may be granted to co-fund an approved project over any designated three year timeframe.
3. The Foundation will not be a sole funder.
 - a. Co-fund up to a maximum of 50% of the budget for approved projects.

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MAGGIE CUMMING LEGACY

4. The Foundation Board will review this policy annually and, in that review, take into account the current market value of the endowment.

Approved by the Board: November 24, 2015

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**BOWEN ISLAND
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NOMINATING COMMITTEE

PURPOSE

The Nominating Committee is a standing committee of the Board. The role of the committee is to assist in preparing an effective succession plan for the Board of Directors by providing advice and recommendations to the Board for appointment of new Directors, and for their subsequent orientation.

OBJECTIVES

1. To confirm annually with Directors that they are able to complete their term of office
2. To review and analyse Board composition in order to identify gaps for Board member recruitment
3. To recommend extensions of Board member terms
4. With the assistance of the Board, to source potential Board member recruits for consideration by the Board
5. To plan and conduct an orientation for new Board members

MEMBERSHIP

The Committee will be comprised of, at minimum, three members of the Board including the Chair.

FREQUENCY OF MEETINGS

As needed.

QUORUM

Recommendations of the Committee must be unanimous. All must be present, either in person, electronically or by proxy.

Approved by the Board: November 24, 2015

Review Date: At a minimum, every three years.

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**BOWEN ISLAND
COMMUNITY
FOUNDATION**

ROLES, DUTIES AND RESPONSIBILITIES POLICY

A. DIRECTORS

In general terms, the Directors are responsible for carrying out the purposes of the Foundation. The Directors, acting collectively, generally exercise all the powers and do all the things that the Foundation is permitted to do.

1. Duties and responsibilities of Directors:

The Board of the Foundation is responsible, under the provisions of its Charter and by-laws for the management, administration and control of the property, business and affairs of the Foundation. Its key functions include:

- i) Approving and, from time to time, amending the Foundation's Mission and Purposes as set out in its incorporating documents and strategic plans
- ii) Approving and monitoring the execution of policy with respect to the goals expressed in the above
- iii) Appointing the Directors and Officers of the Foundation
- iv) Maintaining the Foundation's assets and participating in assisting the Foundation to grow those assets
- v) Ensuring the Foundation is well managed and accountable to the community
- vi) Overseeing the Foundation's compliance with legal, statutory and regulatory requirements
- vii) Interpreting the needs of the Bowen Island community and taking action as defined by its strategic plan
- viii) Advocating the Foundation and defending its autonomy
- ix) Directors accept responsibility for being prepared for all meetings, must act with integrity, independence and good faith to promote the best interests of the Foundation
- x) Directors acknowledge the confidentiality of Board deliberations both in committee and Board meetings
- xi) Directors must know the Foundation's purposes as set out in its Constitution. Directors should be familiar with the general requirements applicable to charities and of the B.C. Society Act, together with all policies and procedures of the Foundation

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1. Duty to be Reasonable, Prudent and Judicious:

Directors must handle the Foundation's property with the care, skill and diligence that a prudent person would use. They must treat the Foundation's property the way a careful person would treat their own property. They must always protect the Foundation's property from undue risk of loss and must ensure that no excessive administrative expenses are incurred.

2. Duty to Carry Out the Charitable Purposes:

Each Director of the Board is responsible for contributing to its efforts to fulfill these functions in a manner that enables the Foundation to fulfill its mission. Upon appointment, Directors must:

- i) Recognize that the Foundation Board is a working board and, as such, Directors are responsible for carrying out both the direction and the work of the Board
- ii) Act, individually and collectively, in the best interests of the Foundation as a whole
- iii) Appreciate the role of Community Foundations in society

The Foundation's property can only be used for Foundation's purposes as set out in its Constitution. It cannot be used for any other purpose.

In addition to the Foundation's general purposes, the Foundation may from time to time hold funds or properties that are designated to be used for a more specific purpose. The Directors must ensure that the funds or property is used for that purpose.

3. Duty to Avoid Conflict-of-Interest Situations:

Directors should avoid conflicts of interest. A conflict of interest arises when a Director has a personal interest in the result of a decision made by the Foundation.

Directors must always consider the interests of the Foundation and not allow their personal interests or preferences to affect their conduct and decisions.

Directors must also avoid the appearance of conflicts of interest.

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If the Directors have any discretion in choosing the people who benefit from the Foundation (for example in granting scholarships), they must use this power with complete fairness. The choices must be fair and must also appear to be fair.

If a Director has a conflict or potential conflict of interest, the Director must fully disclose the nature and extent of the conflict to the Board to enable it to make an informed decision about the conflict. If there is a vote or decision to be made with respect to the actual or potential conflict, the Director may participate in discussions but should abstain from any vote.

1. Duty to Act Gratuitously:

The Foundation may not pay a Director to act as a Director. A Director is entitled to be reimbursed for expenses “necessarily and reasonably incurred” while engaged in the Foundation’s affairs.

2. Duty to Account:

Directors are responsible for the Foundation’s property and records. They must make sure that all documents of the society, including its financial records, are properly maintained.

As the Foundation is not a “reporting society” under the Society Act, it is not presently required to appoint an auditor or produce audited financial statements. However, the Directors may nevertheless decide to appoint an auditor for the sake of fiscal prudence and as an assurance to donors, the Board and the community.

3. Duty to Invest Prudently:

Directors have a duty to invest the Foundation’s funds not immediately required for the Foundation’s purposes. Investments should be in property or security in which a prudent investor might invest. Investments should also follow an investment plan or strategy comprising reasonable assessments of risk and return, which a prudent investor would adopt under comparable circumstances.

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1. Terms of Directors and Officers:

- i) The Board will be comprised of up to twelve Directors.
- ii) A Director is appointed by invitation of the Board effective at the Annual General Meeting, for a term of two years. A Director may serve up to four consecutive terms.
- iii) The positions of Chair, Vice Chair, Treasurer and Recorder are appointed by election of the Board for terms effective at the Annual General Meeting. The Vice Chair, Treasurer and Recorder are appointed for a term of two years, renewable up to four consecutive terms. The Chair is appointed for one four year term.
- iv) With the unanimous consent of the Board, and in the best interests of the Foundation, terms of Directors and Officers may be extended to facilitate an orderly transition. It is recognized that a Community Foundation requires the vitality of an evolving Board and Officers.

2. Board Meetings:

- i) The Board of Directors will meet on or about the fourth of Tuesday of each month, except in December, for regular meetings. The Annual General Meeting will be held no later than June 30th of each year.
- ii) A quorum of Board meetings is a simple majority of Directors duly appointed. Decisions of the Board should strive for consensus, however if there is a tie on a vote, and it is in the interests for the orderly business of the Foundation, the Chair may cast a second and deciding vote.
- iii) The Board may delegate administrative duties to standing sub-committees though any such delegation shall not include any spending authority that has not already been approved by the Board.

3. Limitation of Liability of Board Members:

A Board member who acts honestly and in good faith is not personally liable because of anything done or omitted in the exercise or intended exercise, of any power, or the performance or intended performance, of any duty of the Board.

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A. CHAIR

One of the Directors must be appointed as Chair. The Chair's duties and responsibilities are as follows:

- i) Serve as the chief volunteer of the organization
- ii) Ultimately responsible for achieving the organization's mission
- iii) Provides leadership to the Board of Directors
- iv) Develops agendas for meetings
- v) Chairs meetings of the Board of Directors
- vi) Recommends to the Board which committees are to be established
- vii) Seeks volunteers for committees and co-ordinates individual Board member assignments
- viii) Appoints the chairpersons of committees, in consultation with other Board members
- ix) Serves ex officio as a member of committees and attends their meetings when invited
- x) Ensures that Board matters are handled properly, including committee functioning, recruitment of new Board members, orientations, and meeting preparation
- xi) Helps guide and mediate Board actions with respect to organizational priorities and governance concerns
- xii) Reviews any issues of concern to the Board
- xiii) Monitors financial planning and financial report
- xiv) Evaluates the effectiveness of the Board members
- xv) Annually evaluates the performance of the organization in achieving its mission and objectives
- xvi) Speaks to the media and represents the organization to the community and annually reviews matters of governance that relate to the Board's structure, role, and relationship to management

B. VICE CHAIR

One of the Directors must be appointed as Vice Chair. The Vice Chair's duties and responsibilities are as follows:

- i) Acts as Chair in his or her absence
- ii) Reports to and works closely with the Chair to assist with his or her duties
- iii) Assigned to a special area of responsibility such as membership, media, personnel, annual event, grants, etc.
- iv) Performs other duties as assigned by the Chair

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A. TREASURER

One of the Directors must be appointed as Treasurer. The Treasurer's duties and responsibilities are as follows:

- i) Manages the finances of the organization, including the Board's review of and action related to, financial responsibilities
- ii) Ensures appropriate financial reports are made available to the Board
- iii) Regularly reports to the Board on key financial events, trends, concerns, and assessment of fiscal health
- iv) Provides annual budget to the Board for Directors' approval
- v) Files all required tax returns with Canada Revenue Agency and ensures the maintenance in good standing of the Foundation pursuant to all legal, statutory and regulatory requirements, including the B.C. Society Act
- vi) Ensures development and Board review of financial procedures and systems
- vii) Chairs the Finance Committee and prepares agenda for meetings
- viii) Recommends to the Board whether the organization should have an audit
- ix) Assists in the selection of an auditor, if needed, and meets with him or her as necessary

B. RECORDER

One of the Directors must be appointed as Recorder. The Recorder's duties and responsibilities are as follows:

- i) Maintains records of the Board and ensures effective management of the Foundation's records
- ii) Manages the minutes of Board meetings
- iii) Ensures minutes are distributed to members in a timely manner after each meeting
- iv) Is sufficiently familiar with legal documents (articles, by-laws, etc.) to note applicability during meetings

Approved by the Board: December 4, 2014

Record of Board Meeting #2015-10 on Nov. 24, 2015



**BOWEN ISLAND
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STRATEGIC PLANNING

PURPOSE

Strategic Planning is an organizational engagement activity that is used to set priorities, focus energy and resources, and strengthen operations.

Effective strategic planning

- * Ensures that the Bowen Island Community Foundation and its stakeholders are working toward common goals
- * Sets out the actions needed to achieve those goals
- * Creates agreement on intended outcomes and how to measure the success of these outcomes
- * Adjusts to a changing environment

PROCESS

Strategic Planning Document – is a document used to communicate the Foundation's goals, actions needed to achieve those goals and all the critical elements captured during the planning exercise. Its overarching theme should align with the most recent "Vital Signs/Conversations" report.

A document referred to as "The Strategic Plan" that encapsulates the above should be completed, Board approved and publicly accessible.

STEPS IN STRATEGIC PLANNING

1. Analysis or assessment to create an understanding of the internal and external environments -- and should include findings as a result of the most recent "Vital Conversations"
2. High level strategy is developed and a basic organization level strategic plan is documented
3. Action plans are developed, enabling execution of the plan
4. Ongoing refinement and evaluation of performance

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TIMING

A strategic plan will be developed every three to five years, with ongoing adjustments from time to time, as approved by the Board. Preferably a strategic plan should be developed within the first year of a Chair's appointment.

ACCOUNTABILITY

The Governance Committee is accountable for ensuring there is a Board approved strategic plan. The Chair will monitor to ensure timely execution and follow-through on action items.

Approved by the Board: November 24, 2015

Review Date: Within one year of a new Chair being appointed and, in any event, every three to five years.

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**BOWEN ISLAND
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Attachment #2

BOARD COMMITTEES AND MEMBERS

COMMUNICATIONS COMMITTEE

1. Neil Boyd
2. Jennifer Hall
3. Julia McCaig

VITAL SIGNS/CONVERSATIONS COMMITTEE

1. Kathy Bellringer

DONOR SERVICES COMMITTEE

1. Jennifer Hall
2. Joanne Gassman
3. Soren Hammerberg
4. Julia McCaig
5. Kristen Watson

GOVERNANCE COMMITTEE

1. Neil Boyd
2. Joanne Gassman
3. Soren Hammerberg
4. Kim Stephens
5. Kristen Watson

GRANTS COMMITTEE

1. Kathy Bellringer
2. Neil Boyd
3. Jennifer Pardee
4. Kim Stephens
5. Andrea Verwey

GREENWAYS COMMITTEE

1. Soren Hammerberg
2. Kim Stephens

HELPING HAND COMMITTEE

1. Gary Ander
2. Bob Andrew
3. Spencer Grundy
4. Shelagh MacKinnon
5. Amanda Ockeloen

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MAGGIE CUMMINGS FUND ADVISORY COMMITTEE

1. Soren Hammerberg
2. Kim Stephens

NOMINATIONS COMMITTEE

1. Kathy Bellringer
2. Jennifer Hall
3. Soren Hammerberg
4. Kristen Watson

YOUTH COUNCIL ADVISORY COMMITTEE

1. Soren Hammerberg
2. Sarah Haxby, Community School Coordinator, Bowen Island Community School
3. Ross McDonald, Benefactor
4. Jennifer Pardee
5. John Stiver, Youth Services Coordinator, Bowen Island Municipality