Brain teaser # 1

Who hires your centre’s association staff?

a) Your senior staff
b) Your board of directors
c) Both
d) It depends
Brain teaser # 2

Who determines the focus of your centre’s programs and services?

a) Your senior staff  
b) Your board of directors  
c) Both  
d) It depends  
e) Your programs and services have nothing to do with the City!
Today’s objectives

- Clarify legal responsibilities of community association boards
- Outline partnership issues between associations and the City
- Provide strategies to enhance working relationship
- Stimulate discussion and communication!
What the board does

Areas of board responsibility
What the board does

Handy checklist:

Before you become a director
- Learn about the organization’s goals, objectives and programs.
- Enquire about the community and professional image of the organization.
- Gather as much information about the organization as possible, including policies, finances and staff.
- Read and understand the constitution and bylaws.

Know your legal liability and duties
- Know the legal liability of the board and your personal liability as a director.
- Understand the limits of indemnification and insurance.
- Know your legal duties, including:
  - Fiduciary duties, including:
    - duty to perform with diligence, care and skill
    - duty to act with prudence, and
    - duty to avoid a conflict of interest
  - Duty to maintain the organization’s legal status
  - Duty to employees
  - Duty to act within scope of authority.
- Ensure the board has appropriate policies, such as a policy about board liability or a conflict of interest policy.

Be an active participant
- Attend all meetings of the board, or as many as possible.
- Read minutes and reports in advance of meetings.
- Promptly complete any tasks you agreed to do.
- Make inquiries about the management and operation of the organization when necessary.
- Insist that all committee meetings are reported at board meetings, either in oral or written form.
- Obtain and read copies of minutes for any meetings you miss.
- If you disagree with decisions made in your absence, have your dissent recorded at the next meeting.
- Keep a copy of all minutes and other important documents.
- Ask questions until you are sure you understand a board decision.

Take care when voting
- Fully understand an issue and its consequences before voting on it.
- Vote against spending money or incurring debts if you believe the organization will not be able to pay.
- If you dissent to a motion, be sure it is recorded in the minutes.
- If necessary, keep your own notes.

Be loyal to the organization
- Always put the interests of the organization before your own.
- Do not gain personal advantage from your position.
- Avoid and disclose all conflicts of interest.
A complicated partnership

Typical non-profit organizational structure

- Board of Directors
- Staff
- Members
- Committees
- Volunteers
A complicated partnership

Community association organizational structure

City

Parks & Rec. Dept.

Assn. Board of Directors

Committees

City Staff

Assn. Staff

Members

Volunteers

Operating Agreement
A complicated partnership

- Potentially different visions: neighbourhood vs. city-wide
- Potentially different perspectives on how to address the needs of the community
- Potentially different strategic priorities
- Different operating paradigms
- Working with senior city staff
- City staff vs. association staff
Mandate of authority

Who does what? Who’s in charge?

- Can be a power struggle
- Roles & responsibilities get blurred
- What decisions does the association board make?
Mandate of authority

What does the association board do, and where does it fit in within the organization?

What’s the board’s purpose?
Mandate of authority

- Can be an awkward fit: legal responsibilities but not involved in daily operations
- Don’t supervise senior staff
- Tend to either micromanage or abdicate responsibility (rubber stamping)
- Finding the middle ground
Mandate of authority

Strategic vs. operational

- What’s the difference?
- Examples?
Strategies

Aligning objectives

- Aligning your association’s goals and objectives with the goals and objectives of the City
- How to work within City’s parameters?
Strategies

Ensure a solid relationship between senior staff & board chair/exec committee/board

- Importance of good working relationship
- Don’t pit senior staff between the board & the city
- Together shape direction
- Define the organizational culture
Strategies

Draft a responsibility matrix

- Clearly delineated roles & decision-making authority
- Documented practices & procedures

<table>
<thead>
<tr>
<th>ACTION</th>
<th>BOARD</th>
<th>EXECUTIVE DIRECTOR</th>
</tr>
</thead>
<tbody>
<tr>
<td>Long term goals</td>
<td>Approves</td>
<td>Recommends and provides input</td>
</tr>
<tr>
<td>Short term goals</td>
<td>Monitors</td>
<td>Establishes + carries out</td>
</tr>
<tr>
<td>Daily operations</td>
<td>No role</td>
<td>Makes all management decisions</td>
</tr>
<tr>
<td>Budget</td>
<td>Approves</td>
<td>Develops, recommends + manages</td>
</tr>
<tr>
<td>Non-budgeted capital purchases (&gt; $1000)</td>
<td>Approves</td>
<td>Prepares request</td>
</tr>
<tr>
<td>Decisions on building, lease</td>
<td>Approves</td>
<td>Recommends</td>
</tr>
<tr>
<td>Staff Positions + job descriptions</td>
<td>Approves</td>
<td>Recommends</td>
</tr>
<tr>
<td>Hiring + Supervision of Executive Director</td>
<td>Approves + Supervises</td>
<td></td>
</tr>
<tr>
<td>Hiring of all other staff</td>
<td>No role</td>
<td>Approves all hiring</td>
</tr>
<tr>
<td>Staff responsibilities + assignments</td>
<td>No role</td>
<td>Establishes + manages</td>
</tr>
<tr>
<td>Firing of staff</td>
<td>No official role but option to consult</td>
<td>Makes final termination decision</td>
</tr>
<tr>
<td>Personnel policies</td>
<td>Approves</td>
<td>Recommends</td>
</tr>
<tr>
<td>Staff salaries</td>
<td>Approves</td>
<td>Recommends</td>
</tr>
<tr>
<td>Staff evaluations</td>
<td>Evaluates ED</td>
<td>Evaluates all other staff</td>
</tr>
<tr>
<td>Fund Development</td>
<td>Participates</td>
<td>Secures + implements</td>
</tr>
<tr>
<td>Programming</td>
<td>Approves artistic vision</td>
<td>Consults on annual programming plan</td>
</tr>
<tr>
<td>Policies</td>
<td>Makes and approves</td>
<td>Inputs + implements</td>
</tr>
<tr>
<td>Board governance</td>
<td>Governs</td>
<td>Inputs + supports</td>
</tr>
<tr>
<td>Board recruitment</td>
<td>Recruits</td>
<td>Inputs</td>
</tr>
</tbody>
</table>
Draft clear, concrete job descriptions

- For board members
- For the executive: president, VP, etc.
- For committees: terms of reference
Strategies

Establish clear paths of communication

- Between senior staff and board
- Between board and City
- Between board members
Evaluation

- What’s working, what isn’t?
- Regular assessment & self-assessment
- Check in with staff, with board
- Board orientation and development
Strategies

Building teamwork + trust