



POLICY: Governance and Governance Assessment

POLICY NUMBER 1.01

ISSUING AUTHORITY: Community Foundation of Portage and District Inc.

APPROVED: April 18 2023

LAST REVIEWED: April 2023

NEXT REVIEW: April 2026

Purpose:

The purpose of this policy is to define governance as it relates to CFPD and how the organization will assess it.

Policy Statement:

Governance is the responsibility of CFPD's Board of Directors. Governance is the process and corporate structure used to oversee the operation of the CFPD. The objective is to achieve the mission and vision of CFPD in the context of the approved values and objectives outlined in the CFPD's Articles of Incorporation. CFPD is to provide leadership, direction and sound management in community philanthropy while maintaining high standards of accountability.

The CFPD Board members (directors) are expected to exercise due diligence in carrying out their general responsibilities. Practices and decisions are to be without suspicion and influence while avoiding any appearance of impropriety. The members are responsible for being informed of incorporation articles, bylaws, mission and the strategic plan. The members are expected to attend Board and Committee meetings well prepared, participate meaningfully in discussion, and maintain solidarity with CFPD colleagues in support of a decision that has been made.

The complete Board members job description is contained in the appendices of the Governance Manual. The Governance Manual contains information as to conflict of interest, code of conduct, confidentiality, and eligibility to participate which govern the CFPD's expectation of Board members, staff, and volunteers.

A formal Governance Assessment will occur on an annual basis coinciding with strategic planning. The following will be assessed: board orientation, financial viability, understanding the Board's responsibilities, effectiveness of planning direction and priorities of the CFPD, management of board meetings, board commitment to the CFPD's mission and values, compliance with by-laws, and conflict of interest. An action plan will be developed to strengthen the Board's effectiveness. The Board will monitor the plan. It is the responsibility of the Board Chair to report regularly on the implementation of the plan.

Board members, staff and volunteers will be required to sign declarations upon assuming their position with CFPD annually thereafter and are expected to heed that oath during their tenure, which include:

- Conflict of Interest
- Confidentiality
- Code of Conduct and Ethical Behaviour
- Declaration of eligibility to participate at CFPD.

The Board is focused upon policy making and community leadership roles. Various committees are in place with Board member and volunteer participation. The strategic planning process is well established, ongoing, with priorities identified. The mission and vision of the CFPD are to be revisited regularly and corporate drift, if any, identified. CFPD observes the ethical/fiduciary considerations as regulated by law. Any changes in the objects of the CFPD as listed in the Articles of Incorporation will be submitted for approval to the Provincial Companies Office and the Canada Revenue Agency.

Responsibility: Review, and revision of this policy if required, with subsequent recommendation to the Board for approval.