



Macaulay Tree House Day Nursery

50 The Granite Bluff Bracebridge, ON P1L 1L4

Phone: 705-645-1956 Fax: 705-645-5846

E-mail: mthouse@bellnet.ca

Hello!

Thank you for considering a position on the Board of Directors at Macaulay Tree House Day Nursery. Being a member of this Board is a very rewarding experience. We are seeking members who are motivated, invested, and interested in having a positive impact on child care in Muskoka. The purpose of this letter is to describe the function and expectations of the Board so that you are better informed to decide if seeking a Board position is right for you.

We pride ourselves on developing and following policies as well as open and transparent communication. Communication is key to making decisions that will benefit all aspects of the care that we provide at the centre.

Overview of the Board

The Board is comprised of 10 members, either from the community or parents of the children who attend the daycare. Within the 10 positions, there are five Executive Roles (President, Vice President, Chair of Personnel, Secretary, and Treasurer) that are held by Board Members who have been part of the Board for over one or more years.

The Board is responsible for the overall governance of the centre and its staff. We accomplish this through open and transparent communication, collaborative decision-making, and a positive working relationship with the Senior Management Team of the Tree House. We are also structured to promote efficiency through the use of 5 committees (Personnel, Programming, Property, Finance and Fundraising).

Expectations of Board Members

We would like to provide a brief overview of the expectations of Board Members, but please do not worry if you have no previous board experience. We welcome a diverse range of experience and perspectives, and will be providing an orientation session to get acquainted with the responsibilities of the Board.

Time Commitment:

- Depending on the position(s) you are assigned, the time spent is approximately 3-10 hours per month.
- The Executive roles require more hours as needed.
- We have monthly (evening) meetings at the Tree House which typically are 2-3 hours in length. The dates and times are decided with each new Board to ensure that we find an evening that works for everyone.

Committee Involvement:

- We ask each member to sit on 2 of our 5 committees.
- Each committee is composed of one Chair member and anywhere from 3-5 other members.
- Each committee meets regularly depending on need. Some committees meet more regularly than others, and we would be able to provide guidance to ensure you are a member of a committee that meets both your timing needs as well as your interests.

Other Information:

The Board has a good working relationship with the Manager and the School Age Program Supervisor. Both of these roles attend monthly Board meetings to report on the monthly activities. They are the heart of the centre and we rely heavily on their reports to provide us with information on the staff, the centre and the children. The Manager works closely with all committees to provide them with the most current information on child care and to provide feedback and describe impacts of decisions made at the Board level.

The Benefits of Board Membership

- If your child attends the daycare, the biggest reward is having an influence on the quality of care that is provided. Knowing you have a voice is very appealing to many parents on the Board.
- Being on the Board also gives you a new perspective and understanding of the decisions that are made. As a not-for-profit daycare, decisions are always made weighing all options and impacts while keeping in the best interest of the children and the centre.
- If you are a member of the public seeking a volunteer experience that allows you the opportunity to work with and improve upon Board policy and procedures, this is an excellent place for you. We are always seeking members who have previous board experiences who can help us create a professional and proficient environment.

Again, thank you for considering a position on this Board. We look forward to meeting you at our Annual General Meeting on June 27th, 2018 at 7:30 PM!

Sincerely,

Andrea Sibbick

Andrea Sibbick
President

Vidya Ledsham

Vidya Ledsham
Vice President



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BOARD MEMBERSHIP INFORMATION

Name: _____

Address: _____

Home Phone: _____

Work Phone: _____

Cell Phone: _____

E-mail Address: _____

I am willing to commit to the following **TWO** committees:

- Program
- Property
- Personnel
- Fundraising
- Finance

Please indicate a third choice if one of the committees is full:

Signature: _____

Date: _____



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OATH OF CONFIDENTIALITY

I, _____, am a volunteer board member of Macaulay Tree House.
(please print)

All information regarding the children, parents, staff and the setting is to be kept strictly confidential.

Please note: This is a professional responsibility. Breach of confidentiality may result in dismissal of board involvement.

These responsibilities include, but are not restricted to the following:

- Conduct yourself in a manner that exhibits pride in your involvement with the board.
- Do not share agency information outside of the board environment.

By signing this form, I agree not to disclose information, either verbally or in writing, regarding the children, their families, the staff and/or the program setting without the written permission of the individual or program.

Signed this _____ day of _____ 20____.

Signature: _____



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Questionnaire for Potential Board Members

Name: _____

What interested you in becoming a member of the Macaulay Tree House Board of

Directors? _____

What are your strengths, and how could this be an asset to Macaulay Tree House's Board

of Directors? _____

Do you have the time requirements (3 – 10 hours per month) to commit to this

position? _____

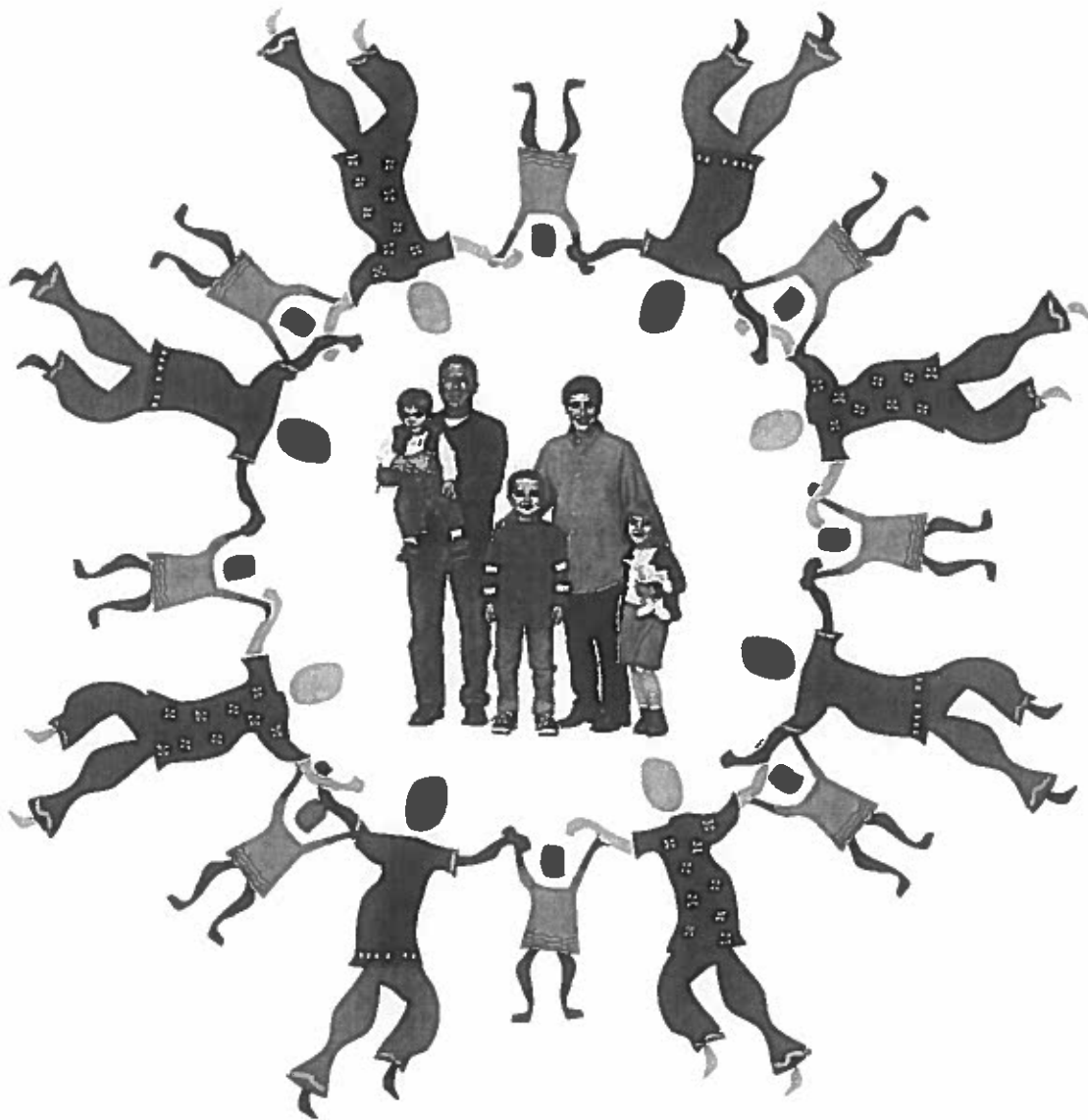
What do you expect to receive from this experience? _____

*Please feel free to attach your resume, and return to the main office by
Thursday, May 31, 2018. Thank you.*

Signature

Date

Child Care Provider Board Member's Handbook



An Introductory Guide for Child Care Board Members in Ontario.

Please keep in mind while reading the Board Member's Handbook;

- When there is reference to the Day Nursery Act we are now governed under the CCEYA (Child Care and Early Years Act, 2014).
- Where there is reference to the Ministry of Community and Social Services we are now governed by the Ministry of Education.

We are hopeful that this document will be updated soon, all of the other information is still relevant to sitting on a Board of Directors.

Child Care Provider Board Member's Handbook

Table of Contents

Introduction	3
Overview of Ontario's Child Care System.....	5
The Day Nurseries Act and Quality Assurance	7
Service Agreements.....	9
The Constitution and By-Laws	10
Board Responsibilities and Functions	12
Strategic Planning	13
Customer Relations.....	14
Policy Development.....	15
Finance and Budgeting	15
Human Resources (HR).....	16
Board Meetings	17
Group Dynamics.....	18
Continuity of Governance.....	19
Legal Duties and Liabilities	21
Conclusion	24
References and Resources	25
Effective and Productive Meetings.....	26

This handbook is not intended to be a comprehensive document. It was written to be used during orientation or annual training to provide a brief overview of the expectations placed on child care board members.

The reader is encouraged to seek further, more detailed information as appropriate and necessary. There are many references and guides available for boards of non-profit organizations. Some are listed at the end of this handbook.

Introduction

Child care centres provide care in an environment that supports early child development. The professionals that work within them are charged with the care of their customer's most cherished person. Child care boards of directors are unique in that they are often comprised of the very people who use the service! As you have undoubtedly surmised, a child care board is not a club. Child care is an essential service to the community and the work force. A child care board must take its role and responsibility seriously. Whether you are a new board member, or one who has held your position for a long time, you owe it to the children in your care to know and understand your centre and your business to the very best of your ability.

A board is a body that provides leadership and direction to an organization, and governs the affairs of the organization on behalf of its members. A director is an individual who, as an executive, acts on behalf of the entire membership. For the purposes of this handbook, the generic term "board member" is used.

Boards are made up of people from different walks of life who share a common goal. In your case, it is the development of the young bodies and minds of our community's children.

You and your fellow board members have varied backgrounds and experiences, and bring unique skills and knowledge to the table. Respecting and *encouraging* this diversity will help create and maintain a balanced board.



This handbook is provided as a basic guide to your role and responsibilities as a member of a child care board. It promotes informed board members and facilitates continuity after membership changes. It can easily be used as the foundation for training new members and refreshing experienced ones.

Boards may be *Advisory* or *Governing* in nature. Advisory boards provide advice and recommendations to a parent body but are not a legal entity. They are often limited in authority and responsibility and normally have a specific mandate.

Governing boards, on the other hand, are incorporated under a host organization (i.e. your child care agency), which defines their limits of authority and responsibility. As a legal entity, governing boards have the authority to create policy and are ultimately accountable for the conduct of the centre, its business, staff, funds and programs.

This Handbook focuses mainly on the governing board.

Before you continue...

There are many volunteer opportunities throughout the community; some require more commitment than others. The responsibility of governing a child care centre is not to be taken lightly. Make no mistake, this will be like holding a part time job! You will share in the responsibility for the safety and well-being of your community's most vulnerable *and treasured* people. Understanding the overall philosophy of your centre and current early childhood education principles is essential to being an effective board member.

As you can imagine, along with this responsibility comes a great sense of accomplishment and pride. Child care services are a crucial part of your community's economy and are an essential service for families. If you are not convinced of that, imagine the lives of your customers (and their employers) if you were to shut down for just one week!

When done right, quality child care can offer children a rewarding, enjoyable and developmental pre-school experience...and being a part of that is worth the time and effort that you put into it!

Before you accept the position of board member, think carefully about the demands that will be placed on you. Don't be afraid to speak to current and previous board members to get an accurate description of what is involved in your new role. Do you understand:

- ◆ the time requirements?
- ◆ the serious nature of caring for young people?
- ◆ the legal and moral implications?
- ◆ the rewards and benefits that you will receive in return?

Food for thought!

What is your prime reason for joining the board?
Do you have the time it will take to do a good job?
What do you expect to receive from this experience?



Overview of Ontario's Child Care System

Your centre is part of a larger system that encompasses the children in your care to numerous levels of government. The following outlines the different partners within the child care system in Ontario and briefly reviews their roles and responsibilities.

PARENTS

The most important aspect of Ontario's child care system is the family; the customer; the child. Ideally, parents make informed decisions on where to purchase child care and are responsible for the costs of services rendered. It is the parent's responsibility to ensure that an appropriate care and/or development plan is in place for their child.



Parents are also responsible for abiding by the rules and policies set out by the child care centre that they employ.

For parents who cannot afford the cost of child care, it is their responsibility to apply for fee assistance with their local municipality.

CHILD CARE PROVIDERS

Child care service providers must secure the knowledge, tools and services required to provide safe, quality child care services to all children in their care. Along with the parent, they must ensure that each child has an appropriate care and/or development plan.

Providers manage day-to-day operations of the child care centre/services, collect fees, adhere to all Day Nurseries Act licensing requirements and requirements set out by their municipality, assess ongoing program quality, provide clear written policies for parents, adhere to all reporting requirements, appropriately allocate child care funding from public sources, ensure ongoing information exchange with the board, and measure and manage customer service.

BOARD OF DIRECTORS/OWNER

Boards must maintain a sound knowledge and awareness of the service contract between the provider and their funding bodies, maintain a sound knowledge and awareness of the operations of their child care centre and their services. They must ensure financial accountability, maintain adequate liability insurance for operations and undertake ongoing risk assessment, effective strategic planning, quality assurance activities and decision making that ensures provider compliance with policy and legislative requirements.

Board members are responsible for the ongoing compliance with all regulations, policies, and rules as they pertain to the provider in the child care system.

MUNICIPALITIES

In Ontario, designated municipalities or District Social Services Boards (also referred to as Consolidated Municipal Services Managers (CMSMs) and DSSABs) are responsible and accountable for managing the licensed child care system. They must strategically plan the local child care system, establish service agreements, policies and procedures for child care providers, flow funding from the Province to providers and contribute to that funding with local funds, ensure that child care funding is allocated properly, measure and manage service delivery in their municipality and develop, enhance and implement child care related community programs.

Municipalities also operate a child care fee subsidy program where they assess initial and ongoing eligibility for child care fee financial assistance, take a facilitative role in fee subsidy-related issues resolution between providers and parents, and make payments to child care providers on behalf of parents who qualify for fee subsidy.

Throughout this handbook, the term “municipality” refers to your child care system manager, be it a municipality, city or DSSAB.

MINISTRY OF CHILDREN AND YOUTH SERVICES

The Province of Ontario, through The Ministry of Children and Youth Services, is a major funder of the child care system. They also administer the Day Nurseries Act, the legislation that guides child care delivery. The Ministry develops and implements provincial child care regulations and directives and evaluates and monitors child care providers. The Ministry is the licensing body for all child care providers. They are responsible for the overall structure of child care services and programming in Ontario.

CHILD CARE ADVISORIES

Some municipalities have a Child Care Advisory Board or Committee that advises the municipality on child care system matters, shares information, monitors system performance, advocates change, and advances public awareness and support for the adoption of sound approaches to early childhood development and parenting.

This is not a requirement of the child care system, but rather a best practice for achieving a system that respects and meets the needs of all interested parties. Members may include all those mentioned in this section plus any other individual or agency that has an interest in the well-being of children.

The Day Nurseries Act and Quality Assurance

The Day Nurseries Act (DNA) identifies the legislative requirements for obtaining and keeping a license to operate a child care centre. The Ministry of Children and Youth Services issues all DNA licenses. The Act outlines the consequences for providers and board members if they become non-compliant with legislative requirements.

The Regulations of the Day Nurseries Act stipulate the minimum requirements for

- ◆ Staffing (including child to adult ratios and qualifications)
- ◆ Program activities
- ◆ Physical environment
- ◆ Record keeping
- ◆ Nutrition; and
- ◆ Hygiene routines

They also indicate a number of areas where a child care centre must have a written policy such as serious occurrence reporting, fire drills, behaviour management and staff development.

Your *License to Operate a Day Nursery* is issued under the authority of the Day Nurseries Act. Your license will outline the services you are permitted to provide and the maximum number of children that can be cared for. The license will also outline terms and conditions that may be particular to your organization or centre. It always has an issue and expiry date. A regular DNA license is printed on white paper. When legislative conditions are not being met, and when time has been granted to come into compliance, a provisional license may be issued and will be printed on coloured paper. Licenses must always be displayed in a noticeable location in your centre.

A DNA license is issued only after a centre is inspected by a Ministry representative and a comprehensive checklist is completed successfully.

As a board member, you should be aware of the Day Nurseries Act and have a basic understanding of its contents. The manager or supervisor of your centre should have an in-depth knowledge. You can read the Day Nurseries Act in its entirety at:

http://www.e-laws.gov.on.ca/DBLaws/Statutes/English/90d02_e.htm

The Day Nurseries Act does not delve into the overall quality of a child care program. Many municipalities are implementing additional quality assurance programs that monitor and measure the quality of care over a variety of program areas including adult-child interaction. Various tools are available to child care providers to evaluate program quality including the widely used Harms-Clifford Early

Childhood Environment Rating Scale, Infant Toddler Environment Rating Scale and Family Day Care Rating Scale.¹

You should be aware of whether your centre is required to take part in a quality assurance program and whether it is taking part. If not, you should decide as a board whether you want to take part on a voluntary basis.



Quality child care that stimulates learning and loving, along with positive supports and experiences during childhood and adolescence, can significantly affect the pathways of development. Early is crucial. What happens in the first few years of life can have a lifelong impact on health, mental ability and coping skills.

Early childhood development researchers have identified a caregiver's skills and her caring and consistent relationship with the children in her care as **THE MOST IMPORTANT** elements in determining quality. High quality child care contributes to children's social, emotional, physical and intellectual development.

Monitoring quality and taking steps to improving it over time is not only a wise business decision, it also demonstrates due diligence in that you understand your core service and are taking reasonable steps to ensure that you "do it right!"

Food for thought!

What would be a strategic reason for implementing quality assurance?

When you think of quality assurance, do you picture administrative processes...or children?

What colour is your DNF license?



¹ Harms, Thelma & Clifford, Richard M. Early Childhood Environment Rating Scale, Revised. Teachers College Press, New York. 1989

Service Agreements

The Province of Ontario requires municipalities to enter into legal service agreements with the child care providers that they do business with. Service agreements are normally reviewed and/or renewed annually.



The service agreement will outline the requirements that must be met in order for a centre to receive funding from the Province or municipality. The service agreement may relate to Child Care Fee Subsidy or to operating grants such as Wage Subsidy. They outline the roles and responsibilities of each party and often specify the amount of money to be transferred, the reporting requirements and the expected performance outcomes. Service agreements may vary significantly from one municipality to the next.

Further, it is well worth your time to establish an ongoing relationship with your local municipality. Staff there may be able to help you if you run into program, operational and/or financial difficulty with advice and/or funding.

In order to enter into or to renew a service agreement, a municipality may ask for any or all of the following:

- ◆ A current License to Operate a Day Nursery;
- ◆ Verification of liability insurance;
- ◆ The names of your board members;
- ◆ Your centre's policies, procedures, parental handbooks, etc.;
- ◆ A business viability plan;
- ◆ Audited financial statements;
- ◆ Performance statistics;
- ◆ Your current fee schedule;
- ◆ Quality Assurance outcomes; and
- ◆ Any other item that the particular municipality deems to be essential.

The service agreement is a key document in the relationship between your centre and its funding partners. Every board member should be aware of the contract and its contents. It is a good practice for a board to read it aloud prior to signing each year. This will likely spark a collective discussion and will enhance clarity of role and responsibility.

Food for thought!

Have you read any part or all of your centre's service agreement?
Is there anything in your service agreement that you did not understand?
If so, did you ask anyone to explain it to you?

The Constitution and By-Laws



All non-profit organizations require a constitution and by-law that outlines authorities and governing processes. The constitution refers to the documentation that authorizes the organization as a legal entity (i.e. Letters Patent in Ontario) and defines what your main area of business is (i.e. the provision of child care).

Like a strategic vision, the by-laws establish rules of governance and provide a framework under which the organization operates. It ensures consistency and predictability. It is also a key document when settling differences.

Your organization may be required to provide a copy of your constitution and by-laws to any of your funding partners.

Depending on the size of your organization, you may find that your by-laws are brief and few or they may be a large series of very detailed statements. Often, they are reviewed by a legal professional prior to formal adoption. They should be reviewed and updated regularly to reflect changes to legislation, program and operations, organizational structure, finances, etc.

Once formally adopted by the board, each by-law becomes fixed; they are indeed *laws*. Even if the board wishes to suspend it in a particular situation, they may not. By-laws must be created and changed through a formal review, motion and vote process – a process outlined in...the by-laws!

By-laws should be general enough so that they don't stifle management's ability to react and respond. The wording should reflect the *intent* and should not read as specific procedural direction. Keep in mind that the by-laws are a foundation; you can always be more specific in operational policies.

You should be familiar with your organization's by-laws and ideally should have your own copy. By-laws generally address the following:

- ◆ **Legal Name** – of the organization;
- ◆ **Purpose** – Vision and Mission statement;
- ◆ **Membership** – describes who may become a member, categories of membership, rights and obligations and terms of admissions;
- ◆ **Directorship** – describes the nomination and selection process, term of duty, frequency of meetings, executive positions and duties, qualifications and the process for removal and/or replacement;

- ◆ **Committees** – lists standing and approved ad-hoc committees, responsibilities, appointment method and term of duty;
- ◆ **Financial Policy** – defines the fiscal year, membership dues, budget process, and processes surrounding purchasing, banking, accounting and audits;
- ◆ **Meetings** – specifies the day/month of the Annual General Meeting and notice requirements, describes the process for calling directors meetings and notice requirement, specifies the frequency of board meetings, and defines the quorum (number of people required to validate a vote);
- ◆ **Voting** – defines the eligibility to vote; voting process, tie-breaking rules, and proxy voting rules;
- ◆ **Amendments** – outlines the process for changing by-laws; and
- ◆ **Record Keeping** – outlines requirements for minute taking, financial records and business records management.



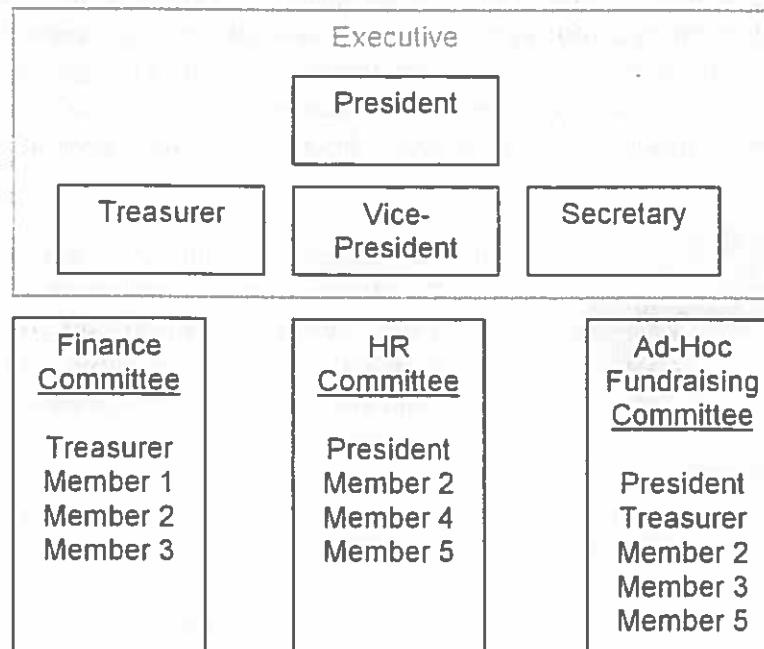
Board Responsibilities and Functions

The board of any non-profit agency is legally and ethically responsible to serve the public good. They are entrusted with the money of others and must be accountable to each funder for their actions. With this in mind, there are certain functions that a board must undertake in order to be effective and to show due diligence and accountability.

The following are examples of positions that may be in place on your board:

- ◆ **President or Chair** – Acts as the Chief Executive Officer and leader;
- ◆ **Vice-President** – Second to the President, acts as support and replaces the President when they are not available;
- ◆ **Secretary** – Ensures that all administrative activities are carried out;
- ◆ **Treasurer** – Maintains the organization’s financial accountability through budgeting and financial reporting;
- ◆ **Committee Member** – An executive or member who dedicates additional expertise towards a specified area of concern; and
- ◆ **Board Member or Director** – A member of the organization who has been elected into the Board of Directors.

A common board organization is as follows:



Strategic Planning

Organizations should always have a clear idea of where they are going and what they are trying to achieve. Strategic planning begins with a Vision; a statement of what your centre would be in the "perfect world." If your organization does not have a formal Vision, it is well worth the exercise of trying to establish one. By doing so, you will already be on your way to aligning the members of the board.

Next you must determine the goals and objectives of your centre. Where are you now? Where do you want to go? What do you want to achieve...and...how do you plan to get there?

Vision:	Where you are going
Mission Statement:	How you are going to get there
Values:	How you will conduct yourself along the way
Objectives:	Specific steps to take to achieve your Vision

For example, what services and programs are essential to your centre and are appropriate given your vision and/or mandate? What resources are required to maintain or implement them? If there are insufficient resources, what will you agree to let go, or, how will you raise the funds required? There is often a desire to offer more services to more people and try to be "everything for everyone." Strategically, this can be very dangerous. One of the hardest things to do, *yet one of the most important*, is to stay focused on your core business and dedicate your resources into doing it with the highest possible quality. This is especially so when providing child care.



Without strategic planning, an organization can become complacent and can lose focus on what is important. Standards slip and key services get lost. The organization becomes unable to deal with change and crisis when the leaders themselves do not understand the overall goals and desired outcomes.

Values are essential to non-profit agencies such as child care centres. Such organizations do not exist to make a profit but instead provide an essential service to the community as a whole. Planning must be in line with the overall purpose of the organization giving full consideration to current financial realities. Balancing planning with resources is an ongoing challenge for most non-profit agencies, and all child care centres!

Strategic planning should include your management staff, however, governance is ultimately responsible for it. It is so important that the goals that you establish are achievable. There is not much worse for staff than to be faced with goals and objectives that have been set by an out-of-touch or over-zealous board. Involve

your staff each year when you take the time to celebrate your achievements and set new goals.

Food for thought!

*According to your strategic plan, where should your organization be next year at this time?
What about two years from now?*

Customer Relations

It may seem almost too simple to mention, but a key objective for your organization is to ensure that you are meeting the needs of your customers – the families you serve. This is where you are most like a regular commercial business. Take steps to solicit the input of your customers, preferably on a regular basis. When decisions are made, as part of the process, carefully consider the impact that it will have on your customers. This is an excellent reason to have parents on your board of directors.



You may consider setting customer service standards so that your customers know precisely what to expect when they access your service. Established and published standards also help manage those customers who have unrealistic expectations.

Including your customers, and the broader community, in your strategic planning can develop strong networks of individuals, agencies and businesses that can help you achieve your goals. They will become informed and very likely supportive of your program and may even be an excellent source for recruiting future board members.

Finally, you may consider community outreach activities such as aligning programs and activities with those of local schools, participating in other community organizations and undertaking community relations and partnership activities. This promotes recognition of your organization in the community, which can prove to be rewarding when it comes time for fundraising.

Food for thought!

*Do you know what the image of your organization is in your community?
How can you promote and improve it?
Can you name three potential community partners?*

Policy Development



Once you know where you are going, the board will need to set the foundation for getting there. Boards are responsible for creating and maintaining written policies that provide guidance, set out authorities, and steer operations and performance. Policies should be evaluated regularly and amended when needed. In general, the board would set a *policy*, while your manager or staff would set the *procedures* required to administer the policy.

Policies are written expressions of your agency's operations and should reflect the Vision and Mission upon which the agency is built. Policies provide the board and staff with guidance to define the scope of services the agency offers, which clients it will serve, and the staffing and funding required to provide those services.

Policies take a long time to develop. However, over the longer run, a great deal of time can be *saved* since board members and staff can refer to established policies as opposed to undertaking repeated discussions on the same issue. There is far less demand on the board member's time when clear policies are in place!

The board should ensure that a written policy manual is created and regularly maintained and that it includes at least the following;

- ◆ A constitution and set of by-laws;
- ◆ A detailed organizational structure and reporting lines; and
- ◆ Policies relating to:
 - Programming and Quality
 - Administration and Finance
 - Human Resources
 - Health & Safety; and
 - Legal Requirements

Food for thought!

Are your policies developed with staff input?
When were they last reviewed and/or amended?
How are your organization's values reflected in your policies?

Finance and Budgeting

Financial Management is a critical function for any non-profit board. Since the board is legally accountable for the sound financial management of the child care centre, they should not approve a budget or expenditure that does not have matching revenue. Revenue may be from parent fees, funding partners and/or fundraising.

Keep in mind that when you pass a budget, you are approving the expenditures and committing to securing the revenues.

A board must establish a financial reporting system that will provide all funding partners with the information needed to ensure that public and donated funds are being used in the best interest of and in alignment with the organization's strategic plan. An effective system will alert the board if expenditures exceed revenues. You must receive regular financial statements. You may be personally liable if you do not exercise due diligence – never be afraid to ask questions! You are expected to know your centre's current state of affairs.

The board establishes and monitors the budget. They also oversee fundraising activities. (As an aside, all fundraising activities should be aligned with the centre's vision and values.) The board is also charged with managing the centre's assets. A master list of assets, indicating those that were publicly funded, must be maintained.

Food for thought!

- What are your major sources of revenue?
- Do you know the current financial status of your organization?
- How would you know if your organization was overspent mid-year?

Human Resources (HR)

Human Resources refers to all processes that relate to your paid and unpaid staff. It involves management of, and policies on the following:

- ◆ Defining board and staff roles, responsibilities and accountability;
- ◆ Performance and evaluation;
- ◆ Recruiting and training;
- ◆ Compensation;
- ◆ Labour union relations, if applicable; and
- ◆ Discipline.

The relationship between the board and staff should represent a partnership based on the Vision. Each party should understand their respective roles fully, which sounds much easier than it is! Boards govern the organization through policies and other forms of direction. Boards make vital decisions and lead the organization. Your staff define the ways of achieving your goals and undertake the work required to do it. In a healthy and positive organization, you will instinctively know when those roles cross-over and/or are shared. Ideally, you should never use an "us and them" approach – everything that you do should stem from the "we" attitude.

The board is responsible for reviewing and assessing overall leadership and effectiveness of managerial staff and board members. In order to maintain continuity with future board members, you should play an active role in succession planning by promoting and recruiting new members.

Your manager and staff are your window into the day-to-day operations. Your manager will provide you with regular reports and updates on business and program and you will rely heavily on them for information. For this reason, the recruitment, training and evaluation of your managers and staff is a key Human Resources responsibility that the board should pay particular attention to.



Board Meetings

In order to plan and govern, a board must meet! Boards should meet regularly enough to conduct their business in a knowledgeable and effective manner. These meetings are the avenue for decision-making and are governed by the centre's by-laws. There are a number of different types of meetings you may be asked to attend.

Annual General Meeting

Anyone who is a member of the organization may attend the Annual General Meeting (AGM). It is normally used to update attendees on the business of the past year and perhaps to introduce the future plans; to elect the board of directors; and to alter the by-laws. Regular business may also be conducted at the AGM, but not as often.

It is required that you send out formal notice to your members and parents of the AGM. It is also common practice to send out a public invitation to other interested parties in your community. This is an excellent public relations strategy for your child care centre.

General Meeting

When important or emergency situations arise, directors may also call a meeting of the entire membership called a General Meeting. This venue may also be used for strategic planning in order to gain a broader perspective at the table.

Board Meeting (Director's Meeting)

All board members are expected to attend all board meetings. While there is no general rule for the frequency of board meetings, in child care it is common to meet monthly. Frequency will be formally set out in your by-laws.

As a principle of quality management, it is good practice to ensure parent representation at these meetings if your board does not already include parents.

Your centre's regular business is conducted at board meetings. Generally, your supervisor or Executive Director should provide you with an update of the operational issues that need governance direction. Board members should also expect a financial report from the treasurer, operational updates from managers, policy review and adoption, among many other items.

Committee Meeting

When particular issues and/or projects arise from board meetings, it is very common to form committees. Committees also exist to focus on different areas of responsibility within the organization. This is especially true in larger organizations. For example, you will often see a finance committee and/or a program committee.

A standing committee is one that exists on a permanent or long-term basis. It often deals with such ongoing concerns as finance, human resources or policy development. An ad-hoc committee is one that forms for a specific purpose and is much shorter lived. An example of an ad-hoc committee is one that may form to organize a fundraiser or to review a specific policy.

Normally, committees do not make major decisions but rather form information documents and recommendations for the board to vote on.

Attendance

Since low turn out at meetings can be an issue for boards of child care centres, it is important that agendas are known ahead of time, barriers such as child care for attendees are removed as much as possible and that all items are relevant and receive the time that is due to them - not too little and not too much.

At the back of this book is an appendix called Effective and Productive Meetings. It offers guidelines and tips for running productive board meetings at each of the above-mentioned levels.

Group Dynamics

"Alignment" is an important concept for boards and their members. It is essential to have a common Vision, a Mission and a set of organizational values as a foundation for business. It is challenging sometimes to work together cohesively when opinions differ, but it is essential to a healthy organization.

Board decisions should be made collectively; no one person should dominate when it comes to decision-making. Whatever process you use to come to that decision, whether consensus, "majority rules" or otherwise, once a decision is made, it must belong to the board. Even if a member does not agree with the decision, it is important that they support it. Working together in this manner requires strong problem solving skills and an environment of trust and respect. Open and honest communication, and respect for each and every opinion will help boards become collectively supportive of all decisions.

You must keep in mind that each person plays a different, but equally important role. It is your job and the job of those around you to challenge thinking and play "devil's advocate." Your board cannot make well-rounded decisions if you don't think about all other perspectives and options.



Food for thought!

- What strength or skills do you bring to the board?
- What strengths or skills do your fellow members bring?
- Are you, or do you have, a silent member on the board?
- What can you do to draw out their ideas or opinions?

Continuity of Governance

The board has a responsibility to ensure that there is a means of maintaining continuity from one board to another. Ensuring continuity in leadership also ensures seamless and smooth operations in your agency during transition. This can be difficult to achieve given that the parents who serve on child care boards may not be willing to commit to two years, so many organizations reduce the term to one year for recruiting purposes. Terms of at least two years are recommended.

It is a good idea to employ a staggered rotation of key positions so that you are not faced with a brand new board executive every year or two. Your staff cannot and should not lose two or three months of leadership each year due to poor planning.

There is a circular progression that takes place in the "life cycle" of a board member. With your Vision, Mission and strategic objectives in hand, develop a job description that outlines the skills, interests and qualities that you feel are required of directors to help your organization achieve its goals. Those qualities may change over time based on what you are trying to achieve. Use the job description to recruit people that possess the desired characteristics. Over the next year or so, spend time coaching, developing, providing feedback to and ultimately evaluating your new director's performance (this is mutual of course!). When you are ready to leave the

board, you will have had an active part in ensuring your organization's future success.

For new board members, there should be a formal board orientation process that covers the topics found in this handbook as well as information and policies specific to your centre. The following outlines elements that may be included in an orientation session.

- ◆ Introduce board and board members to each other and to staff
- ◆ Introduce management (and staff)
- ◆ Review brief history of centre
- ◆ Review of Vision, Mission, Values
- ◆ Review current situation of centre
- ◆ Review strategic direction or current three-year plan
- ◆ Provide overview of centre's policies
- ◆ Review contents of this handbook
- ◆ Provide and sign required documentation
(including program, HR, finance – use topics in this handbook as a guide)
- ◆ Tour of centre

Food for thought!

What skills or qualities do you think are missing from your current board?
Where might you find someone who has those qualities?
Why do you think that a board has a responsibility to future boards?



Legal Duties and Liabilities



Non-profit organizations that are incorporated under provincial legislation enjoy certain legal and financial privileges. They do not pay taxes on income and are permitted to use public funds to fulfill a public need. Incorporation provides limited legal protection to board members. In return, these agencies commit to being governed by a board and are legally and ethically responsible to provide the public service they are contracted to provide.

The board is responsible for the proper conduct of the organization as a whole. As a board member, you have committed to helping run your child care centre to the best of your ability. You have committed to learning about your organization and to seeking out information that ensures that you are making informed and reasonable decisions. You are charged with ensuring that your centre runs effectively and efficiently.

A major concern of a new (and perhaps experienced) board member is one of legal liability. There are many things that you can do (and know) to limit your risk of liability, many already mentioned above. For example:

- ◆ Understand the roles and responsibilities of your publicly-funded organization;
- ◆ Ensure that your organization has effective management and administration;
- ◆ Understand the contents of your service agreement and ensure that all the standards and requirements therein are met;
- ◆ Ensure that your staff report performance and service outcomes;
- ◆ Report significant changes and/or issues to your funding partners;
- ◆ Be active in governance.

THE LEGAL DUTIES OF A BOARD MEMBER

Each board member should understand the definitions of and difference between diligence, loyalty, and obedience.

Diligence refers to your duty to act reasonably, prudently, in good faith and with a view to the best interests of the organization and its members. *Loyalty* refers to your duty to place the interests of your organization ahead of your own personal interests. If you are a parent who uses the services of the centre you represent, this may be particularly difficult. Finally, *obedience* refers to your duty to act within the scope of the governing policies, rules and regulations. You must always demonstrate these behaviours when you act as a member of a board.

You should know and be aligned with the Vision, Mission and policies and should carefully assess what you have to give to your role on the board. More importantly, you should be very honest about what you cannot give!

POTENTIAL LIABILITIES OF A BOARD MEMBER

A board member who fails to fulfill their duties as outlined above may be liable for consequences. Consequences are normally damage, loss or injury of another. Being liable means having to pay for any or all consequences.

Liability arises when a law is broken, a contract is breached or when injury or damage occurs to another (whether intentional or unintentional).

Indemnification refers to compensation paid to a board member for legal fees, fines, financial settlements and/or other legal obligations that arise from the execution of his or her duties. It is very common for non-profit boards to include an Indemnity Clause in their organization's insurance policy.

Are you covered by an Indemnity Clause?

RISK MANAGEMENT

You can significantly reduce potential legal liability by practicing ongoing risk management, especially when your board is making decisions. Before making any decision final, as a board, ask the following questions:

1. If we make this decision, what could go wrong?
2. If something goes wrong, what harm could it cause?
3. What can we practically do to avoid harm?
4. If harm did occur, what can we practically do to lessen the damage?
5. How would we pay for any damage or harm?

If you answer these questions, especially the first, you are identifying risks. When you identify a risk, you must:

- ◆ assume it;
- ◆ reduce it; and/or
- ◆ eliminate it; and/or;
- ◆ transfer it.

What is the difference? Assume that you identify a risk – there is a large overhang of ice at your front entrance. If you assume the risk, you accept that it is there, take no action and essentially hope for the best. To reduce the risk, you may assign the task of knocking down as much ice as possible, perhaps leaving some behind. Although the remaining ice may fall, the harm is likely to be much less. You may decide



to eliminate the risk by having the ice cleared and installing heating cables to prevent from future build-up. Finally, you may choose to transfer the risk by erecting a barrier and posting signs to warn parents against using the front door; and you may direct them to an alternate entrance. If a parent chooses to ignore the warnings and use the entrance, they are accepting the risk of being harmed; you have transferred that risk to them.

Transferring risk is not always clear-cut. Your efforts to transfer risk may not stop you from being named in a legal suit in the event of an injury. The reasonableness of your efforts, however, will greatly increase your chances of escaping liability.

For a comprehensive look at the legal liability and risk management, please refer to the Government of Ontario's Discussion Paper on the topic listed in the References and Resources section below.²

In child care there are so many potential hazards. You serve vulnerable children who often do not act with reason and caution. Risk assessment and management is of the utmost importance. Other ways to reduce and eliminate risk in your organization and services include:

- ◆ Know your business
- ◆ Attend meetings and take part in discussion
- ◆ Regular training and education for board and staff
- ◆ Rule enforcement
- ◆ Adequate maintenance of facilities, equipment and systems
- ◆ Careful recruitment and supervision of staff
- ◆ Adherence to statutory reporting requirements; and
- ◆ Document, document, document

Did you notice? These are all things that any dedicated and serious board would do regardless of the risk factor!

THE WORD REASONABLE

An important word to remember when talking about legal liability is the word **REASONABLE**. No matter what happens, can you show that you and your board acted to the best of your abilities and in a way that would be deemed *reasonable*? Reasonable refers to putting forth the same effort, care and attention that the average person would/should and could have done given the same situation.



² Government of Ontario, Ministry of Citizenship, Volunteer Canada. *Directors' Liability: A discussion Paper on Legal Liability, Risk Management and the Role of Directors in Non-Profit Organizations*, 1st Edition. Ottawa, 2002.

Conclusion

Child care in Ontario is a challenging business. You are about to embark on an adventure that will be demanding but will reap rewards that will far outweigh any effort you can put forth. This handbook aims to provide you with awareness of the basic responsibilities and functions of your board. You can use it as a guide to your own participation as you learn and grow in this new and exciting role. Hopefully, in a year or two, you will also be able to use it as a foundation for training as you welcome new members into your organization.



Following are some helpful resources that have been referenced in the making of this handbook. You are encouraged to read further into the basic strategic principles but also into the many varied philosophies that boards can adopt. Over time you and your board will develop into a finely tuned operation with clear strategic direction, outstanding customer service and top-quality child care.

Best of luck!



References and Resources

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- Oliver, Caroline. The Policy Governance Fieldbook. Jossey-Bass. San Francisco, 1999.
- Ontario Coalition for Better Child Care. Child Care Management Guide II, Revised Edition 2002. Toronto, 2002.
- Robert, Henry M. III. Robert's Rules of Order – Newly Revised. Harper Collins Inc. USA, 2001.
- www.boarddevelopment.org **

**** Highly Recommended**

Appendix A:

Effective and Productive Meetings

Everyone's time is at a premium; especially those who volunteer in the community. Volunteers are often balancing home and work, and yet somehow find the time it takes to get involved in additional worthwhile community activities. For this reason, it is important to plan meetings so that everyone gets the most out of them that they can, in the time that they have.

A Notice of Meeting should be sent out at least one week prior to the meeting as a reminder. For Annual General Meetings, longer notice may be required.

The Agenda is the key to an effective meeting. It outlines the topics to be discussed so that attendees can:

- be prepared to discuss
- know the estimated length of meetings.

Although staff may assist a Board in the preparation of the agenda, it is the board who should set the agenda and items. After all, they are governing! Agendas should provide each member with an idea of what the organization's key issues are and what needs to be accomplished.

Agendas often have standing items, those that recur at each meeting. Standing items should be meaningful; they should not just be a checklist of items to get through. For example, the Treasurer's Report may be a standing item. The information provided should be considered and discussed to determine if any action needs to be taken. If your agenda includes Previous Minutes (which it often will), you should ensure that they accurately reflect what occurred and whether items for action have occurred.

Other items on the agenda may be issues that are more temporal in nature, perhaps that staff have forwarded for discussion or guidance.

The Chair should start the meeting on time and keep the agenda moving. They should prepare for the meeting and have all hand-outs prepared and should be able to speak to each agenda item. The chair should never dominate the meeting; their role is to facilitate the board process.

If you are chairing, do not be afraid to limit discussion if the board becomes "stuck" on an item. The chair can always recap the ideas presented by members and either move to a motion and vote or summarize the next steps. It is frustrating if members do not get to the end of the agenda because the group never got past the first two items, especially if they feel strongly about an upcoming item.

When chairing, it is essential to ensure that each member has an equal voice and equal rights. If a member is quiet, especially if they are new, the chair should try to ask if they have anything to add to the discussion before moving on.

When it comes to decision making, you should know what principles the group has adopted. For example, will you use:

- Majority Rules – decisions are put to a vote; or
- Consensus – a process of attaining mutual agreement and/or compromise?

For complete formal rules on running an official board meeting, the Roberts Rules of Order should be referred to.