

# 8<sup>th</sup> Annual BC Interior Stewardship Workshop

## Governance and Organization for Stewards



“Apparently many companies experience problems including: a lack of direction, poor accountability, lack of respect among members, pushing personal agendas, poor communication ...”

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# Background, purpose and disclaimer

- This topic has come up on workshop evaluations in the past
- May not be applicable to everyone – but is to key audiences
- Purpose is to ask questions to get you thinking about your organization, and to give you some tips of the trade
- We have worked with lots of groups – but this is not legal advice!
- Plenty more resources on governance and organization can be found online. Start with a Google search or look it up in *Wikipedia*.



# WORKSHEET

Please work individually or in small groups to answer the questions on the *Organization and Governance worksheet* inside your workshop folder.

You may record your answers, but they will not be collected. The worksheet is meant to get you thinking about some of these topics and generate some discussion.

We will ask some of you to share your organizational and governance strategies with the group.



# 5 topics to cover in this presentation:

1. Organizational status
2. Structure and roles
3. Organizational responsibilities
4. Strategic planning
5. Effective meetings
6. Organization 101 (aka file management)



# Organizational status

<b>-profit</b>	<b>Charity</b>	<b>Unstructured</b>
<p>us obtained by way of rs Patent</p> <p>y be incorporated or orporated</p> <p>trolled by appointed bers or directors</p> <p>plus revenues are for achieving goals, s profit or dividends</p> <p>exemptions</p> <p>y be further classified society, charity, trust, lation, cooperative...</p>	<ul style="list-style-type: none"><li>• status granted by Canada Revenue Agency</li><li>• must demonstrate charitable activities</li><li>• issue tax receipts to donors</li><li>• mandatory filing of annual reports with the federal government</li><li>• unlawful to engage in political activity</li></ul>	<ul style="list-style-type: none"><li>• no legal status or recognition</li><li>• no formal responsibility</li><li>• unable to have a specific mailing address</li><li>• unable to have a separate bank account</li><li>• unable to have membership, directors or staff</li></ul>



## 2. Structure and roles

- Directors (board)
- Officers (executive)
- Membership
- Voting
- Staff and/or consultants/contractors
- Succession planning for directors
- Alternating terms



# Generic Board of Director Responsibilities

The appointment and performance evaluation of the organization's chief executive officer

Ensuring good management and sound fiscal practices

Approving major capital expenditures and "material transactions not in the ordinary course of business"

The development, implementation and effective monitoring of strategic plans and directions

Ensuring that the mandate and mission of the organization are well defined, understood and practiced

Ensuring fiscal, legal, and ethical integrity

Identifying and ensuring the appropriate management of risks

Succession planning

Self-policing to ensure excellent governance practice



# Board Typology

<i>Passive Board</i>	dominated by the CEO, disengaged, rubber stamp
<i>Certifying Board</i>	protects shareholder interests, honours good board practice, holds management accountable
<i>Engaged Board</i>	honours good board practice, provides advice to CEO, engages in open discussion and debate, interacts with the CEO and senior management while retaining its governance role
<i>Intervening Board</i>	gets involved in specifics, inclined to crisis intervention into management
<i>Operating Board</i>	very involved in specifics, directs management
<i>Policy Board</i>	through policy establishes the principles (Carver Model) and parameters for management action and holds management accountable





# Organizational responsibilities

	Non-profit society	Charitable status	unstructured
Responsibilities	Directors are responsible to the membership for all aspects of the society		No requirement – info
General Meeting	Annually, within 15 months of last one  Financial statements, report of directors, elections	Same as non-profit society	No requirement – info
Reporting	Annually, to registrar of companies	Same as non-profit society, also to Canada Revenue Agency	No requirement – info
Audits	If a reporting society as per Society Act definitions	Yes	No, except if the financial manager must undergo annual audits

# 1. Strategic planning

*An organization's process of defining its strategy, and making decisions on allocating its resources to pursue this strategy*

Other words:

“What do we do?”

“Who do we do it for?”

“How do we excel at it?”

This process is typically done repeated times: annually, bi-annually, or in five years, even as infrequently as once in years



outlines what the organization wants to be, or the ideal outcome of the organization's operations

*Social well-being supported by a vibrant economy and sustained by a healthy environment*

**te/** describes why the organization exists (its *main task*) and  
**n** *what it does* to achieve its vision

*To advance sustainability in BC with a focus on the Fraser River basin  
Bringing people together to find collaborative solutions with a focus on health, water and watersheds, climate and air quality, and community sustainability resilience*

common beliefs among the stakeholders; they drive the organizational culture, priorities, and provide a decision-making framework

**gies** the plan(s) of action to achieve the vision. Much more specific than the vision, often includes targets.

*Stimulate improved land stewardship by encouraging the application of sustainability principles in land use activities*

# The Strategic Planning Process

There are several approaches to strategic planning.

Example: Draw - See - Think - Plan approach

**Draw** determining the ideal situation or desired end state  
**See** assessing the current situation, and noting the gaps between the current and ideal

**Think** determining actions to close the gap

**Plan** creating a road map to close the map, including assessing what resources are available and how to apply them

Within a structured organization, strategic planning is typically done by senior staff/management. The strategic plan is reviewed and approved by the Board of Directors.

## 5. Effective meetings

- Clearly identify a purpose or set of objectives for a meeting. Without them, don't call a meeting!
- Identify desired outcomes of a meeting
- Build a common agenda and get endorsement
- Engage participants, don't just report out information
- Be flexible, but stay on topic and on time
- At the end, identify the need for a future meeting and what will be the purpose, draft agenda, date and location



# Effective meetings (continued)

## Meeting summaries

Minutes are a detailed summary of who said what

Summary is succinct – records a summary of what was discussed, agreed to, and key decisions/actions

Action items should identify who is responsible and the timing or deadline for completion

## Follow up

Circulate meeting summary and remind people of action items well before next meeting



# 6. Organization 101

## File management

Project documents, letters, bills, invoices, agreements, contracts, correspondence

Strategy for receiving and managing files, for administration

System for keeping track of to-do's: checklist, inbox/outbox; stamps; checkmarks; etc.

Write down institutional or project knowledge, policies, and procedures should be documented - not just in your head!

Use fireproof and/or theft-proof storage and electronic back-ups for really important documents

Consider opting out of 'snail mail' where possible.

Many documents can be received and filed electronically.



## Electronic file management

emails, electronic billing, project documents, financial documents

strategy for a single shared email address

'right way' to file electronic documents: it must work for you and the people with whom you share the files. Test: can you find what you're looking for in less than 30 seconds?

strategy to minimize virtual and electronic 'clutter'

strategy for managing shared 'working' and 'master' project documents

names should be concise.

consider date-stamping documents with multiple iterations (e.g. *wards\_Membership\_15Feb2012.xls*)

importance of electronic back-ups. Server, external hard drive or memory stick, cloud storage.

preventative management: keep your computer, software and electronics up to date as possible and serviced when necessary.



# Concluding Remarks

- the organization and governance should be tailored to work for your organization
- have back-ups and emergency plans in place for worst-case scenarios. Prepare for Murphy's Law!



**Thanks for participating  
Questions?**

