



Board Orientation Package

Community Futures Boundary

ROLE & RESPONSIBILITIES

Terms

The Community Futures Boundary (CFB) Board of Directors is comprised of a maximum of 15 volunteers who act on behalf of businesses and residents of the Boundary Region. Directors are elected annually at the AGM. Directors are appointed for 1-year terms with a maximum of 9 consecutive terms.

Guiding Principles

1. The Board will focus its energy and dedication on effective governance via high level decisions and strategic planning, rather than the details of daily activities.
2. All managerial and administrative authority is delegated to the GM.
3. Annually, the Board will approve the operating budget, consistent with the priorities defined in the Strategic plan.
4. The Board will ensure transparency, accountability, and confidentiality.

Responsibilities

The Board provides governance and has fiduciary oversight of the organization. The Board sets the strategic direction for the organization, adopts sound, ethical and legal governance, and financial management policies.

In order to achieve CFB's mandate, the Board must have current and effective corporate governance practices that reflect best practices and take into consideration CFB's values and culture of community engagement.

It is an expectation that all board members:

- Participate in board training as required.
- Act as a resource to the GM.
- Familiarize themselves with the organization's mandate, strategic plan, policies, and financials.
- Participate in quarterly board meetings. If more than 2 consecutive meetings are missed, the Board Chair will initiate discussion regarding the ongoing interest and ability to continue as a Board member.
- Attend training as required.
- Volunteer time for special projects and community events.
- Actively participate at a committee level as required.
- Act as an ambassador for CFB.

Board Meetings

Regularly scheduled Board meetings are generally held quarterly, on the 3rd Wednesday of that specific month, for approximately 3-4 hours. Prior to the meeting, each board member receives a board package including the agenda, minutes from last meeting, correspondence, and reports to review before the meeting.

Committees of the Board

Committee meetings occur on an as needed basis. Each Director will be appointed to serve on one or more of the following committees:

- Executive Committee
- Policy Committee
- Finance Committee
- Loans Committee
- Sponsorship Committee
- Self-Employment Committee
- Boundary Enterprise Holdings Ltd. Committee

**CONFLICT OF INTEREST
DISCLOSURE STATEMENT**

**All answers are to be given to the best of your information and belief.*

I am submitting this disclosure statement to comply with Community Futures Development Corporation of Boundary Area's (CFDC Boundary) Conflict of Interest Policy (the "Policy").

I recognize that I am completing this form disclosing Conflicts of Interest and potential Conflicts of Interest that arise by virtue of "Related Parties" and "Affiliated Organizations" as such terms are defined in the Policy.

- ***Related Parties is defined as:***

- *The spouse and child of any director, officer or member of an investment review sub-committee of the Board or employee of the Corporation; and*
- *Any entities in which the director, officer, or member of an investment review sub-committee of the Board, or employee, or the spouse or child of any director, officer or member of an investment review sub-committee of the Board or employee of the Corporation, have significant interest, substantial investment of control; and*
- *Includes the grandchild, sibling or parent of any director, officer or employee of the Corporation and, any entity in which the grandchild, sibling or parent of any director, officer or employee has a significant interest, substantial investment or control.*

- ***Affiliated Organization is defined as:*** *Two corporations are related to, or associated or affiliated with, each other in the following situations:*

- *an affiliate is a corporation that is a subsidiary of another corporation;*
- *if a corporation has two subsidiary corporations, the two subsidiaries are affiliates of each other; or*
- *if two corporations are controlled by the same person, the two corporations are also affiliates of each other.*

I am completing this disclosure statement to qualify for service as an:

- Employee of CFDC Boundary
- Board of Director of CFDC Boundary
- Micro Loan Committee Member of CFDC Boundary
- Self Employment Benefit Program Committee Member of CFDC Boundary
- Other (please specify) _____

1. Have you or any Related Parties or Affiliated Organizations been compensated for goods or services provided to CFDC Boundary or any affiliated company (individually or collectively referred to as the “Organization”) in the past year?

☐ Yes ☐ No

If yes, please describe the nature of the goods and/or services:

2. Have you, or any Related Parties or Affiliated Organizations purchased goods or services from the Organization in the past year, other than those available to the public?

☐ Yes ☐ No

If yes, please describe the purchased goods and/or services:

3. Please indicate whether you or any Related Parties or Affiliated Organizations had, have, or will have any direct or indirect interest in any business transaction(s) in the past year to which the Organization was or is a party?

☐ Yes ☐ No

If yes, please describe the transaction(s):

4. Were you or any Related Parties or Affiliated Organizations indebted to pay money to the Organization at any time in the past year (other than travel advances)?

☐ Yes ☐ No

If yes, please describe the indebtedness:

5. In the past year, did you or any Related Parties or Affiliated Organizations receive, or become entitled to receive, directly or indirectly, any personal benefits from, or as a result of your relationship with the Organization that in the aggregate could be valued in excess of \$100.00 (other than travel reimbursements)?

☐ Yes ☐ No

If yes, please describe the benefit:

6. Are you or any Related Parties or Affiliated Organizations a party to, or have an interest in, any pending legal proceedings involving the Organization?

☐ Yes ☐ No

If yes, please describe the situation(s):

7. Are you aware of any other events, transactions, arrangements, or other situations that you believe should be examined by the applicable Disclosure Officer(s) in accordance with the terms and intent of the Policy?

☐ Yes ☐ No

If yes, please describe the situation(s):

I declare that I have read and will abide by CFDC Boundary's Conflict of Interest Policy.

I hereby confirm that I have read and understand the Policy and that, to the best of my knowledge and belief, my responses to the above questions are complete and accurate.

Signature

Print Name

Date

CONFIDENTIALITY POLICY

1. Objective

To respect each CFDC client, and each employee and their right to have information concerning him or her (or their business information) to be treated in strictest confidence. When the need for sharing of specific information is required for the administration of a specific program, the sharing protects each participant's rights to maintain the respect and dignity of others and to protect the CFDC staff, Board and Corporation from potential liability.

2. Policy and Procedure

- a) When it is necessary to confirm eligibility to participate in a program, or where other essential and relevant information is required, staff may contact a former employer, office of a Provincial/Federal ministry or other person or agency that is able to verify an individual's statements. Where staff intend to seek verification of information, participants must be advised. When contacting other parties for information, staff is not required to share information other than briefly indicating the reason for requesting information.
- b) When it is necessary to provide information to prospective employers and others, whenever possible, employee's themselves are to provide the required information. If staff provide information, it MUST only be done with the employee's knowledge and consent. Sharing non-essential information that may tend to label participants or that may destroy others respect for participants as individuals is not an acceptable practice.
- c) Information concerning a participant is not to be shared with the police without the employee's permission, unless it is for one of the following reasons and then only information that is essential may be shared:
 - *A warrant, notice of court hearing, or subpoena has been issued and police or a sheriff, require information concerning an address or possible location of an employee.*
 - *In cases where the safety of a participant or the general public is involved and where staff has knowledge that employee's actions may injure themselves or others, staff are to contact the police. Whenever possible, staff should indicate to the participant that such action is to be taken.*
 - *Pursuant to Section 23 of the Criminal Code of Canada, when staff have definite knowledge that a client is involved in criminal behaviour, they are required to share relevant information with the police.*

- d) No information of any kind, in relation to a participant, is to be shared with private parties without the employee's approval.
- e) It is appropriate for staff to share information with the media in order to promote good public relations or to promote specific programs or projects. Under no circumstances may specific information regarding a participant be provided to the media.
- f) All employee files and records, and such other records (as in the opinion of the General Manager) deemed confidential, shall be maintained in a filing cabinet when not in use and shall be securely locked when staff is not present.
- g) No information regarding clients, employees, CFDC Board Members, or CFDC business that is deemed confidential in nature, shall be disclosed to the above-named parties, funding sources, or media without written, oral or verbal consent of the General Manager.
- h) This policy may be amended or supplemented by a written directive from the funding Provincial or Federal Ministry or agency where a specific program dictates that other procedures or requirements be followed in relation to confidentiality.
- i) All employees of the Community Futures Development Corporation of Boundary Area (CFDCBA), joint venture partners, directors of the CFDCBA and contract workers, shall be provided with a copy of and at all times fully comply with, this Confidentiality Policy.

Signature

Print Name

Date

CODE OF CONDUCT

Board members and staff are expected to conduct themselves in an ethical and professional manner. This expectation includes proper use of authority and appropriate decorum in group and individual behavior:

1. You shall deal with outside entities or individuals and with each other in a manner reflecting fair play, ethics, and straightforward communication.
2. You shall be loyal to the interests of the public and the organization's clients. This loyalty supersedes but does not replace any advocacy or special interest group and memberships on other Boards that you may have.
3. You shall avoid any conflict of interest with respect to your fiduciary responsibility.
4. You shall not use your position(s) to obtain, for yourself or for any of your family members, employment within the organization.
5. You shall not attempt to exercise individual authority over the organization except as explicitly set forth in Governance Documents or Policies.
6. You shall not use Community Futures information for your own direct benefit or advantage. This requires that information be kept confidential whenever required in the best interest of the organization, the organization's clients and the organization's Board members and staff.
7. Board members upon leaving the Board shall, in perpetuity, abide by the ethical standards relating to client "confidentiality".
8. Your contribution to discussions and decision-making shall be positive and constructive.
9. Your interaction in meetings shall be courteous, respectful, and free of animosity.
10. You shall know and adhere to the organization's governance policies.
11. You shall not attempt to exercise individual authority or undue influence over the organization, other Directors, or staff.
12. You shall conduct yourselves in an ethical and professional manner at all times, and you shall bring credibility and goodwill to the organization.

13. You shall respect absolute confidentiality with respect to all client matters.
14. You shall maintain an awareness of Corporation activities and promote its activities to the community.
15. You shall respect Management's authority for staffing, day-to-day operations, and subsidiary policy development.
16. The General Manager is responsible to the entire Board; consequently, no single Director or Committee has authority over the General Manager.

Signature

Print Name

Date

Board of Directors – Privacy Policy

Community Futures Development Corporation of Boundary is committed to protecting the privacy and confidentiality of the personal information it holds. Our commitment to respecting and protecting the privacy and confidentiality of personal information is addressed in our privacy policies. Our privacy policies and any applicable government privacy legislation are applied to protect the collection, use, and disclosure of the personal information we hold.

Confidentiality of Personal Information

Board members are responsible for maintaining the confidentiality of personal information related to clients and the employees of CFB to which they have access. As part of their duties as members of Community Futures Development Corp. of Boundary's Board of Directors, Board members may acquire knowledge of, or have access to and be in possession of, the personal information of clients, employees and other Board members. Board members will keep confidential and not disclose any information of any nature or kind that comes to their knowledge, by virtue of their position as a Board member, respecting or relating to any client, former client, employee, former employee or Board member including any programs or services provided to a client, except in accordance with their duties as a member of the Board. Board members may only access personal information collected where necessary to fulfill their duties.

As a condition of their tenure on CFB's Board of Directors, Board members are required to sign a confidentiality agreement binding them to this responsibility which governs their actions, even after their tenure as a Board member comes to an end. Board members are to ensure that they remain informed about CFB's policies and procedures for protecting personal information and reinforce the importance of complying with them.

Security of Personal Information

Board members are required to maintain adequate security so as to prevent unauthorized access, use, or disclosure of personal information in their possession.

Board members will not retain personal information they have acquired by virtue of their position as a Board member outside the Community Futures' offices. As part of their duties, Board members may occasionally receive records outside the Community Futures' offices that contain the personal information of clients or employees.

They agree to retain it in a secure manner appropriate to its sensitivity. Upon completion of the specific task requiring the records, all records in the possession of a Board member outside the CFB office that contain personal information are to be returned to the CFB offices or securely destroyed by shredding. Records returned to the CFB offices will be retained or destroyed in accordance with our Records Retention and Destruction Policy.

For example, if a loan application is forwarded to a Board member for consideration, once the application has been considered, the application form and any other records containing the personal information of the applicant are to be returned to the CFB office or shredded. Likewise, if a resume is forwarded to a Board member for consideration for employment purposes, once the resume has been considered, the Board member should return the resume to the CFB office to be dealt with according to CFB's Records Retention and Destruction Policy or securely destroyed by the Board member through shredding.

Summary

Board members are to take their responsibility to respect and protect personal information seriously.

Signature

Print Name

Date