

SELKIRK & DISTRICT COMMUNITY FOUNDATION INC.

Role and Responsibilities of Directors

SUMMARY

The Board's primary responsibility is to build and ensure sound management of the Foundation. It oversees the Foundation's management and ensures that the affairs of the Foundation are being conducted in manner that achieves its strategic and operational plans, consistent with the Foundation's vision and mission.

The Board consists of nine Directors. Officers are appointed by resolution of the Board at the first meeting of the Board following the annual appointment of directors by the Nominating Committee.

ROLE and RESPONSIBILITIES

The legal authority for Selkirk & District Community Foundation is its Board of Directors. The Board's Directors are appointed by a committee, known as the Nominating Committee, consisting of the Mayors of the City of Selkirk, the R.M. of St. Clements and the R.M. of St Andrews, the President of the Selkirk and District Chamber of Commerce, the Chair of the Lord Selkirk School Division, the Chair of the Interlake-Eastern Regional Health Authority and Chair of the Foundation.

The Board's role is to set policy, and to question, analyze and monitor the management of the Foundation's affairs. It is a role of governance as opposed to operational management. There is opportunity to assist the Foundation's staff with operational functions where the Director has the time and interest to participate at this level.

Responsibilities include:

- Developing and approving strategic plans;
- Ensuring that effective and adequate financial controls are in place to protect invested funds and safeguard donor information;
- Evaluating management's effectiveness in implementing the strategic plan;
- Communicating with stakeholders;
- Ensuring the effectiveness of Board and management;
- Reviewing the necessary information to assess the Foundation's progress toward meeting its goals and objectives;
- Approve the hiring recommendations of Foundation staff;
- Declare conflicts of interest and refrain from voting on such issues;
- Be diligent in attending and prepared for board meetings;

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- Support the vision and mission of the Foundation through donations as appropriate to personal circumstances; and
- Be an advocate for the Foundation.

The Board's Chair is the spokesperson for the Foundation, although the spokesperson role may be delegated, from time to time, to the Executive Director, Vice-Chair, or designated Board Member in the Chair's absence.

All Board Members are expected to serve on one or more Foundation committees. In most cases, Board Members whose qualifications are appropriately suited to the task, are appointed to a Committee. All committees are chaired by Board Members. Committee chairs regularly report to the Board of Directors.

Executive Committee: consisting of the Chair, Vice-Chair, Secretary, Treasurer and Executive Director who may meet at the call of the Chair. Its purpose is to ensure that appropriate actions are being taken to achieve stated objectives consistent with goals and policies established by the Board.

Finance Committee: monitors, evaluates, advises and makes recommendations to the Board concerning financial matters. This includes accounting policies and practices, internal control systems, the operating budget, external audits or reviews, and financial reporting. They work with the Executive Director and financial staff to monitor the finances of the Foundation.

Investment Committee: establishes and monitors investment policies for the Foundation and its managed accounts. Its objective is to obtain the best possible investment returns over the longer term within the Foundation's Investment Policies, while sustaining or increasing capital to compensate for inflation.

Grants Committee: reviews, recommends and distributes grants at least annually as directed by the Board of Directors. Grants are funded primarily from the income earned by the Foundation's permanent endowment funds to registered charities and not-for-profit organizations within the City of Selkirk, the R.M. of St. Andrews and the R.M. of St Clements.

The committee reviews its granting priorities to ensure the emerging needs and ongoing issues in the community, such as those identified in Vital Signs, are being addressed.

Fund Development Committee: in conjunction with the Executive Director, meet with and inform individuals and organizations within the community regarding the benefits available to themselves, their clients and future generations in perpetuity, should they contribute to the Foundation through a planned gift.

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Communications and Special Events Committee: keeps the community informed about the Foundation by producing and distributing informational materials, annual reports and a website. The committee hosts special events to honour and recognize donors, citizens and grant award recipients.

Policy and Review Development Committee: annually reviews the existing policies of the Foundation. In-depth review of existing policies takes place on a rotating basis every two or three years. The board and/or committee may determine additional policies are required by the Foundation and the committee will draft and prepare the required policies for Board approval.

QUALIFICATION FOR BOARD MEMBERSHIP

To be considered for an appointment to the Foundation's Board, a person must:

- live in the City of Selkirk, or the R.M. of St. Andrews or the R.M. of St Clements
- have experience in community or civic engagement and/or be recognized for their special abilities, judgement and expertise in areas of importance to the Foundation
- be willing to embrace the Foundation's vision and mission of philanthropic leadership in the community and support its objectives
- have a reputation within their community and profession that would serve to enhance the public image of the Foundation.

DIRECTOR'S LENGTH OF SERVICE

Board members are appointed for a three-year term. No member may serve more than two consecutive terms. A person who has served two consecutive terms may be reappointed after one year has elapsed from the time they ceased to hold office.

This policy is to be reviewed every three years.

ADOPTED at a meeting of the Board of Directors of the Foundation:

DATE **May 14, 2019**

Chair _____ **Gord Henrikson**

Secretary _____ **Michele Polinuk**

Original Roles & Responsibilities of Directors Policy was adopted by the Board on June 1, 2012.