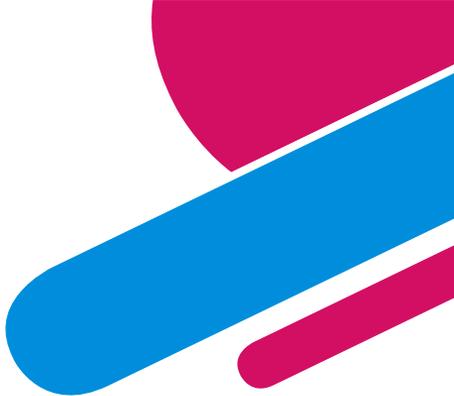


Land Acknowledgment



I acknowledge that I live and work in treaty 1 the territories of the Anishinaabeg, Cree, Dakota, Dene, Métis, and Oji-Cree Nations.

I acknowledge this land sits on the ancestral and traditional homeland of Anishinaabe peoples.

I acknowledge the historical harm done to Indigenous people and I take full responsibility to understand the impact of this harm on Indigenous relatives and neighbors.



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Board Governance of Barbados Association of Winnipeg

Presenter

Mandela M.Kuet

Chief Executive Officer

Mark=1T Consulting Firm LTD

Sustainability



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Pre-Survey Participation





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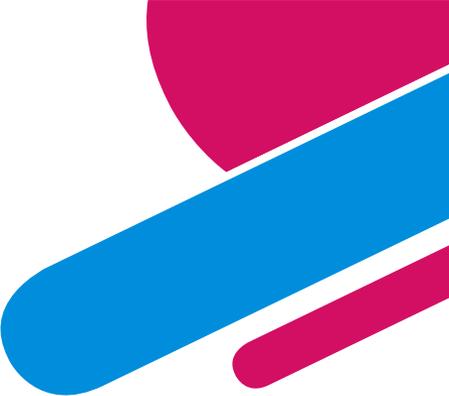


Overview

For not-for-profit organizations (NFPs), governance is increasingly in the spotlight. Stakeholders and the general public are demanding more transparency and accountability regarding the oversight of organizations of all kinds.

Despite this intensifying focus on governance, many NFP directors need to understand and appreciate the extent of their oversight responsibility



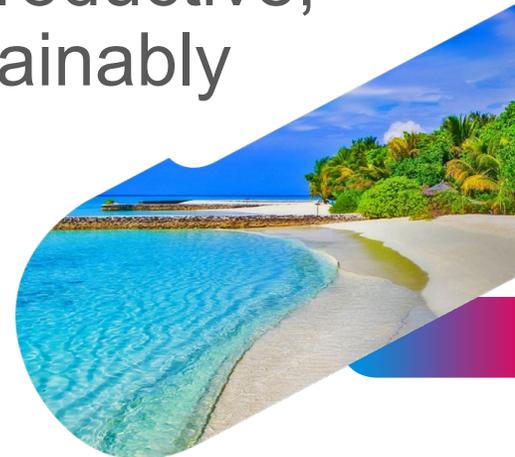


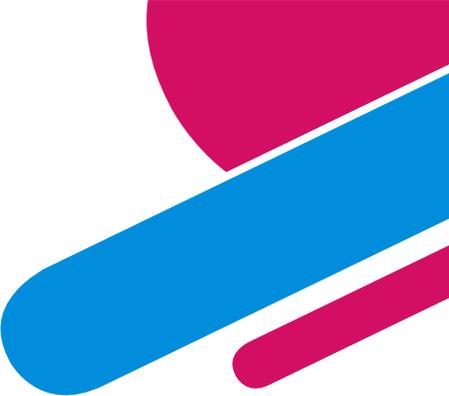
Under current legislation and common law, NFP directors have an overall responsibility for the organization and the strategy for achieving its legal purpose. Directors who neglect these responsibilities put the NFP's sustainability at risk.

On the other hand, directors that ensure their NFP is equipped with a good governance framework can ensure that the NFP is productive, accountable and delivers on its mission, ethically and sustainably



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Understanding the Legislative Requirements and Environment is the first step in developing NFP governance. BAW should assess the current social, political, economic and regulatory environment in which the NFP operates. Social, political and economic forces will shape the mission and governance needs unique of BAW.

All incorporated NFPs in Canada operate under the Canada Not for-Profit Corporations Act or similar provincial legislation. These acts and related legislation have generic governance framework with clear relationships.

Examples The board of directors is elected by the members of the NFP.

- As the senior oversight entity, the board appoints and oversees the chief executive officer/executive director (CEO/ED).
- Management hires employees to operate the organization.



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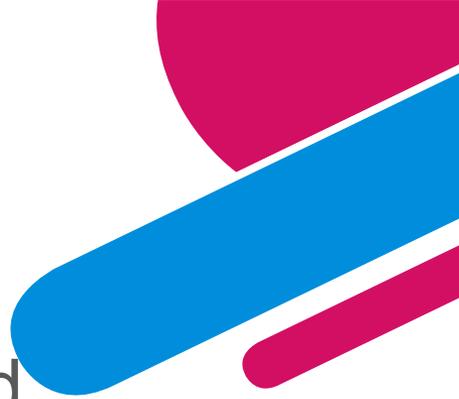
The future BAW governance framework should address:

- The board's independence from management
- The board's primary focus
 - Board dynamics
- The primary tools for board work and board support requirements
- The relationship between the board and the CEO/ED.



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BAW Directors should look to the work of their board and current best practices in governance to help them develop the details of a governance framework most suited to their organization.

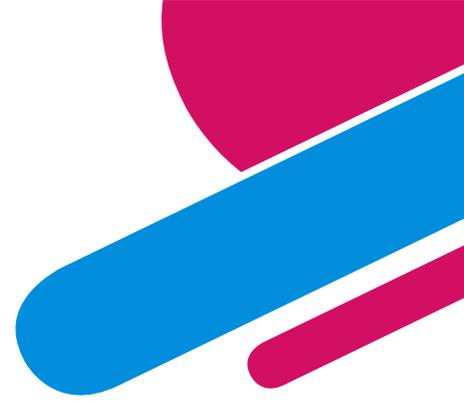
Whatever framework is chosen, the separation of board and management roles is one of the most important features of a good organizational governance framework.

The work of the board is to see that the organization's mission gets accomplished. Ideally, the work of the organization is the job of management.



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Implementing the Governance Framework

Once the BAW board has determined the overall design of its governance framework, the board will be ready to develop the documents to implement the framework. This work involves:

- Creating or confirming the BAW's mission and articles of incorporation, which define the BAW purpose. Governance for BAW: Questions for Directors to Ask
- Reviewing the bylaws, which govern the responsibilities of members and scope of board accountability.
- Reviewing board policies, which govern the work and responsibilities of directors.
- Reviewing organizational policies requiring board approval, which determine which management decisions should be vetted by the board due to their level of risk or reputational concerns.





Getting the Board Dynamics Right

Effective governance is as much about intentions and relationships as it is about governance structures and policies.

BAW should ensure their governance framework is supported by policies and processes that encourage good board dynamics, including a strong board-CEO/ED relationship. Equally important is a board committed to independence, continuous improvement and strong relationships, which requires the following elements:

- Skilled, experienced directors with courage, integrity, collegiality and good judgment.
- A board membership and leadership that, collectively, has sufficient diversity of experience and perspectives for board credibility and sound board oversight and decisions.
- Regular evaluation of the effectiveness of the board, board committees and individual directors.
- A respectful, collaborative relationship with the organization's management, especially between the board chair and the CEO/ED





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Monitoring, Learning and Improvement

Once the framework is established, it should be reviewed regularly to ensure it is operating as intended and to identify areas of improvement.

In summary, an engaged board of directors working within a strong governance framework ensures the BAW has the level of oversight needed to meet regulatory requirements and fulfill its mission efficiently and effectively.



Post-Survey Participation



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THANK YOU!

Questions & Answer Period

Mandela M.Kuet

Phone:

204-952-2642

Email:

mandela@mark1tconsulting.ca

