

Bill Reid Foundation
Area: Process Policies
Specific: Board Disciplines and Practices

Date Adopted: March 31, 2016

Reviewed: March 29, 2018

The Board will practice the disciplines necessary to govern with excellence. Accordingly:

1. Board members will be appointed for a 2 year term renewable 4 times for a maximum of 8 years total. At the discretion of the board, a member's term may be extended.
2. Board members will educate themselves about those with voting privileges, appropriate ends policies, adopted Board policies, and good governance practice.
3. Board members will prepare for each meeting and will follow through on work commitments made at each meeting.
4. Board meetings are for the primary purpose of getting the Board's work done in an efficient, effective and faithful manner.
 - a. Notices of regular meetings will be made to all members at least one month in advance.
 - b. Meeting agendas, appropriate correspondence, and supporting documentation will be distributed for receipt and consideration by all members at least one week in advance of the meeting.
5. All members will be shown respect at all meetings.
6. Members will together monitor their adherence to the Board's policies and practices.
7. Members will undertake to attend all Board meetings.
 - a. If a board member is absent from two consecutive Board meetings, the Chair will communicate with the member to determine whether they can realistically fulfill their responsibilities on the Board, or whether their continued membership is in the best interest of the Foundation.
 - b. The Chair will report to the Board the results of this consultation. If the Board concludes that the member is not able to fulfill their duties, the Board will ask that member to resign and a new member will be appointed.
 - c. If a member declines to resign in such circumstances the Board may, by a two-thirds vote, remove the member from the Board or ask the appointing body to remove and replace them member.
8. All significant decisions made by the Board will be by motion duly made and seconded, carried by a simple majority vote or 2/3 majority in the case of Ends policies, and recorded.
 - a. Members will voice their opinions on issues to ensure the diversity of the ownership is heard. Consensus seeking may be used but will not be allowed to quiet divergent voices. The Chair will determine the appropriate time in a discussion that a motion will be made.

9. The Board will meet as often as necessary to fulfill its responsibilities, and not less than twice per calendar year. The Board will normally meet 6 times per year.
10. The Board shall exercise responsibility for establishing and monitoring its expenditure line in the Budget, and shall assign responsibilities for authorizing expenses to all of its members.
11. Board Members will be expected to annually support the Foundation through their financial contributions.
12. The Board of Directors shall approve any terms and conditions attached to any gift of \$25,000.00 or greater [see Process Policy- Gift Acceptance.]