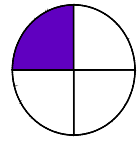


Board of Directors Policy



Policy Type: Governance Process

Policy #: GP11

Policy Name: Investment in Governance

Page #: 1 of 2

Creation Date: March 17, 2003

Effective Date: September 24, 2018

Monitoring: January

The Board will invest in its governance capacity through mentorship, orientation, training, education and evaluation.

1. Candidates for Board membership shall be provided with information that clearly outlines the role of the Board, the necessary qualifications, and the Board's expectations of Board members.
2. The Board recognizes the continual updating of skills and awareness of new issues are vital to a member's contribution to the Board. Therefore:
 - 2.1. The Orientation of new Board members is a process and not a single event. New Board members shall receive formal orientation and training prior to the second meeting after election, to ensure familiarity with Thunder Bay Counselling issues, the organization's structure, and the Board's process of governance.
 - 2.2. The orientation process will include, at minimum, a review of the following components:
 - Mission, vision, and values
 - Approach to governance, including roles and responsibilities of members of the governing body and CEO
 - Policies related to Code of Conduct, liability, confidentiality, commitment and attendance, duties and responsibilities
 - By Laws
 - Governance Policies and Procedures
 - Board Planning Documents including Strategic direction
 - Programs and Services
 - Funding, fundraising, finances and fiscal responsibility
 - 2.3. New Board members will be assigned a mentor who will be another Board member who has been sitting on the Board for at least one year, and preferably longer. The mentoring relationship is important and should be based in a genuine, collegial relationship between mentor and mentee. To ensure that the mentorship relationship is successful, the following are guidelines and suggestions.
 - 2.3.1. Role of Mentor: Make an active offer of help to your mentee by proactively connecting with your mentee pre and post Board meetings. You may be able to explain context and history to the new Board member in a way that will help them be more confident in their participation in the meeting.

2.3.2. Role of the Mentee: Be forthcoming with questions and any struggle you are experiencing. It is important to be knowledgeable about the values, strategies and mission of TBC to seek clarification from your mentor as needed. Take the time to prepare by reading Board materials carefully and then, forwarding questions to your mentors as needed.

2.4 Board members shall have ongoing opportunity for continued training and education to enhance their governance abilities.

2.4.1 This may include the following areas but is not limited to:

- Governance
- Government policies and priorities
- Funder Relationships
- Risk Management and Quality Assurance
- Current community issues, trends and priorities
- Other areas identified by the Board or through evaluation processes

2.4.2 Director representation on behalf of the Board at meetings or conferences will be determined by the Board and take into consideration:

- The purpose of the conference/meeting and who can best represent the Board
- The needs of the Board and/or organization
- The Board's budget

2.4.3 Directors who attend training, conferences and meetings are expected to report to the Board on such activities.

3. Outside monitoring assistance will be arranged so that the Board can exercise sufficient control over organizational performance. This includes but is not limited to fiscal audit and accreditation.

4. The Board will establish and be accountable for an annual budget for its own governance functions, which shall include, in addition to the costs of Board and Board Committee Meetings, funds for:

4.1. Board Members attendance at conferences and conventions.

4.2. Improvement of its governance function.

4.3. Costs of fiscal audit and any other outside monitoring assistance required.

4.4. Costs of methods such as focus groups and surveys to ensure the Board's ability to listen to owner viewpoints and values.

5. The Board will establish governance process policies and a governance action plan which will serve as measurable standards against which the Board's performance can be evaluated.

5.1. Under the leadership of the Chair, at least annually the Board will conduct a self-evaluation. As a result of this evaluation, the Board will include in its governance action plan specific goals and objectives for improvement of identified areas.

5.2. The Board will monitor its adherence to its own Governance Process policies regularly. Upon the choice of the Board, any policy can be monitored at any time. However, at minimum, the Board will both review the policies, and monitor its own adherence to them, according to the Policy Monitoring Schedule and no less than every 4 years.