

Workshop Report to APH Board of Health

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Introduction from workshop:

Governance in the not-for-profit sector is changing. Volunteer boards are expected to meet and maintain the same standards that would be expected of corporate boards. Transparency and accountability are paramount today and a good not-for-profit board is conscious of their fiduciary duties and the standard of care that is expected of them.

This workshop provides both the “why” and the “how” for directors of not-for-profit organizations. Specifically, participants will learn:

- The obligations of NFP director
- Best practices in not-for-profit governance
- Potential areas of liability and protection from liability
- Recruiting and succession planning in the not-for-profit sector
- Current issues in the not-for-profit sector

Highlights of Workshop

- 85% of information to Board members comes from management. Therefore we must be prepared to ask the tough questions.
- Fiduciary Duty is to the Corporation as a whole – leave your representative hats at the door.
- Board members are responsible for decisions made in their absence. You may register a dissenting vote within a reasonable amount of time.
- You have a duty to understand the organization.
- Don't make a decision without feeling that you have enough information.
- Succession is a good thing! Average corporate time on a Board is 12 years. 2-3 terms of 4 years each. You are not an “independent thinker” after 12 years.
- The Board needs a 100 day plan if CEO is ill or resigns. Who will act in the transition time? Chair should ensure this is in place.
- Compliance certificates may be used to ensure that Board direction is carried out. Ask CEO every 2-3 months.
- Effective Board meetings utilize “consent agenda” to address multiple routine items. Circulate in advance to deal with in one motion and save 15-20 minutes.
- Board compensation – must be defensible.
- Nominating committee is useful to select executive and committee members who reflect the community and demonstrate an ability to be effective in the position.

*Our most valuable asset is our Reputation. We must work hard to maintain it.