



# Board Policy Manual

Last Approved Revision:  
February 7, 2017

# Governing Process Policy (GP)

On behalf of the entire membership, the Board will govern through written policies that support the ends of Fencing-Esgrime NB through explicit acceptable actions and situations.

## GP-A. Governing Style

The Board shall govern from a diversity of viewpoints with one voice using the Carver model of policy governance such that:

- The focus of its attention be on the future vision and strategic leadership of FENB;
- Its policies reflect explicitly stated organizational values;
- Its policies be developed proactively, not reactively to operational initiatives; and
- Its policies enable the Executive Director and staff to determine how the Board vision can best be achieved.

### GP-A1. Group Responsibility

The Board will:

- Cultivate a sense of group responsibility to govern with excellence;
- Use the expertise of individual members to enhance its ability to determine a unified point of view; and
- Allow no officer, individual or Board committee to hinder the Board in fulfilling its job.

Each member of the Board will respect and support the final determination of the Board as a legitimate Board decision regardless of the Board member's personal position on the matter.

### GP-A2. Board Discipline

The Board will enforce upon itself, in accordance with the code of conduct policy, the discipline required to govern with excellence.

### GP-A3. Monitoring of Board Performance

The Board will self-monitor its performance in accordance with its governing process and board-executive director relationship policies and following a preset monitoring schedule.

### GP-A4. Board Inclusivity

The Board will make reasonable efforts to encourage diverse representation among its director positions, committees, and other groups that may be formed. This includes, but

is not limited to ethnicity, gender, club affiliation, age, religion, occupation, fencing community role, etc.

## GP-B. Board of Fencing-Escrime NB Job Description

The Board shall:

- Establish and strengthen the link between the Board and its membership;
- Produce explicit written governing policies;
- Produce assurance of Executive Director performance: and
- Designate a spokesperson to represent the Board to outside parties.

## GP-C. Chairperson's Role

The Chairperson shall assure the integrity and fulfillment of the governing process policies.

### GP-C1.

The Chairperson shall assure that the Board behaves consistently with its own rules and those legitimately imposed from outside the organization. Therefore, meeting discussions will only address issues that clearly belong to the Board to decide.

### GP-C2.

The Chairperson shall promote meeting deliberations that encourage divergent viewpoints and shall assist Board members to gain awareness of different perspectives about Board issues.

## GP-D. Board of Directors' Code of Conduct

The Board commits itself and its members to ethical, businesslike, and lawful conduct, including proper use of authority and appropriate decorum when acting as Board members.

### GP-D1. Loyalty to the Interests of FENB Members

Directors must represent the interests of FENB members at large. Any potential conflict of interest shall be disclosed to the Chairperson and any decision regarding the potential conflict adheres to the Conflict of Interest policy

## GP-D2. Commitment to Attendance at Meetings

Directors shall attend Board meetings regularly and shall consider that absence from two consecutive meetings serves as their automatic resignation.

## GP-D3. Commitment to Informed Decision-Making

Directors shall prepare themselves for meetings by ensuring they are familiar with current Board policies and by thoughtfully considering all relevant information available on the matters to be discussed at any Board meetings.

## GP-D4. Respect for Different Points of View

Directors shall encourage and show respect for each other's viewpoints and support all decisions once they have been fully discussed and resolved. Individuals shall not direct their differences of opinion to staff in a manner that would create dissension or confusion in the organization or to undermine the decision of the Board as a whole.

## GP-D5. Report Non-Compliance with Board Policies or FENB Bylaws

Directors shall inform the Chairperson of any condition or action they believe does not comply with Board policies or FENB Bylaws.

# GLOBAL ENDS (GE)

As a result of the presence of Fencing-Escime NB (FENB), New Brunswick has:

**GE-1.** Fencers that possess the knowledge, skills, and attitudes to participate recreationally and/or compete provincially, nationally or internationally.

**GE-2.** Opportunities for quality, accessible, recreational fencing.

**GE-3.** Qualified coaches and officials to lead and support athletes throughout their fencing experience.

**GE-4.** A fencing environment that meets recognized quality, safety, technical, and accountability standards.

**GE-5.** A sustainable and fair not-for-profit fencing community that recognizes the contribution and value of volunteers.

**GE-6.** An awareness and positive perspective of the sport of fencing.

# Executive Director Boundaries Policy (EDB)

The Executive Director (ED) may not allow any practice, activity or circumstance that is unlawful or violates commonly accepted business, professional, and sports ethics or common business prudence and sport risk management.

## EDB-A. Treatment of Members, Volunteers and Others

ED may not knowingly allow conditions, procedures or decisions that are unsafe, unfair, disrespectful, or fail to provide appropriate confidentiality in the treatment of members, volunteers and others.

### EDB-A1. Safe Conditions for the Practice of Fencing

#### EDB-A1-A

The ED may not allow the practice of fencing within a member club to occur without the supervision of a certified coach as mandated by the FENB insurance policy.

#### EDB-A1-B

The ED may not allow training programs to be run in a manner where individual participants feel pressured to injure themselves, either physically or mentally.

### EDB-A2. Use of FENB Personal Practice Equipment

The ED may not knowingly allow FENB equipment to be used without the supervision of a certified coach or volunteer who has been informed of the safety requirements during the practice of fencing.

### EDB-A3. Safe Conditions for FENB Sanctioned Competitions

The ED may not allow the host organizers of FENB sanctioned competitions to be uninformed regarding the safe conduct of competitions including completion of waiver forms, set up of the field of play, verification of personal equipment and provision of First Aid.

## EDB-A4. Fair Access to Programs

### EDB-A4-A.

The ED may not allow any member to be uninformed regarding program locations, dates, eligibility, selection criteria and registration procedures to participate in FENB sponsored programs.

### EDB-A4-B.

The ED may not require clubs to operate recreational programs.

### EDB-A4-C.

The ED may not disregard any level of competition.

### EDB-A4-D.

The ED may not restrict fencers from choosing to access higher level programs outside the province.

## EDB-A5. Conduct of Coaches and Officials

### EDB-A5-A.

The ED may not support a coach or official who does not follow FENB's values and standards.

### EDB-A5-B.

The ED may not support a coach or official whose behaviour could potentially damage the reputation of FENB or the sport of fencing.

## EDB-A6. Respectful Conduct Among Members

The ED may not allow any member to be uninformed regarding the expectations of respectful conduct among members as outlined in the FENB Code of Conduct.

## EDB-A7. Freedom from Abuse and Harassment

The ED may not allow members to be abused or harassed.

## EDB-A8. Privacy and Confidentiality

The ED shall not fail to ensure members' privacy and confidentiality.

### EDB-A9. Access to Information in Both Official Languages

The ED shall not fail to provide policy documents in both official languages or access to accurate interpretation of other documents published in one official language.

### EDB-A10. Fair and Timely Appeal Process

The ED may not allow any member to be uninformed about or lack access to a fair and timely appeal process for those who believe they have not been treated in a manner that this policy requires. The FENB website is sufficient to inform all members.

### EDB-A11. Communication to Members

The ED may not knowingly exclude FENB members from general FENB communications.

## EDB-B. Financial Management

The ED may not allow the financial condition, activities or planning for any fiscal year or part thereof:

- To deviate from the Board's Ends policies;
- To risk financial jeopardy; or
- To fail to be derived from a strategic plan.

### EDB-B1. Financial Safety Net

The ED may not allow funds on hand to be less than one year's ED salary expense plus general administrative costs without receiving board approval.

### EDB-B2. Budget Preparation

The ED shall not fail to prepare an annual budget that credibly projects revenues and expenses related to the achievement of the organizational Ends through a strategic plan.

### EDB-B3. Investments

The ED may not invest funds in a manner that puts the principal at risk, or causes funds to be unavailable when needed.

### EDB-B4. Payment of Debts

The ED shall not fail to settle debts in a timely manner.



## EDB-B5. Collection of Receivables

The ED shall not fail to pursue the collection of receivables after a reasonable grace period.

## EDB-B6. Accounting Control

The ED may not receive, process or disburse funds under controls that do not meet Provincial government audit / review standards.

## EDB-B7. Solicitation of Funds

### EDB-B7-A.

The ED may not accept grants or donations that would compromise the values or strategic direction of FENB.

### EDB-B7-B.

The ED may not allow funds solicited for FENB activities to be held in bank accounts under the signing authority of outside parties.

### EDB-B7-C.

The ED may not limit fundraising efforts to support competitive development as long as it does not damage the reputation or image of the sport.

## EDB-B8. Monitoring of Financial Condition

The ED shall not fail to review and report the financial condition of FENB and make any required budget adjustments on a quarterly basis.

## EDB-C. Asset Protection

The ED may not allow the assets of FENB to be unprotected, inadequately maintained or unnecessarily risked.

### EDB-C1. Insurance of Assets

The ED shall not fail to adequately insure material assets of FENB against theft, loss or damage.

### EDB-C2. Equipment Maintenance

The ED may not allow FENB equipment to be insufficiently maintained.

### EDB-C3. Liability Protection

The ED shall not fail to implement a risk management plan to minimize unnecessary exposure of the organization, its Board, staff, members and coaches to claims of liability.

### EDB-C4. Protection of Current and Archival FENB Information Files

The ED shall not fail to protect current and archival information files from loss or damage.

### EDB-C5. Public Image

The ED shall not endanger FENB's public image or credibility such that the accomplishment of its mission is significantly hindered.

## EDB-D. Compensation and Benefits

The ED shall not allow jeopardy to fiscal integrity or public image with respect to compensation and benefits to consultants, contract workers and volunteers.

## EDB-E. Communication and Support to the Board

The ED shall not permit the Board to be uninformed or unsupported in its work.

### EDB-E1. Monitoring Data

The ED shall not neglect to submit Board requested monitoring data that is accurate, complete and addresses the policies being monitored according to the preset reporting schedule.

### EDB-E2. Changes in the Internal or External Environment of FENB

The ED shall not fail to inform the Board of changes to circumstances within FENB or in the external environment that may require a reconsideration of existing policies.

### EDB-E3. Enable Broad Range of Points of View on Board Issues

The ED shall not fail to provide, in a clear and timely manner, as many staff and external points of view as possible to enable the Board to be fully informed of its choices.

### EDB-E4. Deal with the Board as a Whole

The ED shall not fail to deal with the Board as a whole except when:

- Fulfilling individual requests for information; or

- Responding to officers or committees duly charged by the Board

## BOARD-EXECUTIVE DIRECTOR RELATIONSHIP POLICY (BEDR)

The Board of Directors will relate officially to staff only through the Executive Director. The Executive Director is accountable for the entire organization's attainment of Ends and compliance with Executive limitations.

### BEDR-A. Unity of Control

Only decisions of the Board, acting as a single unit, are binding to the Executive Director.

### BEDR-B. Accountability of the Executive Director

The Executive Director is the Board's only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the Board is concerned, is considered the authority and accountability of the Executive Director.

#### BEDR-B1. Executive Director Performance

The Board will view ED performance as identical to organizational performance; therefore, the accomplishment of Board-stated Ends within Board-stated Executive Director boundaries would be viewed as successful ED performance.

### BEDR-C. Delegation to the Executive Director

The Board will instruct the Executive Director through written policies that prescribe the organizational Ends to be achieved and describe organizational situations and actions to be avoided, allowing the Executive Director to use any reasonable interpretation of these policies.

#### BEDR-C1. Further Policy and Decision Making by Executive Director

As long as the ED uses any reasonable interpretation of the Board's Ends and Executive boundaries, the ED is authorized to establish all further operational policies, make all decisions, take all actions, establish all practices, and develop all activities.

#### BEDR-C2. Respect for Executive Director's Choices

As long as the ED uses any reasonable interpretation of the Board's Ends and Executive Boundaries, the Board will respect and support the Executive Director's choices.

## BEDR-D. Monitoring Executive Director Performance

Systematic and rigorous monitoring of Executive Director job performance will be solely against the accomplishment of Board policies on Ends and organizational operation within the Board policies on Executive Boundaries.

### BEDR-D1. Type of Data to Monitor ED

Only data that assists in determining the degree to which Board policies are being met will be considered to be monitoring data.

### BEDR-D2. Monitoring Methods

The Board will acquire monitoring data by one or more of the following three methods:

- an internal report, in which the ED discloses compliance information to the Board;
- an external report, in which an external, disinterested third party selected by the Board assesses compliance with Board policies; and
- a direct Board inspection, in which a designated member or members of the Board assess compliance with appropriate policy criteria.

### BEDR-D3. Frequency of Monitoring

All policies that instruct the ED will be monitored at a frequency, and with methods, chosen by the Board. The Board can monitor any policy at any time by any method but should usually follow a routine schedule.

## BEDR-E Operations involving members of the Board of Directors

When a member of the Board of Directors undertakes operational roles or responsibilities, that Board Member must report directly to and follow the direction of the Executive Director with respect to those roles or responsibilities.

<b>Policy Title</b>	<b>Method</b>	<b>Frequency</b>
<i>EDB-A. Treatment of Members, Volunteers and Others</i>	<i>Internal</i>	<i>Semi-annually</i>
<i>EDB-B. Financial Planning, Condition &amp; activities</i>	<i>Internal</i>	<i>Quarterly</i>
	<i>External</i>	<i>Annually</i>
<i>EDB-C. Asset Protection</i>	<i>Internal</i>	<i>Annually</i>
<i>EDB-D. Compensation and Benefits</i>	<i>Internal</i>	<i>Annually</i>
<i>EDB-E. Communication and Support to Board</i>	<i>Direct inspection</i>	<i>Quarterly</i>
<i>ENDS 1</i>	<i>Internal</i>	<i>Annually</i>
<i>ENDS 2</i>	<i>Internal</i>	<i>Annually</i>
<i>ENDS 3</i>	<i>Internal</i>	<i>Annually</i>
<i>ENDS 4</i>	<i>Internal</i>	<i>Annually</i>

### **Revision History**

2007

2008

2011 – January 25

2013 – March 17

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