



NORFOLK HOUSING ASSOCIATION

Board Policies & Procedures

Preface:

The following are the policies of the Board of Directors of Norfolk Housing Association. These policies define what actions are expected of Board Members and make a clear distinction between Board policies and operating procedures. These policies were approved by the Board of Directors on **July 25, 2018**.

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Section 1: Governance

It is the policy of the Board to govern the Norfolk Housing Association providing through its authority guidance and direction in compliance with the organization's By-Laws.

Section 1.1

Subject: Governance Model

It is the policy of the Board to provide strategic leadership using a collaborative, results oriented governance model characterized by the following:

- Focus on setting direction and measurable results
- Shared leadership between the Chief Executive Officer (CEO) and the Board
- Board committee structure and work plans based on strategic directions
- Accountability to stakeholders
- Community engagement and advocacy

Section 1.2

Subject: Roles and Responsibilities of the Board and Individual Board Members

It is the policy of the NHA Board to adhere to the following Roles and Responsibilities as stated below:

Board Governance

Roles and Responsibilities of a Governance Board:

- a. Establish the long term strategic planning process resulting in the identification of organizational future goals and priorities
- b. Determine, during strategic planning, the vision, mission and values of the organization that will guide all organizational initiatives and interpersonal interactions
- c. Establish and implement the progress monitoring and reporting mechanism
- d. Secure the resources that satisfy the organization's needs ensuring financial stability for the organization
- e. Engage in the governance of the organization recognizing that the internal operations are the responsibility of the CEO and the Board Chair is the primary link between the Board and the CEO and the internal organization
- f. Monitor budget and expenditures on a regular basis
- g. Monitor compliance with the organization's by-laws, governance policies, and any other applicable regulations or legislation
- h. Approve board policies that mitigate risk and ensure proper procedures are in place regarding people, finances, and facilities

- i. Review regularly the organization's service provisions to ensure the efficient and effective delivery of services
- j. Participate in the annual board evaluation processes
- k. Create a positive link between the organization and the stakeholders—act as advocates and supporters
- l. Select and support an administrative leader, the CEO.
- m. Plan and review the performance of the CEO based on a clear job description and well-articulated performance objectives. CEO job description, performance review template, and compensation structure attached as Appendix 1.
- n. Provide support for the CEO
- o. Direct any issues and/or concerns regarding the CEO and/or staff to the Board Chair
- p. Assist in developing and maintaining positive relationships among the Board, committees, staff members and community.

Individual Board Member Expectations:

Diligence:

- i. Be informed regarding the by-laws, strategic plan, code of conduct, and Board policies including the "Conflict of Interest" policy
- ii. Be informed regarding the organizational priorities
- iii. Prepare for and attend planning sessions and board meetings, serve on committees, and contribute from personal, professional, and life experiences.

Loyalty:

- i. Act in the best interest of the organization
- ii. Act cooperatively within a framework of honesty and good faith
- iii. Speak with "one voice"; support decisions made by the Board
- iv. Adhere to the Conflict of Interest policy.

Contribution:

- i. Act with care, diligence, and skill in all circumstances
- ii. Provide individual perspectives and opinions on issues
- iii. Participate in fund development initiatives
- iv. Actively participate in board recruitment
- v. Participate in decision making by providing your perspectives openly and clearly during discussion
- vi. Work cooperatively with staff
- vii. Respect the differences between the governance role and the staff roles
- viii. Direct concerns regarding the CEO and/or staff directly to the Board Chair who is responsible for such problem resolutions.

Section 1.3

Subject: Policy Development and Review

It is the policy of the Board to approve board policies that reflect good business practices, mitigate organizational risk, and guide the internal organization in the implementation of same.

Section 1.4

Subject: Board/CEO Relationship

It is the policy of the Board that all Board authority delegated to staff is delegated through the CEO so that the authority and accountability of staff derives from that of the CEO. The primary link between the CEO and/or staff and the Board is the Board Chair who is responsible for resolving any issues/concerns that arise.

1.4.1 Roles and Responsibilities of the CEO

The CEO is accountable for the following:

1. Governance & Board Relations

- Serve as a collaborative partner to the Board in developing the Strategic Plan.
- Develop, implement and report on the Growth Plan.
- Communicate regularly and effectively with Board of Directors about issues, opportunities, challenges and risks affecting the organization.
- Leverage the Board members individually and collectively in order to advance priorities as required.
- Provide regular financial and operational reports.
- Work closely with the Board Chair to develop board agenda items.
- Provide support to Board of Directors in the facilitation of transparent and effective decision making.

2. Leadership & Visioning

- Work in collaboration with the Board of Directors in developing a vision to guide the organization.
- Encourage and facilitate team building through open communication and positive working relationship among staff and Board.
- Represent the organization within the community to enhance its profile and meet engagement objectives.
- Lead the development of programs and services that support the vision and mission of the organization.

3. Strategic Planning & Policy Management

- Act as professional advisor to the Board of Directors on all aspects of the organization's activities.
- Ensure development and implementation of the organization's strategic and growth plans in support of the vision and mission.
- Work closely with the Board of Directors in developing policies and procedures, and creating an operational system consistent with the mission and values of Norfolk Housing Association.
- Draft policies for the approval of the Board and prepares procedures to implement the organizational policies.
- Develop, execute, and report on growth plan for expansion of organization's asset portfolio.

4. Operational Planning & Facility Management

- Ensure long-term structural and operational integrity of the association owned assets.
- Oversee and ensure efficient and effective administration and facility management activities.
- Lead operational planning and implementation.
- Facilitate the research, planning, development, implementation, and evaluation of programs and services.
- Ensure programs and services meet Board's policy guidelines and reflect the priorities of the Board.

5. Human Resources Management

- Promote an organizational culture that is built on inclusivity, diversity, compassion, respect, and responsiveness to the needs of our residents and community.
- Determine staffing requirements and ensure sufficient resources are available for program service and delivery.
- Ensure a positive, healthy, and safe working environment that adheres to best practices, regulatory requirements, and supports the vision of everyone belonging to community.
- Hire, evaluate, coach, mentor, and if necessary, dismiss staff as appropriate to achieve the objectives of the organization.
- Develop, implement, and evaluate human resource policies and procedures to support strategic objectives of the organization.

6. Financial Planning & Risk Management

- Lead financial forecasting, budget development, and monitoring/reporting on financial stability with the Board and staff.
- Maintain sound bookkeeping and financial reporting policies and procedures.
- Administer the funds of the organization in accordance with developed budget approved by the Board of Directors.
- Evaluate, broadly, the potential assets and liabilities of projects, proposals, or strategies.
- Assist and ensure identification of both risks and opportunities for projects, proposals, or strategies.
- Assess potential threats or risks to the organization's image, financial security, and growth.
- Provide regular and reliable reports on the progress of projects, and strategies.
- Support and work closely with external auditors in conducting the annual finance audit.
- Identify external resourcing requirements and oversee external engagements that support organizational objectives.

7. Communications & Community Relations

- Promote community awareness around affordable housing and the organization's vision and mission.
- Provide leadership and oversight in the execution of the communications strategy.

- Develop and present the annual report at the annual general meeting of association members.
- Identify and research funding opportunities.
- Cultivate and sustain new and existing relationships with **residents**, community partners, business, media, and funding partners to advance NHA's strategic goals.

Core Competencies

Strategic Leadership

- Holds a clear vision of the organization, which is shared by the board and staff, and demonstrates the ability to lead the organization toward shared vision
- Distinguishes and articulates connection between personal and organizational vision
- Keeps an awareness of the organization as a whole as well as the complexity of its parts

Effective Communications

- Fosters and sustains internal/external relationships
- Demonstrates an adaptive communication style suitable for a wide range of individuals
- Actively listens to seek clarification and understanding
- Open to considering other viewpoints

Operational Strategy and Alignment

- Creates shared understanding of organizational values, goals and unique niche
- Designs a strategy to achieve organization's goals
- Recognizes the connection between fundraising strategy and organization goals
- Identifies the knowledge and skills needed to grow the organization and knows where to get them
- Understands how to craft meaningful messages to the organization's key audiences
- Strategically collaborates and partners with other organizations

People Management

- Builds meaningful partnerships with individuals at various levels of the organization
- Nurtures relationships with diverse backgrounds and value systems
- Manages divergent needs and wants within the organization
- Develops a team environment and fosters empowerment within the organization
- Manages staff development
- Coaches and mentors staff

Organizational Management

- Matches leadership approach to current and upcoming needs of the organization
- Balances attention to detail and effective use of resources
- Supports a flexible and 'learning organization' equipped for adaptive change
- Understands and implements financial management systems and controls
- Generates revenue aligned with an effective program and business model

- Employs a risk management framework to all NHA operations and communicates potential risk to the Board

Self-Direction

- Practices self-awareness
- Establishes a level of comfort in asking for support when needed
- Manages time effectively
- Maintains and promotes a work and life balance

Shared Leadership with the Board of Directors

- Recognizes the role the board plays in the organization
- Understands the CEO's responsibility to the Board
- Communicates effectively and strategically with the Board
- Provides material and organizational support to the Board and committees that facilitates transparency and effective decision-making
- Develops leadership and works with the Board at multiple levels - whole Board, committees, individuals

1.4.2 Performance Planning and Review

It is the policy of the Board to, in collaboration with the CEO, establish a CEO performance plan including outcome measures and to regularly review and report progress toward the plan.

Performance Planning Template is attached in Appendices.

1.4.3 Executive Director Succession Planning

It is the policy of the Board when appropriate to implement a clearly articulated recruitment and selection process including providing clarity of position expectations and succession planning for the role of CEO.

The board has established a Succession Plan for the CEO role which includes key transition documents and a guide for managing communications during the transition.

Section 1.5

Subject: Conflict of Interest

It is the policy of the NHA Board:

Where a director or an officer, either on his or her behalf or while acting for, with or through another, has any pecuniary or personal interest, direct or indirect, in any matter, or otherwise has a conflict of interest as a director or an officer, he or she:

- a. Shall disclose his or her interest fully at a meeting of the Board
- b. Shall disclose his or her interest and the general nature thereof prior to any consideration of the matter in the meeting
- c. Shall not take part in the discussion of or vote on any question in respect of the matter and

- d. Shall not in any way whether before, after or during the meeting to influence the voting on any such question

The pecuniary or personal interest, direct or indirect, of a family member shall, if know to the director, be deemed to be also the pecuniary interest of the director. Every declaration of interest and the general nature thereof shall be recorded in the minutes of the meeting.

Section 1.6

Subject: Code of Conduct

It is the policy of NHA Board that all members of the Board of Directors accept and adhere to the following Code of Conduct:

- a. Board members support the vision, mission, and values of NHA
- b. Board members adhere to the By-Laws and Policies of the NHA
- b.c. Board members report violations of the By-Laws, Policies, applicable laws and regulations in relation to NHA in accordance with the Whistleblower Policy
- c.d. Board members bring credibility to NHA
- d.e. Board members respect and consider diverse opinions
- e.f. Members work cooperatively with one another and with all stakeholders in support of NHA and its customers
- f.g. Members exhibit respect for all stakeholders, in particular customers and staff
- g.h. Members adhere to the a-fore-articulated "Conflict of Interest" policy
- h.i. Members support the CEO and recognize their distinctive roles and responsibilities and that of the CEO
- i.j. Members do not exercise individual authority over the Society, CEO, or staff except as explicitly determined in Board policy or by Board directive
- j.k. Issues and/or concerns involving the CEO and/or staff will be directed to the Board Chair whose responsibility it is to resolve any such issues and/or concerns. Board members must not take issues/concerns directly to the CEO and/or individual staff members
- k.l. Members represent and promote NHA in the community.

Section 1.7

Subject: Confidentiality

It is the policy of the Board to hold in confidence those Board matters that are discussed during in-camera sessions and/or personnel matters and/or those matters that reasonably require confidentiality given particular circumstances.

Directors are required to sign a confidentiality agreement upon appointment to the board.

Section 1.8

Subject: Whistleblower Policy

The NHA Code of Conduct requires directors, officers, and employees to adhere to and observe a high standard of business and personal ethics while practicing honesty and

integrity. It is the policy of the board that all directors, officers, and employees report violations or suspected violations in accordance with the Whistleblower Policy.

1.8.1 Reporting Violations

The reporting of suspected violations of NHA's Code of Conduct, Confidentiality and Conflict of Interest policy should be made with the Compliance Officer or the Board Chair.

If a director is not comfortable speaking to the Compliance Officer or Board Chair then the matter can be brought forward to the CEO. The Compliance Officer has the responsibility to investigate reported violations and disclose the reports to the Audit and Finance Committee.

1.8.2 No Retaliation

It is the policy of the Board that no director, officer, or employee who in good faith reports a suspected violation be subject to harassment, retaliation, or adverse employment consequences. A director, officer, or employee who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including removal from the board, revocation of membership, or termination of employment.

1.8.3 Compliance Officer

NHA's Compliance Officer is responsible for investigating and resolving all reported complaints and allegations regarding violations of the Code of Conduct, Confidentiality, Conflict of Interest Policy, or suspected fraud.

The Compliance Officer shall advise the CEO of any complaints or allegations at their own discretion. The Compliance Officer is required to make a quarterly report to the committee on compliance activity.

Contact Details of Compliance Officer

Email:

Telephone:

Mailing Address:

1.8.4 Accounting and Audit Matters

The Audit/Finance Committee of the Board shall address all reported concerns or complaints regarding NHA's accounting practices, internal controls, or auditing. The Compliance Officer shall immediately notify the audit committee and work with them to resolve the matter.

Suspected incidents of fraud must be reported to the Audit/Finance Committee and the Board Chair.

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1.8.5 Acting in Good Faith

Anyone that files a complaint of a suspected violation of NHA's Code of Conduct, Confidentiality, or Conflict of Interest Policy must act in good faith and have reasonable grounds for believing the disclosed information indicates a violation. Allegations that prove not to be substantiated or have been made maliciously or knowingly to be false can face serious disciplinary actions by the Board.

1.8.6 Confidentiality

Complaints or suspected violations can be submitted on a confidential basis by the complainant or may be submitted anonymously. All reports will be kept confidential to the extend possible, consistent with the need to conduct a thorough investigation.

1.8.7 Handling of Reported Violations

The Compliance Officer will acknowledge receipt of the reported violation or suspected violation within 5 business days. All reports received will be promptly investigate and appropriate corrective action will be taken if warranted.

Section 1.9

Subject: Board Structure

It is the policy of the Board in addition to complying with the By-Law requirements to develop a committee structure that reflects the strategic directions of the organization.

1.9.1 Officers of the Board: Roles and Responsibilities

The Board Chair shall:

- Provide leadership for a 2 year period, and preside over the business of the board in an effective and efficient manner by establishing a culture of shared responsibilities and teamwork among the Board and with the CEO
- Promote collaboration and communication among board members and the CEO
- Establish the agenda for Board meetings in collaboration with the CEO
- Monitor the development and the implementation of the Board work plan and the committee work plans
- Implement a Board development plan
- Implement an appropriate recruitment and orientation program for new board members
- Lead the strategic planning process
- Manage the inevitable overlap (gray area) between Board and CEO responsibilities
- Monitor Board compliance with legal and regulatory requirements
- Act as the primary link between the CEO and the Board

- Address conflict of interest, codes of conduct, and confidentiality issues with Board members
- Lead the Board and individual Board members performance review
- Monitor and make appropriate adjustments to work load distribution within the Board
- Manage Board communication with various audiences and stakeholders
- Resolve issues and/or concerns that arise concerning the CEO and/or staff (Individual board members must take concerns and issues directly to the Chair as opposed to directly addressing same with CEO or staff.)
- It is the duty of the Chair to forward all committee recommendations that require board approval to the board for deliberations.

The Board Vice-Chair shall:

- Provide leadership or and preside over the business of the Board in the absence of the Chair
- Upon approval of the Board succeed the Chair as Chair within the prescribed timeframe
- Preside over special projects and/or task forces as requested by the Board Chair.

The Treasurer shall:

- Monitor the financial affairs of the organization
- Implement a regular review of the financial status of the organization and report same to the Board
- Lead the inquiry and discussion with the CEO of any suspected or actual incidents of fraud of a frequent basis
- Direct/Chair the Board committee charged with the organization's "Finance and Audit functions"
- Monitor the following legal and regulatory requirements are met:
 - Annual Society Return
 - Annual GST Return
 - T2 and T1044 as required by Canada Revenue
 - Annual reports as required by funders
 - Annual WCB Return
- Lead the audit and presentation of the annual audited financial statements.

The Secretary shall:

- Record or ensure that the transactions of the Board are recorded
- Manage and/or ensure that Board correspondence is managed efficiently
- Maintain and/or ensure that memberships are recorded and tracked and that proper notice of meetings is provided where appropriate.

The Past Chair shall:

- Provide historical continuity for the board
- Accept the leadership role in Board Recruitment
- Serve as a member of the Governance Committee

- Provide support to the Chair and Board.

1.9.2 Board Committee Roles and Responsibilities

It is the policy of the Board to establish a committee structure that complies with the By-Laws and who's Terms of Reference reflect the strategic directions of the organization.

The Terms of Reference (TOR) for each of the following committees are included in the Appendices:

- Governance and HR Committee
- Finance/Audit Committee
- Strategy Committee

Quorum for committee meetings shall be 50% of committee membership. In instances where committees are composed of 3 members, quorum will be 2/3 of committee membership.

Every board member shall sit on at least one committee.

Section 1.10

Subject: Board Management

It is the policy of the Board to establish and maintain a talented, experienced Board of Directors possessing the skills and abilities required to meet the governance needs of the organization.

1.10.1

The Board will be composed of at least 5 directors and a maximum of 10 as per the association's bylaws. As per Article 10 of the association bylaws, each director is voted in for a 3 year term. There is no limit on how many terms a director can serve.

1.10.2

It is the policy of the Board to determine the organization's strategic plan and develop the Board and committee work plans, and to report on progress at each meeting of the Board.

1.10.3

It is the policy of the Board to provide a comprehensive orientation program for all new members prior to their first regular meeting of the Board.

1.10.4

It is the policy of the Board to administer a board performance review and an individual Board member self-performance review on an annual basis with appropriate follow-up regarding issues that emerged from the process.

1.10.5

It is the policy of the Board to determine and provide the appropriate Board development activities aimed at enhancing Board performance.

1.10.6

It is the policy of the board to operate in a business-like manner reflecting agreed upon rules of order.

1.10.7

It is the policy of the board to implement a re-selection process for the position of Board Chair every two years.

Section 2: Procedures

Section 2.1

Subject: Meetings of Board of Directors

It is the policy of the Board to conduct regular meetings of the directors and CEO during the course of the fiscal year. The following are meeting procedures and policies as stated in the NHA's Bylaws:

Calling of Meetings of the Board (see Article 14 of association's bylaws)

2.1.1 Meetings of the Board shall be called from time to time and shall be held at such date and time and at such place as the Board, the Chairperson or the Vice-Chairperson may determine. There shall be a minimum of three (3) Board meetings held per year.

2.1.2 Notwithstanding the foregoing, the Board may from time to time fix a day or days in any month or months for regular meetings of the Board at a place and hour to be named, in which case no other notice shall be required for any such regular meeting.

2.1.3 Provided that a quorum of Directors is present, each newly elected Board may, without notice, hold its first meeting following the Meeting of Members at which such Board was elected.

2.1.4 Provided that all Directors are present the Board may, without notice, hold a meeting of the Board.

Meetings by Telephone or Other Communication Facility

2.1.5 Director may participate in a meeting of the Board by electronic means, telephone, or other communication facilities that permit all persons participating in the meeting to hear or communicate with each other simultaneously. A Director participating in such a meeting in such a manner shall be considered present at the meeting.

Notice of Board Meetings

2.1.6 Notice of any meeting of the Directors shall be given via mail, fax or electronic mail to the last known address of each Director. No error or omission in giving notice of any meeting shall invalidate any resolution passed or proceeding taken at such meeting.

2.1.7 Notice shall be given to each Director, no less than five (5) days prior to the meeting.

2.1.8 Notice sent via mail shall be deemed to have been received forty-eight (48) hours after it was deposited in a post office box or public letterbox. Notice sent via electronic mail or fax shall be deemed to have been received twenty-four (24) hours after being sent.

2.1.9 Notice sent via mail shall be deemed to have been received forty-eight (48) hours after it was deposited in a post office box or public letterbox. Notice sent via electronic mail or fax shall be deemed to have been received twenty-four (24) hours after being sent.

Place of Meeting

2.1.10

Meetings of the board may be held at any place in Alberta or virtually through telephone or other communication facility. ▲

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Quorum

2.1.11

A majority of the Directors shall constitute a quorum for the transaction of business. A majority is defined in the bylaws as more than 50%.

Section 2.2

Subject: Procedures of Director Meetings (See Article 15 of the association's bylaws)

It is the policy of the NHA board to adhere to the following procedures for conducting meetings of directors as stated in the Society's By-laws:

- 2.2.1** At all meetings of the Board, every question shall be decided by a Majority of the votes cast on the question. A Director participating in a meeting, telephone or other communication facilities may vote by means of such facility. In the case of equal votes, the chair of the meeting shall be entitled to a second deciding vote.
- 2.2.2** All votes shall be taken by a show of hands unless a vote by ballot is requested by any Director.
- 2.2.3** A resolution in writing signed by all the Directors personally is as valid as if it had been passed at a meeting of Directors duly called and constituted.
- 2.2.4** A declaration by the Chair that a resolution has been carried and an entry to that effect in the minutes is *prima facie* evidence of the fact without proof of the number of proportion of the votes recorded in favour of or against the resolution.
- 2.2.5** In the absence of the Chairperson, duties shall be performed by the Vice-Chairperson or other Director as the Board may from time to time appoint for the purpose.

Appendix 1

Job Description

Chief Executive Officer (CEO)

Hours of Work: Full time (40 hours per week)

Responsible to

Norfolk Housing Association (NHA) Board of Directors

Primary Responsibilities:

Reporting to a volunteer Board of Directors, the CEO is a collaborative partner to the board on visioning and strategic planning and provides organizational leadership for the organization.

The CEO ensures that NHA infrastructure meets resident and community needs in a caring manner with fiscal prudence. The CEO, through an operations staff of 8 direct reports, is accountable for effective board relations and governance, overall administration, fiscal management, community relations, human resource management, strategic partnerships and planning, policy and procedure development, and facility management.

Specifically the CEO is responsible for the following:

8. Governance & Board Relations

- Serve as a collaborative partner to the Board in developing the Strategic Plan.
- Develop, implement and report on the Growth Plan.
- Communicate regularly and effectively with Board of Directors about issues, opportunities, challenges and risks affecting the organization.
- Leverage the Board members individually and collectively in order to advance priorities as required.
- Provide regular financial and operational reports.
- Work closely with the Board Chair to develop board agenda items.
- Provide support to Board of Directors in the facilitation of transparent and effective decision making.

9. Leadership & Visioning

- Work in collaboration with the Board of Directors in developing a vision to guide the organization.
- Encourage and facilitate team building through open communication and positive working relationship among staff and Board.

- Represent the organization within the community to enhance its profile and meet engagement objectives.
- Lead the development of programs and services that support the vision and mission of the organization.

10. Strategic Planning & Policy Management

- Act as professional advisor to the Board of Directors on all aspects of the organization's activities.
- Ensure development and implementation of the organization's strategic and growth plans in support of the vision and mission.
- Work closely with the Board of Directors in developing policies and procedures, and creating an operational system consistent with the mission and values of Norfolk Housing Association.
- Draft policies for the approval of the Board and prepares procedures to implement the organizational policies.
- Develop, execute, and report on growth plan for expansion of organization's asset portfolio.

11. Operational Planning & Facility Management

- Ensure long-term structural and operational integrity of the association owned assets.
- Oversee and ensure efficient and effective administration and facility management activities.
- Lead operational planning and implementation.
- Facilitate the research, planning, development, implementation, and evaluation of programs and services.
- Ensure programs and services meet Board's policy guidelines and reflect the priorities of the Board.

12. Human Resources Management

- Promote an organizational culture that is built on inclusivity, diversity, compassion, respect, and responsiveness to the needs of our residents and community.
- Determine staffing requirements and ensure sufficient resources are available for program service and delivery.
- Ensure a positive, healthy, and safe working environment that adheres to best practices, regulatory requirements, and supports the vision of everyone belonging to community.
- Hire, evaluate, coach, mentor, and if necessary, dismiss staff as appropriate to achieve the objectives of the organization.
- Develop, implement, and evaluate human resource policies and procedures to support strategic objectives of the organization.

13. Financial Planning & Risk Management

- Lead financial forecasting, budget development, and monitoring/reporting on financial stability with the Board and staff.
- Maintain sound bookkeeping and financial reporting policies and procedures.
- Administer the funds of the organization in accordance with developed budget approved by the Board of Directors.
- Evaluate, broadly, the potential assets and liabilities of projects, proposals, or strategies.
- Assist and ensure identification of both risks and opportunities for projects, proposals, or strategies.
- Assess potential threats or risks to the organization's image, financial security, and growth.
- Provide regular and reliable reports on the progress of projects, and strategies.
- Support and work closely with external auditors in conducting the annual finance audit.
- Identify external resourcing requirements and oversee external engagements that support organizational objectives.

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14. Communications & Community Relations

- Promote community awareness around affordable housing and the organization's vision and mission.
- Provide leadership and oversight in the execution of the communications strategy.
- Develop and present the annual report at the annual general meeting of association members.
- Identify and research funding opportunities.
- Cultivate and sustain new and existing relationships with residents, community partners, business, media, and funding partners to advance NHA's strategic goals.

Core Competencies

Strategic Leadership

- Holds a clear vision of the organization, which is shared by the board and staff, and demonstrates the ability to lead the organization toward shared vision
- Distinguishes and articulates connection between personal and organizational vision
- Keeps an awareness of the organization as a whole as well as the complexity of its parts

Effective Communications

- Fosters and sustains internal/external relationships
- Demonstrates an adaptive communication style suitable for a wide range of individuals
- Actively listens to seek clarification and understanding
- Open to considering other viewpoints

Operational Strategy and Alignment

- Creates shared understanding of organizational values, goals and unique niche
- Designs a strategy to achieve organization's goals
- Recognizes the connection between fundraising strategy and organization goals
- Identifies the knowledge and skills needed to grow the organization and knows where to get them

- Understands how to craft meaningful messages to the organization's key audiences
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People Management

- Builds meaningful partnerships with individuals at various levels of the organization
- Nurtures relationships with diverse backgrounds and value systems
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Organizational Management

- Matches leadership approach to current and upcoming needs of the organization
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- Understands and implements financial management systems and controls
- Generates revenue aligned with an effective program and business model
- Employs a risk management framework to all NHA operations and communicates potential risk to the Board

Self-Direction

- Practices self-awareness
- Establishes a level of comfort in asking for support when needed
- Manages time effectively
- Maintains and promotes a work and life balance

Shared Leadership with the Board of Directors

- Recognizes the role the board plays in the organization
- Understands the **CEO's** responsibility to the Board
- Communicates effectively and strategically with the Board
- Provides material and organizational support to the Board and committees that facilitates transparency and effective decision-making
- Develops leadership and works with the Board at multiple levels - whole Board, committees, **and** individuals

Qualifications & Experience:

The successful candidate will possess the following qualifications:

- 5 or more years in progressive management experience in either real estate, property management, affordable housing or the non-profit sector.
- Solid financial knowledge and experience with financial budgeting, reporting, monitoring and policy.
- A balance of business acumen and social conscience regarding accessibility for those in need of quality, affordable homes.
- Confident and inspirational public speaker/facilitator with a well-developed network in the non-profit and/or public sector.
- Demonstrated policy development and strategic planning experience.
- Demonstrated aptitude for creating a positive culture and a cooperative work environment that fosters collaboration, innovation, and employee development.

- Excellent verbal and written communications skills.
- Capacity to foster positive relationships with internal and external stakeholders with diverse backgrounds and agendas.
- Experience in reporting to or working with a governance Board of Directors.

Working Conditions & Other Requirements

NHA is an equal opportunity employer.

All employees of NHA are required to provide a clear Criminal Record Check due to the nature of the property management services provided.

The CEO works in an office environment and on occasion is required to travel to association owned properties, conferences, and meetings/events in non-standard workplaces.

The CEO works a standard 40 hour work week, but additionally will often work evening, weekends, and overtime hours to accommodate activities such as Board meetings and representing the organization at public events.

CEO Performance Review Template & Policy

The board of Norfolk Housing compensates the CEO by taking into consideration the industry standards/benchmarks, degree of accountability and role requirements, desired performance objectives, and competencies. The board also aligns its compensation philosophy within the context of NHA's financial capacity.

Benchmark against Industry Standards

- Boland Survey of Non-Profit and Charitable Compensation is utilized as a bench mark for setting the total compensation of the Executive Director.
- NHA targets the Base Salary Range to be between the 25th and 75th percentile for organizations with an operating budget of \$1-5 million.

- The 2019 Boland Survey Salary Range for the CEO/ED position adjusted for NHA operating budget:

○ 10 th Percentile	\$101,200
○ 25 th Percentile	\$109,000
○ 50 th Percentile	\$127,000
○ 75 th Percentile	\$139,000
○ 90 th Percentile	\$164,000

- The NHA salary range for the CEO role is \$90,000 - \$115,000

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- The salary range for the CEO role is split into 5% intervals representing salary steps and range would be updated as part of the annual compensation update for all NHA roles so that there is alignment with market conditions and Boland.
- If performance is satisfactory, the CEO can expect to move along the salary range to the next step.
- If performance exceeds expectations, the CEO could see movement along the salary range by multiple steps or a combination of base increase and bonus.

Commented [MK1]: This update for the CEO/ED role has not been completed since 2018. Please see note above regarding the 2019 salary ranges as per Boland. The 2020 survey comes out shortly so committee should discuss what it wishes to do with this information.

Bonuses

- The CEO role is eligible for a bonus on an annual basis. Eligibility will be based on ability to meet or exceed performance targets and will be within the limits of organization's budget.
- Bonus amounts are targeted to the Boland Survey for ED/CEO position and dependent on organization's budget.
- The board will provide the CEO with an incentive bonus when appropriate and this will be defined in a letter to the CEO if and when an incentive bonus is possible. An incentive bonus could be tied to a specific strategic target or outcome.

Benefits

- The CEO is entitled to the following benefits:
 - o RRSP Matching up to 5 % of annual salary maxed out at \$5000 per annum
 - o Health & Dental with \$1000 for paramedical and other expenses
 - o 3 Flex Days per year
 - o 4 weeks of vacation
- All other benefits such as Health/Dental, RRSP contributions, and vacation days are as per existing NHA policies. Any increases, above what is standard for all employees, to the benefits for the CEO would require pre-approval from the board.

CEO Performance Review Procedure:

1. Develop Annual Performance Plan, including development plans (CEO, with input and approval from the Governance/HR committee)
2. Approve Annual Performance Plan (Governance/HR committee & Board)
3. Set review date
4. Board Chair and Governance/HR committee Chair jointly provide rankings and comments on performance plan one month before meeting date
5. CEO provides self-assessment one month before meeting date and sends to reviewers
6. Reviewers add their assessment (jointly) before the review
7. CEO and Board Chair meet to review performance plan
8. Chair and CEO sign the performance evaluation
9. Board Chair and Governance/HR committee Chair make a salary adjustment recommendation based on performance review and established criteria for Board approval. The CEO is notified in writing once Board approval has been obtained

CEO Performance Review Template

EMPLOYEE PERFORMANCE EVALUATION

EMPLOYEE INFORMATION	
Employee Name	
Evaluator Name & Position	
Evaluation Period	
Date of Evaluation (Completed)	

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Use the following scale in completing the sections below, and provide comments.

- 4 – Outstanding achievement in this area; noteworthy performance (**EXTRAORDINARY**)
- 3 – Consistently meets expectations (**STRONG**)
- 2 - Sometimes meets expectations but needs improvement to fully satisfy them (**FAIR**)
- 1 -Does not meet expectations, needs significant improvement (**UNSATISFACTORY**)

SECTION 1: PERFORMANCE ON STRATEGIC PRIORITIES

Section 1 Evaluates employee's performance on supporting the organization's capacity to achieve the strategic priorities as set out by the executive.

Strategic Objectives & Organizational Goals	Result(s), comments and specific examples to support rating	Rating
	<i>Employee Comments:</i>	<i>Employee:</i>
	<i>Evaluator Comments:</i>	<i>Evaluator:</i>
	<i>Employee Comments:</i>	<i>Employee:</i>
	<i>Evaluator Comments:</i>	<i>Evaluator:</i>

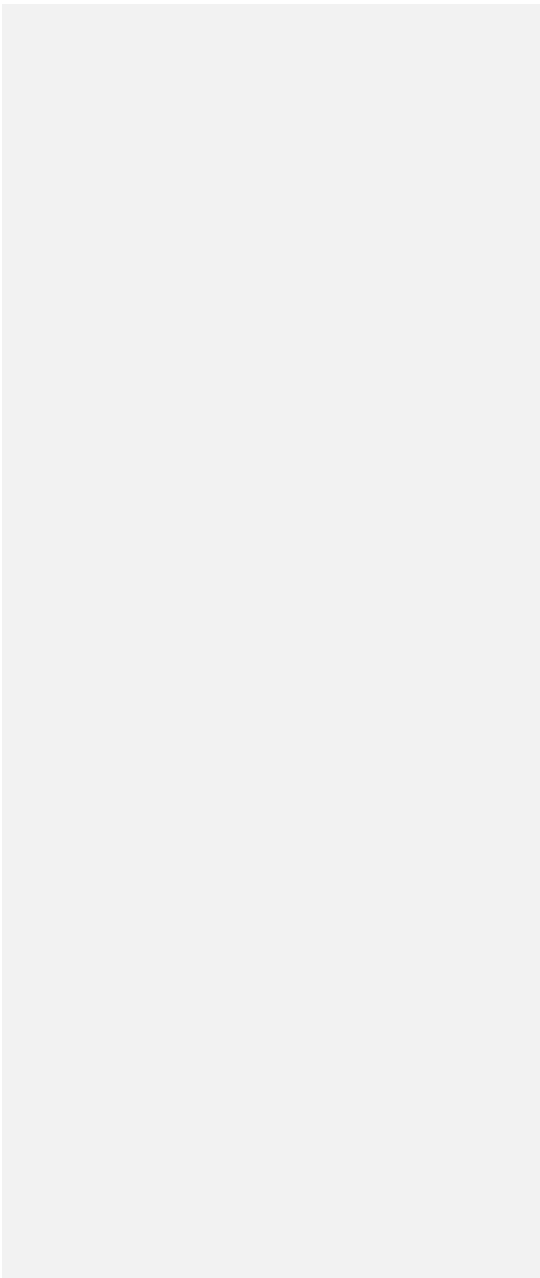
Strategic Objectives & Organizational Goals	Result(s), comments and specific examples to support rating	Rating
	<i>Employee Comments:</i>	<i>Employee:</i>
	<i>Evaluator Comments:</i>	<i>Evaluator:</i>
	<i>Employee Comments:</i>	<i>Employee:</i>
	<i>Evaluator Comments:</i>	<i>Evaluator:</i>
	<i>Employee Comments:</i>	<i>Employee:</i>
	<i>Evaluator Comments:</i>	<i>Evaluator:</i>

SECTION 2: EMPLOYEE'S PERSONAL PERFORMANCE

Section 2 evaluates the employee's INDIVIDUAL PERFORMANCE against the key objectives as set out in the role description.

	Employee's Comments	Employee Self-Rating	Evaluator's Comments	EV's Rating
1.				
2.				
3				

	Employee's Comments	Employee Self-Rating	Evaluator's Comments	EV's Rating
4.				



SECTION 3: ADDITIONAL QUESTIONS (To be completed by the Employee)	
1. <i>What are the most significant achievements/contributions of the employee over the past period?</i>	
2. <i>In the past period, what challenging issues did the role/functional face and how did the employee address them?</i>	
3. <i>What difficulties did the employee have achieving the job expectations and objectives over the last period? What may have prevented the employee from achieving these goals?</i>	
4. <i>Is there a performance area in which the employee could improve during the coming period? If additional resources are need to perform the job effectively, describe what they are and how they would improve efficiency and efficacy.</i>	
5. <i>How did the ED engage with the Employee during the evaluation period? Are there any things the ED can do in the next period to support the employee in achieving her leadership potential?</i>	

SECTION 4: KEY OBJECTIVES FOR NEXT PERIOD (To be completed by the Employee)	
1. <i>What are the employee's key objectives for next period? Include timelines and key performance indicators.</i>	
2. <i>What, if any, additional resources are needed to achieve these objectives?</i>	
3. <i>What are the most important professional development goals or training needs for the employee in the next period? Describe an action plan, timeline, and estimated budget.</i>	

VERIFICATION OF REVIEW			
<i>Signature does not necessarily denote agreement with official review and means only that the employee was given the opportunity to discuss the official review with management/Board.</i>			
Employee:	[Name]	[Signature]	[Date]
Evaluated by:	[Name & Title]	[Signature]	[Date]

Committee Terms of Reference

Strategy Committee Terms of Reference

Quorum

50% of committee members in attendance constitutes quorum.

Purpose

To ensure that the board of Norfolk Housing Association is held accountable for strategic planning and effective and regular strategy meetings or retreats.

In relation to the strategic plan, the committee will evaluate opportunities and proposals against the strategic screen and priorities as outlined by the Board of Directors.

Responsibilities and duties

- Review, maintain, and recommend board policies that enable the achievement of the strategic priorities
- Plan and hold effective and regular strategy meetings
- Plan and hold annual strategic retreats
- Hold the board at large accountable for its strategic planning and review duties
- Track and report on NHA's progress toward the growth and strategy related milestones listed in the strategic plan
- Employ strategic screen as a guide or evaluative tool for new opportunities
- Evaluate opportunities with strategic plan, vision, mission, and values of the organization

Composition

- Two or more board members
- Board chair (Ex Officio)
- ~~Executive Director~~CEO (Ex Officio)
- Two non-director advisory members at discretion of committee

Committee Chair Selection

The committee will select a Chair by majority vote of members or consensus. Committee Chair terms shall be a maximum of two 3-year terms.

Reporting

The Committee Chair, with the assistance of the ~~Executive Director~~CEO, will provide a written report of committee activities to the directors at large at every board meeting.

If the Committee Chair is not available or absent from the meeting, then the director selected to chair the meeting will provide the report back to the board.

Committee meeting minutes shall constitute a written report and will follow the template approved by the committee.

Evaluation

The committee will evaluate its effectiveness on an annual basis during the last committee meeting of the year.

The evaluation criteria will be based on the governance calendar, and will take into consideration the engagement of members, meeting attendance, and quality of reports back to the board at large.

Committee Authority

The committee has authority to propose recommendations to the board at large and provide advisory under the responsibilities and duties outlined in these terms of reference.

The committee does not have authority to execute decisions on behalf of the board unless a motion by the board has granted such authority.

Risk Management

The committee has a responsibility to consider and evaluate potential risks to the organization, including any mitigation strategies, when providing recommendations or advising the board of directors.

The committee will also utilize a risk management approach when executing the responsibilities and duties outlined in these terms of reference.

HR/Governance Committee Terms of Reference

Quorum

50% of committee members in attendance constitutes quorum.

Purpose

To ensure that the board policies of Norfolk Housing Association (NHA) are current, relevant, and facilitate effective governance of NHA by the Board of Directors. To ensure continuity and renewal of the Norfolk Board of Directors and to oversee any HR-related to the [CEO](#).

Responsibilities and duties

- Review, maintain, and recommend board policies that accurately reflect the practices of the Board of Directors of NHA
- Provide guidance and feedback to the Board of Directors about any discrepancies between the board policy and practices

- Track and report on NHA's progress toward the board-related milestones listed in the strategic plan
- Ensure continuity and renewal of the Norfolk Board of Directors
- Conduct an annual Board Evaluation
- Recruitment, annual evaluation, and compensation of the [CEO](#)

Composition

- Two or more board members
- Board chair (Ex Officio)
- [CEO](#) (Ex Officio)
- Two non-director advisory members at discretion of committee

Committee Chair Selection

The committee will select a Chair by majority vote of members or consensus. Committee Chair terms shall be a maximum of two 3-year terms.

Reporting

The Committee Chair, with the assistance of the [CEO](#), will provide a written report of committee activities to the directors at large at every board meeting.

If the Committee Chair is not available or absent from the meeting, then the director selected to chair the meeting will provide the report back to the board.

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Evaluation

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Committee Authority

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The committee does not have authority to execute decisions on behalf of the board unless a motion by the board has granted such authority.

Risk Management

The committee has a responsibility to consider and evaluate potential risks to the organization, including any mitigation strategies, when providing recommendations or advising the board of directors.

The committee will also utilize a risk management approach when executing the responsibilities and duties outlined in these terms of reference.

Finance Committee Terms of Reference

Quorum

50% of committee members in attendance constitutes quorum.

Purpose

To provide direction in matters relating to the financial management of Norfolk Housing Association.

Responsibilities and Duties

- Review and assist in developing financial reporting tools
- Review investment policy and banking practices as required
- Review capital project funding
- Review Audited Financial Statements and recommendations
- Provide direction on budget development
- Organizational risk assessment and management

Composition

- Two or more board members
- Ideally one member with a CA, CMA, or CFA designation
- Board chair (Ex Officio)
- [CEO](#) (Ex Officio)
- Two non-director advisory members at discretion of committee

Committee Chair Selection

The committee will select a Chair by majority vote of members or consensus. Committee Chair terms shall be a maximum of two 3-year terms.

Reporting

The Committee Chair, with the assistance of the [CEO](#), will provide a written report of committee activities to the directors at large at every board meeting.

If the Committee Chair is not available or absent from the meeting, then the director selected to chair the meeting will provide the report back to the board.

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Committee Authority

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The committee does not have authority to execute decisions on behalf of the board unless a motion by the board has granted such authority.

Risk Management

The committee has a responsibility to consider and evaluate potential risks to the organization, including any mitigation strategies, when providing recommendations or advising the board of directors.

The committee will also utilize a risk management approach when executing the responsibilities and duties outlined in these terms of reference.