

Central Labrador Economic Development Board Inc.
Policy and Procedure Manual 2010

TABLE OF CONTENTS

POLICIES FOR VOLUNTEER DIRECTORS	Page 3
COMMITTEE POLICIES	Page 7
CODE OF ETHICS	Page 10
PERSONNEL	Page 13
OFFICE PROCEDURES & POLICY	Page 27
TRAVEL POLICY	Page 29
FINANCE & ADMINISTRATION	Page 33
MARKETING & COMMUNICATIONS	Page 36
CLEDB BY-LAWS (Amended October 2008)	Page 39

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

Introduction

Written policies and procedures serve as a tool for more efficient and effective operation of an organization and assist an organization in achieving its goals and objectives while optimizing use of its resources.

Purpose

The purpose of this manual is to serve as a guide for the conduct of directors and staff in various specified areas of operations. It is not intended to cover every aspect of the Central Labrador Economic Development Board, herein also referred to as the Corporation or REDB, operations; but rather should help guide the actions of directors and staff.

The Corporation must provide leadership to the development of economic priorities and initiatives within each zone that permits them to work cooperatively with the various levels of government and specifically with regional partners in strengthening their economies. Therefore members have the obligation not only to abide by the by-laws rules and regulations of the Corporation, but also to act in a manner that demonstrates their commitment to the principles and intent of the by-laws rules and regulations.

Policies and procedures must be administered in conjunction with the Corporation's objectives, mandate, and personnel and accounting policies. Specifically, this manual is intended to:

- a) Provide REDB staff and volunteers with a clear understanding of responsibilities and roles with respect to their involvement with the REDB;
- b) Provide guidelines and criteria for the provision of the basic services and programs of the REDB as contracted by funding agencies; and
- c) Provide for a continuing review and improvement of policies and procedures.

Regional Economic Development Board (REDB)

Mandate

REDBs must provide leadership in the development of economic priorities and initiatives within each zone by working cooperatively with the various levels of government and specific zone partners in strengthening regional economies

Core Functions

As outlined in the December 2005 *Report of the Ministerial Committee on the Process to Renew Regional Economic Development*, REDBs have five core functions, which include:

- a) Develop and coordinate the implementation of a SEP in each zone supported by an IBP.
- b) Develop a strong partnership with municipalities in each zone that incorporates the strategies and priorities of municipalities in the economic planning process.
- c) Develop partnerships in planning and implementation with Chambers of Commerce, Industry Associations, labour organizations, post secondary institutions, Community Business Development Corporations (CBDCs), and other zones that advance and support the economic and entrepreneurial environment of a zone.
- d) Undertake capacity building and provide support to stakeholders to strengthen the economic environment of the zone.
- e) Coordinate and facilitate linkages with federal/provincial/municipal government departments and agencies in support of the SEP.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

POLICIES FOR VOLUNTEER DIRECTORS

Board of Directors (BoD)

The Board of Directors (BoD), herein also referred to as the board, of the Regional Economic Development Boards shall be elected annually at the Corporation's annual general meeting. The Board of Directors of the REDB shall be made up of the positions:

- a) Chairperson
- b) Vice Chairperson
- c) Past Chairperson
- d) Secretary
- e) Treasurer
- f) Sectoral Directors
- g) Member at Large

Upon election of a new person to the position of Chairperson, the person who last held that position shall be appointed Past Chairperson. The term of office for the position of Chairperson shall be for one year only. Staff members will not be eligible for election to the board of directors for a two year period after leaving the employ of the Board. This time period can be waived if that person is appointed to the Board by a sector or by review by the Executive.

Duties of Chairperson

The duties of the chairperson are as follows:

- a) Preside at all general meetings of the Corporation, of the directors, and of the Executive Committee and sign the minutes of those meetings; *(Please note that the Executive Committee is made up of the chair, vice chair, secretary and treasurer.)*
- b) Be an ex-officio member of all committees appointed by the Corporation;
- c) Submit an annual report of the directors at the annual general meeting and report regularly to the board on all matters, which affect the interests of the Corporation;
- d) Enforce the policies and procedures / Roberts Rules of Order, without debate or delay;
- e) Call the meeting to order at the appointed time, announce the business of the Corporation in its proper order, state and put all questions properly brought before the Corporation, and preserve order and decorum;
- f) The chair or a designate will render assistance to any board member.

Duties of the Vice Chairperson

The duties of the vice chair are as follows:

- a) Perform the duties of the chair in the absence of the chair;
- b) Assume the role of the chair for the remainder of the term should the chair position become vacant;
- c) Render assistance to any board member as directed by the chair.

Duties of the Treasurer

The duties of the treasurer are as follows:

- a) The treasurer shall have responsibility for the funds and securities of the Corporation and shall ensure that full and accurate accounts of all assets, liabilities, receipts and disbursements of the Corporation are kept in books belonging to the Corporation;

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

- b) The treasurer shall cause to be disbursed the funds of the Corporation as may be directed by a proper authority taking proper vouchers for such disbursements, and shall render to the board on request or at the regular meeting of the board an accounting of all the transactions and a statement of the finances of the Corporation;
- c) The treasurer shall also perform such other duties as may from time to time be directed by the board.

Duties of the Secretary

The duties of the secretary are as follows:

- a) The secretary shall assume internal operational duties as may from time to time be assigned to the secretary by the board, including the responsibility for membership matters and services in general, staffing, project management and will monitor processes and policies of the organization and make recommendations to the board.
- b) The secretary will monitor the attendance of members of the board and shall:
 - i. Notify persons dropped from the board for non-attendance or just cause;
 - ii. Be the custodian of all records of the Corporation, except such records and papers as shall be kept by the treasurer;
 - iii. Sign such papers as are required by the office of the secretary or as instructed by the board and incidental to carrying out that office.

Duties of the Past Chair

The duties of the past chair are as follows:

- a) The past chair shall serve as an ex-officio member of the board for a period of one (1) year immediately following the past-chair's term as chair;
- b) Based on responsibility to a committee, the past-chair may put forth motion or recommendations but may not have voting privilege on the board;
- c) The past chair shall act in an advisory capacity for the board.

Duties of Sectoral Directors

The duties of the sectoral directors are as follows:

- a) Sectoral Directors shall be made up representatives of the Corporations regional partners, as outlined in the core functions.
- b) Sectoral Directors will maintain all the rights and privileges as a member of the BoD during the term of office.

Duties of Member at Large

The duties of the member at large are as follows:

- a) Member at large shall a representative of the general public who is elected at the Annual General Meeting
- b) Member at large will maintain all the rights and privileges as a member of the BoD during the term of office.

Meetings

Meetings of the BoD of the Corporation shall meet at least six (6) times annually, either in person or via conference call. A majority of the members of the board shall be required for all meetings, with a majority

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

representing fifty (50) percent plus one. Quorum shall be fifty (50) percent plus one unless it has been previously determined by the board that quorum may be reduced.

Committees

The board may appoint committees as it deems necessary to conduct the business of the Corporation. Persons appointed to such committees shall be notified in writing, by the secretary, of the persons making up the committee, the expected outcomes and timelines for completion.

The members of all standing committees, unless otherwise specified by the By-Laws, shall be appointed or reconfirmed by the board on an annual basis.

Orientation for Members of Board of Directors (BoD)

All new members of the board will be provided an orientation session within one month of election or appointment. This orientation session shall include discussion of the following:

- a) The Constitution and By-Laws of the Corporation;
- b) The Policies and Procedures of the Corporation;
- c) The minutes of the previous three (3) board meetings
- d) The current work plan and budget for the Corporation;
- e) The Corporation's strategic economic plan (SEP) along with the marketing and communications strategic plan;
- f) A summary of all special projects of the Corporation;
- g) Information on the Newfoundland and Labrador Regional Economic Development Association (NLREDA).

Responsibilities of Board of Directors (BoD)

The management of the business of the Corporation is vested in its board. As such, it is the responsibility of the board to interpret the goals and objectives of the Corporation, to formulate policies and procedures for the attainment of these goals and objectives and to see that those policies and procedures are carried out.

The board serves as the final approval mechanism for the adoption of the policies and procedures of the Corporation. Specifically, the board is responsible for:

- a) Approving and adopting the policies and procedures of the Corporation;
- b) Adopting or rejecting policy and procedure changes recommended by the executive director;
- c) Reviewing policies periodically as outlined in the manual's review procedures;
- d) Ensuring the policy and procedures are in accordance with the By-Laws of the Corporation.

Formulation and Implementation

The board is responsible for formulating policies and procedures for the operation of the Corporation, and overseeing their implementation by staff. As well, certain policies of the Corporation dictate that board approval is necessary for decisions on specific operational matters.

The board shall, therefore, have the following specific responsibilities with respect to the formulation and implementation of the policies and procedures of the Corporation:

- a) To approve, adopt, reject or amend policies or procedures or changes to existing policies and procedures;

Central Labrador Economic Development Board Inc. Policy and Procedure Manual 2010

- b) To formally review all policies and procedures on an annual basis;
- c) To decide upon the hiring of all permanent staff on the recommendation of the executive committee;
- d) To approve the termination of employment of any permanent staff, when necessary.
- e) To approve the creation or designation of a permanent position;
- f) To approve the annual budgets, including salary levels;
- g) To approve the granting of leaves of absence of more than one week in duration.
- h) To authorize expenditures;
- i) To award contracts or tenders as per the Corporation's purchasing policy;
- j) To do all such other things as may be dictated by the policies and procedures manual;
- k) To receive and review all staff reports on the operations and financial status of the Corporation;
- l) To do all such other things incidental to their responsibility for overseeing the management of the Corporation.

As individual board members, each director also has specific responsibilities. They are:

- a) To become fully aware of the goals and objectives of the Corporation and to strive at all times to assist the Corporation in achieving its goals and objectives;
- b) To become familiar with the policies and procedures of the Corporation and to strive at all times to abide by these policies and procedures; particularly those dealing with operations of the board;
- c) To endeavor to attend all board meetings and meetings of committees of the board to which that member is assigned;
- d) To represent the best interests of the Corporation at all times.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

COMMITTEE POLICIES

Committees will be established to provide a means for the Board to undertake the development of detailed reviews and work efforts that are not practical through the process of formal Board meetings. These committees will provide a means for a more public participation within the Board

Composition of Committees

Membership on a Committee is at the pleasure of the Board. Members of a Committee may be Directors, general members, or interested members of the public. Decision making processes will be at the discretion of the Committee. The Committee Chairperson shall be a Director who has been designated by the Board of Directors. The Board's Chairperson (or designate) will be an ex-officio member of all Committees unless otherwise noted in a Committee's individual policy. The Board's Executive Director may be a non-voting member of all Committees.

Composition of a Committee shall be subject to any special membership criteria noted in a committee policy.

Responsibilities of Committees

Committees are responsible to fulfill the tasks assigned by the Board. The Committee Chairperson must ensure that the viewpoints of all members, as they pertain to community economic development and the mandate of the Board and Committee, have an opportunity to be heard. The Committee is responsible to report to the Board of Directors on its activities and recommendations.

Procedure of Committees

Ongoing Committees may include but are not limited to: Policy Review, Strategic Planning, Membership, Human Resource Development, and Public Relations. The Committee should ensure that they are informed on the current activities of the Board as they pertain to the activity that they are pursuing. Each Committee should decide on the process for decision-making. The Committee may choose to use Roberts' Rules of Order or consensus procedure. Appointments to Committees will be for one year. Committee meetings will be held as needed. Each Committee should provide written reports to the Board and should include any recommendations.

Executive Committee

The purpose of the Executive Committee will be to meet on an as needed basis to address issues of an emergency nature or of personnel issues that may arise in the day-to-day operations of the Board. This committee will be comprised of the members of the Executive and may be assisted by the Executive Director and/or Executive Assistant.

The Executive Committee will meet prior to monthly Board meetings to set the agenda for the meeting and to approve the cheque register.

The Executive Committee will act as the signing authority of the Board.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

The Executive Committee will be responsible for all matters pertaining to the CLED Board.

Executive Committee will be responsible for authorizing all requests from Directors or Committee members for Compensation of Lost Wages.

The Executive Committee will designate a member to the CLEDB hiring committee.

Ad Hoc Committees

In order to address specific, immediate and short-term needs of the Board, Ad Hoc Committees may be established. For instance, a Committee may be necessary to deal with human resource requirements or specific short-term research projects. These Committees will have a mandate limited to the length of time required to fulfill that mandate.

Role of Staff on Committees

The staff shall provide assistance as resources allow and shall arrange venues and contact Committee members as necessary. The Executive Assistant will be responsible for the disbursement of minutes.

External Committees

The Board may be requested to appoint a representative to other boards, organizations or external committees. The representative may be required to act as a resource (non-voting) to the external committee or to represent the Board as a voting member on an external committee.

All representatives on external committees including members of the Board of Directors and staff will be responsible for providing a written report of the Committee at the next meeting of the Board of Directors (a verbal report may be accepted at the discretion of the Board of Directors).

The Board may appoint a Director, any general member or staff with an interest or expertise in the activities of the specific external committee. The appointed representative is, foremost, accountable to the CLEDB. The Director or staff must secure the position of the Board on specific issues and convey this position at meetings of external committees.

Any resignations from external committees should be made in writing to the Board. The Board of Directors in a timely fashion shall fill positions.

External committees include but are not limited to: Institute for Environmental Monitoring and Research, Goose Bay Airport Corporation, Goose Bay Airport Development Committee, Smart Labrador, Come Home Year, Regional Marketing Committee

Annual Review

It shall be the policy of the Corporation to conduct a formal review of the entire policies and procedures manual on an annual basis. The following procedures shall govern the conduct of the annual review.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

- a) A formal review session, involving the board of the Corporation and the executive director, shall be scheduled with at least two weeks' notice. Such a session may be held in conjunction with a regular meeting;
- b) The board shall be asked to review the manual independently prior to the formal review session and note any recommended changes;
- c) The executive director shall hold a formal meeting with staff to obtain input and suggestions regarding changes to the manual;
- d) The executive director shall conduct an independent review of the manual and prepare recommendations for any changes, including suggestions from the staff;
- e) The board shall conduct a review of the entire manual and make any changes based upon this review;
- f) The executive director shall incorporate any approved changes in the official copy of the manual.

Conflicts

Where there is a conflict between the policies and procedures of the Corporation as outlined herein and the policies and procedures set forth in a contractual agreement adopted by the Corporation or policies and procedures set forth in a Statute of the federal, provincial, or municipal government, then that contractual agreement or statute shall supersede such policies and procedures outlined herein. The funding agencies contract shall serve as the minimum standard; the members may set standards that are higher.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

CODE OF ETHICS

General Statement

In striving to attain its objectives, the Corporation will be working closely with its members. It is absolutely critical, therefore that the members have complete confidence in the honesty, integrity, and impartiality of the Corporation. As the governing body that determines policy and makes contracts, the board plays a vital role in the credibility of the Corporation. Solely by virtue of their position on the board, the individual directors may be privy to certain information not generally available to the public that could be used to their personal advantage. As well, the director may be in a position to influence decisions to the personal and financial advantage of themselves, and their families, or their friends. It is because of this potential misuse of position that it is imperative all board decisions are made fairly and impartially, independent of any external influence or pressure, based solely on the goals and objectives of the Corporation.

Conflict of Interest

It is the intention of the Corporation to establish conflict of interest guidelines for the board that seek to ensure that no conflict will exist or will appear to exist between the directors' responsibilities as directors and their personal interest. While directors should not be encouraged to do personal business with the Corporation, the key consideration is to provide guidelines that ensure the directors are not in a real or perceived position to influence decisions to their personal advantage. With this approach in mind, the following specific conflict of interest guidelines have been established.

Employment with the Corporation

No director or member of a director's immediate family shall be eligible to be employed by the Corporation either on a full-time or part-time basis.

Goods and Services Contracts

Goods and services contracts between the Corporation and a director or a business in which a director, or the spouse or child of a director, has a significant business interest are permitted provided that the decision is made by the full board, irrespective of the existing contracting authorities; the conflict of interest is declared by the director and recorded in the minutes of the board; the director abstains from the decision-making and refrains from exerting influence; a minimum of three independent competitive bids are obtained; and the contract offering the lowest cost or best value be selected and extra care taken in doing so.

As well, such director shall not in any way influence or attempt to influence the vote of any other director or any recommendation of a committee of the board or staff.

Note: For the purpose of the above sections, immediate family includes parent (Stepparent or foster parent), brother, sister, stepbrother, stepsister, brother-in-law, sister-in-law, spouse (including common-law spouse residing with the director), child (including child of common law spouse), stepchild or ward of the director, father-in-law, mother-in-law, or relative permanently residing in the director's household or with whom the director permanently resides.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

Miscellaneous Conflicts

No director or staff member shall participate in any decision of the board that will benefit or will appear to benefit the director or staff member's own financial or personal interest, directly or indirectly. When a conflict or potential conflict exists, directors and staff members should fully disclose the nature of their involvement and remove themselves totally from a position to influence a decision. Directors and staff shall not be given an information package containing details on the issue of conflict when such a conflict is known nor shall the director or staff member be permitted to remain in the room during any discussion on an item for which a conflict has been declared unless otherwise agreed upon by the board of the Corporation. Should a director be lobbied by a member of the public, the member may declare a conflict of interest with reasoning.

Gifts and Favours

A director or staff member shall not accept any gift or favour, whether in the form of service, loan, thing, or promise from any person, firm or REDB which to the director's knowledge is interested, directly or indirectly, in any manner whatsoever in business dealings with the Corporation, above that normally given to the general public.

Political Affiliation

No directors or staff members are permitted to affiliate with political parties or politicians, for purposes of furthering the political agenda of said individuals, under any circumstance. However, the board and staff may participate in political elections or with parties, on their own time.

As a publicly funded not-for-profit organization the Corporation is non-partisan. The Corporation cannot endorse any candidate or nominee for any public office. The Corporation will prohibit the posting of partisan political election signs or materials on Corporation premises.

The staff has the right to vote in any election, attend public political meetings and make contributions to the party(s) of their choice. All staff may, with the written consent of the board, participate in municipal elections and hold municipal office.

Again, as a publicly funded, non-partisan organization, directors and staff who wish to campaign for nomination, run for elected office in provincial/federal elections or engage in partisan political activities, other than those related to a municipal election, will be required to resign effective the date they announce their intention to engage in such activities.

Directors and staff who resign their position but fail to gain nomination or be elected and those for whom partisan political activities have ended, may subsequently apply to the chair for reinstatement to their former positions.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

Confidentiality

By virtue of their positions on the board, directors and/or staff members may become privy to information about the financial and personal affairs of individuals and companies not generally available to the public. No director and/or staff member shall use such information to advance their own or others financial or other private interest. Under certain circumstances the Corporation may require directors and staff members to sign a confidentiality agreement.

Use of REDB Property

No director and/or staff member shall request or permit the use of equipment, materials, property or supplies, belonging to the Corporation, for personal convenience or profit, except when such services are available to the public generally.

Privacy Act

General Privacy Statement: As of January 1, 2004 the Personal Information Protection and Electronics Documents Act (PIPEDA) applies to private commercial enterprises which collect personal information. The Corporation recognizes the importance of privacy and the sensitivity of personal information. The Corporation has an obligation to keep confidential all information by which individuals can be identified. The Regional Economic Development Boards are committed to protecting personal information it collects and holds.

Remuneration

General Statement

It shall be the policy of the Corporation to reimburse directors for travel and other eligible out-of-pocket expenses incurred as a direct result of their performance of authorized duties as per the funding agencies contract. Travel expenses will be reimbursed as per current federal and/or provincial guidelines. No director, including the chair, vice chair, shall receive any salary, stipend, honorarium, or pay of any kind for the performance of his/her duties. As well, no meeting fee will be paid to any director for any regular, special, or committee meeting of the board, or any general or special meeting of the membership. The intent of this policy is to emphasize the volunteer nature of a position on the board and to lessen the possibility of individuals seeking positions on the board for monetary gain.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

PERSONNEL

Introduction

Selection and hiring of all permanent staff shall be the major responsibility of the board and shall be done by a hiring committee comprised of designated members of the board and the executive director. In the case of the executive director, the board will be solely responsible for hiring. Any member of a hiring committee who may be in conflict of interest in any aspect of screening, interviewing and hiring of staff shall declare their conflict and resign from that committee.

Executive Director

The board of the Corporation may appoint an executive director who would hold office at the pleasure of the board. Subject to any duties or responsibilities imposed or any directions given from time to time, the executive director shall be responsible for all operations of the Corporation. The executive director is responsible for the overall maintenance and administration of the policies and procedures of the Corporation. Generally, the executive director is responsible for:

- a) Administering the policies and procedures of the Corporation;
- b) Ensuring that all employees are informed of the policies and procedures of the Corporation;
- c) Continually evaluating the effectiveness of policies, in terms of the Corporation's objectives;
- d) Submitting prepared revisions and additions of policies and procedures for consideration by the policy and procedures committee.

Specifically, the executive director will perform all duties explicit in the executive director's job description. The executive director may designate a staff person and may delegate to that person any or all of the responsibilities outlined above.

It is the responsibility of the Director, if unable to attend a function under any circumstance, to contact the staff and cancel their reservation or to return tickets to the Board office prior to the function.

Job Description

This is a highly responsible position, serving a large and diversified population. Under the general direction of the board, the executive director is responsible for the following:

- a) Manage all operations of the office including financial and administrative. Direct day to day operation in accordance with the policy designed and approved by the board;
- b) Act as a liaison between the board and the Corporation's regional stakeholders;
- c) Maintain contact with individuals, groups, organizations, government departments, and agencies concerned with business, industry, and economic development within the region;
- d) Respond to inquires and requests for assistance from existing and potential businesses and entrepreneurs by providing relevant program and contact information;
- e) Respond to inquiries from client groups regarding program information resources and support;
- f) Act as a liaison with the membership and provincial and federal partners;
- g) Assist the board in the implementation of the Corporation's strategic plan and ensure it is kept current;

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

- h) Provide direction and assistance to the board of directors in the assessment of economic development opportunities present in the region and co-ordinate the development of an integrated work plan (annually);
- i) Oversee the requirements of the Corporation as written in the performance contract;
- j) Preparation of documents including proposals, reports and Board briefs;
- k) Conduct various promotional activities related to the overall program and services of the Board;
- l) Manage staff and program work plans as well as supervision and direction of office staff;
- m) Other duties as may be deemed necessary by the board.

Other Staff

All staff members are responsible for familiarizing themselves with the policies and procedures of the Corporation and for adhering to these policies and procedures. Staff is also responsible for ensuring the accurate representation of the policies of the Corporation in all their dealings on behalf of the Corporation.

Staff participation at public functions will be at the discretion of the Executive Director.

Economic Development Officer

This position is responsible for public relations consultative work and carrying out assigned duties in support of the regional economic development board's mandate of promoting community economic development. Under the supervision and direction of the executive director, where appropriate the EDO will:

- a) Provide support to community based economic development groups; including presentations as required;
- b) Promote and explain the mandate of the regional economic development board;
- c) Assist in the implementation of a strategic economic plan for the region;
- d) Undertake activities to ensure public participation in the economic planning process
- e) Provide support to board sub-committees;
- f) Prepare reports on sub-zonal activities for submission;
- g) Maintain databases of community articles, update website and prepare semi-annual newsletter;
- h) Perform other duties as required.

Administrative / Executive Assistant

This position is multi-disciplinary and will be responsible for assisting in the day-to-day general office administration of the Corporation's headquarters, including financial and clerical duties. Under the supervision of the executive director, the administrative assistant will:

- a) Maintain all financial records in a computerized environment, including accounts payable, accounts receivable, payroll and all receipts and disbursements;
- b) Prepare quarterly monthly financial reports, monthly bank reconciliation and timely payment claim forms;
- c) Conduct necessary banking activities;
- d) Process reports submissions and proposals;
- e) Prepare for board meetings, mail-outs, quorum checks and record minutes of the meetings;

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

- f) Maintain membership register;
- g) Maintain databases of community organizations and businesses in the zone;
- h) Maintain general filing system;
- i) Year end preparations;
- j) Perform general receptionist duties;
- k) Carry out other related duties as required.

Other Contract and/or Project Positions

From time to time, the Corporation may be required to hire for other positions and the job description will be determined based on the requirements of the program, service, or project for which staff is required. CYN staff will follow this manual, however, office hours, duties, purchasing policies will be adjusted by the Executive Director to satisfy the requirements of the CYN contract.

Staff Orientation

Before or at the beginning of employee orientation the executive director shall provide to the new employee an employment statement outlining the terms and conditions of employment. The employment statement should be signed by both the executive director and the new employee. The executive director will retain the original and the employee a copy of the statement.

The executive director will provide an orientation session for all new staff members. The mandate of the organization and structure will be clearly identified and the programs and services of the Corporation explained. The role of the new employee and position within the organizational structure of the Corporation will be clearly identified. The package should include:

- a) Policy Manual
- b) REDB By-Laws
- c) TD1 form
- d) A copy of all forms used by the REDB (time sheets/attendance/travel, etc).
- e) Information on programs administered by the REDB
- f) REDB advertising material
- g) Information on local partners and
- h) Other agencies/businesses' and contacts within the region as appropriate

Conflict of Interest

All employees of the Corporation shall, upon accepting employment with the organization, conform and comply with the following terms of employment:

- a) Agree to adhere to the rules and regulations of the Corporation as prescribed by the Corporation's policy and procedures manual;
- b) Conduct themselves in a manner that will not embarrass or deter from the integrity of the Corporation or its board;
- c) No conflict should exist or appear to exist between the private concerns of employees and their official duties.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

Computer Use

Board computers shall be used only for Board work. No personal files or programs shall be allowed on Board computers. (This includes MSN, music download programs and Facebook except when Facebook groups are being used for publicizing board activities.)

Anti-Virus software shall be installed on all Board computers.

All Board documents shall be placed on Board computer fixed disc and be backed up on flash drive or CD. Fixed disks shall be arranged in an orderly and easily accessible format.

Master documents shall be kept on backup disk and shall be kept in a secure location in the office and made available to the Executive Director at all times.

All software shall be kept locked in the office.

The Executive Director must have access to all files; this includes passwords, hard copy, electronic and digital files on all Board computers, at all times. The Executive must have copies of all keys to the office, desks, file cabinets and any other physical means of storing Board documents.

All stolen or lost keys or other Board property must be reported immediately to the Executive Director upon discovery of the loss.

Board computers may be issued a password, however, passwords must be made available to the Executive Director and changed only with authorization of the Executive Director.

Professional Growth

The Corporation encourages all employees to take advantage of training programs that are mutually beneficial to both the employee and the Corporation. This training may take the form of seminars, correspondence courses, off campus university courses, business conferences or any training or study directly related to the occupation are relevant to fulfilling the aims and objectives of the Corporation. Such programs require board approval and/or review by the executive director regarding training relevance to the Corporation, budget availability, and the terms & conditions of funding contracts.

The Board will take into consideration written requests from staff for compensation of costs of tuition for programs of study that have direct relation to the work of the Board. All training requests and remuneration will be negotiated on an individual basis. A formal contract may be required between the board and the employee. The executive may reimburse for tuition, study material and related costs up to 100%. Travel costs to attend training shall be considered on an individual basis. Time off without loss of pay will be provided to write exams that are scheduled during working hours.

Attendance in any program of study will not commence without written approval of the Board of Directors. Circumstances may dictate that not all staff may participate in all such opportunities for professional growth.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

Employee Evaluation

The Corporation will provide its employees with an evaluation of their performance. This helps to ensure that both employer and employee understand what is expected in terms of performance and helps employees to grow their skills and level of proficiency. The employee, together with the executive director, will develop, on an annual basis, specific performance goals and objectives. Employee reviews will occur at least annually and will involve both the employee and supervisor. In the case of the executive director, review will be done with the executive committee.

Remuneration

Employee Salaries

It shall be the policy of the Corporation to pay its employees a salary competitive to that paid in similar occupations within the REDB network.

The current health & benefit package of the Corporation will be made available to core staff. The terms of the employment statement for new employees will indicate the terms and conditions including the details of compensation.

Non-core staff (i.e. project staff) will be paid in accordance with salaries/wages negotiated in the contract and as determined by the board. Unless stated in the terms of the employment contract or statement, project staff will not be eligible to participate in or receive the benefit package.

Employees' performance is reviewed annually by the executive director prior to the beginning of each fiscal year, or as determined by the board. In the case of the executive director, this will be done by the executive committee. Where the budgetary allocations permit, salary increase increments shall be granted if warranted reflecting increases comparable to those within the REDB network. Employees may negotiate RRSP contributions in lieu of salary increases.

The Board will pay its employees on a bi-weekly basis. All employees may receive their pay on the second last working day prior to their vacation, if requested by the employee.

In the event of the death of an employee, salary and accrued benefits shall be paid to the estate, to the end of the month in which an employee dies.

Employee Benefits (Dental, Medical, Life, Disability)

The Corporation will contribute to group insurance on a 50/50 basis (50% REDB, 50% Employee (including any combination of Group Life, Medical, Dental and Disability Insurance). The group insurance plan options will depend on the individual employee's eligibility and/or choice of coverage.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

Vacation

Annual leave will only be granted after the employee has worked a full 52 weeks consecutively, with the Corporation. A request for leave, with pay, must be submitted to the executive director, in the case of staff, or to the board in the case of the executive director, 2 weeks prior to date of request. The Corporation shall provide paid leave on a scale, increasing as the employee gains seniority.

0 - 2 Years:	Two Weeks
3 - 5 Years:	Three Weeks
After 6 Years:	Four Weeks

Other conditions that apply:

- a) Contractual employees, unless otherwise stated by the board, will receive vacation pay rather than annual leave;
- b) If the annual leave of an employee falls on a statutory holiday, then the employee will be compensated by receiving one (1) day off in lieu of, at a later date;
- c) Annual leave not used during a year, can be carried over to the next year to a maximum accumulation of ten (10) working days;

Annual leave credits at the time of an employee's resignation will not be paid but rather must be taken as vacation days off prior to the effective date of termination.

The granting of lesser holidays will be left to the discretion of the Executive Director in consultation with the Board of Directors. The Board may, at its discretion, close the office during Christmas week. If this occurs, the staff will **not** be required to use flex-time or annual leave.

Illness During Vacation

An employee who becomes ill while on leave may change the status of leave to sick leave effective the date of notification to the office provided that the employee submits a certificate(s) acceptable to the executive director, signed by a qualified medical practitioner. The period of vacation so displaced shall be reinstated for use at a later date at the discretion of the executive director.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

Leave of Absence

Should a director of staff member desire and request a leave of absence, the request must be submitted, in writing, to the executive director who will make a recommendation to the board. The request must show the length of leave desired and the reason or circumstances for which leave is necessary. The decision to approve all requests will be granted by the board.

Sick Leave

Each employee (after probation) shall earn sick leave at a rate of one and one-half days (1 ½) per month. Staff will be eligible to receive a total of eighteen days of sick leave in each fiscal year.

After three (3) consecutive days a medical certificate is required. No employee will be granted more than seven (7) days leave unless a medical certificate satisfactory to the Corporation has been submitted in respect thereof. An employee will be granted sick leave for personal sickness or injury.

Under extenuating circumstances employees may apply, in writing, to the executive director, for additional sick, and this request will be forwarded to the board. The decision to approve such a request can only be granted by the board.

Bereavement Leave

For the purpose of this clause, immediate family is defined as father, mother, (or alternatively stepfather, stepmother, or foster parent), grandparent brother, sister, spouse (including common law spouse resident with the employee), child (including child of common-law spouse), stepchild or ward of the employee, grandchild, son-in-law, daughter-in-law, father-in-law, mother-in-law, and relative permanently residing in the employee's household or with whom the employee permanently resides.

- a) An employee shall be entitled to leave not exceeding three (3) days with pay in the case of the death of a member of the immediate family. Where extensive travel is involved or where extraordinary circumstances prevail, the board may extend the leave up to an additional three (3) days.
- b) An employee is entitled to leave not to exceed one (1) day with pay in the case of the death of the employee's brother-in-law or sister-in-law.
- c) It is recognized that the circumstances which call for leave in respect of bereavement are based on individual circumstances. On request, the board may, after considering the particular circumstances involved, grant leave with pay for a period greater than outlined above.

Maternity/Adoptive

Maternity/adoptive will be administered in a manner compatible with the Treasury Board Guidelines in effect at the time.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

Medical Appointments

Staff needing to attend “local” medical or dental or similar appointments (typically about an hour) during the work day can do so with the permission of the executive director. Flexibility will be given to an employee to arrange their work schedule and client appointments accordingly.

Staff needing to attend “out of town” medical or dental or similar appointments requiring a complete day out of the office to travel to the appointments can use the sick leave as appropriate and applicable. No medical certificate is required; only a “confirmation of appointment” slip from the practitioner’s office with the date of the appointment are required for medical appointments requiring a sick and/or family responsibility day (i.e.; out of town travel).

Probation

Staff of the Corporation will be hired subject to a probationary period, generally a minimum of three months or to a length of time determined by the board. The board has the right to dismiss (or permit the executive director to dismiss on their behalf) any employee at anytime during his/her probationary period. The executive director will report the cause or need for dismissal to the board when the dismissal involves other staff. An employee so dismissed is not entitled to any of the benefits normally granted upon termination of services, subject to the Labour Standards Act.

Lay Off

Where possible, staff will be given advance notice beyond that which is required in accordance with the Labour Standards Act. In the event of staff reduction, due to downsizing, both seniority and qualifications will be considered.

Employee Discipline

Any employee deemed by the board or the executive director to be unsuitable during a three (3) month probationary period shall be terminated forthwith.

An employee who is deemed by the executive director to be contributing below his/her potential or in the case of the executive director by the board. The following procedure shall be observed:

- a) The concerned employee shall be advised of the concern in an informal manner by the executive director. The executive director shall be advised by the chair.
- b) If no corrective action occurs, the employee shall be formally notified verbally of the concern by the appropriate person and a record of the meeting shall be placed in the employees file. The record should include, date, place, summary of concern, employee response, agreed action, time lines for action and a follow up date.
- c) If no corrective action occurs, the employee shall be sent a formal letter by the appropriate person that shall review the action to date, summarize the concern, request appropriate corrective action and establish a time line.
- d) If no corrective action occurs, the employee shall be sent a formal letter by the appropriate person that shall review action to date, demand a response and advise of consequences.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

- e) If no corrective action occurs, the employee shall be terminated.

Any employee who breaches normal business confidentiality, or is deemed by the board to have committed an act which is harmful to the Corporation, shall be subject to disciplinary action, up to and including termination of services subject to the Labour Standards Act.

Hiring

The hiring committee will bring back recommendations to the board for all employment positions. The board will ratify all permanent staff hiring decisions. Where time is of the essence, the board may give the executive director permission to take on new staff persons.

Grievance

If any employee believes he/she has reason to grieve a decision, the following procedure shall be followed.

- a) The employee shall:
 - 1. Advise the executive director of his/her intention;
 - 2. Notify the chair in writing stating the cause for grievance with carbon copy to the executive director.
- b) The chair shall:
 - 1. Refer the complaint to the executive committee and/or human resources committee.
- c) The committee shall:
 - 1. Review the complaint to determine justification;
 - 2. Meet the employee if necessary;
 - 3. Meet the executive director;
 - 4. Review policy;
 - 5. Seek legal advice if desired;
 - 6. Rule on a grievance.

Appeals Procedures

Any employee who deems that he/she has received unfair treatment according to procedures may be given the opportunity to make a formal appeal to the board provided such a request is in writing to the chair and is deemed by the board as appropriate.

Access to Information

Whereas the REDBs are non-governmental, community based, non profit, incorporated entities controlled by the community, they are not subject to "access to information act" as it pertains to government and its agencies. The information provided to ACOA or INTRD by the Corporation is subject to this act if requested by a third party from government.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

Occupational Health and Workplace Safety

In 2009, new Occupational Health and Safety Regulations were enacted in an effort to significantly reduce the number of workplace accidents that are occurring in the province.

The following will be an overview of the regulations that are important to all REDBs. However, we recommend that all staff and directors take the time to review and become familiar with the Occupational Health and Safety Act and Regulations.

As required by the Act, the Corporation must establish an Occupational Health and Safety Policy Statement where less than ten (10) workers are employed at each work site. The policy will outline the general roles and responsibilities of the board and executive director as manager of operations, staff, workplace health and safety representative and contractors. The policy statement should be posted in a prominent area for all to read.

The Corporation shall ensure that a Worker Health and Safety (WH&S) Representative is appointed to monitor the health, safety and welfare of workers employed at the workplace. The Corporation shall provide and pay for the training of the Worker Health and Safety Representative and the employee must participate in this training. The Corporation must also compensate the employee for participating in the training as if the training as if it was his/her regular duties.

The Corporation is required to consult with the WH & S representative regarding the scheduling of workplace inspections and are to ensure the representative participates in the participates in the inspections. Improvements will be made as soon as soon as possible to imminent dangers to employee safety as identified and the Corporation will strive to make further improvement to workplace environment within the resources of the Corporation and applicable budgets.

The Corporation will follow at minimum legislation pertaining to Occupational Health & Safety as applicable to this Association and the number of employees employed.

Occupational Health & Safety and Return to Work Statement

Health & Safety

The board and management of the Corporation are aware of the importance of its employees' health and safety. As the employer, is ultimately responsible for worker health and safety and realizes that all of us in the organization share the responsibility of creating a safe and healthy workplace culture.

We are committed to taking every reasonable prevention for the protection of all workers. To fulfill this commitment the Corporation will make every effort to provide and maintain a safe and healthy workplace by adhering to acceptable industry standards and complying with occupational health and safety legislation. This will be accomplished in consultation and cooperation with management, employees, and safety representatives at the Corporation's office.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

The Corporation recognizes that every employee is responsible to protect his/her health and safety and the health and safety of other workers by working in compliance with legislation and established workplace practices and procedures.

Health and safety is an integral part of the organization's every day business. It is in the best interest of all to join together and put into practice a health and safety culture in our work environment.

Return-to-Work

The Corporation is committed to assisting workers who have been injured on the job to return to work in a timely and safe manner. The company will fulfill this commitment by contacting the worker as soon as possible after the injury and offering employment consistent with the worker's functional abilities. Job options will be identified consistent with the WHSC Hierarchy of Return to Work.

The Corporation's staff are responsible for participating in the return-to-work process when required. Where necessary, external parties will be sought for input and advice in the Return-to-Work process. Any personal information received or collected that can lead to the identification of an injured worker will be held in strict confidence. Information of a personal nature will be released only if required by law or with the approval of the worker.

Employee Code of Conduct & Workplace Ethic

The goal of the "Code of Conduct & Workplace Ethic" is to produce a positive environment where employees feel supported, appreciated, and respected while free from harassment or discrimination. A respectful and effective workplace supports the overall well-being of all employees. The effective revision of "Employee Code of Conduct & Workplace Ethic" that will be effective at any given time will be the revision containing the most recent date. Below are expectations of each employee:

- a) Performs as a team player and works with other employees in a spirit of harmony and cooperation, despite any differences among them;
- b) Practices good office conduct and a high standard of professionalism and illustrates willingness to assist fellow co-workers as needed;
- c) Exhibits positive attitude for position, co-workers, directors, and the Corporation by observing proper decorum and behaviour while treating others with respect and consideration;
- d) Respects the authority of the executive director and the board by reporting through the proper channels all matters they feel are harmful to the Corporation without bypassing immediate authority first
- e) Strives to prevent and/or resolve any conflict with another employee by aiming to effectively communicate with others;
- f) Aims to contribute to a positive work environment by not making disparaging remarks, in or outside the workplace, about the competence of other employees or their opinions;
- g) Open to constructive criticism, aims to continually improve, and exhibits a focus on quality of work and efficiency;
- h) Understands the mandate of the Corporation and aims to fulfill it within own role by showing initiative and adapting well to changing requirements of their own position and the Corporation;

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

- i) Completes duties and tasks assigned and those associated with position by being goal oriented and results driven;
- j) Strives for continuous improvement and learning by setting and meeting appropriate personal goals and objectives annually or regularly.

Unacceptable Workplace Behaviour

It is important to note unacceptable behaviour and poor work performance differ but both are equally undesirable in the workplace. Below are some examples of unacceptable behaviour and is not an exhaustive list. The goal is to have a positive work environment and workplace. In addition to having a “Code of Conduct & Workplace Ethics”, it is important to describe some examples of conduct that are unacceptable so that employees can identify such types of behaviour, ensure others do not exhibit such inappropriate unwarranted behaviour toward them, and avoid engaging in this type of conduct themselves in all interactions in the workplace (or in many cases outside of the workplace as employees must be “positive” agents of the Corporation). Irrespective of any particular dated revision to the “Employee Code of Conduct & Workplace Ethic”, the types of conduct highlighted below are unacceptable:

- a) Unwelcome behaviour (verbal or physical) that causes offense which includes demeaning remarks or threats;
- b) Conduct that creates an intimidating, hostile, or offensive environment or interferes with work performance;
- c) Patronizing comments, which may have the effect of undermining authority or respect in the workplace
- d) Poor punctuality - consistently arriving late to work and/or consistently leaving early - “clock watching”
- e) Insubordination - disrespecting the authority of the executive director and/or the board which may include disregard for policies of the Corporation or requests/assignments of the executive director;
- f) Engaging in office gossip both internally within the Corporation and especially externally
- g) Portraying other employees, directors, and the Corporation in an unfavorable manner at anytime while at work or in public
- h) Involving another employees in a dispute or conflict when the dispute does not involve them;
- i) Distracting from work - excessive time spent doing personal tasks, chitchatting, and/or socializing (i.e. repetitively long breaks and unnecessary distraction of co-workers from their work);
- j) Low productivity - clearing away desk prior to end of day instead of showing initiative and/or procrastinating especially if not busy;
- k) Improper office etiquette - rudeness or discourtesy to clients and general public on the phone or in person, entering an office without knocking potentially interrupting a client session, slamming doors loudly, etc.;
- l) Wearing inappropriate dress such as Jeans and sweats or Jeans outside of designated “Jeans” days and not observing a business casual attire;
- m) Acting in bad faith - knowing information or being able to assist in a matter but does nothing to help.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

Please note that engaging in unacceptable workplace behavior may result in disciplinary action as outlined in Section 3.10.

Employee Compliant Policy

This section covers the avenue for handling complaints. It is important to note that a complaint against an employee (versus policy) made via the compliant policy and procedure does not itself represent a disciplinary warning. A complaint and a disciplinary warning are separate events. However, some complaints may result in disciplinary warnings or subsequent action should it be deemed necessary through the results of an investigation. Employees can make complaints but only the employer shall decide what or if any disciplinary is required.

Purpose of Complaint Policy

The Corporation's complaint policy provides an avenue for employees to formalize their complaints in relation to issues, concerns, grievances, or "unresolved" conflicts with a coworker and/or a supervisor. It is expected that each individual will first attempt to constructively handle any concerns and/or conflicts in a professional and informal manner (see section on Informal Complaint Handling).

In any work environment differences of opinion, incompatible personalities, and discontentment with policy and/or supervisor decisions can arise. It is the very nature of any work environment with multiple individuals that there will be varying points of view, opinions, experiences, and work styles. It is an expectation that every individual make every attempt to perform their function to the best of their ability while effectively working with all coworkers and supervisors to the overcome such differences. There may be certain occasions that employees have "unresolved" situations, concerns, or conflicts that require further intervention. Employees can use the Corporation's complaint procedure to make a formal complaint to the Corporation's executive director.

It is the desired goal of this process that the employee complaint is resolved to the satisfaction of all employees involved, but if that is not possible, the authority of Corporation's executive director and/or the board will decide the final outcome. All employees must accept this outcome and respect the authority of the Corporation. It is not the intent of the complaint policy and related procedures to deliver disciplinary action but rather constructive resolutions. Should the investigation of the complaint reveal performance, behaviour, conduct problems, etc. that warrant disciplinary action then that will be considered as per the Corporation's disciplinary policy. Employees can make complaints but only the employer (the Corporation's executive director or the board) shall decide what or if any disciplinary is required.

Formal Employee Complaint Policy

The process for handling formal complaints is outlined in this section. There are no time lines associated with each step. However, complainants are encouraged to formalize an unresolved complaint as soon as they are comfortable enough to do so. The complaint should not be delayed any more than necessary to avoid difficulty in obtaining facts of the matter. The resolution steps also do not have time lines as these matters will be dealt as expeditiously as possible.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

- a) A written complaint must be made to executive director via a fully completed and signed Corporation complaint form or in the case where the complaint involves the executive director, then the complaint will be made to the chair;
- b) The executive director will meet with complainant to discuss the issue or concern;
- c) Should the complaint involve another employee, then the executive director will also meet with the other employee (the respondent) separately to discuss and share the complaint with that person. The respondent may be asked to formally respond to the complaint. If deemed appropriate by the executive director, then a subsequent mediated meeting with both the complainant and respondent will be arranged;
- d) The executive director will decide on a resolution to the complaint and respond in writing to the complainant (and respondent if applicable) as well as meet to discuss the resolution decided upon;
- e) Should the complainant (and/or respondent if applicable) disagree with the resolution or action decided upon by the executive director, then they can make an appeal to the chair. Upon the board rendering a decision on the appeal, the last alternative available to the employee will be an appeal to the chair. The board as trustees of the Corporation will then determine the final result.

Informal Complaint Handling

This section highlights the process for dealing with any day to day concern, question, or conflict. Unlike the formal complaint process for unresolved concerns or conflicts, the approach is much more informal. If the informal approach does not resolve the problem or issue then the formal approach will have to be taken. The complainant can also choose to bypass this informal process. If the issue is with policy or a executive director decision then the employee should discuss the matter with the executive director.

If this issue pertains to harassment, individuals who experience or perceive prohibited behaviour are strongly encouraged to take prompt action by communicating in person or writing to the respondent to inform that person that the behaviour, comments, etc. is unwelcome and must stop. The executive director may be asked to be present for a face to face meeting with all parties involved to facilitate. Complainants should keep a record of the events to help later should the issue not resolve itself. Should the prohibited behaviour continue then a resolution through the formal process can be sought. When a complaint involves a conflict with another employee, the steps of progression are as follows:

- a) Attempt to resolve the issue by discussing it with that employee (informal);
- b) If step one does not work, there is the option of asking the Executive Director to facilitate (informal);
- c) If step one and/or two does not produce a resolution, a formal complaint can be made (formal).

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

OFFICE PROCEDURES & POLICY

Standard Hours of Work

Recognizing the nature of the executive director's position and the irregular work required to effectively perform the duties of the position, the executive director will not be required to adhere to the standard office hours. However, the executive director will be required to work a minimum number of hours equal to the standard office hours (35 hours)

The office will be open for business from 8:30 AM to 4:30 PM, Monday to Friday. Staff will work a 7 hour day which will include a break period of 15 minutes in the morning and in the afternoon. A one hour lunch break will be permitted and the office will be closed between 12:00noon and 1:00pm.

Pay Days

All employees will be paid on a bi-weekly basis. Pay cheques will be issued within three working days following the last day of the pay period.

Personnel Files, Records and Reports

A personnel file will be established for each director, staff member and contract staff person. The files are confidential and will be maintained in a secure place in the office. Access to one's own personnel file shall be granted with reasonable notice. The Corporation shall keep complete, continuous and accurate records setting out in respect of each employee the following information:

- a) The name, address and date of birth of the employee;
- b) The wage rate, the number of hours worked by the employee in each day and the amount paid to the employee showing all deductions made;
- c) The date of the beginning of employment and if temporarily laid-off or terminated, the date of temporary lay-off or termination, and, if appropriate, the date, notice of intention to terminate was given;
- d) The record of annual vacation due/taken the employee;
- e) An employment statement containing a description of the terms of employment, i.e. fixed term, date of expiry, etc;
- f) A record of overtime worked;
- g) Job Description;
- h) Employee Evaluations – Completed at least annually;
- i) Professional Development Records.

Overtime

It is the policy of the board that overtime is kept to a minimum. Overtime will be accumulated at the rate of 1.5 the time worked or traveling to attend meetings, etc. The executive director will authorize both overtime worked as well as time off taken in lieu of overtime for all staff.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

A maximum of seventy five hours (75) in lieu may be banked. Staff members are encourage to use banked time as soon as possible and coordinate with the Executive Director to schedule time off when it will least impact the activity of the Board. Time off in lieu can be carried over from year to year. In case of termination of employment, time off in lieu must be taken prior to the effective date of termination or it will be lost. No remuneration will be paid for accumulated overtime.

The Corporation will at minimum adhere to the Labour Standards Act and/or to that agreed upon mutually between employee and the Corporation.

Statutory Holidays

The Corporation will observe the statutory holidays set by the Government of Newfoundland and Labrador. These are as follows:

New Year's Day	St. Patrick' Day
St. George's Day	Good Friday
Victoria Day	Discovery Day
Memorial Day	Orangeman's Day
Labour Day	Thanksgiving
Armistice Day	Christmas Day
Boxing Day	
Civic Holiday	

Insurance

The CLEDB will purchase insurance to protect the Corporation and its Board of Directors from liabilities.

The Board will purchase Directors and Officers Liability Insurance to protect officers of the corporation against damages resulting from negligent or wrongful acts in the course of their duties.

Directors and Officers Liability Insurance also covers the corporation for expenses incurred in defending lawsuits arising from alleged wrongful acts of officers and directors.

The CLEDB will purchase insurance to protect board and staff against injury (bodily injury caused by an accident occurring while the policy is in force) sustained in consequence of and during the course of any trip made by the insured person (excluding everyday travel to and from work and bona fide vacations).

CLEDB insurance coverage is extended to Directors, their alternates and staff who are engaging in Board activities at the time the injury occurs.

For the purpose of travel and the coverage received therein trips commence when the Insured Person leaves his/her residence or place of regular employment for the purpose of going on such trips, and continues until such time as he/she returns to residence or place of employment, which occurs first.

Central Labrador Economic Development Board Inc. Policy and Procedure Manual 2010

It is the responsibility of the Executive Assistant to ensure that coverage is extended to director alternates and committee members as the need arises. For an additional fee, those individuals participating in Board related activities would be afforded the same coverage as directors and staff.

The Insurance Policies of the CLEDB will be kept in a secure location in the office of the Board and made available for viewing by any member of the Board of Directors and its staff.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

TRAVEL POLICY

Claim Procedures

Directors and staff members shall submit claims for eligible expenses incurred for authorized travel to the executive director and shall include all such receipts and verifications as may be required. The executive director shall process such claims and arrange for payment. All travel claims should be submitted within thirty (30) days of incurring the expense.

Travel Advances

Directors and staff members may receive cash advances for travel up to the estimated total costs to be incurred. Should an advance exceed the actual costs incurred, the director or staff member shall be required to return the excess to the Corporation or arrange to have the amount deducted from future travel claims. Advances up to \$700 may be authorized by the executive director. Advances in excess of \$700 may be authorized by the board.

Travel Claim Approval

When expenditure is recommended for payment, the signing officer is certifying that:

- a) The travel has been incurred according to the Corporation's guidelines as determined in Section 3.5;
- b) All other expenditures have been incurred for the Corporation's purposes.

Accountable Advances

A temporary advance will be available to all employees and the amount of this advance is related directly to the amount of the anticipated expenses. Anyone who receives a temporary advance shall account for it in full one week after the expenses have been incurred, or when the expenses have been incurred as a result of travel, within one week of completion of such travel. When an individual fails to account for an advance within the time limit specified, no further advances are to be paid to the employee until the outstanding advance has been accounted for.

Accommodation

A director or staff member shall be reimbursed actual expenses for commercial accommodation, as approved by the executive director and by the board for the executive director. An employee shall stay in establishments which are conveniently located and comfortably equipped.

Transportation

Private Automobile

When an individual is required to use a privately owned vehicle for official business, the individual shall be entitled to the appropriate allowance payable in accordance with federal mileage rates of that time.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

The Corporation will reimburse employees for the cost of business insurance to a maximum of \$400.00 per year upon receipt from the insurance company.

The Corporation will follow Treasury Board guidelines to reimburse employees or directors who use private snowmobiles or boats for transportation to meetings (ie. To Mud Lake).

The Board does not assume any financial responsibility for parking or speeding tickets while Directors, staff or Committee members are traveling on Board business.

Air

Air travel is the standard mode of transportation for long distance travel. If however the chair and/or the executive director are satisfied that a director or staff member is unable to travel by air, another mode of transportation may be authorized.

Rental

Transportation by car rental may be utilized when this mode is suitable to the circumstances and is the most practical and economical.

Other Expenses When Traveling

- a) Taxis - An individual may claim expenses for the use of taxis when such is justified and reasonable.
- b) Laundry - An individual may claim reasonable expenses for laundry, dry cleaning and valet services provided while away from residence in excess of three consecutive nights.
- c) Telephone calls - Expenses for necessary official local and long distance calls may be claimed. An individual may claim for one call to the individual's residence, for every night away.
- d) Business meetings - When an employee incurs expenses while attending business meetings, he/she shall be reimbursed provided:
 1. The expense is supported by actual receipts;
 2. The purpose of the meeting is stated;
 3. The individuals in attendance are noted;
 4. The expenses are reasonable in the circumstances.

Meals

Federal Guidelines will be used to determine meal allowances.

Meal allowances can only be claimed if the individual is on Board business at least 25 kilometers from their principal residence.

The Board may consider higher levels of reimbursement where special circumstances warrant the cost. This special consideration must be discussed, passed and recorded as a Motion in the minutes of a monthly meeting.

Accommodations

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

Directors and/or staff shall be reimbursed for the full amount of any lodging cost incurred for authorized travel, subject to the maximum outlined in the Section 3.5, by providing official receipts verifying actual expenses. For the purpose of determining the actual cost of lodging, only the individual room rate, plus tax will be considered. The Corporation will evaluate meeting locations based on price and compatibility. The negotiated accommodation rate will be the maximum allowable rate reimbursed.

Private Accommodations

The compensation rate of \$50.00 per night will be allowed for private accommodations for staff or directors travelling out of town.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

FINANCE & ADMINISTRATION

Financial Management

The Financial Management will be the responsibility of designated staff who will work in conjunction with the treasurer of the board and the executive director. All financial procedures will be according to the Canadian Institute of Chartered Accountants (CICA) Handbook or Generally Accepted Accounting Procedures.

Bookkeeping

All bookkeeping requirements will be completed using a current accounting package and be maintained by staff. Transactions will be recorded immediately to reflect the current daily figures.

Processing of Claims and Invoices for Payment

The following procedures shall be adhered to for the processing of claims and invoices for payment.

- a) Only original invoices or claims will be approved for payment.
- b) The following shall be involved in the processing of invoices and claims:
 - a. The executive director who shall recommend payment
 - b. A board member who must approve payment and must be one of the signing officers on each cheque.
 - c. The Financial Administrator who shall process all cheques.
- c) All invoices and travel claims for payment shall be recommended by the executive director and approved by a member of the board of the Corporation, where possible the treasurer. Invoices and travel claims along with pre-approval forms for staff travel shall be couriered to the treasurer or his/her designate for approval and signing of cheques. All cheques shall then be returned to the provincial office for final processing.
- d) Travel claims for the executive director shall be approved by the chair.
- e) All cheques shall require two signatures as designated and approved by the board. One of the signing officers must be a member of the executive committee.
- f) Directors and/or staff members traveling on REDB business must use the prescribed Corporation expense claim form when submitting an expense claim.

Payroll

Individual payroll records will be maintained for each employee.

Revenue

Board revenue will encompass all forms of income received through normal operations.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

Expenses

Board expenses will include all costs incurred through the operation and administration of the Corporation.

Expense Approval

Discretionary powers will be those approved by the board. Two signing officers will approve each invoice to be paid.

Financial Administration

The Corporation shall operate current bank accounts at a local chartered bank or credit union. The executive director has the authority to make negotiations on all bank accounts as deemed necessary.

Bank Deposits

All funds will be deposited in a timely fashion. Cheques received after banking hours will be deposited on the following work day. During the transitional period of receiving monies and depositing, items will be placed in a secure location. The person receiving cash/cheques is responsible for all items until passed to the designated person.

Bank Reconciliation

Bank accounts must be reconciled according to generally accepted accounting policies.

Operating Statement

Financial Statements will be prepared on a monthly basis for each account according to generally accepted accounting policies. These reports will be provided to the board whenever requested and relate to current budget figures. Individual budget items will not exceed allocated amount without board approval and/or negotiation with funding sources by the executive director. Any matter not resolved by the executive director must be reported to the board.

Audit

On an annual basis, the board will review the organization's relationship with the auditor and make recommendations to the annual general meeting. All audits will be prepared according to guidelines of the funding partners. Audited statements will be presented to the board at or before the annual general meeting by the executive director and treasurer.

Purchasing Policy

All purchases must be supported by invoice and only itemized invoices will be paid when payment is due. Two signing authorities will approve all invoices. Purchasing policy will be governed by existing contracts in effect with the various funding agencies. Purchasing authority of larger purchases of

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

equipment and/or leases will be granted to the executive director provided such an expenditure is permitted under the existing contract and is within the budget limits. Should any purchase be extraordinary in value and not a normal expenditure incurred by the Corporation activities in the past, the Executive Director should seek approval from the board.

Local Purchasing

Whenever possible preference will be given to local businesses in the purchasing of products. However, an acceptable supply of product and/or service must be available to effectively meet the needs of the Corporation.

Petty Cash

The Corporation will maintain a Petty Cash System utilizing a \$200 deposit. All petty cash refunds will be reimbursed on a weekly basis and funds replenished when it goes below \$100 and must be supported with receipts of purchase. These receipts must be kept on file in the office under a file *Petty Cash*

Reports

All financial reports will be completed in a timely and accurate manner.

Activity Report

The executive director and/or other staff as appropriate update the board of all matters requiring board decision and of significant matters of the Corporation at each board meeting.

Taxation Remittance

Remittance will be made in accordance with Revenue Canada guidelines.

T4 Summary

T-4 Summary and copy of all T-4's issued will be forwarded to Revenue Canada according to guidelines.

Miscellaneous Reports

Any additional reports required by any governing body will be completed and submitted accordingly to guidelines provided.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

MARKETING & COMMUNICATIONS

Introduction

The Corporation much actively engage in regional partnerships in developing planning and implementation with regional stakeholders such as municipalities, chambers of commerce, industry associations, labour organizations, education, CBDC's and the general public be aware of the work and accomplishments of the Corporation. It is recognized that to achieve maximum exposure and effectiveness, marketing, promotion and communication activities must be carried out at the local and provincial levels. The Corporation must be aware of, and plan to tie into, other marketing activities/efforts as they occur in order to realize the greatest return on our marketing investment.

Promotion

The following vehicles of promotion should be considered and used by the Corporation on a regular basis:

- a) Common REDB Logo in conjunction with CLEDB logo
- b) Collateral material• Miscellaneous promotional items and giveaways
- c) Signage
- d) Community relations
- e) Networking
- f) Media

Common REDB Logo

A logo should project the proper image for the organization, generate customer interest and generally reflect who you are. Considerable effort to develop a common logo for all REDBs in NL took place several years ago and Graphic Standards Manuals distributed to all boards. Many REDBs have adopted the common REDB logo in order to identify with and benefit from local and provincial marketing activities. It is important to remember that logo recognition is the first step in the successful promotion the REDBs.

Collateral Material

- a) Business cards should be professionally printed and developed utilizing the standards put forth in the REDB Graphic Standards Manual. The business card is one promotional tool that is widely distributed and used on a daily basis. It is also usually kept by the receiver for future reference.
- b) Letterhead should be professionally printed and developed utilizing the standards put forth in the REDB Graphic Standards Manual. Letterhead is another form of promotional material that is widely distributed.
- c) To project a professional image, the REDB is encouraged to use kit folders bearing the REDB logo to organize and package information provided to clients, government agencies/departments, and others.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

Miscellaneous Promotional Items and Giveaways

Promotional items such as pens, lapel pins, mugs, notepads, calendars, clothing, etc. may be purchased and distributed to clients, colleagues, co-workers, and friends to promote the Corporation. Again, consideration should be given to maintaining the marketing standards. Also, when able to do so, group buying among provincial members is encouraged.

Signage

Individual REDBs should have exterior and interior signs which adequately inform and direct the public or client to the Corporation's office. Signs should be developed using the common logo, colors, and other graphic standards.

Trade Shows

The Corporation will be invited from time-to-time to participate in trade shows and will determine the relevance of each and whether or not to participate. Trade shows specific to the region are more appropriately targeted by the Corporation, whereas those with a wider audience or focus may be more appropriately attended by a group of REDBs or NLREDA.

Community Relations

- a) The REDB, as a good corporate citizen, will seek membership on, or participate in, those provincial organizations/projects which are in a position to help further the objectives of the REDB. Groups such as the Municipalities of Newfoundland and Labrador, NLACBDCs, Hospitality Newfoundland and Labrador and other industry organizations are prime examples. REDB representatives will endeavor to keep these groups informed and aware of the REDB's activities. Expenses related to membership or participation such as meals, travel, dues, etc. should be covered by the REDB.
- b) At times requests are received from schools and other organizations for the REDB's representatives to participate in panel discussions, public forums, educational seminars, class presentations, etc. The REDB will, when appropriate, accept these requests with a view of informing the public of the aims and objectives of the REDB program, as well as, addressing any particular topic as requested.
- c) Staff of the REDB will maintain an ongoing relationship with pertinent government departments, agencies, municipalities/communities/local service districts, crown corporations, CBDCs, educational institutions, and other business/community groups. Personal visits will be made from time-to-time by the staff of the REDB with the view of promoting the aims and objectives of the REDB, soliciting cooperation and assistance, and creating/maintaining a rapport among staff.

Media

- a) Newspaper ads can be effective marketing tools. When planning newspaper ads, consideration should be given to placement on page, section, graphics, repetition, cost, and content. Many community newspapers are eager to receive items of local community interest and the REDB will, whenever possible and appropriate, provide articles and press releases. Written properly these

Central Labrador Economic Development Board Inc. Policy and Procedure Manual 2010

articles can be of valuable assistance in getting the REDB message out. As well, local reporters may be contacted from time-to-time to solicit their cooperation.

- b) Magazines may have special sections or features which can be connected in some way with the services of the REDB. These magazines may be published by independent publishers, towns, development organizations, industry organizations, or other groups. When deemed appropriate, the REDB may choose this form of media and when costs are prohibitive, or the target market is much larger than the local area, the REDB may pool resources and ideas. As well, timing of the placement will be considered in relation to other promotional activities that may be taking place at the local or provincial levels.
- c) Radio may be another method for the REDB to reach its intended audience. It can reach a large number of people, available market research allows one to zero in on the target market, it is flexible, and can be quickly modified and changed. As with newspapers, radio reporters may be contacted from time-to-time to solicit their cooperation.
- d) Depending on budgetary constraints and joint activities with the other REDBs, television campaigns will be an avenue for promotion.
- e) The REDB will maintain a mailing list of the business community, service clubs, CBDC's, Municipal and community councils, development organizations, and other interested groups. Relevant information will be sent to these organizations when the opportunity exists and is appropriate. This information may take the form of notice of meetings, highlighting success stories, new businesses, new projects, etc. These newsletters may be produced in-house or may be a joint project in conjunction with other agencies.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

Central Labrador Economic Development Board BY-LAWS (Amended October 2008)

Name

- 1 The Name of this Zone Organization shall be the Central Labrador Economic Development Board, herein after referred to as the 'Corporation'.
- 2 The zone boundaries shall be as outlined in the attached map.

II Membership

1 Membership in the Corporation is open to organizations representing, but not limited to, the following sectors:

Organizations representing Aboriginal Peoples
Organizations representing Business
Organizations representing People with Disabilities
Organizations representing Education, Training, & Learning
Organizations representing Harvesters & Agriculture
Organizations representing Labour
Organizations representing Municipalities
Organizations representing Women
Organizations representing Youth

- 2 Individual membership is open to any resident within the zone who has reached the age of 15, however, only members who have reached the age of 19 will be eligible to act as voting members.
- 3 Any organization or individual may seek membership by:
 - a) Applying in writing requesting membership;
 - b) Signing a membership register designed for that purpose;
 - c) Paying any membership fees that might be prescribed by the members.
- 4 Membership is for five years and must be renewed after that time has elapsed.
- 5 Any individual member or organization may withdraw from the Corporation in writing to the Secretary of the Corporation at least 30 days prior to the intended resignation.
- 6 The membership register shall contain an outline of any contractual arrangements that may be acceptable to the Corporation.
- 7 The Corporation shall maintain a register listing the name, address, contact and effective date of membership approval for the member. Such a register shall be the custody of the Secretary and shall be kept at the Corporation's headquarters.

III Board of Directors *(amended October 2008)*

- 1 The Board of Directors shall consist of a minimum of 3 Directors as per the Corporations Act C36 Section XXI # 422, and a maximum of 18

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

2 The Board of Directors shall be elected in a four-step process:

(a) Fourteen Directors are to be elected from a caucus of organizations in each of the following sectors in zone 3:

- One Director representing Business.
- One Director from organizations representing Natural Resource Industries.
- One Director from organizations representing Persons with Disabilities.
- One Director from organizations representing Agricultural Industries.
- One Director representing Town Council of Happy Valley-Goose Bay.
- One Director representing Town Council of North West River.
- One Director from organizations representing Cultural Industries.
- One Director from organizations representing Tourism Industries.
- One Director from organizations representing Women in Business.
- One Director representing Labrador Metis people.
- One Director representing Inuit people.
- One Director representing Innu People.

A representative of 5 Wing Goose Bay will sit in an Ex Officio/Advisory capacity.
CBDC Labrador representative will sit in an Ex Officio/Advisory capacity.

- (b) One At Large Director position may be filled by member organizations or individual members. This position is intended to redress imbalances, which may exist on the Board with respect to the criteria below in (5).
- (c) A general meeting of the membership must be convened at which the membership will identify imbalances in the composition of the Board of Directors as described in (5) below. Representatives of organizations or individuals may be nominated as candidates who could redress any imbalances on the Board.
- (d) In the case of an individual nominated for the At Large Directorship who does not represent any organization or sector, his/her constituency shall be the general membership and he/she shall be elected at a general meeting of members.

3 The candidates representing organizations nominated for Directorship in (2.a) above must be elected to the Board by a constituency outlined as follows:

- (a) In the case of candidates nominated to represent specific organizations only, their constituency could be the Board of Directors of that organization.
- (b) In the case of candidates nominated to represent organizations, which are part of a specific seat, the candidate's constituency must be an assembly of representatives of organizations involved in the same sector.

4 Should there be an At Large Director position remaining after imbalances have been redressed (in 2.b. above), general membership may accept nominations from individuals or organizations for that seat.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

Candidate will be elected by majority vote of the general membership.

- 5 The Corporation acknowledges the following geographic, affirmative action and other criteria that was adhered to in the Board selection process:
 - (a) Geographic. An imbalance will be said to exist if two or fewer Directors are from communities other than Happy Valley-Goose Bay.
 - (b) Gender Equity. An imbalance will be said to exist if fewer than four Directors are either women or men.
 - (c) Affirmative action (e.g. youth, disabled, etc.)
 - (d) Sectoral (e.g. Encourage representation of groups not identified.)
- 6 Directors shall be elected for a period of 3 years (which equals one term). In the first year the members will direct the process used to ensure continuity of the board by staggering the term, ensuring that not all terms of office end at the same time.
- 7 The immediate Past President shall also be an ex-officio member of the Board of Directors with no set privileges. If the immediate Past President is also a sectoral Director, he/she may continue to represent the sector with full privileges.
- 8 Directors must sign a pledge demonstrating their commitment to attend meetings and participate as fully as possible in all Board activities, including Director education and capacity building initiatives.
- 9 Any individual will cease to be a director as a result of:
 - (a) failure to attend three consecutive meetings without providing the Board with just cause.
 - (b) expulsion for *just cause* provided such action is approved by 75% of the Board of Directors.
- 10 Should a vacancy exist due to the death, resignation or dismissal of a director (as outlined in (9) above) the member organizations within the sector represented by that Director will be informed in writing by the next regularly scheduled meeting and will be responsible for electing a replacement for the remainder of the term of the vacating Director.
- 11 If a Director's seat remains unfilled for two consecutive regularly scheduled meetings, and should the member organizations within a sector fail to elect a Director to fill that seat, then that seat shall be considered vacant and that sector considered to be unrepresented. The Board of Directors will be free to choose another sector or a member of the general membership, if necessary, to be represented by that seat.
- 12 A Director wishing to appeal such a dismissal may register an appeal with the Board of Directors who will be guided by a vote of that group of members responsible for electing the Director. The Board of Directors may prescribe how such a vote is held.
- 13 Directors and officers may only serve 2 consecutive terms. After the two terms are complete, a mandatory period of one year must elapse before that individual can rejoin the board in any capacity.
- 14 Directors must have reached the age of 19

IV Officers

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

1 The Officers of the Corporation shall be:

a. **Chair**

The Chair shall:

- preside at all board meetings;
- decide all points of order and procedure;
- ensure all Officers perform their duties;
- fill committee vacancies where elections are not provided for;
- be one of the signing officers on all bank accounts; and,
- have first preference as a delegate to all conventions, workshops, schools, and seminars.

b. **Vice-Chair**

The Vice-Chair shall:

- perform all the duties of the Chair in his/her absence;
- assume the Chair's role for the remainder of the term should the Chair's position become vacant; and,
- render assistance to any member of the Board as directed by the Chair.
- Be one of the signing officers on all bank accounts

c. **Secretary**

The Secretary shall be responsible for:

- the keeping of full and accurate records of all the proceedings at Board meetings
- the answering of any necessary correspondence
- providing for the safe custody of all correspondence and communication; and,
- shall preside over all meetings in the absence of both the Chair and Vice-Chair.
- Be one of the signing officers on all bank accounts

d. **Treasurer.**

The Treasurer shall be responsible for:

- banking services in the name of the Board;
- all revenues and deposits in the Board's account;
- all financial transactions in a manner acceptable to the Board and in accordance with generally accepted accounting principles;
- all bills in accordance with services and goods contracted for and or approved by the Executive Committee or the Board;
- all financial records available for inspection by the auditors;
- a final statement of receipt and disbursement at the end of the Board's term; and,
- and will be a signing officer on all cheques except those made payable to the Treasurer.

2 The Officers shall be elected annually, by the Board of Directors, from within the Board of Directors.

V **Power of Directors**

1 The Board of Directors may appoint ad-hoc or standing committees to carry out any of the activities of the Corporation. Any committee so established shall operate under a terms of reference approved by the board and shall be subject to the direction of the Board at all times.

2 The Board of Directors may establish an executive committee as follows:

- a. The committee shall consist only of the Officers of the Corporation and will be supported by the Executive Director;
- b. Act only in an administrative and advisory capacity;
- c. Make recommendations and reports for Board decision-making.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

3 The Board of Directors may appoint any person from within or outside the region to committees as it deems necessary to address specific requirements or expertise the committee may require to complete the task. Any person so appointed shall enjoy all the rights and privileges of any other committee member with the exception of those rights and privileges exercised as a member of the Board of Directors.

4 The Board of Directors shall have the authority to hire staff, consultants, or enter into any other contract arrangements necessary to achieve the objectives of the Corporation.

5 The Board of Directors shall have the authority to dismiss any staff person for *just cause*.

6 All staff appointments, hiring consultants and major purchases and contracts shall come into effect only after the Board of Directors employs generally accepted practices for conducting such business, including public competitions, tender calls, interviews, and qualifications analysis and evaluations.

7 The Board of Directors shall develop and be guided by conflict of interest, hiring, and remuneration guidelines, as may be approved from time to time by the Board of Directors.

VI Accountability

1. The directors shall convene an annual General Meeting of members for the purpose of:
 - a. providing a progress report to the members;
 - b. providing an audited financial statement for member consideration;
 - c. presenting a budget and Workplan.
2. At the request of any five members the Board of Directors shall convene, within thirty days, a Special General Meeting to deal with specific requisitioned concerns.
3. The Quorum for any CLEDB Annual General Meeting or special General Meeting shall consist of those in attendance.

VII Election of Directors

1. Election of Directors shall be by each group of members having responsibilities for electing such Directors as set out above (III Board of Directors - 3). Any Directors elected shall take office at the close of the vote.
2. Only those member organizations in any sector having active membership in the Corporation shall be eligible to vote at an election meeting convened to elect Directors for that particular sector. Candidates for Sector Directors will be considered only from those organizations or individuals that have active membership in the Corporation.
3. All members in attendance at a general meeting shall be eligible to vote for candidates for At Large directorships.
4. All members must be notified in writing by public notice at least two weeks in advance of an election of director's meetings of the Corporation.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

VIII Board of Directors Meetings

1. The Board of Directors shall meet not less than 6 times a year and shall conduct any business necessary to accomplish the objectives of the Corporation.
2. A simple majority of Directors shall constitute a quorum at any Board of Directors meeting.
3. Each Director shall have one vote. Directors shall not vote by proxy. The Chair shall vote only in the case of a tie.

IX Authority and Votes

1. All meetings shall be conducted using Roberts Rules of Order.
2. At general meetings each member shall have one vote.
3. Unless a poll is demanded by at least two members, a declaration by the Chair that a resolution has been carried shall be sufficient evidence of the fact.
4. If a poll is demanded by at least two members, a declaration by the Chair, that a resolution has been carried, shall be sufficient evidence of the fact.

Central Labrador Economic Development Board Inc. Policy and Procedure Manual 2010

5. If a poll is demanded, the same shall be taken in a manner decided by the Chair and the result of such poll shall be deemed as the decision.

Central Labrador Economic Development Board Inc.

Policy and Procedure Manual 2010

X Power to use Funds

1. In addition to providing an annual audited statement, the Treasurer shall provide the board with a financial statement at least each quarter.
2. Any monies that accrue to the Corporation shall be used to further the objectives of the Corporation, and no member or Director shall receive any monies except for services rendered to the Corporation.
3. The Board of Directors shall approve a schedule of payments for business conducted on behalf of the Corporation including:
 - a. travel expenses consistent with recognized government rates;
 - b. salary and benefits for staff, consultants or other persons working on behalf of the Board;
 - c. all major purchases, leases, rentals, etc.
4. The Board of Directors shall purchase director insurance for all Directors of the Corporation.
5. The Treasurer and any staff that might be handling money on behalf of the Corporation shall be bonded.
6. The operations year for the Corporation shall end on the 31st of December, in each and every year.

XI Corporation Seal

1. The Directors shall provide for safe custody of the Corporation's seal and, the seal shall be used only by the authority of the Directors. Every instrument to which the seal is attached, shall be signed by the Secretary and one other Director.

XII Amendments

2. These by-laws may be amended consistent with the procedure outlined in Chapter C-36 Part XXI of the Corporations Act.
3. All issues not addressed in these bylaws will be decided in the first instance by the Corporations Act and secondly by a resolution voted on by the members in an annual general meeting.

Central Labrador Economic Development Board Inc. Policy and Procedure Manual 2010

Schedule 1

Restrictions on the activities of the Corporation

The Corporation is established for the following purposes and shall restrict itself to such activities as in its opinion directly or indirectly furthers such purposes:

- (a) to play a leadership role in the development and implementation of zonal Strategic Plans;
- (b) to coordinate small business support in the zone;
- (c) to provide support to organizations and communities within the zone;
- (d) to coordinate all social and economic initiatives relating to regional economic development in the zone;
- (e) to promote public participation and community education;
- (f) to promote the development of local leadership;
- (g) to enter into any contracts, agreements, options or any other form of undertaking in order to attain the general objectives of the corporation;
- (h) to purchase, lease, exchange or sell any real property which may be deemed necessary or convenient to achieve the objectives of the corporation;
- (i) to enter into any financial arrangements, and effect insurance against any and all risks incurred in the course of conducting business of the corporation;
- (j) to do all such other acts and things as are incidental or conducive to or consequential upon attaining the above objectives.

PROVIDED THAT the Corporation

- (a) shall not undertake any activity that would result in the revocation of its registration as a public foundation for the purposes of the Income Tax Act;
- (b) shall not permit its Directors, trustees, officers or employees to be comprised so that a majority of the same are related or do not deal at arms length;
- (c) shall not make non-qualified investments as defined by Section 149 of the Income Tax Act.