



Queen's Park Preschool Society

Executive Handbook 2015/2016

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1.0 Definitions

Bylaws – Bylaws form part of the governing documents of an organization. They set out the rules and regulations for the administration and management of the organization.

Charity/Registered Charity – A charitable organization registered with the Canada Revenue Agency. It is exempt from paying income tax, and can issue tax receipts for donations it receives. It must be established and reside in Canada, operate for charitable purposes, and devote its resources to charitable activities.

Constitution – The Constitution forms part of the governing documents of an organization. It includes the name and purposes of the organization.

Directors – Volunteers who are elected to the following positions: President, Vice President, Treasurer, Enrolment Coordinator, Secretary.

Executive Members – Volunteers who make up a society's elected or appointed governing body.

Executive/Board/Executive Board/Executive Committee – These terms are used interchangeably to describe the group of volunteers who make up a society's governing body. Positions included in the QPPS Executive Board are listed in Appendix 1.

Financial Statements – At minimum, financial statements consist of 1) a statement of assets and liabilities and 2) a statement of revenue and expenditures for a certain period. Other reports may be included in financial statements as well.

Indemnify – To provide security for financial reimbursement to an individual in case of a specified loss incurred by the person.

Members – The members of QPPS include all of the families with enrolled children and who are in good standing in accordance with the bylaws.

Society – An organization incorporated under the BC Society Act.

2.0 Welcome to the QPPS Executive Board

Welcome to the QPPS Executive Board! You have become an integral member of the volunteer management team for the Preschool. Information in this handbook is for all Executive Members.

Being an executive member of a society comes with important responsibilities. It is important that Executive members are familiar with the various policies and documents that contain information vital to the management of QPPS. Besides this handbook, all Executive members should have access to and be familiar with the following documents.

If you do not understand something written in these documents, or you have questions, please ask for clarification.

- **QPPS Constitution & Bylaws** – These documents outline the governance rules and procedures of the society and also describe duties of the various Executive positions.
- **QPPS Parent Handbook** – This document is made available to all QPPS members.

- **QPPS Policies & Procedures** – This document is made available to all QPPS members.
- Binder/manual associated with your particular Executive position (documents available vary by position).
- **Board Governance Fact Sheet.pdf** – Produced by the BC Centre for Non-Profit Development, this document defines a few key terms related to a Board of Directors and includes additional resources.
- **Good Board Practices Checklist.pdf**.

3.0 Organizational Information

The legal name of the preschool is Queens Park Preschool Society. We are both a registered non-profit society in BC and a registered charity in Canada.

Registered society number in BC: S-27524

Date of incorporation under the *BC Society Act*: April 30, 1991

Federal Business Number/Registered Charity #: 107868531RR0001

Fiscal year: August 1 – July 31 the following year

There are various forms and requirements that the society completes every year in order to maintain its status as a society and a charity. Some of these forms require an updated list of Executive Members every year, after an election or appointment of a new Executive Member. The QPPS Secretary may collect information from you including your name, mailing address and birthdate for these purposes.

4.0 Legal Implications of Acting as a Director of a BC Society

Where do legal duties come from?

- Incorporation legislation (*BC Society Act*, http://www.bclaws.ca/civix/document/id/complete/statreg/96433_01)
- Constitution and bylaws of the organization
- Other provincial and federal legislation plus common law (judge made law)

What duties does an Executive Member have?

1. Duty of care:
 - To exercise the care, diligence and skill of a reasonably prudent person (*BC Society Act Section 25*).
 - To manage or supervise the management of the society's affairs; if directors delegate they must supervise (*BC Society Act Section 24*).
 - To be accountable to the society's members and adhere to the bylaws dealing with admitting members, voting rights, procedures for calling general meetings, etc.

2. Duty of loyalty:
 - To act honestly and in good faith in the best interests of the society (*BC Society Act Section 25(1)*).
 - To act according to the society's constitution and bylaws so long as they don't conflict with the law.
3. Legal obligations under any legislation or common law (judge made law).

What potential liabilities do directors have?

1. **Liability and Contracts:** Directors are not liable for signing on behalf of the society provided they have proper legal authority to sign.
2. **Liability and Torts** (a civil wrong recognized by the courts even though not set out in a law).
 - **Example:** Directors permit an unsafe condition to exist which leads to personal injury. This could be considered 'negligent mismanagement' (carelessness in the directors' oversight of some aspect of the society's operations; the directors knew or ought to have known that there was a systemic problem and they failed to address it).
3. **Liability and Breach of Trust** (misuse of money or assets).
 - **Example:** Directors fail to put adequate financial controls in place so that money is stolen or misused by other volunteers.
4. **Statutory Liabilities:** Provincial and federal legislation impose personal liability on directors of not-for-profits, including the BC Society Act, Employment Standards Act, Workers Compensation Act, Employment Insurance Act, Canada Pension Plan, and Excise Tax Act. The most common are those relating to employees, reporting requirements, taxation and environmental regulation.
 - **Example:** Employment Insurance Act and Canada Pension Plan Act – Directors can be personally liable if the society fails to remit premiums and contributions as required under these acts.

How can an executive member manage their risk of liability?

1. Become actively engaged in the work of the society:
 - Participate in the development and regular review of policies and procedures;
 - Ask questions and don't comply with the majority position if you strongly disagree or need more information or time to make a decision;
 - Encourage input from all executive members and try to minimize domination of conversation by a few;
 - Ensure contrary positions and abstentions are recorded in the minutes;
 - Ensure that the all staff members have written job descriptions and develop/follow formal review procedures for staff;
 - Require all committees to report back to the board; don't delegate without

- supervising;
 - Regularly review finances and track performance against an annual budget; and,
 - Know who is authorized to sign cheques and contracts and for what amounts.
2. Be knowledgeable about the society's business and its legal framework:
 - Become familiar with the society's constitution and bylaws and key policies;
 - Be aware of the society's history, current issues and future plans; try to anticipate potential problems and opportunities;
 - Regularly attend meetings and be prepared to participate;
 - Read all emails and Board correspondence; and,
 - Ensure that information required to make decisions is sufficient and circulated well in advance of meetings.
 3. Seek independent advice on issues beyond scope of knowledge and experience of QPPS Executive Members and staff:
 - Consult with particular members who may have expert knowledge or experience (e.g. lawyer, accountant, etc.);
 - Consult with other parent participation preschools;
 - Consult regulatory/government bodies (e.g. licensing officer, etc.); and,
 - Consult a professional if other channels do not provide adequate answers.
 4. Indemnification:
 - *BC Society Act Section 30* allows a society to indemnify directors and former directors with court approval; and,
 - Indemnification only works if the society has the financial resources to pay so insurance must be considered.
 5. Insurance:
 - Consider what kind you need:
 - i. General Liability Insurance for physical injury and property damage;
 - ii. Directors' Insurance for errors, omissions, misstatements, breach of duty; or,
 - iii. Other?
 - Understand the coverage, as each policy is unique; be aware of deductibles and exclusions.
 6. Avoid real or apparent conflicts of interest. Always put the best interests of the society before your own or your family's interests. Take steps to ensure accountability and transparency to all members, employees, funders, landlords,

vendors, etc.

7. **Test:** Would you worry if what you or others in the organization are doing was reported on the front page of the newspaper?

5.0 Executive Member Responsibilities

Although each position on the Executive Board has specific responsibilities (and in most cases, its own manual), all Executive members contribute to the executive function and management of the preschool, and vote and provide input on a variety of issues.

Executive Members are often required to sit on committees. Some committees function regularly and others will be struck as the need arises (for example, a hiring committee). The president, teachers and others on the Board will communicate about various needs throughout the year. Members outside the Board will also be called on to volunteer for special committees, tasks or events.

Some Executive positions will require you to become a signing authority, possess keys for the preschool, etc. These specific responsibilities are outlined in position-specific manuals or decided on an as-needed basis.

6.0 Executive Meetings

Executive Meetings are held once a month on the last Tuesday of every month before the General Meeting. Attendance at monthly Executive Meetings is required for all members of the Executive. Other members are welcome to attend Executive Meetings but are not required to do so. The supervising teachers from the 3 and 4 year old classes also attend executive meetings (or the assistant teachers attend in place). The Secretary will request agenda items in advance of Executive Meetings. Executive Meetings are chaired by the President.

The procedure for putting forward a motion is as follows:

1. After obtaining the floor and being recognized by the Chair, an Executive member may propose a motion by saying: "I move that..."
2. Another Executive member seconds the motion. The seconder does not have to be in favour of the motion.
3. The chair states the motion: "The motion to... has been seconded. It is now open to debate."
4. The person making the motion has the right to speak first. Debate must be confined to the question. Those wishing to speak to the motion are requested to raise their hands and wait until they have been recognized by the Chair before speaking. The Chair may keep a speakers list if several people wish to speak.
5. When the debate appears to have closed, the Chair will ask if there is any further discussion. If no one responds, the Chair will repeat the motion and request a show of hands for those in favour, those opposed and abstentions. Each Executive member has one vote. Staff does not vote. The Chair only votes if a tie breaker is needed. Once the vote is taken the Chair will announce the result of the vote.

7.0 Expenses

If you require reimbursement for expenses incurred for QPPS business, please save all receipts and proofs of purchase, use the QPPS expense forms (located in a folder near the washroom entrance), and submit to the Treasurer for processing. Only prior approved expenses, or reasonable expenses related to your preschool job will be reimbursed.

8.0 References

This manual was compiled in June 2015 by Tasha Murray, member of QPPS 2010-2011 & 2013-2015 (tashamurray@outlook.com). Materials were adapted in part from resources obtained from the Invasive Species Council of Metro Vancouver and the Invasive Species Council of BC.

For additional resources, please consult the documents listed in the beginning of this manual, or ask other members of the Executive Board or QPPS staff.

Appendix 1: Executive Board Members

The following positions elected by the Members forms the Executive Board and are Directors of the preschool:

- President
- Vice-President
- Secretary
- Treasurer*
- Enrollment Coordinator*

The following positions elected by the Members participate on the Executive Board:

- Fundraising Coordinator
- Special Events Coordinator
- Orientation Coordinator*
- Class Rep 3's AM
- Class Rep 3's PM
- Class Rep 4's AM
- Class Rep 4's PM
- Parent Education Coordinator

*These 3 positions are elected in May for the following January-December so require a two-year commitment.