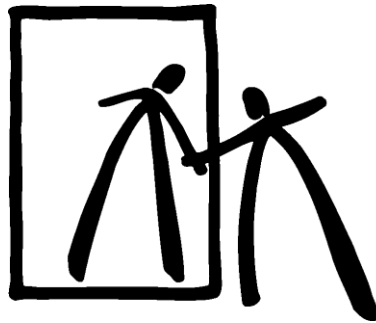


M2/W2 ASSOCIATION

RESTORATIVE CHRISTIAN MINISTRIES



M2
Man to Man
W2
Woman to Woman

BOARD MANUAL

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* Additional Official Documents/Forms/Brochures:

- Constitution and By-Laws
- Statement of Faith
- Personnel Agreement/Schedule of Staff Salaries and Benefits
- Volunteer/Inmate/P2/CoSA Applications
- M2/W2 Brochure
- Membership Brochure
- Inmate Brochure

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A LETTER OF WELCOME AND FOCUS

Dear Members of the M2/W2 Board:

"If the Lord does not build the house, the work of the builders is useless". (Psalm 127:1 - Good News Bible)

Welcome to the Board of Directors of the M2/W2 Association!

A Board is a group of carefully selected individuals who serve voluntarily to make decisions, carry out fiscal responsibilities and govern policies that guide and support the organization. A definition of governance from The Webster's Dictionary is "the (political) function of policy making as distinguished from the administration of policy decisions." More on this follows.

It is hoped that this manual will be helpful to you as you commence your commitment as a member of the Board of Directors. You are an essential link in the chain of the M2/W2 ministry. It is important that every link in a chain be strong.

We believe that God has you here as a Board member for a special reason. As you exercise your gifts, we believe you will expand your horizons and that of the Association, as to the purpose of the gospel.

God desires us to reach out to people. He wants people who are servants for His glory. In M2/W2 we are all servants, no matter what the role. No one is more essential than another.

Let us strive to represent Christ in quality and in discipline.

Sincerely,

Barry Neufeld
(President of the Board)

I. M2/W2 MISSION/ VISION STATEMENT:

MISSION
STATEMENT

Mutually transforming lives—one relationship at a time.

VISION
STATEMENT

Our vision is to recruit and empower people to reflect God's restorative and inclusive love within the criminal justice system and wider society, to foster healthier communities.

II. FOUNDATIONAL ASSUMPTIONS OF THE M2/W2 ASSOCIATION:

A. Expanded Mission Statement

1. Core Program

The M2/W2 Association – Restorative Christian Ministries, is an association of faith-based citizens from the community who have joined themselves together for the purpose of providing a mentoring/friendship-based resource ministry to people who are in prison in B.C., or who have recently been released and, when feasible, to their immediate families.

The Association's primary focus for meeting ministry objectives is to provide one-to-one community volunteers for prisoners and/or their families. Volunteers are men and women from the Christian community who respond to their own experience with God's love and gift of reconciliation by building one-to-one friendships.

The Mission of the Association's Core Program is:

- a. To provide one-to-one volunteers for prisoners in B.C. prisons and to their families where feasible;
- b. To recruit, train, and match volunteers from the Christian community in B.C.;
- c. To provide a core of professional staff to direct and coordinate the program of the Association;
- d. To assist prisoners and ex-prisoners with a variety of resources as time and the resources of the Association permit;
- e. To present a biblical model of justice, i.e. justice that is restorative, to the total community, in contrast to the punitive model of justice that is prevalent in our society, and historically.

2. Other Programs

- a. To develop other programs as M2/W2 feels there is a need
- b. To develop programs in accordance with the vision of principles of Restorative Justice.
- c. To develop new programs that incorporate a wholistic vision of life in relation to crime, including addressing crime prevention and victim needs of the community.
- d. To operate other programs within M2/W2 on an equal footing to the Core Program.

B. Mission Assumption (Complementing M2/W2's official Statement of Faith. See also the footnote on p.10).

1. Core Program:

- a. M2/W2 believes that we were made to live in a covenant relationship with our Creator and with others (Luke 10:27; I John 4:9-21), and that voluntary one-to-one relationships are vital for the personal growth and change that all of us require to live in covenant relationships.
- b. We believe that we have a Christian obligation to visit those in prison (Matthew 25:31-46). This ministry to prisoners is clearly called for by our Lord who said of Himself: "*He has sent me to proclaim release to the captives...to set at liberty those who are oppressed.*" (Luke 4:17-21)
- c. We know that prisoners are cut off from the outside world in many ways and often feel lonely and isolated. Many desire a friend in whom they can confide.
- d. We know that prisons can have a debilitating effect on those who are incarcerated. Our efforts must be toward seeking restoration and integration of the offender into a healing community of faith (Luke 6:27-36).
- e. We believe that Christians have an obligation to advocate for restorative justice responses to crime and punishment at every stage of criminal justice including crime prevention, use of penal measures, and victims and wider community needs.
- f. We know that if we are to engage Christians in this ministry, they must have information about the criminal justice process and about opportunities for Christian witness and service to those in prison.
- g. We recognize the concerns of prison staff and chaplains, and their need for prayerful support.
- h. We know that a ministry such as this requires extensive resources in terms of both people and finances and with this awareness we look to all communities of Christian faith for support, and to appropriate governmental bodies as well.

2. Other Programs

- a. Biblical justice is restorative. Crime harms people and community. Such brokenness calls forth obligations from the victim, offender, and community to bring healing to broken relationships. This includes respectful treatment of all, and deliberate peacemaking responses to crime.
- b. Biblical justice is a wholistic vision that incorporates all harmed into the healing equation in response to crime. M2/W2 is committed to developing program initiatives within this wholistic vision.

III. HISTORICAL OVERVIEW:

Dick Simmons, a Presbyterian clergyman in the State of Washington, began developing a one-to-one Christian visitation program to prisoners in the early 1960s. He called the program *Job Therapy Incorporated*. By the spring of 1966 he had assisted an interest group in B.C. to launch a similar program in this province. The B.C. program was incorporated in 1970 as *Canadian Job Therapy Incorporated*.

The B.C. program provided volunteers to only male prisoners between 1966 and 1973. W2 (Woman to Woman) was initiated in 1974. The name of the corporation was officially changed to *M2/W2 Association – Christian Volunteers in Corrections*, in 1975; and to **M2/W2 ASSOCIATION – RESTORATIVE CHRISTIAN MINISTRIES** in 2001.

M2/W2 (B.C.) has realized steady, positive growth from the outset. During its first year of operation, a relatively small contingent of volunteers, volunteer staff and board members visited prisoners in two Provincial Institutions. Financial support was too limited to permit the hiring of a paid staff member. Between 1969 and 1973, Mennonite Central Committee (BC) provided several volunteers to work as staff and several other people received financial support through love offerings.

God blessed the efforts of these dedicated people. Gradually, the credibility of the Association grew, both within the church community and corrections. A base of financial and volunteer support was taking root.

Fulltime office staff and part time coordinators who utilize volunteers to assist them in the coordination currently coordinate the ministry. Financial support is received from a fairly extensive list of individuals, churches, businesses and from both Federal and Provincial governments.

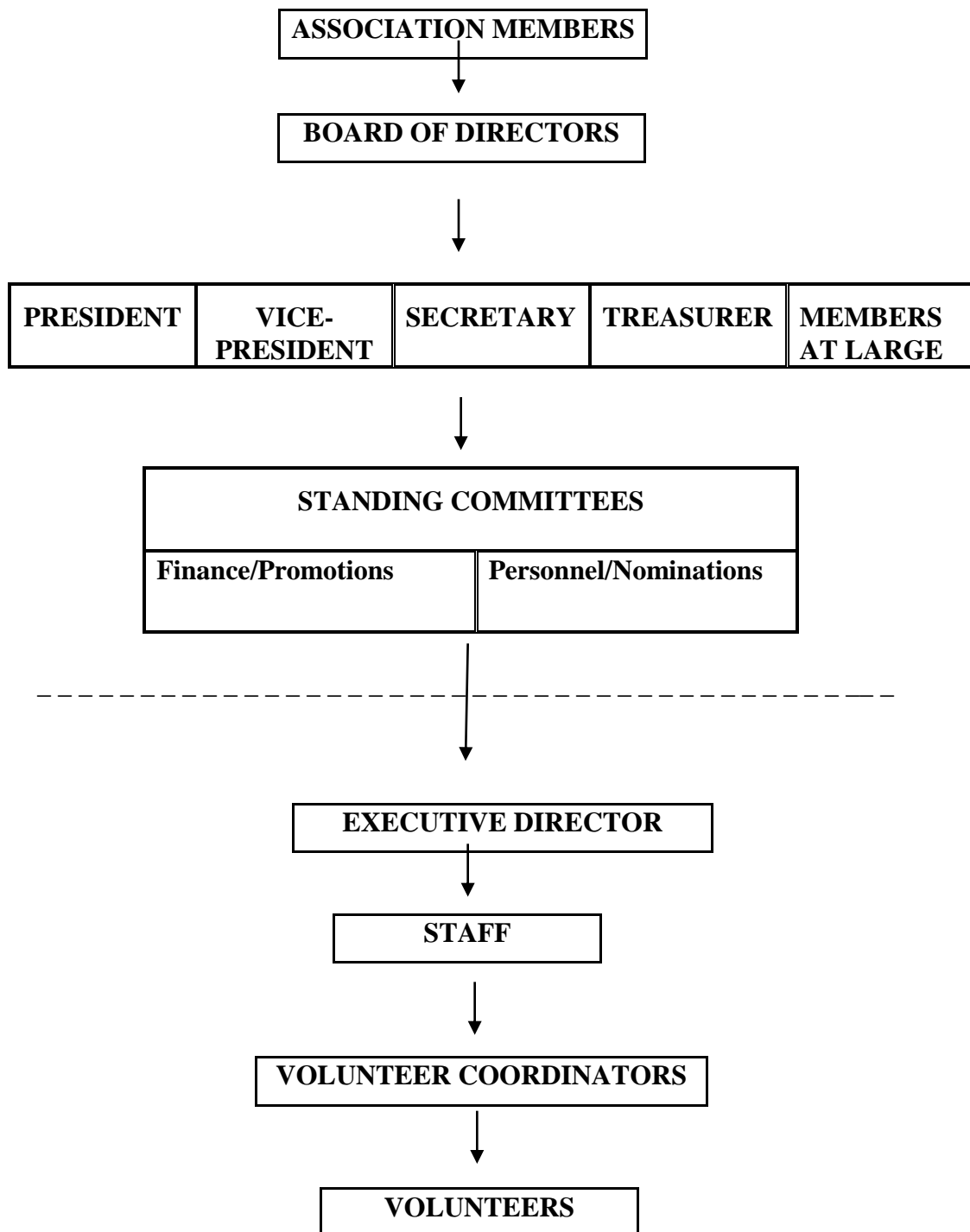
Without a doubt, the enthusiasm, commitment, wisdom and vision of the succession of Boards of Directors of the Association since the beginning, have played a significant role in the blessings that God has poured out through the ministry.

Other M2/W2-type programs are currently operating in most provinces across Canada, including: M2/W2 (Alberta), Person To Person (Saskatchewan), Open Circle (Manitoba), P2 (Quebec), and Christian Council for Reconciliation (Maritimes).

An informal but effective system of networking with other provincial programs is in place

through individual initiatives and MCCC (Mennonite Central Committee Canada) Restorative Justice.

IV. ORGANIZATIONAL CHART:



V. FUNCTIONS AND DUTIES OF THE BOARD OF DIRECTORS:

The broad overall responsibilities of the M2/W2 Board of Directors are delineated in the Constitution and By-Laws of the Association. (See *Constitution and By-Laws*, pages 4 and 5).

Following is a more detailed description:

1. Summary Statement:

Each member of the Board of Directors affirms the M2/W2 Statement of Faith. Please see M2/W2's official "Statement of Faith" (Appendix D), and also "Mission Assumptions", page 6. This document assists the Board to formulate and implement policies and procedures consistent with the purposes of the Association and its various programs, participate in Board Committees and publicize and promote the ministry as opportunities or requests present themselves.

2. Detailed Statement: (Board Governance)

The Board of Directors is a Policy Governing Board. It sets policies and procedures related to the Association. It deals with strategic issues about the organization's mission, the purpose for its existence, leaving the staff to deal with the hands-on aspects of accomplishing the objectives.

A. The major functions of a policy governing board are:

- a. To focus on fiscal responsibility and on strategic matters, leaving the staff to the day-to-day issues including the means to achieve the strategic goals set by the board and membership.
- b. To assign responsibilities to a number of committees which report to the board. The E.D. has assigned responsibilities and reports to the board.
- c. To connect with the membership by attending annual banquets and fundraisers, and actively recruit volunteers and potential future board members.
- d. To monitor the legal and financial activities and structures of M2/W2 and its membership.

*Please note that a "Statement of Faith" only attempts to summarize key *belief* affirmations of Christian faith and is at best faulty and incomplete. The biblical emphasis (Matthew 25:31 ff; all of James; Phil. 2:12 & 13, etc.), is on *doing* faith rather than faith *statements*. This is consistent with the "fulfilment of the law" (Rom. 13:9&10), and the "royal law" (James 2:8) which in each case is the "most excellent way" (1Cor.13), against which there is no law (Gal. 5:22 & 23). **Love of neighbour/enemy** is the only litmus test for **love and true worship of God** (Rom. 12:1 & 2; Matt. 22:40). This is the genius of our ministry ideal.

- B. A Policy Governing Board requires each individual member to:
- a. make a personal commitment to actively attend Board meetings and to serve on Committees as required;
 - b. complete "homework", review Agenda, read Minutes of previous meetings, etc., so as to maximize the limited meeting time of the Board;
 - c. be prepared to attend and to assume responsibilities for special events or projects such as the Annual Promotions Dinner(s) and the Annual General Meeting;
 - d. assume responsibilities that grow out of participation in one of the Committees of the Board;
 - e. be prepared to promote M2/W2 in the local church; seek out people to participate in the ministry; represent the Association in other churches or settings such as at conferences, workshops, seminars, etc.
 - f. be knowledgeable and responsible regarding Association finances and support or participate in fundraising as needs and opportunities present themselves.
3. Time Parameters for Board business:

The following outline of M2/W2 Board-related meetings in a typical program year provides the basic framework for time commitments required of Board members:

- a. the M2/W2 Board meets a minimum of four times each year (see **Constitution and By-Laws**, page 4), usually pre-set for September, November, January and March. Meetings are seldom held in July or August;
- b. the Annual General Meeting of the Association is held in June and is followed by a brief organizational meeting of the Board;
- c. the Board Committees meet approximately four or five times a year, usually a few weeks preceding the next Board meeting or the AGM;
- d. the Annual Promotions Dinners of M2/W2 are customarily held in October. Board members are requested to attend and assist in the fall promotional events in various locations.
- e. participation beyond the items listed above (such as in volunteering, making M2/W2 presentations, fundraising, etc.) is at the discretion of the individual Board member, but it is hoped there will be willing involvement.

Note: Each of the meetings listed above requires a commitment of approximately 2.5 to 3 hours plus travel time.

4. Executive Officers:

The Executive Officers of the Board consist of the President, Vice-President, Secretary, and Treasurer. These officers are elected by the Board of Directors from their numbers following each AGM (see **Constitution and By-Laws**, pages 4-6). See also VII, VIII, IX below, as well as Appendix A of this manual.

The duties of the Executive Officers, in summary, are as follows:

- a. The **President** is the Chief Executive of the Association and presides at all General Meetings and meetings of the Board of Directors. He/she, together with the Executive Director, is responsible to establish the agenda for these meetings. He/she is also an ex-officio member of any Committee of the Association. The Chairman (usually the President) of all Board meetings may not unduly sway opinion, and may not vote, even to break a tie.
- b. The **Vice-President** assumes the role of the President in his/her absence. He/she also serves as chairperson of the *Personnel Committee*, calls meetings of this committee, sets agenda for the same and, reports to the Board for the committee.
- c. The **Secretary** is responsible to take written Minutes of all meetings of the Board of the Association and to forward them as soon as possible to the Executive Director for duplication and distribution as required. He/she is also to serve on one of the Committees of the Association.
- d. The **Treasurer** is responsible to be the front-line monitor of the finances of the Association. He/she is to be the chairperson of the *Finance/Promotions Committee*, call meetings, set agenda and report to the Board for the same. He/she is responsible to present financial statements, proposed budgets, etc. to the Board during the year and to the membership of the Association at the AGM.

5. Standing Committees:

The Standing Committees of the Board are: ***Finance/Promotions, Personnel/Nominations***. A summary of the responsibilities of these committees is as follows:

- a. **Finance/Promotions Committee:**
 - establish and maintain procedures for receiving and disbursing funds;
 - ensure that suitable bookkeeping and money management systems are in place;
 - review monthly financial statements;
 - provide ongoing assessment of the financial status of the Association;
 - advise the Personnel Committee on financial matters related to the annual review

- of staff salaries;
- prepare and present proposed annual budgets;
- assume responsibility for planning and implementing the Annual Promotions Dinners;
- develop other strategies, events, materials, etc. for promotion;
- make recommendations to the Board with respect to the appointment of auditors;
- report to the Board on matters related to finances or promotions;

b. Personnel/Nominations Committee:

- complete the annual review of the Personnel Policies of the Association;
- recommend staff salaries and benefits to the Board, in consultation with the Finance Committee;
- participate in ongoing evaluation of staff morale, work load, job performance, etc., in consultation with the Executive Director;
- act as liaison with staff and/or Executive Director on personnel issues as needed;
- serve as Search Committee when the Association is seeking to hire Executive Director;
- execute an annual performance evaluation of the Executive Director
- serve as Nominations Committee in preparation for the AGM;
- report personnel and nominations matters to the Board;
- facilitate nominations and recommendations to the board on the selection of conflict resolution resource people and act in consultation with ED and Board chair in the case of a request or need to mobilize the conflict resolution team.

c. Program Committee

- conduct an annual review of the overall program of the Association, especially as it relates to program priorities and the division of workload among staff;
- process and prepare recommendations related to any new program initiatives proposed to the Board either from within the Association or by outside interest groups or individuals;
- oversee all agency training initiatives and requirements;
- serve as Board representation and/or “connection” with groups, programs, organizations, etc., which are supportive of M2/W2, such as the United Way, etc.

6. Executive Director:

The overall responsibilities of the Executive Director are outlined in the Constitution and By-Laws of the Association (page 6).

- he/she is responsible for the day-to-day management of the Association and its programs. He/she is responsible to the M2/W2 Board of Directors, even as the staff members are accountable to him/her;
- the Executive Director is an ex-officio member of the M2/W2 Board of Directors and each of the Standing Committees of the Association;
- he/she is to maintain close working contact with the President of the Board and with the

chairpersons of the Standing Committees. They in turn are to attempt regular interaction with the ED.

- the ED embodies the vision and mission of the organization in/to the community and institutions.

VI. ETHICS, CONSENSUS, AND CONFLICT RESOLUTION:

All Board business including conflict issues will honour biblical values, as well as Restorative Justice informed actions and conflict resolution procedures will be guided, as described in the document in the appendix.

- A. Board business by consensus: The board and its committees** will follow necessary decision making in a **consensus** building way, according to due process and guidelines contained in the Constitution and By-Laws. The contribution, voice, and consensus of every member are valued. Every member's thoughts and positions are heard and every member agrees on how a decision is made. Members can agree to disagree, yet with consensus agree with the majority vote. A "winner takes all" type of voting is not endorsed, especially on important, far-reaching matters. Arbitrary unilateral decisions cannot be made with the consensus relationship model.
- B. In-camera** sessions should **not** normally be used by M2/W2. If deemed necessary, due process and good order must be followed. The request for an in-camera session shall be in full consultation with the party/ies to be excluded, and clearly discussed in a full quorum meeting of the Board with a precise agenda for the request, with the party/ies to be excluded participant(s) in that discussion.

In-camera meetings will follow the following guidelines:

1. Board Motion on the Agenda for the in-camera session to have been fully discussed at time of setting the Agenda with party/ies to be excluded.
 2. Terms and conditions of the in-camera meeting shall be understood and agreed to by the Board and the party/ies to be excluded. If the Board and party/ies cannot agree, this shall be deemed a conflict, and a process of conflict resolution (see below) must be initiated to resolve it.
 3. Minutes and Motions shall be recorded (which may be later destroyed upon mutual agreement), made available to and discussed the same day or at a mutually agreed upon time with the party/ies excluded from the meeting.
- C. All disagreements and structural conflicts that cannot be resolved informally (Matt. 18) must be directed to the Personnel Committee for assistance and action as soon as possible.**
- D. Conflict Resolution Committee (Please see Appendix B):** In the event of unresolved conflict within the existing procedures and policies, a special conflict resolution committee will be given its mandate to

act.

- a. The Conflict resolution committee shall be mandated at an official board process within one week of the failed attempt at resolution, and shall proceed with regularly scheduled weekly meetings, to assure immediate and on-going commitment and progress in its work towards resolution.
- b. The Conflict Resolution Committee shall have one mutually accepted Board and one Staff member on the Committee, plus up to three non-Board agency members. They shall have been previously selected and be on stand-by for specific needs and skills involved in conflict resolution, sharing the same restorative justice perspectives as does M2/W2.

E. On Consensus

Consensus is a preferred method of decision making, especially in conflict, as it urges and invites every voice to be heard on the issue. It is naturally participatory, collaborative and includes everyone in brainstorming and selecting options, promotes understanding and ownership, respects and learns from dissent, and prevents sabotage after a decision has been made.

Traditional voting procedures are a “rights based” process. It can be democratic, but when a large majority or a small majority “wins” a vote on critical issues, there is large potential for injustice. Voting in these situations is a “winner takes all” process that can cause polarization, hard feelings and undermines relationships. Consensus is when a majority agrees on a certain course of action, and everyone else in the group is *willing* to proceed for the sake of the group.”¹

Consensus does not mean 100% unanimity, though that can be a goal. But the common perception may be that consensus means to be a “team player” without individuality and surrender their opposition on a matter just to please the group. “In our view, consensus requires the opposite...consensus means refusing to compromise over principles, going deeper into whatever is preventing agreement and holding out for a better solution.”²

Consensus is: participatory giving each person and equal voice no matter their status or popularity. It is collaborative and does not flourish in authoritarian hierarchy. It prevents a process from rushing into a decision, and actively encourages everyone’s participation and discourages any person from dominating the process.

Sometimes consensus can’t be reached and an agreement is important to avoid acting unilaterally and it is important then to agree on a further problem solving strategy.

What is important is that everyone implementing a decision accepts the *way* the decision was reached.

Consensus can become a cover for coercion when it is used to suppress the open and honest expression of differences or to compel formal agreement and only appear to solve problems collaboratively. Consensus can be progressively greater, or smaller; it can be weak, (at 50% or smaller); medium consensus (50-75% agrees and the rest accept); strong consensus (75% or more ...); Unanimous consent, which is often erroneously thought to be the only form of consensus. Consensus can occur without unanimity.³

Six decision making processes, each having value in the appropriate context, consensus being suggested as the most appropriate one in resolving and transforming important issues:

1 Stahlke, Les and Jennifer 1 Cloke, 260.

Loughlin, Relationship Model of Governance, Leadership and Management. Edmonton: Imperial Printing, Ltd. 2003, p. 280.

2 Cloke, Kenneth and Joan Goldsmith. Resolving Conflicts at Work. San Francisco;=: Jossey-Bass. 2005. P.263.

3 Stahlke, 280.

Notification: “the following decision has been made and will be implemented by Friday”

Consultation: “I would like your thoughts on this issue before I make a decision.”

Delegation: “You decide, and let me know what you decided.”

Voting: “The majority will decide.”

Consensus: “I am willing to accept the wisdom of the group, can live with the decision, and feel it addresses my most important needs and interests.”

Unanimity: “We need to be in 100 percent agreement in order to implement this solution.” 4

4 Cloke, 260.

VII. BOARD DIRECTORS LIABILITY:

- a. Board members will read and understand the Constitution and By-Laws of the Association. This is the basis of their authority, the limitation of their actions and the extent of their responsibility.
- b. They should understand the workings of the organization and get to know the people involved, and use their intuition and judgment to get a feel for the operations and follow-up on any sense that something might be wrong or unethical.
- c. The Association should have Directors Liability Insurance to cover negligence by them or employees acting for the organization. This insurance will not cover libel or slander, dishonesty, illegal activities, failure to maintain insurance on the Society's property, or improper reimbursement. This insurance can be obtained as a rider to a general liability policy to indemnify directors or employees against personal liability incurred by their own negligent act or omission and to pay unpaid wages should the Society become insolvent.
- d. Board members cannot resign to avoid responsibility. They cannot plead carelessness, lack of knowledge or inaction to avoid liability.
- e. Board members should attend meetings regularly and be familiar with Board and Sub-Committee Minutes.
- f. The Board appoints auditors and/or an auditing committee.

Note: This section on Directors Liability is borrowed, by permission, from the Vancouver Volunteer Centre.

VIII. LEGAL DUTIES, RISKS, AND LIABILITIES OF VOLUNTEER BOARDS OF DIRECTORS*

What are Directors?: A director may normally be defined as a person who is “elected or appointed by the members to manage and direct the affairs of the organization” (i.e. he/she is a decision-maker). By accepting the position of a director he/she is assuming responsibility for the administration of the organization its assets, liabilities, contracts and overall policies.

Church membership: We recommend that each Board member shall be a member and/or in good standing of/with a local church fellowship, whose initial nomination for appointment to the Board shall be ratified by a reference check with the local church leadership. It is incumbent upon each Board member to declare to the Board any change of status to non-membership in a local church fellowship.

Appointment of Directors:

1. The members of a society may, in accordance with the bylaws of the society, nominate, elect and appoint directors.
2. Existing directors may appoint further directors.
3. The Society Act provides that there shall be at least three directors, one of whom must be ordinarily a resident in the province.
4. A notice of any change in directors must be filed with the registrar of companies.

New Board Members: (See Constitution and By-Laws and Board manual). Questions of conflict of interest about Board members coming on Board, or becoming members of the Executive shall be assessed case by case by a Nominations Committee made up of the Personnel Committee, Staff Leadership and/or their appointees. *It is generally inappropriate due to conflict of interest that Staff of a related criminal justice agency, persons related in any way to M2/W2 personnel or other Board, and Corrections Staff(where contracts are held) be considered for a Board role. If such become Board members, they shall not serve in any Executive Board capacity.* In all cases “Standard 2 (An Independent Active Governing Board)” of the Canadian Council of Christian Charities document, “CCCC Standards of Organizational Integrity and Accountability” shall be

* Please also see Appendix A

adhered to, with particular note made of the final paragraph: “A member of the Board of a charity must not only be, but must appear to be, above reproach in all his/her dealings with the organization. No real or perceived conflict of interest should exist.”

Legal Duties of Directors:

A director of a society shall:

1. Act honestly, in good faith and in the best interests of the society.
2. Exercise the care, diligence and skill of a reasonably prudent person in exercising his/her powers and performing his/her functions as a director.

The following are definitions that the courts have given these terms at common law:

- Honesty - In their dealings with fellow directors, directors must tell not only the truth but the whole truth.
- Duty of Care - The duty of care requires prudence and diligence.
- Duty of Diligence - Diligence is making those inquiries that a person taking ordinary care in his position or in managing his own affairs would make. Directors rely on officers, outside experts and other directors at their own risk.
- Duty of Prudence - The duty of prudence requires directors to use common sense. prudently is acting carefully, deliberately and cautiously, trying to foresee the probable consequences of the act.
- Duty of Skill - At common law, a director is not required to exercise a greater degree skill than can reasonably be expected from a person of his knowledge and experience. Directors are not liable for mere errors in judgement.

“There is absolutely nothing that can be contained in a contract or in the constitution or bylaw that relieves a director from these duties.”

Legal Risks & Liabilities:

10 main areas of risk are:

1. Funds (i.e. administration of monies, the approval of expenditures, budgeting, preventing fraud) - A director should not become involved in the detail but must satisfy him/herself an adequate system exists for the control of funds. Board members must rely on their auditors.
2. Employees' Wages - In BC, a payment of wages act makes directors personally liable for up to two months' wages of unpaid employees in the event that the society becomes insolvent
3. Negligence of Employee - For example, accidents caused by negligent operation of a motor vehicle or negligent maintenance of the organization's premises. The director should be aware and confident that there is adequate insurance.
4. Contracts - The question of who can commit the organization or its members to expenditures and obligations under contracts should be clearly defined in the bylaws and procedures of the society.
 - Basically, if the organization is incorporated there is a “Legal Entity” for a plaintiff to sue. If the organization is unincorporated, the plaintiff is more likely to sue the individuals involved in the contract or negligent act as well as the directors of the organization
 - Incorporation consists of filing a constitution and bylaws under the Society Act with the Registrar of Companies who issues certificates creating the legal entity. This entity exists independently of its members and can sue and be sued, enter into contracts and has an indefinite life span. (M2/W2 is incorporated.)

In particular, consider leases of premises, leases of office equipment and other commercial contracts. Again, the director must satisfy him/herself that there is a system whereby the contracts are analyzed and approved before being signed.

5. Disclosure of Interest - A director of a society has a duty to disclose any interest, either direct or indirect, in a proposed contract or transaction with the society.
6. The Assets of the Organization (buildings and equipment) - These are subject to damage loss, and the director should be satisfied and aware that the assets are properly insured.
7. Starting Up a Society - Where a society has less than three members for more than six months, each director is personally liable for the payment of every debt of the society incurred after the expiration of the six months and for so long as the number of members continues to be less than three.
8. Responsibility - A director may delegate his authority to paid staff members but he/she cannot delegate his/her responsibility. If the staff creates the liability, the directors of the organization must answer.
9. Non-compliance Regarding filings, Taxes or Government requirements - A director is potentially liable to members, third parties such as contractors or victims of negligent acts, and the state for non-compliance by the organization with the filings, taxes or other government requirements.
10. Potential Plaintiffs Suing Directors - The potential parties who could bring legal actions against directors would include members of the charity, creditors of the charity, beneficiaries of the charity, the crown, and the charity itself.

What a Director can do to Minimize His/Her Risk of Personal Liability:

1. Know the people involved in the organization and on the board of directors.
2. Know the constitution and bylaws.
3. Have a working knowledge of what is going on in the organization:
 - Staff Reports - regular, meaningful and efficient.
 - A new director must visit the operations of the society, observe and make common-sense inquiries.
 - There must be systems in place regarding employment, contracts and management of funds.
 - Financial statements are required at least annually and usually much more frequently*. A director must generally understand the financial statements and be aware of the significant items of assets and liabilities and of income and expense.
4. The directors should use the society's auditors. Ask the auditor to attend a meeting of the board of directors and deliver his/her financial statements and report in person*.
5. Use common sense and intuition. If something feels unsavoury or unsafe, challenge it or investigate it.

* M2/W2 provides these monthly, along with much other documentation, at an ftp site. To access the site: <http://www.m2w2.com/Board/>. You will get a popup window asking for a username. It is: Board. You will also need a password. It is: mjiol,K.

* An Audit Committee according to CCCC is responsible for this annually.

6. There is insurance available to indemnify directors against personal liability incurred by their own negligent acts or omissions, or the acts or omissions of employees of the society. However, such policies are rarely purchased. There have been few, if any, cases in Canada against directors of societies based on the failure of such directors to exercise the proper standard of care.

What Directors Cannot Do to Minimize the Risk of Personal Liability:

1. **Inaction is No Excuse** - Carelessness or lack of knowledge regarding a wrongful act do not preclude liability. The director may be held liable even if he/she did not participate or have any intention of doing wrong.
2. **Seeing No Evil** – A director who acquires knowledge of an illegal act on the part Director must honour his duty to the society and do whatever is necessary under the circumstances to correct the wrong or bring it to the attention of the members.
3. **Resigning** - A director cannot resign to avoid responsibility during his/her term.

IX. THE ETHICAL FUNDRAISING AND FINANCIAL ACCOUNTABILITY CODE OF M2/W2 ASSOCIATION RESTORATIVE CHRISTIAN MINISTRIES

A. Responsibility to the Donor

1. All contributors to M2/W2 Association, which are not themselves registered charities, are entitled to receive an official receipt for income tax purposes for the amount of eligible contributions made in cash or for the fair market value of the property contributed. The governing board may establish a minimum amount for the automatic issuance of official receipts, in which case smaller contributions will be receipted only upon request.
2. All fundraising solicitations by or on behalf of our organization will disclose our full legal name and the purposes for which funds are requested. All contribution appeals will contain the statement in C. 3. below. Printed solicitations (however transmitted) will also include our address or other contact information.
3. Contributors and prospective contributors are entitled to receive the following information, promptly upon request:
 - our most recent annual report and audited financial statements as approved by the governing board and the membership;
 - our charity registration number (BN) as assigned by Canada Revenue Agency;
 - any information contained in the public portion of our most recent Charity Information Return (Form T3010A);
 - a list of the names of the members of the governing board; and
 - a copy of this *Ethical Fundraising and Financial Accountability Code*.
4. Contributors and prospective contributors are entitled to know, upon request, whether an individual soliciting funds on our behalf is a volunteer, an employee or a fundraising consultant.
5. The privacy of contributors will be respected, including their right to remain anonymous, unless information must be released by law. Contributors have the right to receive a copy of their own contribution record, and to challenge its accuracy.

6. The contributor or prospective contributor list will not be exchanged, rented or otherwise shared with other organizations.

7. Contributors and prospective contributors will be treated with respect. Every effort will be made to honour their request to:

- limit the frequency of solicitations;
- not be solicited by telephone or other electronic technology; and
- receive printed material concerning our specific fundraising appeals.

8. The organization will respond promptly to a complaint by a contributor or prospective contributor about any matter that is addressed in this *Ethical Fundraising and Financial Accountability Code*. A designated staff member or volunteer will attempt to satisfy the complainant's concerns in the first instance. A complainant who remains dissatisfied will be informed that he/she may appeal in writing to our governing board or its designate, and will be advised in writing of the disposition of the appeal. A complainant who is still dissatisfied will be informed that he/she may notify the Canadian Council of Christian Charities in writing of his/her concerns.

B. Fundraising Practices

1. Our fundraising solicitations will:

- truthfully describe our projects or programs for which the contributions will be used;
and
- respect the dignity and privacy of those who benefit from our activities in pursuit of our objectives.

2. Volunteers, employees and hired fundraisers who solicit or receive funds on our behalf shall:

- adhere to the provisions of this *Ethical Fundraising and Financial Accountability Code*;
- act with fairness, integrity and in accordance with all applicable laws;
- adhere to the provisions of the applicable professional codes of ethics, standards of practice, etc.
- cease solicitation of a prospective contributor who identifies the solicitation as harassment or undue pressure;
- disclose immediately to the organization any actual or apparent conflict of interest; and
- not accept contributions for projects or programs that have not been approved by our board.

3. Paid fundraisers, whether staff or consultants, will be compensated by a salary, retainer or fee, and will not be paid finders' fees, commissions or other payments based on either the number of contributions received or the value of funds raised. Compensation policies for fundraisers will be consistent with our policies and practices that apply to all our personnel.

4. If an external fundraiser is retained, access to our master contributor list will be limited and will be kept under strict control.

5. The governing board will be informed at least annually of the number, type and disposition of complaints received from contributors or prospective contributors about matters that are addressed in this *Ethical Fundraising and Financial Accountability Code*.

6. Our donors will be kept fully informed with comprehensive and current information about our organization and its ministries.

7. Contributors will be encouraged to seek independent professional advice before making a significant gift to ensure that the proposed contribution will not adversely affect the contributor's financial position, or his or her relationship with family members.

C. Financial Accountability and Organizational Integrity

1. The governing board shall be comprised of responsible individuals,
 - the majority of whom are Canadian residents;
 - who are not employees of the organization, or otherwise receive compensation from the organization except as authorized by law;
2. The governing board shall:
 - hold at least two full-agenda meetings each year;
 - create policy for the organization;
 - maintain effective control over the organization; and
 - establish a proper financial reporting system which permits the production of annual operating statements and a balance sheet, showing reasonable detailed information that:
 - is factual and accurate in all material respects;
 - identifies government grants and contributions separately from other contributions; and
 - is prepared in accordance with generally accepted accounting principles established by the Canadian Institute of Chartered Accountants.
 - ensure that the organization at all times operates within the limits of, and in accordance with, the objects in its governing documents.
 - take seriously its responsibility to be conversant with and comply with federal, provincial and municipal laws and regulations.
 - ensure that the organization is open and accurate in all its dealings.
 - not permit any officer, member of the governing board, or staff member of the organization to receive royalties for the use of any property of such person that is used for fundraising or promotional purposes by the organization.
 - not permit the payment of fees for service that is based on a percentage of funds raised or is based on another form of paying commissions.
 - ensure that the organization appropriately serves the interests of each contributor or potential contributor and representatives of the organization make it clear that the concern of the organization when addressing a contributor or potential contributor is to nurture responsible stewardship on the part of the contributor.
 - avoid questionable motives or programs that are not factual, or negate the contributor's sound judgement.
 - require responsible stewardship on the part of our representatives through effective training and cost controls.
 - ensure that the organization, or its representative, does not by any means, either directly or indirectly, induce a contributor or other constituent to transfer to it a benefit from any other organization or purpose.
 - ensure that all government prescribed returns such as the Registered Charity Information Return (T3010A) and voluntarily produced reports will be prepared factually, accurately and on a timely basis.
 - ensure that sufficient funds will be spent on administration and fundraising (where appropriate) to assure effective and efficient management of our resources.

- ensure that the organization meets or exceeds its disbursement requirements imposed by section 149.1 of the *Income Tax Act, Canada*.
- review the cost-effectiveness of our programs and report thereon in our annual report.

3. A restricted contribution designated in support of a program or a single project, which is approved by the board will be used for the purpose for which it was given. We make our policy dealing with donor designated funds known to all donors and potential donors by printing it on all fundraising material. To avoid being legally precluded from using designated funds at all if a

project is oversubscribed or is terminated, the following policy is in place and is published:

Spending of funds is confined to board approved programs and projects. Each restricted contribution designated towards a board approved program or project will be used as designated with the understanding that when the need for such a program or project has been met, or cannot be completed for any reason determined by the board, the remaining restricted contributions designated for such program or project will be used where needed most.

D. Board Commitment to THE ETHICAL FUNDRAISING AND FINANCIAL ACCOUNTABILITY CODE:

The Board of M2/W2 Association has adopted the preceding Code as its policy. In so doing, the governing board commits itself to being the responsible custodian of contributions received to pursue the organization's objects, to exercise due care concerning the governance of fundraising and financial reporting, and to ensure, to the best of its ability, that the organization adheres to the provisions of the Code. It is hereby confirmed that each member of the governing board and staff has received a copy of the Code and that a copy will also be provided to each person who is subsequently elected to the governing board or appointed to the staff.

Signed on behalf of the Board at _____, _____, this _____ day of _____, _____.

Board President

APPENDIX A

[Excerpted from: *Exceptional Board Members, Exceptional Boards of Not-For-Profit Organizations*, Linda Woods, Toronto: CSAE, 2008; Chapter 4; copy in office]

DUTIES OF BOARD DIRECTORS

Some people are attracted to boards because they are "sexy" (and some really are!), and then they find out that it involves more than just getting your name on the letterhead and a nice dinner in an exotic locale once a year. Thankfully, this is a rare breed. Most people who come to our organizations really do have something bigger than themselves in mind. But whatever your motivation, each volunteer director in a not-for-profit organization in Canada has legal responsibilities. For more details on this essential information, see CSAE's *Duties and Responsibilities of Directors of Not-For-Profit Organizations*, and perhaps have a chat with your legal counsel.

Every director-yes, even you-is legally obliged to carry out the following duties when sitting as a volunteer on a board of directors. I have listed the minimum requirements below, each followed by some actions that directors can take to ramp up their performance level to "great."

Duty of Knowledge – Be aware of the content of the founding documents and the bylaws, and understand what the organization does in practice.

To be a great director:

- Review these documents annually.
- Participate in orientation no matter how long you have been on the board or how many boards you've served on.
- Ensure that the Board always stays consistent with the reason the organization exists.
- Comply with the terms (i.e. bylaws and policies) you set for yourself.

Duty of Care – Exercise the care that a reasonably prudent person would exercise under similar circumstances.

To be a great director:

- Bring everything you've got to the table.
- Do not withhold any of your talent or experience.
- If you are more skilled, sophisticated and experienced, you will be held to a higher standard of care, and therefore will have greater liability ... but bring it anyway.

Duty of Skill and Prudence – Act with practicality and not necessarily expertise in mind. Act cautiously and anticipate any probable consequences or any course of action.

To be a great director:

- Take on roles that best utilize your skills, but don't be afraid to stretch and try something new.
- Make sure the board does due diligence in that area if you are not bringing the expertise yourself.

Duty of Diligence – Act in the best interests of the organization and be as fully informed as possible with respect to all aspects of it.

To be a great director:

- Become thoroughly acquainted with the organization's purpose and policies and what tasks are delegated and to whom.
- Gain an awareness of operations.
- When doing the organization's business, be fully present. This includes:
 - > reviewing the agenda and supporting material before meetings
 - > attending meetings
 - > being prepared to discuss the business in a knowledgeable way
 - > voting on all matters where there is no conflict of interest
 - > turning off your cell phone or blackberry-this comes up frequently in board evaluations as a distraction for all directors, not just the one receiving or sending messages!

Duty to Manage – Managerial duties include: electing officers; appointing and supervising the CSO; establishing policies and providing guidance; legal compliance; acquiring knowledge about the business and functioning of the organization; and enacting the bylaws. The board is responsible for establishing policies, and management is responsible for implementing them; the board is then responsible for measuring management's implementation of those policies.

To be a great director:

- Be very clear on board and staff roles.
- Do the job of a director and do not micro-manage.
- Review CSAE's *Guide to Positive Staff-Board Relationships for Directors of Not-For-Profit Organizations*.

Fiduciary Duty – A fiduciary is a person who maintains a position of trust in an organization. As a director, you are subject to common-law fiduciary obligations. Act honestly and in good faith; be loyal to and to act in the best interest of the organization; avoid any conflict of interest; subordinate every personal interest to those of the organization.

To be a great director:

- Even where the bylaws permit its directors to enter into contracts with the organization that would otherwise result in a conflict of interest, the fiduciary obligation of the director may prevail over the permission contained in such bylaws.
- Be honest, and declare any real or perceived conflict.
- Do the best you can.

Duty of Trusteeship – Directors of charitable organizations have been held to the same standard of care to which a trustee is held. Such directors are subject to the higher standard of being a reasonable and prudent person in your own affairs. Trustees are prohibited from being paid, even for work performed in a professional capacity. You may not profit from your position as a director.

To be a great director:

- Hold yourself to the highest possible standard, particularly with the organization's resources.
- Do not accept payment beyond reimbursement of your out-of-pocket expenses.

Duty of Investment Powers – Develop investment policies that include the establishment of acceptable levels of risk, and ensure that those undertaking the investments comply with the policies. If you do not have specialized proficiency to invest funds, get outside expertise.

To be a great director:

- Undertake critical reviews at frequent intervals.
- Follow your bylaws and policies for investment of funds.

Duty of Delegation – Adopt policies that contain sufficient detail that the delegate has adequate guidance, yet sufficient flexibility to adapt to the demands of the conditions that apply in practice. Keep in mind that the delegate is also tested against what a reasonably prudent person would do and the director who delegated still retains a supervisory obligation.

To be a great director:

- Delegation does not automatically relieve you from liability with respect to delegated tasks; you continue to be responsible for the resultant actions.
- You cannot abdicate your responsibility by handing it off to someone else.

Duty to Avoid Conflict of Interest – Conflict of interest occurs when you have a personal interest in the same subject matter as the organization. In most cases, interests are measurable in direct or indirect pecuniary terms. Your fiduciary duty is to always act in the best interests of the organization.

To be a great director:

- Conflict is not wrong; it only goes wrong when you put yourself ahead of the organization.
- Declare your interest and make sure it is recorded. ~ Depending on your board's policy, for some issues you can stay in the room, but it is better in most cases to leave.
- Never vote on a matter where you have declared a conflict of interest.
- Ensure that handling of conflict of interest is in the organization's bylaws and policies.
- Help other directors monitor conflict of interest, as they don't always see it in themselves.

Duty to Act within Scope of Authority – Know both your own authority and what the organization may do.

Check your bylaws and do not act outside the scope of authority that the board has given you.

To be a great director:

- If something beyond the scope of authority is on the table, oppose the action at the meeting.
- Go on record as dissenting.

A word about liability: In the course of serving on a board, the most likely areas for liability issues to arise are criminal, civil, statutory, employee and workplace, income tax, environmental, and business practices. Which of these is more probable depends on the type of organization you serve. Make sure your organization is set up to handle liability with insurance and independent advice. Do your part by doing due diligence, ratifying decisions, and disclosing competing interests. It is in everyone's best interests that liability issues are taken seriously.

Our focus is on being an exceptional director, and not just doing the minimum. In a speech at the 2007 Board Source conference, association expert Richard Chait said, "I worry that boards will be lawfully mediocre, that trustees will wrongly construe due diligence, as prerequisite for effectiveness, as prima facie evidence of

Duties and Greatness

- Every director's legal duties involve: knowledge, care, skill and prudence, diligence, management, fiduciary, trusteeship, investment powers, delegation, avoiding conflict of interest, and acting within the scope of authority
- Great directors ramp up performance by gaining as much knowledge as possible, holding the board to its own bylaws/policies, being fully present and engaged in the organization's business, properly handling conflicts of interest, and sharing every talent one has with the organization.

effectiveness." Indeed, due diligence is essential, but it does not equal effectiveness. By following the legal requirements above and implementing the suggestions of how to ramp your own performance up a notch, you can help to maximize the experience, the contribution, and overall impact on the organization. And don't forget that, as you undertake all these duties, you also have rights as a director. You have the right to be informed, heard, valued, professionally satisfied, personally satisfied, and protected from liability. If you are holding up your end of the deal, make sure the organization is also doing its part.

APPENDIX B

PERSONNEL PROBLEM-SOLVING PROCEDURES IN M2/W2 ASSOCIATION

I. INTRODUCTION

Conflict sometimes results when people disagree, whether they are doing so gracefully or harshly. Each person brings an individual style and cultural background to conflict. These differences need to be acknowledged.

Times of conflict are important to the health of M2/W2 Association. They provide opportunity for hearing each other, for seeking the voice of God together, for exploring important issues, and for producing better, more creative decisions.

Conflict is not in itself a sign of organizational dysfunction. Indeed, suppressing or avoiding conflict damages a work environment. A healthy organization affirms the differences, responds creatively when those differences result in conflict and refuses to tolerate disrespectful or violent responses to the conflict. M2/W2 Association is committed to creating an atmosphere of dealing openly and directly with conflict, and encouraging all parties to relate to each other with mutual respect in appreciation of God's creative work in all of our lives. M2/W2 Association also recognizes that conflict can be extremely taxing and disruptive. It is neither to be embraced lightly, *nor* to be swept under the table.

The Bible contains much conflict and says many things about conflict. Several key principles are:

- Conflict is natural. God created each of us as unique individuals with the freedom to make choices. Our different choices often produce conflict as a natural byproduct (Genesis 1).
- God is present in conflict. It is an opportunity for truth to be revealed, for change to happen, and for people to draw together (Acts 6:1-12, Acts 15:1-12, Matthew 18:20).
- To make conflict constructive and to avoid sin, we need an attitude from all parties of love, humility and respect (I Cor. 13:4-7, Matthew 7:1-5, Romans 14, 1 Peter 3:8-16); we need good communication (James 1:19, John 7:51, Prov. 18:13, Eph. 4:15); and we need an effective process (Matt. 18:15-20, Acts 6 and Acts 15).

II. PROVISIONS

- A. M2/W2 Association endorses the following problem-solving process for working through both small and large conflicts. Step I (below) should be and is used informally and loosely on a daily basis in routine situations involving conflict. If a conflict escalates, Step I should be implemented more formally, then subsequent steps must be taken if necessary.
- B. Staff should use this procedure regularly and do so early in the development of conflict. It is inappropriate to allow a conflict to simply fester. It is important to keep the process moving, and not let weeks go by between steps.
- C. This process is appropriate for relational conflicts in both peer relationships and in supervisee/supervisor relationships. It is not an appropriate process to resolve substantive differences about programmatic or departmental matters.

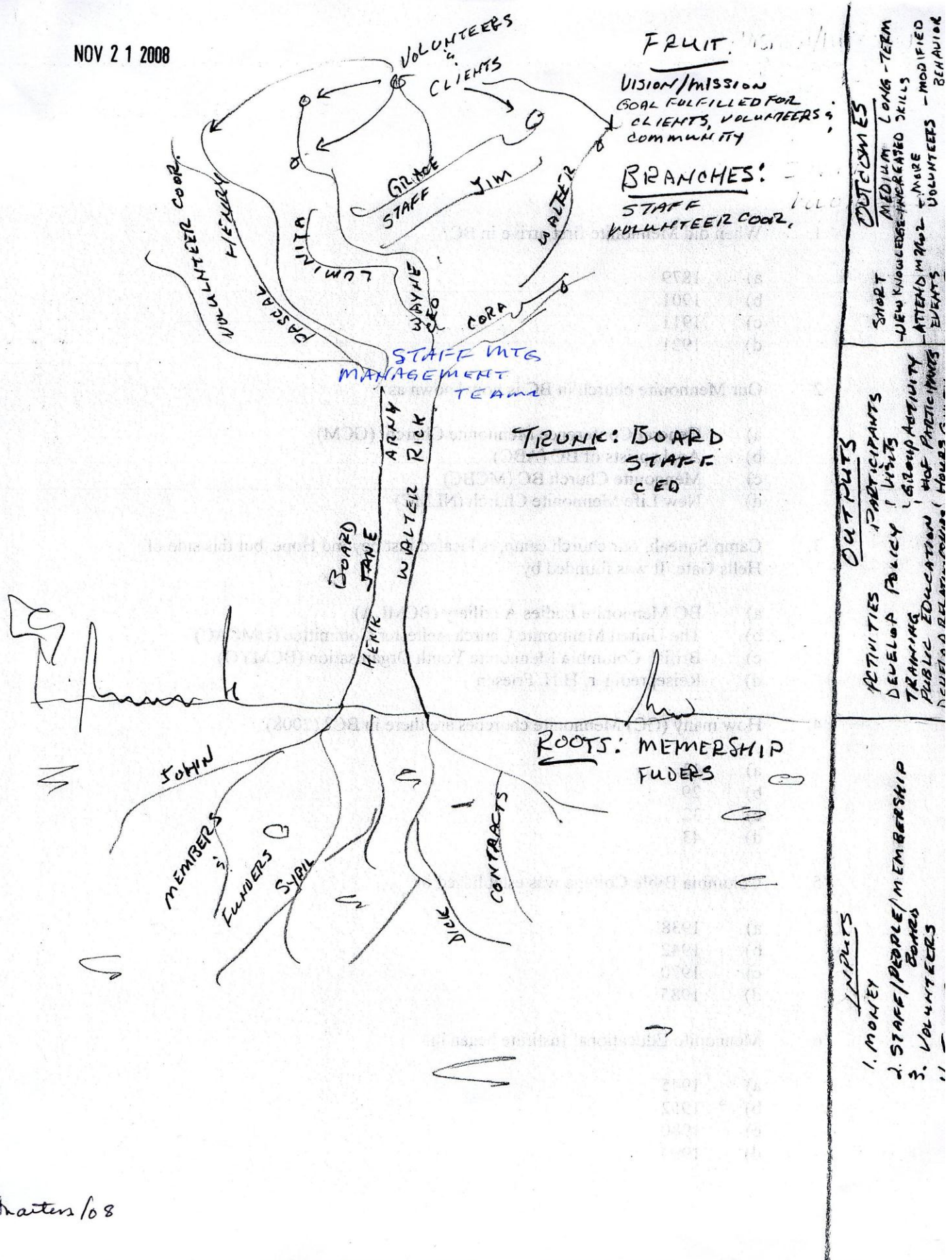
- D. In supervisee/supervisor relationships there is a power imbalance and supervisees may not be comfortable confronting or communicating openly with a supervisor. It is the role of the supervisor to check in regularly with supervisees in order to work out problems before they escalate, to be open and “confrontable,” to provide safe space for dealing with conflict and to initiate problem solving when aware of conflict. Supervisees or supervisors may wish to seek the assistance of a facilitator/trusted person to help them work through a conflict.
- E. Concerns about the substance of policy, suggestions for policy changes and conflicts around policy exceptions should be directed to the Personnel Committee.
- F. This process is a flexible one and can be modified in most M2/W2 Association settings to fit the situation, keeping the fundamental principles in mind.
- G. M2/W2 Association sees “success” not in the absence of conflict, but in how conflict is handled.

III. ADMINISTRATIVE PROCEDURES

- Step 1: Talk directly with the person involved. (You may want, and are permitted, to talk with a trusted person or an M2/W2 Association facilitator to prepare for this meeting. Be aware however of the danger of gossip or worse: slander or libel.)
- a. Agree to both listen and summarize the views of the other.
 - b. List the things you can agree on.
 - c. List your main concerns. What matters most to you?
 - d. Brainstorm options to meet the main concerns of both of you.
 - e. Select the best option/s and agree on next steps.
 - Writing out your agreement helps clarify who agreed to what, when and how.
 - There are times when “agreeing to disagree” may be the only option. Agreeing on how to treat each other if this is the case is critical.
 - f. Affirm yourselves and set a time; for check-in and follow-up.
- Step 2: If Step 1 failed to adequately resolve the problem, ask the other person involved for consent to have a third party (a facilitator and/or mediator) be present to help lead the process and enable listening and understanding between you. Meet with that person in an attempt to solve the conflict.
- Step 3: If Steps 1 and 2 are not successful and the conflict continues to be problematic, each person will select another person for an ad-hoc problem solving committee. A fifth person will be chosen by mutual agreement of these four persons to serve as a facilitator in the process of finding resolution.
- Step 4: If a resolution cannot be found using Steps 1, 2 and 3, an appeal can be made to the Executive Director. The Executive Director, in consultation with the Chair of the Personnel Committee, will then make a decision binding on both parties. If the Executive Director is party to the conflict, or if a member of the Board is a party, then the matter shall be taken to a non-Board member agreed to by the disputing parties. If either party rejects use of such “binding arbitration”, the way forward shall be discerned with prayer and consultation with all parties.

APPENDIX C

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The board governs and the staff manages - The Board as Tree Trunk:

This is an alternative model to the hierarchical model on page 8; it can complement the format on p. 8. There are always top down elements in areas of final authority while being responsive to consensus building. With a new concept of board as policy governance board, a new emphasis must be made to realign existing committee structure to not micromanage; as well a complementary staff management authority and responsibilities flow/document must be created if it does not already exist. The simple statement, “Staff meetings/management team” needs specific documentation.

A tree as analogy for the governance model describes the roots of the tree as the membership; the board is the trunk; the branches are the staff and volunteers, and the fruit are the delivered services with measurable outcomes. (Stahlke, Governance Matters, 67.)

The ED communicates between the trunk and the branches and is guided by decisions and input gathered at regular staff meetings or with a Management Team. Primary responsibilities are to provide or facilitate leadership and business management.

The main protocols and mechanisms for communication and negotiation of mutual interests consistent with mission and goals will still need to be spelled or worked out. How will the CEO navigate (*mediate*) communication between board and staff? Perhaps by staff empowering the ED and by timely clear reporting on pertinent highlighted matters that need to come before the board for endorsement. Ordinarily a board meeting need not address everything the ED and staff do, and meetings need only be an hour long. In regard to his/her role and responsibility toward conflicts, Kenneth Cloke states: “In hierarchical cultures, there is an unspoken understanding that the role of a manager is to solve problems, and that any manager who cannot do so is incompetent. But the true role of the manager is *not* to solve problems but to increase the ability of employees to solve them collaboratively with a minimum of managerial advice.” (Cloke, p. 243).

Board governance is primarily to be responsible for corporate and fiscal responsibilities as well as to design, direct, delegate and measure.

The board also designs board policies and processes; it directs strategic priorities; it delegates authority and responsibility; it measures and monitors results. The board, operating from a servant model, seeks to empower the ED and staff and hold them and him/her accountable to assigned responsibilities, not by threat of punishment, but by constructive problem solving and grace. The Board monitors and encourages a healthy and creative work environment and has respectful relationships with all staff. Staff is also encouraged to be supportive of the board and maintain open and honest communication at all times.

Governance refers to the methods and style by which the Board of Directors accomplishes its responsibilities. M2/W2 chooses to govern consistent with its formal organizational values above (I, II) with a servant relational model of governance. This model is based on the influence of Christ’s example of foot washing and his statements regarding the use of power and authority. We value collaborative authority, and the exercise of power and authority in a **bottom-up** manner (tree diagram, p. 9). This model, rooted in Restorative Justice, values the relationships of all board members and staff and clients, empowering each to flourish in functioning in their specific role and responsibility as board member and staff from a servanthood model. The desire is to balance

quality relationships and quality service, resulting in a healthy and flourishing organization. Empowerment of all board members, management and volunteers will motivate creativity while also stimulating responsibility and accountability. Effective open communication and decision making by **consensus** will ensure that every voice and opinion is heard and honoured. Creative responsibility will also motivate individual initiative and risk taking as part of being assertive versus merely compliant to specific orders. Collaborative board process is different from hierarchical managerial style. When everyone participates in the outcome and agrees on a unified approach to implementation, this leads to enthusiasm, enthusiasm leads to effective action. (Kenneth Cloke, Resolving Conflicts at work, 2005, p.243).]

APPENDIX D

STATEMENT OF FAITH

1. We appeal to the Bible as our final authority and guide because we believe it is God's infallible Word to man, uniquely inspired by the Holy Spirit.
2. We believe in one true God, creator of all things, and that He has revealed Himself as the Triune God—Father, Son and Holy Spirit.
3. We believe that Jesus Christ was God come in the flesh, sent to die for man's sin; that He rose again bodily from the dead; that He ascended into heaven; is coming back again as Lord and King to judge all men.
4. We believe that man, although originally created in God's image, has sinned deliberately disobeying a Holy God, resulting in his alienation from God.
5. We believe that man's reconciliation to God was made possible through the death of Jesus Christ, and to avail himself of this, man must through God's grace repent of his sin and believe in Jesus Christ.
6. We believe that man has one of two eternal destinies—the believer to abide with God forever, the unbeliever to suffer separation from God forever.

Because of this:

1. We believe that someone who has responded to the love of God, as revealed in Jesus, will make efforts to extend and share that love with others. *"He that does not love, does not know God; for God is love."* (I John 4:8)
2. We believe that the good news of Jesus Christ and His love is to be extended in word and in deed to all men of society, including the men and women in prison (Matthew 25:36, Hebrews 13:3), for God is no discriminator of persons.
3. We believe Christians must learn to love regardless of the outcome, even as Christ loved. (Matthew 5:44-48)