

TITLE: BOARD OF DIRECTORS & STAFF PROTOCOL	SECTION: ORGANIZATION
EFFECTIVE DATE: March 20, 2008	POLICY NO.: KDSB-ORG-I-04
APPROVED BY: Resolution No. 2008-43	REVISED:

POLICY STATEMENT

It is the policy of the Board to establish a Protocol for the Board of Director members and staff.

PREAMBLE

The purpose of this protocol is to provide a framework within which the Chair, Board of Directors and staff can carry out their respective roles in concert with one another with a view to ensuring that the working relationship is effective, and that the result is efficient service delivery to the citizens of the District of Kenora.

This protocol is to be used as a guideline by the Board and staff in dealing with issues. Wherever possible, the protocol should be followed, but it is recognized that urgent circumstances will, at times, render it impractical to follow the protocol strictly. Everyone who is a party to this protocol should always adhere to the rules of common sense, common courtesy and common respect as underlying and constant principles governing the relationships.

The District Social Services Administration Board (DSSAB) Act contains no specific provisions delineating the role of the Board of Directors, the Chair and staff. In 2006 the Ministry of Community and Social Services (MCSS) developed Interim Governance and Accountability Guidelines for DSSABs. These Interim Guidelines included provisions identifying the role of Board Members, the Chair and employees.

ROLE OF THE DSSAB BOARD

Interim Guideline #1 provides that the role of the Board is to provide overall governance responsibility in order to be accountable for and to carry out the duties of the Board, including:

- to represent the public and to consider the well-being and interests of all of the member municipalities and Territories Without Municipal Organization (TWOMO);
- to develop and abide by the policies and programs of the Board;
- to determine which services the Board provides;
- to ensure that administrative practices and procedures are in place to implement the decisions of the Board;
- to maintain the financial integrity of the Board;
- to carry out the duties of the Board under the DSSAB Act, the Ontario Works Act, the Day Nurseries Act, the Social Housing Reform Act, the Municipal Act and the related Regulations or any other Act as required, and including the legislation of the Ministry of Health and Long-Term Care where applicable;
- designating a spokesperson, when required, regarding the actions and plans of the Board; and
- to ensure open communication channels with provincial government ministries through fostering positive working relationships.

ROLE OF THE CHAIR

Interim Guideline #1 provides that the Role of the Chair is:

- to carry out the duties of the Chair under the DSSAB Act or any other Act; and
- to preside over Board meetings.

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ROLE OF THE OFFICERS AND EMPLOYEES

Interim Guideline #1 provides that the Role of the Officers and Employees is:

- to implement the Board's decisions and establish administrative policies and procedures to carry out the Board's decisions
- to undertake research and provide advice to the Board on the policies and programs of the Board; and
- to carry out other duties required under the DSSAB Act or any Act and other duties assigned by the Board.

The Board of Directors adopted Policy No.: KDSB-ORG-I-02 – Board of Directors Role, Conduct and Responsibilities in 2004. This comprehensive policy delineates the role of the Board and Chair, its committees, and defines the relationship between the Board and Chief Administrative Officer (CAO).

CORPORATE VALUES AND ETHICS

(1) Roles

It is imperative that each group (Board and staff) understand and fulfill their respective roles, and they understand and respect the role of the other group.

The Interim Governance and Accountability Guidelines in conjunction with the Board of Directors Role, Conduct and Responsibilities is clear enough, and in terms of the interaction between each group in fulfilling their respective roles, the distinction can be summed up as follows: the Board sets goals and establishes policy, and staff manages the administration to achieve those goals within the policy set by the Board.

In some cases, there will be overlap between the roles. In those cases, the principles of common sense, common courtesy and respect apply, with the result that the Board's will is carried out, the integrity of both staff and Board functions are preserved, and in the end, the District's citizens are well served.

Although the roles of the Board and staff differ in that the Board governs and staff manages, both groups must provide leadership within the context of their roles and provide vision and goals for the District.

(2) Common Sense

The terms of this Protocol are not intended to be applied strictly in every situation. It may be impractical to deal with minor issues, or issues which arise during a Board meeting, using the strict terms of this Protocol.

For example, discussion at a meeting may lead to a Board Member asking for additional information or clarification at the meeting rather than before it, and that is a necessary and inevitable result of the deliberation process.

Common courtesy and respect however, dictate that any expressed or implied criticism of a staff member which arises during the course of a meeting is dealt with in accordance with the Protocol, namely through a subsequent conversation with the CAO.

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<p>(3) Courtesy and Respect</p> <p>These are fundamental principles which should govern the relations between the Board and staff at all times. Each should treat the other with the courtesy and respect they themselves expect.</p>	
<p>(4) Different Perspectives and Competing Interests</p> <p>The distinct role of the Board members and of the staff, coupled with the different individual and professional perspectives of each group, often give rise to competing interests in fulfilling the goals and objectives set by the Board. For example, a Board Member's public and political role may result in a specific request for increased or altered services; on the other hand, staff are responsible to administer the various policies and programs of the Board within the budget previously set by the Board, and these interests can at times conflict.</p> <p>Each group must respect the perspective and interests of the other on all issues. Some degree of flexibility and discretion on each side is often warranted, and in all cases, mutual courtesy and respect for each other's role will result in resolution of a particular issue in a manner which strengthens rather than weakens the relationship between the Board and staff.</p>	
<p><u>BOARD / COMMITTEE MEETING REPORTS</u></p>	
<p>(1) Board and Staff Roles and Expectations</p>	
	<p>Board and Committee reports play an important role in the Board's decision-making process. These reports will include those requested by the Board, and those brought forward on the initiative of the Senior Management Team.</p> <p>The Board has a right to expect that staff will provide timely, accurate and complete reports on issues to be considered by the Board.</p> <p>With respect to the timeliness issue, when requesting a report, Board members should be sensitive to staff workloads and priorities previously set by the Board, and should seek input from the CAO and/or the appropriate Service Director as to a reasonable time for the preparation of the report.</p> <p>With respect to the contents of reports, where practicable, Board members should define the issues which they would like to be addressed in the report at the time it is requested, but Board members should not attempt to influence the contents or recommendations of a report.</p> <p>Once the report is delivered, and prior to Board consideration, Board members should review it, and where necessary and possible, request clarification or additional information from the CAO or appropriate Service Director or the author of the report (prior to the meeting when the report is to be considered). In the same vein, the CAO or appropriate Service Director should discuss specific ramifications of a report relating to a specific Board member with that Member.</p>
<p>(2) Rationale</p>	
	<p>The information contained in staff reports represents a significant portion of the information which the Board will use to make its decisions therefore, it is important that reports be accurate, complete and timely. In turn, staff must understand the specific issues which are to be addressed, and must be given ample time to research and prepare the report to ensure that it is accurate and complete.</p>

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Staff should be sensitive to political factors affecting Board members, and should ensure that factors which may have specific political ramifications are flagged in advance to ensure that those issues can be dealt with efficiently and effectively at a scheduled meeting. Similarly, Board members requiring clarification or additional information should request such prior to the meeting when the report is to be considered for the same reason. Both of these steps are indicative of courtesy and respect for the specific and often difficult roles of Board members and staff.

BOARD DECISIONS

(1) Board and Staff Roles and Expectations

In simple terms, the Board makes decisions on important issues affecting the District, including the development and evaluation of Board policies and programs, and the determination, to some extent, of which services the Board will provide.

In equally simple terms, staff implements those decisions in accordance with the administrative practices and procedures of the Board.

In order to carry out the Board's decisions, staff need clear direction from the Board in the form of clearly worded resolutions, both in terms of the decision, and the desired timing of its implementation.

In some instances, there will be unexpected or unanticipated results of decisions. In those instances, staff should report those results immediately to the Board for further consideration or action if deemed necessary by the Board.

Barring these unexpected or unanticipated results, staff should report to the Board when the implementation process has begun, during the process, or after completion of it, as may be applicable and appropriate to the particular issue.

(2) Rationale

The Board is clearly responsible to decide important issues affecting the District. It will only do so after hearing and considering all relevant factors, including those contained in staff reports. The decision then becomes the will of the Board, and it is up to staff to see that it is carried out in a timely and efficient manner.

The means of carrying out the decision is the responsibility of staff. The Board has a detailed set of administrative practices and procedures, and those are followed by staff in implementing the decisions. Just as the Board's decision is made with significant forethought and experience, the administrative practices and procedures have been implemented by staff after similar significant forethought and experience. It is important for both staff and the Board to respect each other's experience, expertise, roles and responsibilities.

CONSTITUENT / DISTRICT ISSUES

(1) Board and Staff Roles and Expectations

This section deals with issues brought directly to Board members by constituents, and which require involvement of Board staff. These issues may be specific to a community, or they may be of general application.

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A Board member's role in these circumstances is to ensure that the issue is referred to the appropriate senior staff members (i.e., the CAO or the appropriate Service Director) to be addressed through some form of investigation, action and/or response.

This can be accomplished by referring the constituent directly to the senior staff member or by the Board member making that contact. If the constituent is referred to the staff member, the Board member should advise the staff member accordingly.

When the issue is referred, the desired response times and chain of response (i.e., directly to the constituent, or to the constituent through the Board member) should be decided.

The senior staff member to whom the issue is referred should analyze the issue and ensure it is referred to the appropriate staff for investigation, action and/or response, within the timeframes discussed with the Board member.

Staff should then advise the Board member or the constituent, as previously arranged, once the issue has been dealt with. On issues of general application, all Board members should be advised once the issue has been dealt with. If staff is to respond directly to the constituent, the Board member will be provided with details of the response in advance, or at the same time, depending on the issue.

(2) Rationale

Constituent issues are important, and are of special importance to Board members from a political perspective. It is crucial therefore, that these issues be investigated, acted upon and/or responded to appropriately.

Staff must respect the importance of these issues and ensure that they are dealt with promptly.

In referring these issues to staff, Board members must keep in mind that there are administrative practices and procedures in place and using them to deal with these issues is the most effective means available to address them and that staff must attempt to resolve the issue within the confines of these practices and procedures and the budgetary limits set by the Board.

Board members must also respect the chain of command and must recognize that direct referral of an issue to a non-manager staff member can put the staffer in an awkward position, and can undermine the authority of senior staff who will have a better understanding of the issue at hand, and of the impact it may have on other District issues and priorities.

Nothing in this Protocol limits the right of Board members to speak to staff members, but it is the intention of both the Board and staff that direction, including requests for information on issues, would be made through the appropriate senior staff member.

PUBLIC / MEDIA COMMENT

(1) Board and Staff Roles and Expectations

This section deals with public and media comments and applies to those comments respecting staff reports, Board decisions, Board and staff criticism and District issues generally.

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With respect to reports, prior to their release, staff should not comment publicly on any aspect of the report.

After the report is made public, staff should answer questions of fact or provide clarification of points, but should not comment on any potential action of the Board with respect to the issue at hand.

During Board deliberation on an issue, staff should answer any questions put by Board members, including providing an explanation of the report recommendations, but should not participate in the debate, unless to clarify a factual matter.

After the Board has made its decision, staff comments should be supportive and never critical. At this point, staff should answer questions of fact about the decision of the Board and its implementation.

On official matters, the Chair, or in the Chair's absence, the Vice-Chair is the spokesperson with respect to Board decisions.

Board positions are both public and political, and therefore, the same constraints do not apply as to staff with respect to public and media comment.

Board members can and should speak publicly on issues, but in doing so should refrain from public criticism of Board decisions, other Board members or staff.

Staff must understand and respect the political nature of a Board member's position. Accordingly, staff should ensure that high profile and good news stories are dealt with in a manner which gives appropriate credit to Board members, and which reinforces the fact that the Board is in charge of the Board.

With respect to criticism, staff should never under any circumstances criticize a Board member, the Board or a Board decision publicly. If a staff member has issues with a Board member or the Board in general, the issue should be raised privately through the CAO.

Similarly, it is inappropriate for a Board member to criticize a staff member in public. If an issue arises, the Board member should deal with it either through the Board Chair to the CAO, or directly with the CAO, privately.

(2) Rationale

The basis for the provisions relating to media and public comment is founded on the roles of the Board and of staff, mutual respect for those roles, and mutual common courtesy.

Staff's role in the Board decision-making process is to provide background and advice on an issue. The Board's role is to consider that background and advice, plus other factors it considers relevant, and decide the issue.

If the process is correct (i.e., if staff have provided, and the Board has considered, a complete and accurate report on an issue plus other information it considers relevant), then the decision will be correct, and cannot be second guessed or criticized by individual Board members or by staff members who may disagree with the decision.

If Board members have an issue with staff performance, courtesy and respect for the role of senior staff dictates that the issue should be dealt with privately through the CAO, rather than publicly at a meeting or through the media. The same comments apply to situations in which staff members may have an

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issue with a Board member. Courtesy and respect for the public and political nature of a Board member's role dictates that the matter should be dealt with privately through the CAO and the Board Chair or the Board member, depending on the circumstances.

PUBLIC / MEDIA COMMENT

(1) Forms of Address

At public functions, including Board or Committee meetings, there should be a degree of formality in addressing the Chair and Board members. The terms "elected or appointed representatives", "Chair" and "Board Member" are to be used in addressing the Board members, and when introducing them to the public, the term "politician" should be avoided. Less formal but sensitive or difficult situations, may also suggest formal address.

In most informal or working situations, a first name basis of address is appropriate.

Written correspondence requires a formal title such as "Chair" or "Board Member".

Common sense will dictate forms of address in most situations. Both groups however, must keep in mind that there is an important distinction between staff and Board members, and both must be cognizant of that distinction at all times.

(2) Office Meetings

Where practicable, the Chair and Board members are encouraged to prearrange meetings with staff members to discuss Board business. Board members must be aware that they may not be able to be accommodated for a drop-in visit because of time constraints on staff members, including other prearranged meetings.

(3) Staff and Social Functions

Senior staff should ensure that all Board members are invited to staff functions if attendance of Board members is appropriate under the circumstances.

At public functions attended by both members of the Board and staff, all those attending must remember that they are ambassadors for the Board and that they should maintain professionalism at all times throughout the function. The formal rules of address however, are relaxed, except that staff should still use some formality when introducing the members of the Board to members of the public.

(4) Invitations

Invitations of Board officials to attend functions should be provided at least three weeks in advance of the Chair's or Board member's requested attendance. Ideally, contact should be made in the planning stages to ensure that the desired representatives will be available.

Staff is encouraged to include a cover letter to Board members when sending an informal or plain flyer-type invitation for a Board-organized event. A confirmation of attendance or otherwise should be confirmed by staff.

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(5) Committees

Board members and staff may sit on various committees. Generally, two types of committees exist: Committees specific to Board business and committees that are external to the Board.

Committees specific to Board business may include standing, special ad hoc, or advisory type committees established by the Board or committees established by organizations within the District in which Board members and/or staff have been requested to participate by that organization and are duly appointed by the Board. Staff involvement in such committees shall be limited to support and/or advisory functions and not include voting privileges.

Where a Board member is appointed to an advisory or organization based committee or Board as a Board representative, such Board member shall be responsible for reporting back to the Board on issues that require Board attention and shall provide general reports on a semi-annual basis.

Where Board members and/or staff are appointed by the Board to committees external to the Board, periodic up-dates of the business of such committees should be provided to the Board by its appointees. Where staff is appointed to such committees, they may vote as a representative of the Board on administrative, technical or policy matters unless financial obligations are involved, in which case Board direction must be obtained.