

YONGE HEARTS CHILD CARE CENTRE

BOARD OF DIRECTORS MEMBER MANUAL

November 2015

BOARD OF DIRECTORS MEMBER'S GUIDE

Section I PHILOSOPHY STATEMENT AND BRIEF HISTORY

Yonge Hearts Child Care is committed to the delivery of quality child care. The programme reflects the need to provide stimulating and developmentally appropriate challenges for the individual child in a warm, nurturing and secure environment. Children are seen as active participants in their environment and are, by nature, problem solvers. Learning is an ongoing process in which exploration and interaction with their environment are key factors in a child's growth and development

Yonge Hearts (formerly known as City Centre Child Care —Little Hearts) was established in 1989 by City of North York workers as a workplace centre for City, Boards of Education and Library employees. It was housed at 95 Sheppard Avenue West until October of 2003, when the centre moved to its present location at 5176 Yonge Street, a city owned building.

The centre is licensed for one hundred and fourteen children including twenty infants, ranging in age from birth to eighteen months, thirty toddlers, ranging in age from eighteen months to thirty months and sixty four preschoolers, ranging in age from two and one half to five years of age.

Yonge Hearts operates Monday to Friday, 7:30 a.m. to 6:00 p.m. The centre is closed for all statutory holidays as well as the week between Christmas and New Years.

Section II STRUCTURE

There are thirteen positions on the Board as well as the centre Director (non-voting position).

MEMBERS QUALIFICATIONS

The Board is Comprised of Three Classes:

1. Employee/ Spouse of employee of the City of Toronto, Boards of Education or Library – 4 MEMBERS
2. Parent or legal guardian of a child enrolled at Yonge Hearts - 7 MEMBERS
3. Individual who supports the objectives of the child care centre - 2 MEMBERS

Section III RESPONSIBILITIES OF THE BOARD OF DIRECTORS

- Attend scheduled meetings. Board meetings occur on a monthly basis (except July and August). The meetings begin at 5:15 p.m. and are approximately one to one and one half hours in duration. Child care is provided. If a member, without reasonable cause, misses fifty percent of the meetings in any one fiscal period or three consecutive meetings, the member may be disqualified from the Board
- Select the Director to carry out/oversee the day to day operation of Yonge Hearts and act as an advisor to the Board
- Provide the Director with a complete and current job description
- Assist the Director to sell services, lobby and raise funds
- Maintain complete records of the meetings and operations of the Board of Directors
- Ensure financial solvency of the organization
- Approve contracts involving the organization
- Ensure that the organization meets all legal standards and requirements

- Provide for the continuance of the organization through Board succession and maintenance of the constitution and bylaws
- Work as a team with the Director and staff to accomplish objectives
- Evaluate Board performance in relation to established goals

VOTING POWER

Every member has an equal vote. Motions require more than fifty percent of the people present to vote in favour in order to be passed.

SUSPENSION AND TERMINATION

A board member will be suspended or terminated if they miss three or more meetings. A board member may also be suspended or terminated if they are no longer found to be in good standing.

Section IV LEGAL RESPONSIBILITIES

Directors are legally responsible for governing the child care program and may be liable for misusing or neglecting their legal responsibilities.

Members are expected to:

- use their particular level of skill and knowledge, and personal experience to carry out their responsibilities
- act honestly and in the best interests of the centre
- declare a conflict of interest if there is a conflict between interests of the centre and personal interests
- know the by-laws and be aware of the Corporations Act. Ensure by-laws do not contravene the Act
- attend meetings regularly and review all reports and correspondence
- make personnel and financial decisions based on knowledge and professional counsel if appropriate

CONFLICT OF INTEREST POLICY

The purpose of the conflict of interest policy is to ensure contracts the centre enters into are done at an arm's length. It is necessary for all Board members to openly declare any relationship they may have with vendors bidding on contracts with the centre. For example, a Board member with a brother that runs a painting business that is bidding on a contract to repaint the centre should announce this relationship as early as possible. In the event a conflict of interest is established, the Board will vote on whether to allow the vendor to continue in the bid process. Should it be found that a conflict of interest was intentionally hidden from the Board; the Board member found to be at fault will no longer be in good standing with the Board.

LEGAL AND REGULATORY INFORMATION:

The Corporations Act, Part 111, legislates the incorporation of non-profit organizations including child care programmes. As a member of the Board, you should be aware that:

- child care corporation members elected to the board are volunteers and are not paid. Directors are elected according to the procedures outlined in the Corporations Act and the centre's by-laws

- the Board is responsible for the overall direction of the centre, setting policies and for the legal and financial operation of the program. The Board is legally responsible for administering the affairs of the corporation on behalf of its members
- whether or not a board member attends a meeting of the Board of Directors, that person must accept responsibility for the decisions made at that meeting
- The Ontario Corporations Act stipulates that the Board of Directors is legally responsible for carrying out and maintaining the incorporation process. A Form 1 must be completed and submitted annually to the Ministry of Consumer and Corporate Affairs. The by-laws should be reviewed annually and changes should be submitted to the membership for their consideration and ratification at the annual general meeting
- The Ontario Corporations Act allows incorporated organizations to protect individual Board members from personal liability while carrying out their responsibilities.

Child Care and Early Years Act 2014: identifies the legislative requirements for obtaining and keeping a license to operate a child care centre. The Act also outlines the consequences to operators, which includes Board of Director members, if the Act is contravened. Included are legislative requirements in the areas of staffing, programme, premises, playground, nutrition and health. This Act states that Board members who knowingly contravene the regulation, or agree to contravene the regulation, or fail to follow directives from provincial officials, may be found guilty of an offence and be liable to pay a fine.

The **Ministry of Education** grants a yearly provincial license to operate a child care programme. A programme advisor from the ministry inspects centres for annual renewals of the license as well as periodic visits.

A **Purchase of Service Agreement with the City of Toronto** results in the city buying licensed child care spaces for families in need. Eligibility is determined by the use of an approved needs test and pays up to 100% of the agreed costs. The payment is made directly to the centre providing the service. Centres that enter into an agreement with the city must meet a set standard of operating criteria. A yearly budget must be submitted to the city.

The **Child and Family Services Act** provides a range of services for children and their families, including those who are victims or suspected victims of child abuse or neglect. It includes special reporting responsibilities and procedures for professionals, including child care staff.

The **Health and Promotion Act** establishes the powers of the Medical Officers of Health including recommending immunization and listing reportable and communicable diseases. The local Public Health Department conducts inspections and provides a copy of this report to the centre.

The **Fire Marshall's Act** is a provincial legislation outlining requirements for local fire codes and fire safety. It is administered through the Ontario Fire Marshall's office and the local fire chief and inspectors. Inspections are conducted and a copy of the report is given to the centre.

The **Employment Standards Act** stipulates minimum terms in employment conditions, including minimum wages, maximum hours of work, vacation pay, holidays, maternity leave, termination of employment and equal pay for equal work

The **Ontario Human Rights Code** protects against discrimination based on physical and/or mental disability, age, marital status, family status, sexual orientation, record of offences or citizenship, unless there is reasonable or genuine disqualification based on the nature of the job. The code also prohibits sexual harassment.

The **Occupational Health and Safety Act** ensures that employers have the responsibility for ensuring compliance and protection of the workers. The centre has a Joint Health and Safety Committee that ensures all staff follow all policies and procedures applicable to the legislation and the centre.

The **Pay Equity Act** requires that job comparisons be made between female-dominated and male-dominated job classes. Work performed by women which is comparable to work performed by men in the same establishment should receive the same pay. The majority of child care centres do not have a male-dominated job class for comparisons and the proxy method is used.

The **Worker's Compensation Act** provides for compensation for employee injuries received while working. Child care centres are not required to participate in Worker's Compensation.

The **Unemployment Insurance Act** provides for reduced income while unemployed. All employers and employees are required to pay into this fund through mandatory payroll deductions.

The **Federal Income Tax Act** specifies employer's responsibilities to remit income tax deductions, UIC and CPP deductions and employer's contributions to Revenue Canada each month. Under the Income Tax Act, directors are responsible for income tax deductions if the centre has not deducted or remitted the required amounts. The Health Insurance Act states that directors can be held responsible if health tax deductions are not made for all employees.

The **Wage Enhancement and Direct Operating Grants** from the City of Toronto (through the province) are intended to supplement staff salaries and benefits.

Property and Liability Insurance: Through membership in Community Network of Child Care Programs, centres can purchase property and liability as well as Board liability insurance. The policy is renewed on an annual basis. Board liability insurance covers the cost of indemnification if legal action is initiated against a board member during the term as a board member.

Signing authority is typically held by the President, Treasurer, Secretary, Director and Administrative Assistant. Two signatures are required on all contracts and cheques.

The President, Secretary and Treasurer of the Board of Directors is responsible for reviewing legal agreements and contracts (rental agreements, lease, etc) costing more than \$15,000.00.

The child care centre must have a designated emergency shelter in close proximity. The current designated shelter is the North York Central Library at 5120 Yonge Street.

Section V BOARD OFFICERS

The Board is elected on an annual basis at the Annual General Meeting. The Board is selected by the member families present. At the first meeting of the Board of Directors following the annual general meeting, the following officers will be elected: President, Secretary and Treasurer and there will be a brief orientation. Immediately prior to the AGM the existing Board is dissolved. The following are brief descriptions of individual roles:

The President shall:

- be Chairperson of the Board
- be Chairperson of the Executive Committee
- be Chairperson of any meeting of the members of the corporation (AGM)
- prepare and present a report detailing the management and operation of the centre to the members at the annual meeting
- represent the centre at public or official functions
- ensure that the books of minutes and finances are kept in order
- ensure that the various committees of the board are operational and functional
- perform other such duties as determined by the Board

The Treasurer shall:

- serve on the Executive Committee
- ensure that the books of the corporation (as required per the Corporations Act) are up to date and in good order
- submit a financial report at each regular board meeting
- have the accounts audited
- review the audit and submit a report at the annual meeting
- together with the Director, prepare the annual budget
- ensure the accuracy of all bank records
- perform other such duties as determined by the Board

The Secretary shall:

- Serve on the Executive Committee
- prepare and distribute the agenda for the board meetings
- prepare and distribute minutes for all board meetings
- prepare and distribute material for the annual meeting (invitation, minutes, board composition)
- be the custodian of all minute books and documentation of the corporation
- perform other duties as determined by the Board.

Section VI BOARD/SUBCOMMITTEES

Sub-committees are established by the Board of Directors. Some subcommittees are longstanding (Executive, Fundraising, etc.). Other subcommittees are established to perform specific tasks and then are dissolved (By-law, Charitable Status, etc.).

A Executive Committee

The Executive Committee is a standing committee of the Board of Directors.

Membership: The Executive Committee shall consist of the President, Secretary and Treasurer. The President shall be the Chairperson.

Mandate: a) to exercise the full powers of the Board in all matters of administrative urgency, reporting actions at the next Board meeting.
 b) Make recommendations to the Board.
 c) To provide an annual planning/evaluation for the Board.

B Fundraising Committee

The Fundraising Committee is a standing committee of the Board.

Membership: The Fundraising Committee is chaired by a member of the Board of Directors and includes general members (parents), Board and staff members.

Mandate: a) To oversee and report to the Board on all matters pertaining to fundraising.
 b) To develop annual fundraising plans and objectives.
 c) To oversee the implementation of all fundraising activities.

C Human Resources/Policy Committee

The Human Resources/Policy Committee is a standing committee of the Board of Directors.

Membership: Membership of the Human Resources Committee should include the President of the Board, two additional Board members and the Director.

Mandate: a) To create a job description for the Director.
 b) To develop a Personnel Policy and Procedures Manual and to review the manual annually.
 c) To review the Policy manual on a yearly basis.
 d) Draft new policies as necessary for presentation to the Board.

Section VII BOARD MEETINGS

The goal of effective Board meetings is to conduct the business of the centre by striking a balance between too casual and too formal.

Two Golden Rules:

- Be polite and fair.
- The meeting belongs to the entire Board.

Pitfalls:

- Side meetings
- Repetitious debate
- Speaking out after the meeting (parking lot politics)

- Not considering the whole organization
- Speaking out personally, not professionally
- Avoiding conflict
- Discussing operational issues best handled by the Director
- Run-on meetings (not following the agenda - meetings should be one hour in duration).

SAMPLE AGENDA

Date:	Time:
1. Call to Order	5:30p.m.
2. Approval of Agenda	5:32p.m.
3. Approval of Minutes	5:35p.m.
4. Treasurer's Report	5:40p.m.
5. Director's Report	5:50p.m.
6. Committee Reports	6:00p.m.
7. New Business	6:15p.m.
8 Date of Next Meeting	6:25p.m.
9. Adjournment	6:30p.m.

Section VIII EMPLOYEE RELATIONS:

The Board is responsible for the following:

- defining job description, salary scales and personnel policies
- hiring a fully qualified and competent Director
- establishing a close working relationship with the Director
- evaluating the performance of the Director

Commandments:

- let the Director handle day to day problems
- act as one voice — the Board ~ not individual members
- keep informed from your primary source — the Director
- support your Director

Dos and Don'ts:

- do not act as supervisor to the staff (that is the Director's job)
- do not make commitments to staff
- do go through proper channels (the Director) when dealing with staff
- do show concern for the well-being of the staff.
- if staff members come to you with a problem, remind them to discuss the problem with the Director. Do not try to solve it

Relationship Between the Board and the Director:

It is very important to differentiate and clarify the roles of the Board and the Director.

The Board handles issues that:

- affect the whole centre
- determine the centre's mandate/by-laws
- are dictated by law
- are requested by the Director

The Director handles issues that:

- affect individuals (children, parents and staff)
- concerns policy (implementation)
- require research to determine policy

Two simple rules of thumb:

1. All communications between the Board and Staff should be handled through the Director.
2. Boards do not manage staff. The Director does.

November 2015