



Cabot Community Business Development Corporation Board Governance Standards

Introduction

The Atlantic Canada Opportunities Agency (ACOA) and the Atlantic Association of Community Business Development Corporation's (AACBDCs) entered into an agreement requiring CBDCs in Atlantic Canada to meet minimum governance standards by March 31st, 2014. Cabot CBDC has been very proactive in this area over the past several years having adopted Board guidelines in 2005 to clearly define roles and responsibilities, and set terms of appointment to provide for an orderly succession of Directors. Those guidelines established the introduction of a public annual general meeting to enhance our visibility and accountability to stakeholders and the community at large. As well a Selection Committee was established and an application process developed for the recruitment of new directors and the maximum term of appointment for Directors was increased from six to nine years.

Governance Standards

Cabot CBDCs Governance Standards are contained in several documents primarily the By-Laws, Guidelines – Board of Directors and Privacy Policy Guidelines. To demonstrate compliance with the required minimum standards, we felt it would be beneficial to develop a separate document to outline our governance standards as follows:

- Board Accountability Statement
- Board Recruitment, Selection and Renewal Policy
- Complaint Resolution Policy

These will be reviewed on an annual basis and updated as necessary. These should be read in conjunction with our By-Laws, Guidelines – Board of Directors and Privacy Policy Guidelines.

Authorization:

X 

Chairperson

X

C. R. Hunt

Executive Director



Cabot Community Business Development Corporation Board Accountability Statement

The stakeholders of Cabot CBDC include:

- The general public
- The local community served by Cabot CBDC consisting of all communities located in the Northeast Avalon region between Marysvale in the west and Logy Bay in the east. Our jurisdiction also includes Bell Island. St. John's and Mount Pearl are excluded as they do not meet the eligibility criteria of our mandate to serve rural communities
- Clients
- Employees
- Government

Our Board of Directors is accountable to these stakeholders. In an effort to be accountable to the people we serve, and to ensure our governance processes are transparent, this statement will be publicly available, primarily by publication on our website.

In carrying out its role and responsibilities, The Board of Directors will adhere to the following values:

- Accountability
- Transparency
- Confidentiality

Accountability

Accountability means:

- Being open, fair and consultative in decision-making
- Taking responsibility for actions and behavior
- Communicating and reporting to stakeholders

To demonstrate Accountability, the Board of Directors will:

1. Publish the names and responsibilities of the members of the Board of Directors, the Officers and the Executive Director each year in the Annual Report. Personal

contact details will not be provided, but stakeholders may communicate with the Board of Directors through the Board Secretary.

2. Recruit members to the Board of Directors according to the process specified in the Board Recruitment and the Board Selection and Renewal Policies, which shall be made public.
3. Govern in accordance with the By-Laws, governance policies and all relevant laws.
4. Act, both as a Board and individually, at all times in the best interests of Cabot CBDC in good faith and honestly, having regard to the stakeholders.
5. Establish objectives that are within the capacity of Cabot CBDC to achieve, and publicize these objectives and report on performance against them on an annual basis.
6. Recruit, select and evaluate the Executive Director of Cabot CBDC
7. Evaluate the individual and collective performance of the members of the Board of Directors.
8. Develop s Strategic Plan and Annual Business Plan; incorporate the business plan targets.

Transparency

Transparency means:

- Ensuring that information about Cabot CBDC is readily available to stakeholders, including business results and operational performance.
- Providing a process for stakeholders to communicate with the Board of Directors, including a complaint and dispute resolution process that shall be public and available to stakeholders.

To demonstrate Transparency, the Board of Directors will:

1. Circulate/post the Annual Report to stakeholders.
2. Invite stakeholders to the Annual General Meeting.
3. Provide members of the Board of Directors with orientation training that includes a review of roles and responsibilities for Board members and staff, the ACOA/CBDC Collaborative Framework on Board Governance, and a package of all important governance policies.
4. Ensure that all governance policies are available to stakeholders by publication on our website.
5. Advertise for new Board members.
6. Create Board profiles and share publicly.

Confidentiality

Confidentiality means:

- Respecting stakeholders
- Protecting the credibility of Cabot CBDC with stakeholders


To uphold the value of Confidentiality, Cabot CBDC will:

1. Develop, implement and adhere to a Privacy Policy that ensures confidentiality, privacy and avoidance of conflict of interest.
2. Require directors and employees to adhere to the Privacy Policy.
3. Require the Executive Director to implement policies and procedures to ensure that the confidentiality and security of data provided to Cabot CBDC is protected and used only for its intended purpose.
4. Make the privacy Policy public.

Related Documents

- Board Recruitment Policy
- Board Selection and Renewal Policy
- Privacy Policy Guidelines
- Complaint Resolution Policy
- By-Laws
- Guidelines – Board of Directors
- Conflict of Interest Policy

Authorization:

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Chairperson

X C. R. Hunt

Executive Director



Cabot Community Business Development Corporation Board Recruitment, Selection and Renewal Policy

Introduction

It is important to Cabot Community Business Development Corporation to identify and attract individuals who are interested in serving as potential Directors and who possess the skills and attributes that will assist the organization in achieving its strategic plan and business objectives. It is also important to ensure that members of the Board are renewed from time to time, in order that fresh ideas and energy can contribute to the overall success of the organization.

Purpose

This Board Recruitment, Selection and Renewal Policy is a tool to ensure that the Selection Committee of the Board of Directors can fulfill its responsibilities set out in the Selection Committee mandate. This Policy includes director selection criteria against which potential candidates for the Board of Directors can be evaluated, and also sets out the requirements for board renewal that will guide the Selection Committee in determining ongoing requirements for recruiting new directors. In addition, the Selection Committee shall ensure that proposed nominees to the Board:

1. Are readily available to engage fully in the work of the Board;
2. Understand and accept that they will be required normally to attend monthly meetings of the Board and, from time to time, special meetings in addition to participation in the Annual General Meeting (AGM); and
3. Are prepared, if elected, to undertake the necessary work to familiarize themselves with the governance, regulatory and operational issues relevant to the functions of a Director of Cabot CBDC.

Director Selection Criteria

In considering the nominations of individuals to serve on the Board of Directors of Cabot CBDC, the Selection Committee will be using the following criteria to determine which candidates will be recommended:

- **Personal Attributes:** Every director must adhere to the highest ethical standards, display solid business judgment, and have strong interpersonal skills. Preferred candidates will be financially literate.
- **Diversity:** The Board of Cabot CBDC, as a whole, should reflect diversity of skills, experience, and perspective.

- **Specific Skills and Experience:** In considering the attributes of candidates, the Selection Committee will have first considered the existing composition of the Board of Directors and will have identified the number of vacancies to be filled in order to determine the gaps in skills and attributes that should be addressed in any given year. In making this assessment, the overall Board composition should reflect representation of the following competencies:
 - Risk management leadership experience in an organization of similar size and/or complexity;
 - Previous board experience in the profit or not-for-profit sectors;
 - Financial literacy, with the proven ability to read and interpret financial statements ; at least one member with a professional financial designation is desirable;
 - Strategic planning experience, strong business acumen with a focus on entrepreneurial success;
 - Community-mindedness demonstrated through volunteer experience with community boards;
 - Experience in legal matters;
 - Experience/expertise in the field of economics, finance, treasury or investment services;
 - Supports the purpose and strategic initiatives of Cabot CBDC and its role as a leader in the community economic development;
 - Understands the principles behind and share the vision of Cabot CBDC and have the ability to reflect its values and commitments as well as acting in its best interests at all times;
 - Understands the duties and responsibilities of a director and wants to bring a unique perspective to the Board of Directors;
 - Able to participate assertively in the deliberations of the Board;
 - Able to devote the time and effort necessary for the good governance and betterment of Cabot CBDC.

In assessing potential candidates, the Selection Committee shall consider the overall composition of the Board of Directors and shall strive to ensure diversity in terms of geographic coverage of the area served by Cabot CBDC, gender representation and cultural and linguistic representation.

Procedures

The Board of Directors for the Corporation shall consist of no less than four and no more than seven individuals.

The maximum term of the Board of Directors of the Corporation shall be nine years, consisting of three consecutive terms of three years. Members who complete nine year terms must be absent from the Board for a minimum period of one year after which they are eligible to apply for re-appointment. In circumstances where a Director sits on the Board of the Provincial or Atlantic Association of CBDCs, that Director's term may be extended to allow completion of their term with these associations.

Responsibilities

The Selection Committee of the Board of Directors is responsible for the recruitment and nomination of Directors to the Board in accordance with the Selection Committee Mandate.


New Directors will be recruited through an application process. Expressions of interest will be periodically requested through local media advertising. Applications will be reviewed by the Selection Committee. Following their review, the committee will recommend candidates to the full Board for consideration at the next regularly scheduled board meeting.

Where vacancies exist on the Board, the Selection Committee will endeavor to fill these positions within a one year time frame to provide for an orderly succession of directors.

Related Documents

- Board Recruitment Policy

Authorization:

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Chairperson

X C. R. Hart

Executive Director



Cabot Community Business Development Corporation Complaint Resolution Policy

Introduction

Cabot Community Business Development Corporation has an important role in community-based economic development. We strive to provide our clients with quality financial services in accordance with our objectives and our accountabilities to our funding partners.

We recognize that from time to time a client or potential client may be dissatisfied with a decision with respect to a potential bias. We welcome an opportunity to resolve complaints from individuals who are dissatisfied with a service or decision based on potential biases such as those based on race, national or ethnic origin, color, religion, sex, age or mental or physical disability. Client feedback will be used to help improve services for all clients. In addition, community members are given the opportunity to be nominated to and serve on the Cabot CBDC board. This board has ultimate responsibility for setting the policy, procedures and operation of Cabot CBDC. It is therefore important that there be a clear and available process for those individuals seeking redress to concerns arising out of a relationship or potential relationship with Cabot CBDC.

Purpose

This Policy sets out how a complaint can be made to Cabot CBDC based on potential biases such as those based on race, national or ethnic origin, color, religion, sex, age or mental or physical disability, and how it will be investigated and responded to.

Definition of Complaints and Eligible Complaints

A complaint is any expression of dissatisfaction, whether written or oral, about a service or decision that Cabot CBDC has provided, or failed to provide, made or declined to make, that has resulted in financial loss, material distress or material inconvenience, or the potential for such loss or inconvenience to occur.

Cabot CBDC will only accept complaints from eligible complainants. Eligible complainants are:

- A client, or potential or former client;
- A nominated beneficiary or representative of one of the above;

Appropriate Business Decisions

Cabot CBDC fully asserts its right to make appropriate business decisions about any area of its operations; including individual eligibility for credit as referenced in the loan policies of Cabot CBDC. However, clients and potential clients should expect that all business decisions will be made fairly, based on merit, and free from real or perceived conflict or interest or unlawful bias.

All eligible complaints will be handled fairly, consistently and promptly.

Procedures for Making a Complaint

Any staff member, officer or volunteer of Cabot CBDC can receive a complaint at any place where Cabot CBDC conducts business.

A complaint must be made in writing to a staff member, officer or volunteer. The staff member, officer or volunteer receiving the complaint shall record the following information:

- Name of complainant;
- Address and contact details of complainant;
- Relationship of complainant to Cabot CBDC;
- Date and time of complaint received;
- Date and time complaint occurred;
- Substance of complaint;
- Type of complaint (e.g. financial loss, inconvenience, distress, behavioral etc.);
- Name of person receiving complaint;
- Date complaint passed to Executive Director.

All complaints shall be addressed to the Executive Director and copied to the Chairperson. If the complaint is about the Executive Director, the complaint shall be addressed to the Chairperson.

Investigating Complaints

The Executive Director or the Chairperson as the case may be, will be responsible for taking action on and investigating the complaint.

If the Executive Director is the subject of a complaint, then the Executive committee will be responsible for dealing with the complaint. If both the Executive Director and the Board of Directors are involved with the complaint, then a suitable independent individual or entity, not involved with the complaint will be appointed by the Atlantic Association of Community Business Development Corporations.

A thorough investigation will be undertaken upon receipt of a complaint.

Appropriate actions will be taken to identify and remedy any recurring or systematic problems as well as any specific problem identified by a complaint.

Responding to Complaints

Cabot CBDC will review the complaint as quickly as possible and report its findings and actions to be taken on a timely basis. The report will be in writing to the complainant and will outline the nature of the complaint, a summary of investigation measures and conclusions reached including any remedial actions.

Redress to Complaints

Cabot CBDC will seek to improve its services as a result of the complaints received.


Records and Reporting

Cabot CBDC will keep all records of complaints and will report annually to the Board of Directors on the amount and type of complaints handled by Cabot CBDC.

Related Documents

- Board Recruitment Policy
- Board Selection and Review Policy
- Privacy Policy Guidelines
- By-Laws
- Guidelines – Board of Directors
- Conflict of Interest Policy

Authorization

X 

Chairperson

X C.R. Han

Executive Director