

Governance Policy and Procedures

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Governance Policy

HISTORY AND BACKGROUND

In 2015, the need for a new national organization representing Canadian land trusts was recognized. In 2017, the Canadian Land Trust Working Group (CLTWG) which included leaders from Land Trusts and Alliances from across Canada was formed to:

- Represent the interests of and advocating for Land Trusts across Canada.
- Negotiate a national heritage conservation program with the Nature Conservancy of Canada (NCC), and
- Collaborate with Wildlife Habitat Canada in delivering the Land Trusts Conservation Fund (LTCF).

In July 2020 the CLTWG formed a National Organization Working Group (NOWG) whose mandate was to provide recommendations to the Alliances and CLTWG based on consultations with the land trust sector across Canada.

Following presentations to land trusts across Canada in 2021, there was an overwhelming support from the Canadian land trust community to establish the Alliance of Canadian Land Trusts (ACLT).

An interim Board of Directors together with an Interim Executive Director have been working to put into place the necessary organizational and corporate registrations; business, fundraising and governance strategies; planning for a national conference. The first AGM of ACLT is planned for November 2022 at which the official Board of Directors will be elected and approved.

1. PURPOSE

This document guides Directors in their service to the ACLT and is founded upon the ACLT's Certificate of Incorporation and by-laws, as well as various federal and provincial statutes. It draws upon these sources to provide a complete picture of each Board Member's roles and responsibilities, and to interpret and assist in the implementation of these legal documents. Directors are responsible for familiarizing themselves with and adhering to these policies and ensuring that the ACLT is operating in accordance with its goals.

2. SCOPE

- This policy applies to members of the Board and committee members
- This policy provides the Directors of ACLT with an overview of the organization, their respective responsibilities and the organization's governance mechanisms. This policy should be read in conjunction with the ACLT's By-laws and the Conflict-of-interest policy.
- In the event of ambiguity, reference should be made to the by-laws and the legislation, which shall prevail.

3. REFERENCES

- Certificate of incorporation
- By-laws
- Provincial and Federal Legislation: [Corporations Canada](#), [Income Tax Act](#), [Excise Tax Act](#), [Employment Insurance Act](#), [Canada Pension Plan](#), [Human Rights Act](#), [Not-for-Profit Corporations Act](#) and others.

4. DEFINITIONS

Term: Conflict of Interest

Definition: A conflict of interest between a member of the Board and the ACLT is a situation where the personal or professional interests of a Board member affects his/her ability to put the ACLT’s best interests before his/her own benefit. Refer to the Conflict-of-Interest Policy for more information.

5. RESPONSIBILITIES

The following section outlines the duties and responsibilities of the Directors.

Duties Responsibilities

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| Mission Statement | <ul style="list-style-type: none"> • The Board will adopt a written vision and mission statement which specifies key goals that fulfil the public interests served by the organization. • The Board shall review the organization’s vision and mission statement at a minimum of every three to five years and make changes as it deems necessary. |
| Strategic Planning | <ul style="list-style-type: none"> • The Board will adopt a new or updated strategic plan every three to five years and ensure that the strategic plan is aligned with the core values of the ACLT |
| Governance | <ul style="list-style-type: none"> • The Board is responsible for setting policies and priorities to carry out the organization’s mission, vision, and core values. • The Board is responsible for making decisions that remain true to the ACLT’s core values. |
| Financial Oversight | <ul style="list-style-type: none"> • The Board is responsible for ensuring the financial sustainability of the organization. • The Board is responsible for setting, reviewing, and approving the annual budget. |

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| Operational Oversight | <ul style="list-style-type: none"> • The Board is responsible for reviewing and approving the organization’s financial accounts at year-end. • The Board monitors the financial performance of the organization and ensures that appropriate control mechanisms are in place. |
| | <ul style="list-style-type: none"> • The Board is responsible for providing strategic oversight and monitoring the organization’s operations. • The Board is responsible for adopting risk management policies to mitigate against potential losses. See Appendix A, Risk Assessment Categories. • The Board is responsible for ensuring that the highest quality of product/services is provided to its members and to the public and is professionally and effectively communicated. |
| Human Resources | <ul style="list-style-type: none"> • The Board is responsible for ensuring that there are adequate human resources in place. • The Board shall review the ED’s Evaluation to establish expectations, promote continuous development, and provide opportunity for feedback. • The Board shall provide direction on any human resource issues that may arise. • The Board is responsible for ensuring a smooth transition of leadership and management of the ACLT’s functions in the event of the ED’s planned or unplanned resignation. |

6. GENERAL GUIDELINES

Sections Guidelines

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| Membership and Terms | <ul style="list-style-type: none"> • At the first election of Directors following the approval of the ACLT’s AGM (2022), one-half (1/2) directors shall be elected for a two-year term, one-half (1/2) directors shall be elected for a three-year term. Thereafter, except where an election is held to fill the unexpired portion of a term, newly elected directors shall be elected for three-year (2) terms. A maximum of two consecutive terms is allowed. In the case of the director representing a Provincial Alliance, the Alliance may appoint its representative without term limitations.¹ |
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¹ ACLT By-law 2022, section 28

- The ACLT Bylaws², unless otherwise specified by the board (which may, subject to the Not-For-Profit Corporations Act modify, restrict or supplement such duties and powers), the offices of ACLT, if designated and if officers are appointed, shall have the following duties and powers associated with their positions:
 - a. Chair of the Board – The chair of the board, if one is to be appointed, shall be a director. The chair of the board, if any, shall, when present, preside at all meetings of the board of directors and of the members. The chair shall have such other duties and powers as the board may specify.
 - b. Vice-Chair of the Board – The vice-chair of the board, if one is to be appointed, shall be a director. If the chair of the board is absent or is unable or refuses to act, the vice-chair of the board, if any, shall, when present, preside at all meetings of the board of directors and of the members. The vice-chair shall have such other duties and powers as the board may specify.
 - c. Executive Director – If appointed, the Executive Director shall be the chief executive officer of ACLT and shall be responsible for implementing the strategic plans and policies of ACLT. The Executive Director shall, subject to the authority of the board, have general supervision of the affairs of the ACLT.
 - d. Secretary – If appointed, the secretary shall attend and be the secretary of all meetings of the board, members, and committees of the board. The secretary shall enter or cause to be entered in the ACLT's minute book, minutes of all proceedings at such meetings; the secretary shall give, or cause to be given, as and when instructed, notices to members, directors, the public accountant, and members of committees; the secretary shall be the custodian of all books, papers, records, documents and other instruments belonging to ACLT.
 - e. Treasurer – If appointed, the treasurer shall have such powers and duties as the board may specify.

***Nominations
and Elections***

- Directors shall be elected by the ACLT's membership. The Chair will present a list of nominees for consideration at the annual general meeting. Nominations may also be received from the floor at this time.
- The Board will accept new elected Directors and elect the executive officers at the first meeting following the annual general meeting. The Chair will appoint committee chairs as required.

² ACLT By-law 2022, section 35

**Resignation/
Vacancies**

- A replacement board member may be elected by the ACLT's membership during any annual or special general meeting of the ACLT when a former member is unable to fulfil the term due to the death, resignation or incapacity of that member.³

- Directors wishing to resign are requested to inform the Board in writing of their intention two weeks prior to resigning. The Chair has the authority to accept resignations and declare vacancies.

- In the absence of a written agreement to the contrary, the board may remove, whether for cause or without cause, any officer of ACLT.

Unless so removed, an officer shall hold office until the earlier of:

- a. the officer's successor being appointed,
- b. the officer's resignation,
- c. such officer ceasing to be a director (if a necessary qualification of appointment), or
- d. such officer's death.

If the office of any officer of the ACLT shall be or become vacant, the directors may, by resolution, appoint a person to fill such vacancy.

- a. Any notice, other than notice of a meeting of members or a meeting of the board of directors, to be given pursuant to the Not-For-Profit Corporations Act, the articles, the by-laws or otherwise to a member, director, officer or member of a committee of the board or to the public accountant shall be sufficiently given (Section 37 ACLT Bylaws) if delivered personally to the person to whom it is to be given or if delivered to such person's address as shown in the records of ACLT or in the case of notice to a director to the latest address as shown in the last notice that was sent by ACLT in accordance with Section 128(Notice of directors) or 134 (Notice of change of directors) of the Not-For-Profit Corporations Act;
- b. if mailed to such person at such person's recorded address by prepaid ordinary or air mail;
- c. if sent to such person by telephonic, electronic or other communication facility at such person's recorded address for that purpose; or
- d. if provided in the form of an electronic document in accordance with Part 17 of the Not-For-Profit Corporations Act.

³ ACLT By-law 2022, Paragraph 15

A notice so delivered shall be deemed to have been given when it is delivered personally or to the recorded address as aforesaid; a notice so mailed shall be deemed to have been given when deposited in a post office or public letter box; and a notice so sent by any means of transmitted or recorded communication shall be deemed to have been given when dispatched or delivered to the appropriate communication company or agency or its representative for dispatch. The secretary may change or cause to be changed the recorded address of any member, director, officer, public accountant or member of a committee of the board in accordance with any information believed by the secretary to be reliable. The declaration by the secretary that notice has been given pursuant to this by-law shall be sufficient and conclusive evidence of the giving of such notice. The signature of any director or officer of ACLT to any notice or other document to be given by ACLT may be written, stamped, type-written or printed or partly written, stamped, type-written or printed.

**Board
Notification and
Meetings**

- Meetings of the board may be called by the chair of the board, the vice-chair of the board or any two (2) directors at any time;
- Notice of the time and place for the holding of a meeting of the board shall be given in the manner provided in the section on giving notice of meeting of directors of this by-law to every director of ACLT not less than 7 days before the time when the meeting is to be held.
- Notice of a meeting shall not be necessary if all of the directors are present, and none objects to the holding of the meeting, or if those absent have waived notice of or have otherwise signified their consent to the holding of such meeting.
- Notice of an adjourned meeting is not required if the time and place of the adjourned meeting is announced at the original meeting. Unless the by-law otherwise provides, no notice of meeting need specify the purpose or the business to be transacted at the meeting except that a notice of meeting of directors shall specify any matter referred to in subsection 138(2) (Limits on Authority) of the Not-For-Profit Corporations Act that is to be dealt with at the meeting.
- At all meetings of the board, every question shall be decided by a majority of the votes cast on the question. In case of an equality of votes, the chair of the meeting in addition to an original vote shall have a second or casting vote.
- The board may from time to time appoint any committee or other advisory body, as it deems necessary or appropriate for such purposes and, subject to the Act, with such powers as the board shall see fit. A Committee may form its own terms, subject to approval by the board. Any committee member may be removed by resolution of the board of directors.

- The board of directors shall call a special meeting of members in accordance with Section 167 of the Not-For-Profit Corporations Act, on written requisition of members carrying not less than 45% of the voting rights. If the directors do not call a meeting within twenty- one (21) days of receiving the requisition, any member who signed the requisition may call the meeting.
- Notice of the time and place of a meeting of members shall be given to each member entitled to vote at the meeting by telephonic, electronic or other communication facility to each member entitled to vote at the meeting, during a period of 14 days before the day on which the meeting is to be held. If a member requests that the notice be given by non-electronic means, the notice will be sent by mail, courier or personal delivery.
- Pursuant to subsection 197(1) (Fundamental Change) of the Act, a special resolution of the members is required to make any amendment to the by-laws of ACLT to change the manner of giving notice to members entitled to vote at a meeting of members.
- In-camera (closed) sessions consisting of Directors and, where appropriate, the Executive director can be held to discuss and make decisions on sensitive and controversial issues such as legal issues, human resources issues pertaining to the Executive director, or conflict of interest issues. The Board must approve a motion regarding the exclusion of individual if a conflict of interest is apparent. The Board will determine how this information is going to be disseminated.

**Board
Composition**

- The board shall consist of up to 12 directors. Each region: Atlantic, Quebec, Ontario, Prairies and British Columbia, shall self-determine their region's director by vote of their respective Provincial Alliance members or other collective means where no Provincial Alliance exists.
- Each region with a Provincial Alliance will be entitled to one Board representative determined by the respective Alliance Board. The ACLT Board may appoint skills-based directors, not to exceed 4, who must represent at least 3 of the 5 regions. In addition to skills-based directors, representatives from First Nations and other aligned organizations will be encouraged.
- The Board will ensure that the composition of the ACLT's board reflects representation on the basis of gender, age, aboriginal status, ethnicity, geographic location and skill sets.

7. LEGAL RESPONSIBILITY

Directors must adhere to the following responsibilities listed below.

| <i>Duties</i> | <i>Responsibilities</i> |
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| <i>Fiduciary Duties</i> | <ul style="list-style-type: none"> • The ACLT must not conduct business or trade for the profit of its members and may not make a loan to Directors or ACLT members. • Directors must avoid taking unreasonable financial risks or risks that may render the ACLT insolvent. Directors who take unreasonable financial risks may be held liable to the ACLT or its members or creditors for the organization’s debts. • Board of directors have fiduciary responsibilities: the duty of care, the duty of loyalty and the duty of obedience, and each of them is very important. It’s critical for board directors to practice them in word and in deed, and to make sure that their fellow board directors do as well. • Directors and staff of the ACLT must be able to produce all books or documents that are in their power or custody that relate to the ACLT’s affairs, for court or ACLT appointed inspectors. |
| <i>Duty to Maintain Corporate Status</i> | <p>It is the Board’s responsibility to ensure that the ACLT’s incorporated and charitable status is maintained, even if certain tasks have been delegated to staff or other parties.</p> <ul style="list-style-type: none"> • In the event of a change in its directors or the address of its head office, the ACLT must file notice of the change immediately through online centre free of charge.⁴ • The ACLT must file an annual statement through online filing centre, signed by a Board member, within the 60 days following the corporation's anniversary date. Failure to file this return may result in the loss of the ACLT’s corporate status.⁵ • The ACLT must ensure that the charitable status is honoured and maintained through proper behaviour and adherence to the Code of Conduct, as well as through administrative measures. |
| <i>Duty to Employees</i> | <p>Directors must ensure that the ACLT meets its responsibilities as an employer, which includes ensuring that employees are not mistreated, wrongfully dismissed or have their wages withheld.</p> |

⁴ <https://www.ic.gc.ca/eic/site/cd-dgc.nsf/eng/cs04956.html#tc01>

⁵ <https://www.ic.gc.ca/eic/site/cd-dgc.nsf/eng/cs04956.html#tc01>

- The ACLT will establish a plan that outlines its own capacity, programs, activities and responsibilities to ensure that there are sufficient staff and resources to carry out these activities, and then review this plan concurrently with the strategic plan every three to five years. The Board will ensure that only individuals with the appropriate education, training and experience are selected to hold a position with the ACLT.
- The Board will establish and periodically review a Personnel Policy that a) conforms with both federal and provincial laws and b) outlines appropriate procedures, guidelines and job descriptions for each staff position. The Board will ensure that an annual performance review of the Executive director and the staff is performed. The Board will review the performance of the Executive director and, in turn, the Executive director will review the performance of all employees and provide a report to the Board on their findings.
- The ACLT must withhold federal and provincial taxes ([Excise Tax Act](#)), [Employment Insurance Act](#) and [Canada Pension Plan](#) from all employees and remit such deductions and matching employer contributions as required to the Canada Customs and Revenue Agency within the time required by law.
- The ACLT must provide a safe workplace and protect employees from discrimination.
- The Board must establish clear lines of authority between the Board, Executive director and staff.

Thank you to Nature Trust of New Brunswick for allowing ACLT to adopt their template and much of the content related to the ACLT governance policies.

Appendix A: Risk Assessment Categories

| Risk Assessment Categories | |
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| Strategy | <p>Strategic Plan should consider the opportunities and risks of the organization. ACLT create their strategic plan every 3-5 years with a long-term 25-year vision, and annual reviews of the plan. At each meeting, the board should ask:</p> <ul style="list-style-type: none"> - Does the board provide “active oversight” in developing the strategy? - Does the board possess a good understanding of the risks to the strategy – those that may limit value creation or even cause the strategy to fail – and the risks of the strategy – those associated with each scenario of the strategy? - Does the board ask probing questions, including those that challenge assumptions of the strategy presented? - Does the board assess potential new risks the strategy can create? Can those be managed? - Does the board prepare for a scenario where its strategy fails? What risks and rewards do other paths represent? |
| Integrity | <p>Strong ethical and behavioural attributes: open communication, commitment, accountability, and respect. Review the organization’s culture: the code of conduct and statement of values.</p> <p>Questions:</p> <ul style="list-style-type: none"> - What is the board’s role and responsibility for setting the organization’s values and its philosophies? - Does the NPO have a code of conduct that governs the behaviour of Directors, management, staff and volunteers? Is the code understood and reflected in the NPO’s policies? - Is there a policy regarding whistle blowing? - Is the board satisfied that stakeholders’ concerns have been adequately addressed and that their interests have been incorporated in the NPO’s code of conduct and other value statements? - Does the organization encourage an environment in which information is exchanged freely within the NPO, while respecting confidentiality? Does an atmosphere exist in which people feel they can ask questions openly? - Do the board and management set an example in exhibiting their commitment to the organization and its success? |

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| <p>Governance</p> | <p>The board must consider the tone that is being delivered from the top. It is necessary to be open, upfront and honest in dealings with members, to stress the importance of the organization’s values, to ensure individual Directors share a sense of accountability, and that everyone lives up to the organization’s code of conduct in their behaviour and actions. See Appendix C for Code of Ethics.</p> <p>Questions:</p> <ul style="list-style-type: none"> - Does the board understand the key elements essential to the NPO’s success (for example, reputation in the community, status as a charitable organization, active support of volunteers, key employees, funding and the continuing need for its services)? - Is the board actively involved in approving objectives for the management team and in monitoring management’s performance? - Has the board identified the NPO’s various stakeholders, the expectations each stakeholder group has for the NPO and the appropriate methods of communication to and from each? - What internal controls exist over the use of resources, approving expenditures and investing funds? Is the board responsible for reviewing and approving budgets? What decisions need board approval? - Has the board articulated its responsibilities in a formal mandate and published its mandate so it can be read and understood by management and the NPO’s stakeholders? |
| <p>Performance</p> | <p>Monitor the organizations ongoing performance towards achieving its operating objectives and implements well-designed controls and information systems that enable and management- and the board- to evaluate</p> <ul style="list-style-type: none"> - operational effectiveness and efficiency, - compliance with laws and regulations, and - the reliability of management and financial information <p>Integrated reporting: collate all the relevant data about an organization’s strategy, risks, opportunities, risk management, environmental and societal impacts, and financial data and results.</p> <p>Enable to board to focus on the critical performance measures and indicators that management uses to assess and manage the orgs performance against objectives and strategies, question any exceptional results and adjust strategy and plans accordingly</p> <p>Questions:</p> <ul style="list-style-type: none"> - How often does the board review the organization’s performance and its progress towards achieving its annual goals? |

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| | <ul style="list-style-type: none"> - Does the board receive the appropriate information in terms of scope, level of detail and timeliness, necessary for directors to understand the organization’s performance? - Are the organization’s annual goals realistic and achievable or does the organization often need to make mid-year adjustments to its target objectives? - Is the board satisfied that the organization is using its resources appropriately and that stakeholder objectives are being met? - Does the board communicate its analysis of the organization’s performance to its stakeholders in a clear and transparent manner with an outlook where it discusses its expectations of the next short to medium term? |
| <p>Talent</p> | <p>Longer-term management succession. Talent-related risks:</p> <ul style="list-style-type: none"> - Lack of succession planning - Planned or sudden loss of key personnel - Lack of return on leadership investment or senior external hires - Failure to attract, develop and retain talent <p>Questions:</p> <ul style="list-style-type: none"> - Does the board clearly understand the skills and expertise required to manage the NPO? - Is the board actively involved in approving objectives for the management team and in monitoring management’s performance? - Does the organization have a robust “leadership pipeline” in place? What strategies does management follow for recruiting, retaining and developing future leaders for the organization? - Which demographic trends are affecting – and are likely to affect – the organization and its ability to execute its plans? Is the board aware of other talent-related risks facing the organization? How are they being addressed? |

Appendix B: Members Job Descriptions

Chair

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| Accountability | <p>The Chair shall</p> <ul style="list-style-type: none"> • provide leadership • ensure that the Board functions according to its policies and other procedures, acts and regulations affecting the operations of the organization • be accountable for performing the designated duties outlined below |
| Role/Responsibilities | <p>The Chair shall maintain</p> <ul style="list-style-type: none"> • a knowledge of the organization • a personal commitment to its goals and objectives. |
| Principle Duties | <p>The principal duties of the Chair are as follows:</p> <ul style="list-style-type: none"> • Act as a spokesperson for the ACLT or designate other Directors or persons to act as spokespersons; • Call special general meetings of the ACLT when advisable or when petitioned in writing by five members of the ACLT and call board meetings if requested by four members of the Board; • Carry out board resolutions; • Appoint committee chairs; • Manage the financial affairs of the ACLT in accordance with the organization's Finance Policy; • Accept resignations, declare vacancies and determine removal of Directors; • Conduct ED Evaluation with additional and report to the Executive Committee. |
| Relationships | <p>The Chair shall work closely with Executive director and committee chairs to ensure positive relationships within the Board.</p> |
| Commitment | <p>The Chair shall</p> <ul style="list-style-type: none"> • attend all meetings of the Board • stay abreast of the work of all other committees, • fulfill all designated duties of the position as required. |
| Qualifications | <p>The Chair shall have the following qualifications and/or values:</p> <ul style="list-style-type: none"> • A working knowledge of the function of non-for-profit profit organizations; • An in-depth knowledge of the local community and a willingness to meet with potential partners and donors; • A commitment to the organization's mission and strategic directions; • A commitment of his/her time; and • A willingness to represent the ACLT in the media. |

Vice-Chair

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| Accountability | The Vice- Chair shall <ul style="list-style-type: none"> perform the duties of the Chair in his/her absence be accountable for performing the designated duties outlined below |
| Role/Responsibilities | The Vice-Chair shall maintain <ul style="list-style-type: none"> a knowledge of the organization a personal commitment to its goals and objectives. |
| Principle Duties | The principle duties of the Vice-Chair are as follows: <ul style="list-style-type: none"> Preside over any meeting of the ACLT or the Board in the absence of the Chair, and perform such other duties as may be assigned by the Board; Conduct ED evaluation with the Chair and report to the Executive Committee. |
| Relationships | The Vice-Chair shall work closely with the Chair and perform the Chair’s duties in his/her absence. |
| Commitment | The Vice-Chair shall <ul style="list-style-type: none"> attend all meetings of the Board; perform the Chair’s duties during his/her absence |
| Qualifications | The Vice-Chair shall have the following qualifications and/or values: <ul style="list-style-type: none"> A working knowledge of the function of non-for-profit profit organizations; An in-depth knowledge of the local community and a willingness to meet with potential partners and donors; A commitment to the organization’s mission and strategic directions; A commitment of his/her time; and An openness to continual learning. |

Secretary

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| Accountability | The Secretary shall <ul style="list-style-type: none"> act in the best long-term interests of the organization bring to the role informed decision-making, a broad knowledge of matters related to the ACLT’s endeavours and an inclusive perspective be accountable for performing the designated duties outlined below |
| Role/Responsibilities | The Secretary shall maintain <ul style="list-style-type: none"> a knowledge of the organization. a personal commitment to its goals and objectives. |

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| | <ul style="list-style-type: none"> • foster communication and diligence through proper management and utilization of important records such as meeting minutes and the organization’s bylaws. |
| <p>Principle Duties</p> | <p>The principle duties of the Secretary are as follows:</p> <ul style="list-style-type: none"> • Call Board meetings if requested by four members of the Board if the Chair and Vice-Chair are not available; • Have custody of the corporate seal, keep minutes of all annual, special general meetings and meetings of the Board, maintain all records of the ACLT as may be required by the Companies Act or similar legislation, and perform such other duties as are assigned by the Board; • Ensure that the Executive director maintains a “company registry” containing a list of all the ACLT’s members for the Trust’s office; • Keep official books containing a copy of the Registration of incorporation; the ACLT’s by-laws; the names (alphabetized), addresses and telephone numbers of the ACLT’s membership; the names, addresses, telephone numbers and dates of service of the ACLT’s Directors; financial records and the minutes of the Board, and annual and special general meetings. Such books (excluding the Board and Executive Committee minutes) shall be available for inspection by the membership, auditors and their representatives; • Ensure that minutes of all Board and general meetings of the ACLT are circulated as soon as possible afterward and in advance of Board meetings; • Ensure the accuracy of the Board’s records (including minutes, reports and policies) and file copies of these for future reference; • Ensure that the appropriate systems are in place for relevant documents to be circulated prior to board meetings, Executive Committee meetings, and annual and special general meetings; • Perform the Chair’s duties in the event that the Vice-Chair is not available; • Maintain accurate documentation and meet any legal requirements such as annual filing deadlines; • Obtain knowledge of the organization’s records and related materials, provide advice and resources to the Board on topics such as governance issues and amendments to legislation that will assist them in fulfilling their fiduciary duties; and • Perform additional duties from time to time as may be assigned to him or her by the Board. <div style="border: 1px solid orange; padding: 5px; margin-top: 10px;"> <p>Note: the position of Secretary and Treasurer may be combined as per the ACLT’s by-laws.</p> </div> |
| <p>Relationships</p> | <p>The Secretary shall work with the Board to encourage and facilitate the regular processes of the sub-committees and the organization overall.</p> |

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| Commitment | The Secretary shall <ul style="list-style-type: none"> • attend all meetings of the board, and the annual general meeting record minutes of member meetings • fulfil all the requirements of the position as described above. |
| Qualifications | The Secretary shall have the following qualifications and/or values: <ul style="list-style-type: none"> • A working knowledge of the function of non-for-profit profit organizations; • An in-depth knowledge of the local community and a willingness to meet with potential partners and donors; • A commitment to the organization’s mission and strategic directions; • A commitment of his/her time; and • An openness to continual learning. |

Treasurer

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| Accountability | The Treasurer shall <ul style="list-style-type: none"> • act in the best long-term interests of the organization • bring to the role informed decision-making, a broad knowledge of matters related to the ACLT’s endeavours and an inclusive perspective • be accountable for performing the designated duties outlined below |
| Role/Responsibilities | The Treasurer shall maintain <ul style="list-style-type: none"> • A knowledge of the organization. • A personal commitment to its goals and objectives. |
| Principle Duties | The principle duties of the Treasurer are to: <ul style="list-style-type: none"> • Chair the Finance Committee; • Maintain all books of account for the ACLT; • Have custody of all funds, including trust funds, of the ACLT; • Oversee completion and filing of the annual Registered Charity Information Return (Form T3010) with the Canada Revenue Agency; • Review and/or issue official donation receipts to donors of gifts that qualify for a charitable tax credit or deduction; • Authorize the financial transactions of the ACLT; • Prepare financial reports for review by the Board and Executive Committee, and an annual financial report for the annual general meeting; • Review financial statements with accountant during annual review or audit; • Review financial records with auditors in the event of an audit; |

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| | <ul style="list-style-type: none"> • Perform the Chair’s duties if the Secretary is unable; • Monitor the organization’s budget; and • Perform other duties as may be assigned by the Board <p>Note: the position of Secretary and Treasurer may be combined as per the ACLT’s by-laws.</p> |
| Relationships | The Treasurer shall cultivate a working relationship with Directors, the Executive director, and other stakeholders that is built upon trust, common purpose, shared expertise, oversight and transparency. |
| Commitment | The Treasurer shall <ul style="list-style-type: none"> • attend all meetings of Board, and the annual general meeting • fulfil designated duties of the position as required |
| Qualifications | The Treasurer shall have the following qualifications and/or values: <ul style="list-style-type: none"> • Previous experience as the Treasurer of an organization or an equivalent combination of education and experience in financial matters; • Understanding of financial accounting for non-profit organizations; • An in-depth knowledge of the local community; • A commitment to the organization’s mission and strategic directions; • A commitment of his/her time; and • An openness to continual learning. |

Executive director

| | |
|-----------------------|---|
| Accountability | The Executive director (ED) shall <ul style="list-style-type: none"> • act in the best long-term interests of the organization • bring to the role informed decision-making, a broad knowledge of matters related to the ACLT’s endeavours and an inclusive perspective • be accountable for performing the designated duties outlined below |
| Role/Responsibilities | The ED shall <ul style="list-style-type: none"> • Aid in the Board’s decision-making by presenting staff’ and members’ viewpoints, concerns and preferences to its goals and objectives. • Making the Board aware of issues in not-for-profit operations, upcoming ACLT projects/events and other relevant issues. |

| | |
|------------------|---|
| Principle Duties | <p>The duties of the ED are to:</p> <ul style="list-style-type: none"> • Serve as ex-officio on the Board by virtue of the office; • Serve on all committees and attend all committee meetings; • Register with the appropriate authorities and receive licenses or permits for ACLT functions; • Ensure that the ACLT meets its responsibilities as an employer under the all appropriate acts based on the province of operations. • Prepare regular reports summarizing the activities, accomplishments and needs of the ACLT’s programs and projects; • Be responsible for hiring, training, supervising and dismissing staff; and • Other duties as requested by the Board. |
| Relationships | <p>The ED will work with all committees to ensure sound management of the organization, and represent the ACLT among provincial, national, and international stakeholders and partners in the ENGO sector, and among government and municipalities.</p> |
| Commitment | <p>The ED shall</p> <ul style="list-style-type: none"> • Facilitates all meetings. • Fulfil requirements of the position. |
| Qualifications | <p>The following are considered the key qualifications/competencies for the position of ED:</p> <ul style="list-style-type: none"> • Experience as ED or other managerial position • Post-secondary education or related experience in Business and Natural Resource Management or equivalent experience (Business Administration, Leadership, Natural Resources, Environmental Studies, Governance); • Knowledge of governance and management best practices; strong knowledge of non-for-profit sector • Experienced with financial management and fund development; • Experience in the conservation field; including associated policies and legislation; • Excellent management and leadership skills; • Excellent written and verbal communication skills; • Excellent organizational and time management skills with ability to prioritize multiple requests and projects; • Experienced with public speaking, group facilitation, and strong problem-solving skills; • Ability to develop and maintain long-term organizational relationships with landowners, donors, local citizens, other key constituencies, and the greater land trust community; • Bilingualism is an asset. |

| General Board Member | |
|-----------------------|--|
| Accountability | Directors shall <ul style="list-style-type: none"> • Be collectively accountable to the members, community, funders and other stakeholders. • Act in consideration of the best interests of the ACLT and its members. |
| Role/Responsibilities | Directors shall <ul style="list-style-type: none"> • Provide the strategic leadership required to establish and review the organization’s mission, vision, mandate, and goals. • Take into consideration the ACLT’s resources. • Communicate its goals and achievements to members and potential members . |
| Principle Duties | The duties of each are to: <ul style="list-style-type: none"> • Prepare for and participate in board meetings; • Listen to others’ views, express their own views, identify common interests and alternative options to issues facing the ACLT, and be open to compromise and finding consensus-driven solutions; • Support governance decisions once made; • Participate in the review and monitoring of the ACLT’s vision, mission, and objectives and in the development of the strategic plan; • Abide by the by-laws, code of conduct and other polices that apply to the Board; • Participate in the approval of the annual budget and monitor the financial performance of the ACLT in relation to the established budget; • Help establish, review and monitor policies; • Participate in the evaluation, hiring, and, if required, the dismissal of the Executive director; • Identify prospective Board Members and possibly help recruit them; • Participate in the evaluation of the board itself (annual board self-evaluation); • Attend and participate in the Annual General Meeting; • Be an ambassador for the ACLT by ensuring one’s involvement with the organization is known within their respective network of friends and contacts; and • Keep informed about community issues relevant to the vision, mission, and objectives of the ACLT. |
| Commitment | Directors shall <ul style="list-style-type: none"> • Prepare for and participate in board meetings, as well as, the Annual General Meeting. |

| Qualifications | Directors shall have the following qualifications and/or values: <ul style="list-style-type: none">• A working knowledge of the function of non-for-profit profit organizations;• An in-depth knowledge of the local community and a willingness to meet with potential partners and donors;• A commitment to the organization’s mission and strategic directions;• A commitment of his/her time; and• An openness to continual learning. |
|----------------|---|

Appendix C: Terms of Reference for Initial Committees/Woking Groups

Working Group Committee (Land Trust Conservation Fund)

| | |
|------------------------------|--|
| Purpose | The Working Group assists ACLT in the planning, coordination, and implementation of all LTCF activities in support of its programs, projects and activities. |
| Type of Committee | The Working Group committee is Standing Committee of the Board. |
| Committee Objectives | Develops three to five-year funding strategy for LTCF to align with the priorities of ECCC and oversees all subsequent MOU's, funding contracts, administrative contracts, etc. It recommends a management structure for the program and monitors and evaluates the program. |
| Committee Authority | The Working Group is responsible for all discussions with partners such as WHC, NCC/DUC, ECCC regarding the Land Trust Conservation Fund and reports to the Alliance Board quarterly. The Working Group has the authority to negotiate Land Trust Conservation Fund, management of the program and establish guidelines. The Working Group may not make policy decisions that impact ACLT but may make recommendations to the Board. |
| Committee Composition | The Working Group should be made up one member from each region in Canada (Atlantic, Quebec, Ontario, Prairie and British Columbia) and one representative from each Provincial Alliance (RMN, OLTA and LTABC). The Executive Director of ACLT will be an ex-officio member. Chair and Vice-Chair of the Committee to be elected by committee members. |
| Annual Review | The Terms of Reference should be reviewed annually in 2023, 2024 and 2025 to ensure the Working Group's mandate is being effective. |

Working Group on Indigenous Engagement

| | |
|------------------------------|--|
| Purpose | <ul style="list-style-type: none"> To make the best efforts to develop recommendations on how ACLT can operate and govern while meaningfully engaging indigenous people. To apply an indigenous lens to programs and leadership. |
| Type of Committee | The Indigenous Committee is the Standing Committee of the Board. |
| Committee Objectives | <ul style="list-style-type: none"> To develop an indigenous engagement strategy in light of the United Nations Declaration for the Rights of Indigenous People specifically associated with article 11 – Rights to Cultural Practices.⁶ To develop a strategy on how to support the land trust community at large in the application of indigenous engagement within their organizations. |
| Committee Authority | The Indigenous engagement committee has been assigned to develop a plan for indigenous engagement and their recommendations will be brought to the Board of Directors for approval. The Indigenous engagement committee may not make policy decisions that impact ACLT but may make recommendations to the Board. |
| Committee Composition | <p>The Indigenous Engagement Committee should be made of five (5) of each regional land trust and indigenous representatives (BC, Prairies, ON, QC, Atlantic), and one national indigenous representative.</p> <p>The Executive Director of ACLT will be an ex-officio member.</p> <p>Chair or co-chairs of the Committee to be elected by committee members.</p> |
| Annual Review | The Terms of Reference should be reviewed annually. |

Appendix D: Board Application Form

Board Application Form

Complete this application for to be a member of the Board (Board Member) position with the ACLT. Please answer all questions, and clearly demonstrate how you meet the criteria.

⁶ “Indigenous people have the right to practice and to revitalize their cultural traditions and customs. This include the right to maintain, protect and develop the past, present and future manifestations of their cultures, such as archeological and historical sites, artefacts, designs, ceremonies, technologies and visual and performing arts and literature.”

All personal information will be protected in accordance with the requirements of the *Privacy Act*.

Date: Click or tap to enter a date.

1. Personal Information

Name: Click or tap here to enter text.

Phone Number: Click or tap here to enter text.

Email Address: Click or tap here to enter text.

Mailing Address: Click or tap here to enter text.

Postal Code: Click or tap here to enter text.

Date of Birth Click or tap here to enter text.

2. Current Occupation

Click or tap here to enter text.

3. Have you been previously involved with the ACLT? How?

Click or tap here to enter text.

4. How can you contribute to the ACLT ?

Click or tap here to enter text.

5. Relevant Experience and/or Employment (attach a resume as well)

Click or tap here to enter text.

6. Why are you interested in the ACLT?

Click or tap here to enter text.

7. Other community involvement, memberships, interests:

Click or tap here to enter text.

8. Which languages do you speak?

English French Other: Click or tap here to enter text.

9. Demographics

Anglophone Francophone Bilingual other

Other: Click or tap here to enter text.

10. Skills

Please check all skills that apply

| | |
|-------------------------|--|
| Board Governance | <input type="checkbox"/> Board of Director experience (past experience) <input type="checkbox"/> ED succession planning |
|-------------------------|--|

| | | | |
|--------------------------------|--|-------------------------|--|
| | <input type="checkbox"/> Leadership <input type="checkbox"/> Strategic Planning <input type="checkbox"/> Policy Development Risk and Liability Management <input type="checkbox"/> Human resource management | | |
| Finance/ Accounting | <input type="checkbox"/> Accounting <input type="checkbox"/> Bookkeeping <input type="checkbox"/> Budgeting <input type="checkbox"/> Investing | Operations | <input type="checkbox"/> Process improvement <input type="checkbox"/> Quality control <input type="checkbox"/> Information Technology <input type="checkbox"/> CRM <input type="checkbox"/> Project management |
| Fundraising | <input type="checkbox"/> Fundraising <input type="checkbox"/> Event planning <input type="checkbox"/> Grant writing | Public relations | <input type="checkbox"/> Community affiliation/access <input type="checkbox"/> Corporate relations <input type="checkbox"/> Gov't relations <input type="checkbox"/> Partnerships |
| Education programming | <input type="checkbox"/> Elementary level <input type="checkbox"/> High School level <input type="checkbox"/> University/College level | Communications | <input type="checkbox"/> Communication <input type="checkbox"/> Marketing/PR <input type="checkbox"/> Design <input type="checkbox"/> Social Media <input type="checkbox"/> Writing <input type="checkbox"/> Editing <input type="checkbox"/> Translations |
| Scientific knowledge | <input type="checkbox"/> Biology <input type="checkbox"/> Geography <input type="checkbox"/> Forestry agriculture <input type="checkbox"/> Conservation planning <input type="checkbox"/> Ornithology/Botany | Legal | <input type="checkbox"/> Corporate law <input type="checkbox"/> Property law <input type="checkbox"/> Human resources law <input type="checkbox"/> Other law associated with <i>land conservation, conservation easements and servitudes, nature preserves</i> other applicable legislation |

11. Conflict of Interest

Please answer 'yes' or 'no' to the following questions. Where you answer 'yes', please provide an explanation of your response.

- a) Do you have any professional or other interests which could cause a conflict of interest, of the appearance of a conflict of interest, if you were appointed to the ACLT Board?
- No Yes (please explain)

NOTE: If unsure, refer to *the Conflict of Interest* for more information.

Click or tap here to enter text.

- b) Is there anything else about your past or present circumstances which could have an adverse impact on your capacity to fulfill your functions as a member or that could damage the reputation of the ACLT?

No Yes (please explain)

Click or tap here to enter text.

12. Attestation

I attest to the veracity of the information provided in this application form.

Candidate's signature

Date: Click or tap to enter a date.

13. Disclosure

By signing this form, I hereby give my consent to the disclosure of information regarding my application and assessment and to the collection, use, retention, and destruction of this information under the authority of the ACLT. I further understand and authorize the disclosure of information regarding my application to members of the Nominating Committee and ACLT Directors.

Candidate's signature

Date: Click or tap to enter a date.

For Board Use

- Nominee has had a personal meeting with either Executive director, board chair, or other Board Member. Date _____
- Nominee reviewed and interviewed by the nomination committee. Date _____
- Nominee attended a board meeting. Date _____
- Nominee reviewed the board. Date _____

Recommendations by the board _____

Appendix E: Board Member End-of-Term Evaluation

Thank you for spending the time to fill out this evaluation which helps the ACLT to identify the strengths of the board, as well as, any areas for improvement for future Directors.

Name: Click or tap here to enter text.

Date: Click or tap to enter a date.

Years on the Board: Click or tap here to enter text.

Member of the following committees: Click or tap here to enter text.

Board/Committee Assessment

| Topics | Answer | Comments on strengths/ideas for improvement |
|--|--|---|
| Board Assessment | | |
| There is adequate board orientation, training, and support | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Don't Know | |
| The board represents the interests of the organization's membership and includes a diversity of experiences and backgrounds | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Don't Know | |
| There is strong communication between Directors and other individuals in the organization (ED, staff/volunteers/community partners). | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Don't Know | |
| Board meetings are well-prepared | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Don't Know | |
| There is adequate time provided to effectively address issues | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Don't Know | |
| Committee(s) Assessment: | | |
| Committee(s) complete tasks in an effective and timely manner | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Don't Know | |
| Committee meetings are well-prepared, and issues are addressed and dealt with effectively | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Don't Know | |
| There is adequate time provided to effectively address issues | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Don't Know | |
| There is effective collaboration between the committee(s) and the board/staff | <input type="checkbox"/> Yes <input type="checkbox"/> No <input type="checkbox"/> Don't Know | |
| What do you feel was the biggest accomplishment of the ACLT during your time on the board? | | |

Click or tap here to enter text.

What should the board focus on in the future to strengthen the organization?

Click or tap here to enter text.

Self-Assessment

My strengths as a ACLT board member were:

Click or tap here to enter text.

My weaknesses as a ACLT board member were:

Click or tap here to enter text.

I prepared for board meetings by reading background materials and researching issues:

Always Often Sometimes Seldom Never

I was an active participant in board meetings, feel comfortable discussing issues, and recognize the roles and responsibilities of the board.

Always Often Sometimes Seldom Never

Concerns/Other Issues:

Click or tap here to enter text.

Board and Committee/Woking Group Meeting Procedure

| | | |
|-------------------------------------|---|---|
| Purpose | The Purpose of this procedure is to provide a standard format in which to conduct Board and Committee meetings at the ACLT. | |
| Scope | Applies to the <ul style="list-style-type: none"> • ED • Committee Member Chairs • Directors | |
| | <ul style="list-style-type: none"> • This procedure and appendices are mandatory for Committee and Board meetings. They can be used for other ACLT meetings if determined necessary by the Chair of the meeting. | |
| Contact | ED | |
| Essential documents | Governance Policy By-law | |
| Process | | |
| Committee and Board Meetings | <i>Actions</i> <i>Step</i> | |
| | Pre-Meeting | The following steps will be completed by the staff member overseeing the meeting: <ol style="list-style-type: none"> 1. Set the date, time and location for the meeting, providing more than 10 days' notice to members. 2. Provide meeting attendees with the following: <ul style="list-style-type: none"> • Notice of the meeting, including date, time, and location • Agenda for the meeting [template under Appendix A] • Board/Committee Report [template under Appendix B] <ul style="list-style-type: none"> ○ Provide an update on relevant activities • Compilation of all documents to be discussed at the meeting 3. Organize any meeting requirements, including PowerPoint presentation (if applicable), A/V equipment, refreshments, etc. |

| | <p>During Meeting</p> | <p>4. Assign individual to record the minutes of the meeting [template under Appendix C].</p> <p>The following steps will be completed by the Chair:</p> <p>5. Preside over the meeting, beginning by calling the meeting to order and verifying that there is quorum.</p> <p>6. Ensure scheduled time for each agenda item is respected.</p> <p>7. Adjourn the meeting.</p> | | | | | | | | |
|--------------------------------------|---|---|-------------|---------------|--|--|--|--|-----------|--|
| | <p>Post-Meeting</p> | <p>The following steps will be completed by the ED and or Secretary overseeing the meeting:</p> <p>8. Ensure the meeting minutes are complete and written in a succinct, clear fashion.</p> <p>9. Provide Chair with the opportunity to review the Meeting Minutes before distribution.</p> <p>10. Send Meeting Minutes to the members of the meeting.</p> <p>11. Add the Meeting Minutes to the Corporate records.</p> <p>12. Ensure any action items arising from the meeting are dealt with in an appropriate time frame.</p> <p>13. Ensure that action is taken on all passed motions arising from the meeting.</p> | | | | | | | | |
| <p>Annual General Meeting</p> | <p>Pre-Annual General Meeting:</p> <table border="1"> <thead> <tr> <th data-bbox="428 1373 594 1409">Role</th> <th data-bbox="594 1373 1414 1409">Action</th> </tr> </thead> <tbody> <tr> <td data-bbox="428 1409 594 1444"></td> <td data-bbox="594 1409 1414 1444"></td> </tr> <tr> <td data-bbox="428 1444 594 1480"></td> <td data-bbox="594 1444 1414 1480"></td> </tr> <tr> <td data-bbox="428 1480 594 1516">ED</td> <td data-bbox="594 1480 1414 1516">1. Produce and distribute a members' package containing:</td> </tr> </tbody> </table> | | Role | Action | | | | | ED | 1. Produce and distribute a members' package containing: |
| Role | Action | | | | | | | | | |
| | | | | | | | | | | |
| | | | | | | | | | | |
| ED | 1. Produce and distribute a members' package containing: | | | | | | | | | |

| | | <ul style="list-style-type: none"> • Notice of the AGM, including date, time, and location. • Agenda for the AGM (in French and English) [template under Appendix C]. • Compilation and explanation of any proposed resolutions by the Board. • Compilation and explanation of any proposed resolutions by members. • Financial report • A voting proxy providing voting indications for each resolution including standard resolutions, election of directors and appointment of external auditors. | | | | | | | | | | |
|---|--|--|-------------|---------------|---------------------------|---|--------------|--|--------------|---------------------------------------|--------------|-------------------------|
| | Board of Directors | <p>2. Arrange for:</p> <ul style="list-style-type: none"> • A list of the members in good standing at the end of the fiscal year to be produced. • Bookings for the AGM venue including A/V equipment, refreshments, etc. | | | | | | | | | | |
| | Chair | <p>3. Approve the date, time and location for the Annual General Meeting (AGM).</p> <p>4. Review and approve the financial statements.</p> | | | | | | | | | | |
| <p>5. Prepare presentation for the members outlining the significant activities of the organization during the previous year and their financial results, and significant planned activities for the next year.</p> | | | | | | | | | | | | |
| <p>During Annual General Meeting:</p> | | | | | | | | | | | | |
| <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 15%;">Role</th> <th>Action</th> </tr> </thead> <tbody> <tr> <td style="background-color: #cccccc;">Staff</td> <td>6. Register members by validating their identities and proxies, if any.</td> </tr> <tr> <td style="background-color: #cccccc;">Chair</td> <td>7. Preside over the meeting, beginning by calling the meeting to order and verifying that there is quorum.</td> </tr> <tr> <td style="background-color: #cccccc;">Staff</td> <td>8. Record the minutes of the meeting.</td> </tr> <tr> <td style="background-color: #cccccc;">Chair</td> <td>9. Adjourn the meeting.</td> </tr> </tbody> </table> | | | Role | Action | Staff | 6. Register members by validating their identities and proxies, if any. | Chair | 7. Preside over the meeting, beginning by calling the meeting to order and verifying that there is quorum. | Staff | 8. Record the minutes of the meeting. | Chair | 9. Adjourn the meeting. |
| Role | Action | | | | | | | | | | | |
| Staff | 6. Register members by validating their identities and proxies, if any. | | | | | | | | | | | |
| Chair | 7. Preside over the meeting, beginning by calling the meeting to order and verifying that there is quorum. | | | | | | | | | | | |
| Staff | 8. Record the minutes of the meeting. | | | | | | | | | | | |
| Chair | 9. Adjourn the meeting. | | | | | | | | | | | |
| <p>Post Annual General Meeting:</p> | | | | | | | | | | | | |
| <table border="1" style="width: 100%; border-collapse: collapse;"> <thead> <tr> <th style="width: 15%;">Role</th> <th>Action</th> </tr> </thead> <tbody> <tr> <td style="background-color: #cccccc;">Board of Directors</td> <td>10. Ensure that action is taken on all passed resolutions arising from the AGM.</td> </tr> </tbody> </table> | | | Role | Action | Board of Directors | 10. Ensure that action is taken on all passed resolutions arising from the AGM. | | | | | | |
| Role | Action | | | | | | | | | | | |
| Board of Directors | 10. Ensure that action is taken on all passed resolutions arising from the AGM. | | | | | | | | | | | |

| | | |
|--|--------------|---|
| | Chair | 11. Certify the minutes of the meeting by applying their signature and add the minutes to the permanent corporate record. |
|--|--------------|---|

Working Group on Indigenous Engagement

Appendix A: Meeting Agenda Template

Print on paper with ACLT title in header and our address in footer.

Add information between brackets []

[Group title, example: Finance Committee]
Agenda

[Day, Month, Year] from [24-hour clock: XX:00 to XX:00] at [example: The ACLT address]

Meeting called by (Chair): [First and last name, Position]
Invited: **Members:** [List first and last name, add (Phone) if joining by phone]
Non-voting Staff: [first and last name]
Non-voting Guests: [first and last name, if applicable]

| Time | Item | Action | Responsible |
|-----------------|---|--------------------|----------------------------|
| [XX:00 – XX:10] | 1. Opening 1.1. Welcome and Introductions 1.2. Verification of Quorum 1.3. Approval of Agenda 1.4. Approval of Minutes of last meeting held on [Date, Location] | | Chair |
| [XX:10 – XX:15] | 2. Business Arising | [Ex.: Information] | Chair |
| [XX:15 – XX:45] | 3. Main title [For each subject, add a sub-title and number as follows: 3.1, 3.2, etc. Add as separate rows.] | [Ex.: Decision] | [Ex.: ED] |
| [XX:45 – XX:55] | 4. New Business | [Ex.: Discussion] | [Ex.: First and Last Name] |
| [XX:00] | Adjournment | | |

Date and Location of next meeting: [If not known, indicate “To be determined”]

Appendix B: Committee/Board Report Template

Print on paper with ACLT title in header and our address in footer.

Add information between brackets []

[Title] Report to the Board of Directors **[Day, Month Date]**

Prepared by: [First and last name]

Reviewed by:

Presented by: [First and last name, Position (Chair)]

[Title]

(INFORMATION ITEM/DISCUSSION/DECISION)

[Sub-Title]

Brief overview.

*If Decision: **Motion: The [Title] recommends that the Board accepts/declines the [fill in].***

[Title]

(DESCRIPTION)

[Sub-Title]

Brief overview.

Appendix C: Meeting Minutes Template

Print on paper with ACLT title in header and our address in footer.

Add information between brackets []

[Group title, example: Stewardship Committee]
Meeting Minutes

[Day, Month, Year] from [24-hour clock: XX:00 to XX:00] at [example: The ACLT address]

Meeting called by (chair): [First and last name, Position]
Attendees: **Members:** [List first and last name, add (Phone) if joining by phone]
Non-voting Staff: [first and last name]
Non-voting Guests: [first and last name, if applicable]
Absent with regrets: [first and last name of members who were invited (as shown in agenda) but could not attend]

Item

1. Opening
 - 1.1. Welcome and Introductions
 - 1.2. Verification of quorum
 - 1.3. Approval of Agenda

Motion to approve the agenda for the [DATE] [Group Title] Meeting. Moved by [First Name]. Seconded by [First Name]. Motion Carried.
 - 1.4. Approval of Minutes from [Title] Meeting

Action Item: [any changes/updates to the minutes as discussed during meeting. Remove if not applicable]

Motion to approve the [Date] Minutes, [add 'as revised' if applicable]. Moved by [First Name]. Seconded by [First Name]. Motion Carried.

-
2. Business Arising
 - Example #1: Added under [#]. New Business as: [Title]
 - Example #2: Discussed [blank]

Action Item: [list any updates as discussed above]

-
3. Main Title [Same title as in agenda]
-

- [Provide clear, succinct sentences to summarize the meeting.]
- [Start each subject using same sub-title and number as in agenda.]
- [Below are examples of formatting.]

Question: Write out question.

Answer: Provide explanation given in the meeting.

Action Item: [list any actions to be taken by Directors]

Motion to [FILL IN]. Moved by [First Name]. Seconded by [First Name]. Motion Carried.

-
- 4. New Business [remove if not applicable]
[For each new business, add a sub-title and number as follows: 4.1, 4.2, etc. Add as separate rows.]
4.1. [Title.]

[XX:00]

Adjournment

Date and Location of next meeting: [If not known, indicate “To be determined”]

Appendix D: AGM Agenda Template

Print on paper with ACLT title in header and our address in footer.

Add information between brackets []

Meeting of the [YYYY/YY] Annual General Meeting- ACLT

Agenda

The Annual General Meeting of the ACLT/ACOC, will be held on

[Day, Month Date] from [24-hour clock: XX:00 to XX:00] at [example: The ACLT address]

Meeting called by (chair): [First and last name, Position]
Invited: **Members:** [List first and last name, add (Phone) if joining by phone]
Non-voting Staff: [first and last name]
Non-voting Guests: [first and last name, if applicable]

| Time | Item | Action | Responsible |
|--------------------|--|--|-------------|
| [XX:00 – XX:10] | 1. Opening 1.1. Welcome and Introductions 1.2. Verification of Quorum 1.3. Approval of Agenda 1.4. Approval of Minutes of last AGM held on from [DATE, Location] | | Chair |
| [XX:10 – XX:15] | 2. Business Arising from minutes | | Chair |
| [XX:15 – XX:20] | 3. Chair’s Report - Presentation on significant activities 3.1. Proposal: [Title] Motion to accept/not-accept the proposal of [title]. | Information Decision | Chair |
| [XX:20 – XX:30] | 4. Treasurer’s Report and selection of Auditor for YYYY - Presentation of the financial statements - Presentation of the external auditors’ report - Appointment of external auditor for YYYY | Information Information Decision | Treasurer |

Motion to appoint [Name] as External Auditors.

| | | | |
|--------------------|---|----------------------|---------------------|
| [XX:30 – XX:40] | 5. Committee Reports [For each committee, add a sub-title and number as follows: 5.1, 5.2, etc. Add as separate rows.] | [Ex. Information] | Committee Chairs |
|--------------------|---|----------------------|---------------------|

| | | | |
|--------------------|------------------------------|-------------|----|
| [XX:40 – XX:45] | 6. Executive director Report | Information | ED |
|--------------------|------------------------------|-------------|----|

| | | | |
|--------------------|---|--|--|
| [XX:45 – XX:55] | 7. Nominations and Election of New Trustees | | |
|--------------------|---|--|--|

Motion nominate [Name] for the ACLT Board of Directors.
Continue for each potential member.

| | | |
|--|----------|-------|
| | Decision | Chair |
|--|----------|-------|

| | | | |
|---------|-------------------|--|--|
| [XX:55] | 8. Other Business | | |
|---------|-------------------|--|--|

Motion to agree with and ratify the actions of the ACLT Board of Directors.

| | | |
|--|--|-------|
| | | Chair |
|--|--|-------|

[XX:00] Adjournment