BOARD OF DIRECTORS’

GOVERNANCE POLICIES

Amended October 31, 2013

Council Approvals:

February 1998
September 1998
February 2001
May 2007
January 2010
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## Section 1:

**GOVERNANCE POLICIES**

### Policy Type:
- Ends Statements

### Policy Title:
- **Vision**
- **Mission & Objectives**
- **Beliefs**
- **Values**
- **Ends Outcomes**

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VISION:

ASTTBC is the model association for Technology Professionals.

MISSION:

To serve the public by regulating and supporting Technology Professionals’ commitment to a safe, healthy, and sustainable society and environment.
POLICY TYPE: ENDS STATEMENTS

POLICY TITLE: GOALS

The ‘Objects’ of the association (Section 3 of the ASTT Act) are to maintain, improve and increase the knowledge, ability and competence of the members of the association; to regulate standards of training and practice of and for its members and to protect the interests of the public; to establish, maintain and develop standards of ethics among its members, and; to do all lawful things that are incidental or conducive to the accomplishment of these objects.

The ‘Goals’ of the association are:

1. Self governing professional legislation and regulation that protects the public interest;

2. Assured rights to practice and utilization of qualifications within scope of the Technology Professionals’ education, training and experience;

3. Professional standards and regulation for certification, accreditation, ethics and accountability that reflect contemporary social expectations;

4. Consistent and universal recognition of Technology Professionals by employers, governments, other professionals and regulatory bodies;

5. Member services that enhance professional, career, business and personal interests;

6. Technology education and careers are valued and supported;

7. The association and its members are involved as key stakeholders and contributors to public policy in areas in which Technology Professionals have a demonstrated interest and expertise;

8. Sustained excellence in governance and management of the association.
The Applied Science Technologists & Technicians of British Columbia (ASTTBC) believes:

1) the public interest is paramount
2) in continuous improvement
3) fiscal responsibility is essential
4) in providing quality customer service
5) in providing leadership in the community
6) in the creative use of resources
The Applied Science Technologists & Technicians of British Columbia (ASTTBC) values:

- the essential contributions of staff and volunteers
- the diversity and individuality in our relationships
- honest, open communication
- moral integrity
- inclusivity
- quality
- mutual support
- uniformity of purpose
- fun
As a result of ASTTBC’s existence:

- the public interest is protected through professional certification and regulation

- an environment exists in which technology professionals including technologists, technicians and technical specialists are valued and recognized for their contributions, including a right to practice independently within their competencies;

- members have specialized competencies, enabling them to better serve the public and fulfill their defined mandates; and,

- technology education and careers are well known and are sustainable.
GOVERNANCE POLICIES

**Section 2:**

**POLICY TYPE:** Governance Process

**POLICY TITLE:**

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The ASTTBC Council, on behalf of the members of the Applied Science Technologists & Technicians of British Columbia, achieves appropriate results for the public and members at an optimum cost, and avoids unacceptable activities, conditions and decisions. In fulfillment of this obligation, the Council is committed to rigorous, continual improvement of its capability to define values, vision and direction for the Association.
The ASTTBC Council will govern with an emphasis on:

- outward vision, rather than an internal preoccupation
- encouragement of diversity in viewpoints
- strategic leadership, rather than administrative detail
- clear distinction of the role of Council and President
- collective, rather than individual decisions
- future, rather than past or present
- proactivity, rather than reactivity

The ASTTBC Council will:

1. Create a sense of group responsibility. The Council, not the staff, will be responsible for excellence in governing. The Council will be an initiator of policy, not merely a reactor to staff initiatives. The Council will use the expertise of individual members to enhance the ability of the Council as a body, rather than to substitute individual judgments for the Council’s values.

2. Direct, control and inspire the association through the careful establishment of written policies reflecting the Council’s values and perspectives. The Council’s major policy focus will be on the intended long-term impacts outside the operating organization, not on the administrative means of attaining those effects.

3. Enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to matters such as attendance, preparation for meetings, policy-making principles, respect of roles, and ensuring the continuity of governance capability. Continual Council development will include orientation of new members in the Council’s governance process and periodic discussion of process improvement. Officers, individual Council members and committees of the Council have a responsibility to fulfill their specific commitments.

4. Monitor and discuss its process and performance on a regular basis and at least annually. Self-monitoring will include comparison of Council activity and discipline to policies in the Governance Process and Council-Staff Relationship categories.
A. **Council Performance Review**

Once each year the Council will set aside reasonable and sufficient time to discuss and monitor the Council’s own process. The responsibility for ensuring a fair, balanced discussion will rest with the Council Chair. The Council Agenda will note this review.

B. **Council Orientation**

The purpose of the orientation is to acquaint the Council member with the association’s policies, Council process and individual responsibilities. The initial orientation should take place prior to the first Council meeting. A Council manual will be prepared for this purpose. The Past President will present the Council information and the Executive Director will cover the information relevant to operation of the association.

While orientation should be an ongoing process, there are critical areas that should be highlighted which fall into three major headings:

1. **Orientation to ASTTBC**
   - broad general scope of the association, including the vision, mission and goals statement, principles, values, history and services of ASTTBC
   - roles, relationships, and structure of all levels of ASTTBC
   - the ASTT Act, Regulations and Bylaws
   - legislation affecting ASTTBC and members

2. **Orientation to the Council**

This discussion will serve to re-orient existing members as well as to introduce new members to association policies, processes and Council responsibilities. Supporting documentation will be distributed at the meeting, to be inserted into the Council manual. Discussion will focus on the following areas:
• the role of the Council as a governance unit.
• the importance of the Council and its contribution to ASTTBC
• a review of the ASTT Act, Regulations and Bylaws
• a review of the Council governance model and governance polices and the basic values underlying the work of the Council
• the Council’s relationship with the Executive Director and Registrar
• an introduction to the Council’s calendar
• a summary of current issues
• the Council’s relationship with other organizations

3. **Orientation to the individual role of the Council member**

This section of the orientation could be handled in a less formal atmosphere. Orientation to individual expectations of the Council members should include the following:

• specific responsibilities, expectations and benefits of the Council members job
• level of authority and accountability of individual Council members
• role of committees, and resources available to committee members
• methods of reporting and communicating
• performance expectations for individual Council members
The job of the Council is to administer the ASTT Act, serve as the governing body of the association, and represent the members of ASTTBC in determining and demanding appropriate association performance.

To distinguish the Council’s unique job from the jobs of its staff, the Council will concentrate its efforts on the following job “products” or outputs:

1. The link between the association and the BC Legislature, to whom Council is accountable for the administration of the Act
2. The link between the association and its owners, the members
3. Governance policies
4. The assurance of the Executive Director’s performance
5. Full and diligent review of monitoring reports

Council Responsibilities in ASTT Act:

The Council shall manage and conduct the business and affairs of the association and exercise the powers of the association in the name of and on behalf of the association.

The Council shall convene a general meeting of the members once in each calendar year, called the Annual General Meeting, for the transaction of business that may be brought before the meeting, at the time and place determined by the Council pursuant to the regulations. (Section 5(2) and 5(3) of the ASTT Act).*

The Council may make Regulations pursuant to the ASTT Act.*

The Council may make Bylaws pursuant to the ASTT Act.*

* See Appendix for pertinent Section of the ASTT Act.
The Council sees the development of policy as providing effective parameters and broad guidelines for the action of the Council, Executive Director and Registrar.

In fulfilling its responsibility for policy-making, the Council will be directed by the following considerations:

1. The Council will ensure that it is in compliance with the ASTT Act, Regulations and Bylaws and relevant legislation or regulation.

2. Policies will be statements of values or approaches which address:
   
   2.1 **Guiding Principles and Ends**
   
   What benefits for which people at what cost.

   2.2 **Executive Limitations:**
   
   Policies which limit or constrain the Executive Director’s and Registrar’s authority and which establish the prudence and ethical boundaries within which all activity and decisions of the Executive Director and Registrar must take place.

   2.3 **Governance Process:**
   
   How the Council conceives, carries out and monitors its own tasks.

   2.4 **Council - Executive Director and Registrar Relationship:**
   
   How power is delegated to the Executive Director or Registrar and its proper use monitored; the Executive Director’s and the Registrar’s role, authority and accountability.

3. In setting policy, the Council will always work from the broadest, most general statement of policy and will proceed to develop progressively more specific policies until it is satisfied that it has achieved the degree of definition necessary in that area.

4. The Executive Director is responsible for the general oversight and implementation of Council Governance policy, with the exception of policies governing the Council itself. This area is the responsibility of the Council Chair (President) who acts as the “Executive Director” of the Council.
5. In shaping policy, the Council will be highly visible in seeking input to policies. Depending upon the matters under consideration, input will be sought from a variety of sources including, but not limited to:

- members of the association
- Governments and regulatory bodies
- public representatives serving on ASTTBC Council
- other organizations
- volunteers
- staff

6. Each policy will be reviewed by the Council annually or at other appropriate intervals.
POLICY TYPE: GOVERNANCE PROCESS
POLICY TITLE: COUNCIL CHAIR’S (PRESIDENT’S) ROLE 2-6

The President in fulfilling the requirements of the ASTT Act assures the integrity of the Council’s process and secondarily, where appropriate, represents the Council to outside parties. The President is the only Council member authorized to speak for the Council (beyond simply reporting Council decisions), other than in rare and specifically authorized instances.

1. The President ensures that the Council behaves in a manner consistent with its own rules and those legitimately imposed upon it from outside the association. The President will ensure that:
   - Council meeting discussions will be limited to those issues which, according to Council policy, clearly belong to the Council to decide.
   - Deliberation will be fair, open, and thorough and at the same time efficient, timely, orderly and on point.

2. The President has the authority to make decisions that fall within the topics covered by Council policies on Governance Process and Council - Executive Director Relationship, except where the Council specifically delegates portions of this authority to others. The President is authorized to use any reasonable interpretation of the provisions of these policies.

3. The President is empowered to chair Council meetings with all the commonly-accepted power of that position.

4. The President may interpret but has no authority to make decisions about policies created by the Council. Therefore, the President has no authority to supervise or direct the Executive Director.

5. The President may represent the Council to outside parties including media in announcing Council-stated positions and in stating President decisions and interpretations within the area delegated to him/her.

6. The President may delegate this authority, but remains accountable for its use.
1. Council committees, when used, will be assigned for the purpose of reinforcing the wholeness of the Council’s job, and will not interfere with delegation from Council to the Executive Director. Committees will be used sparingly and ordinarily in an *ad hoc* capacity.

2. Council committees are established to help the Council do its job, not to help or advise the staff. Committees ordinarily will assist the Council by preparing policy alternatives and implications for Council deliberation. In keeping with the Council’s broader focus, Council committees will not normally have direct dealings with current staff operations.

3. Council committees may not speak or act for the Council except when formally given authority for such specific and time-limited purposes. Expectations and authority will be stated carefully in order not to conflict with authority delegated to the Executive Director.

4. Council committees cannot exercise authority over staff.

5. Council committees will avoid over-identification with organizational parts rather than the whole. Therefore, a Council committee which has helped the Council create policy on some topic will not be used to monitor organizational performance on that same subject.

6. This policy applies only to committees which are formed by Council action, whether or not the committees include non-Council members. It does not apply to committees formed under the authority of the Executive Director.

7. When Council committees are struck, the following will be documented at the outset:

   - terms of reference, mandate, authority/limitations
   - duration of mandate
   - composition of the committee members
   - staffing
   - costs
   - reporting
1. Standing Committees will be those Committees identified in the Council’s Governance Policies and any other Committee established by Council to assist Council carry out its mandate.

2. Standing Committees include members of Council and any other person who Council appoints.

3. Each Standing Committee will be provided appropriate staff and financial resources. Council will allocate the budget and the Executive Director will assign staff. Council may choose to appoint external staff resources to assist the Committee, in which case the Executive Director will be fully consulted by Council and advised as to the need for, and expectations of, the external resources.

4. The budget for each Standing Committee will be allocated from Council’s budget.
To accomplish its job with a governance style consistent with Council policies, the Council will follow an annual agenda which:

- Completes a re-exploration of Ends Policies annually or at other appropriate intervals
- Continually improves its performance through attention to Council education and to enriched input and deliberation
- Sets and monitors its own budget

1. The Council cycle will conclude each year at the first meeting in a new calendar year.

2. Education, input and deliberation will receive paramount attention in structuring the series of meetings and other Council activities during the year. To the extent feasible, the Council will identify those areas of education and input needed to increase the level of wisdom and forethought it can give to subsequent choices.

3. The Council Agenda will include:
   - **First Quarter:** Receive year-end report on achievements and finances
     - Appoint Boards and Committees
     - Review Executive Director’s performance and set compensation
   - **Second Quarter:** Report to members at Annual General Meeting
     - Conduct Council orientation
   - **Third Quarter:** Receive any revisions to current Work Plan and Budget
     - Approve next year’s Work Plan, Dues, Fees and Budget
   - **Fourth Quarter:** Adopt next year’s Council Plan
     - Review Ends Policies
     - Recognize volunteers (TARC)
The Council expects of itself and its members ethical and professional conduct. This commitment includes proper use of authority and appropriate decorum in group and individual behavior when acting as Council members.

1. Council members must represent loyalty to the interests of the membership.
   - This loyalty supersedes any advocacy or interest groups, and membership on other Councils or staffs, where that role might conflict with that of ASTTBC.
   - This loyalty supersedes the personal interest of any Council member acting as an individual consumer of ASTTBC’s services.

2. The Council member must avoid conflict of interest with respect to fiduciary responsibility.
   - There must be no self-dealing or any conduct of private business or personal services between any Council member and the association except as procedurally controlled to assure openness, competitive opportunity and equal access to otherwise “inside” information.
   - When the Council must decide upon an issue, about which a Council member has an unavoidable conflict of interest, that member shall absent him/herself, without comment, from the vote and the deliberation.
   - Council members must not use their positions to obtain for themselves or for their family members, employment within ASTTBC.
   - Should a Council member be considered for employment in ASTTBC, she/he must withdraw temporarily from Council deliberation, voting, and access to applicable Council information.
   - Members of the Council will disclose, on an annual basis, their involvement with other organizations, vendors, or any other associations which might produce a conflict of interest.

3. Council members may not attempt to exercise individual authority over the organization except as explicitly set forth in Council policies.
Council members’ interaction with the Executive Director or with staff must recognize the lack of authority in any individual member, or group of members, except as noted above.

Council members’ interaction with the public, media or other entities must recognize the same limitation and the same inability of any members to speak for the Council.

Council members will make no judgments of the Executive Director or staff performance except through the Council and/or appropriate committee where authority has been delegated and as that performance is assessed against explicit Council policies by the official process.

4. Council members may not use Council information for their own direct benefit or advantage. This requires that the information be kept confidential whenever required in the best interest of ASTTBC.

That part of a meeting where financial information, negotiation strategies, or intimate personnel matters may be disclosed, shall be kept confidential. The proceedings of any meeting of the Council or any part of a meeting of the Council or any committee thereof which is conducted in camera, including the minutes or any records, shall be kept in confidence by every member of the Council, the Executive Director, and by any member of any committee or other person invited or permitted to attend the meeting.

5. Council members will deal with outside entities or individuals, with staff, and with each other in a manner reflecting fair play, ethics, and straight-forward communication.
Council members must carry out duties in good faith and with a reasonable degree of diligence, care and skill. If a Council member is deemed by the majority of the Council members to be negligent in carrying out his/her duties, the Council will exercise its right to make and enforce its own laws and punish an offender using the following guidelines:

1. The offending Council member shall be censured by the Council President and a letter will be sent to the Council member outlining the circumstances and corrective actions.

2. In the event it is the President who is the offending Council member, he/she shall be censured by the Vice-President.

3. Continued offense will result in a motion of censure being brought to the Council. This motion may result in a voluntary withdrawal or, upon a vote of the majority, the member shall be removed from all committee membership.

4. Continued offense by a member of the Council will result in removal from office by a Council resolution as prescribed in the ASTT Regulations.

5. In circumstances of an extreme nature, the offending Council member will be immediately removed from office in accordance with the ASTT Regulations.
The Council’s primary function is to define results. As such the Council ensures the worthiness of ASTTBC for revenue generation rather than being involved in specific revenue generation activities.

1. Council members will support the revenue generation efforts of ASTTBC by networking to position the ASTTBC for successful revenue generation.

2. Council members will support the revenue generation personally through memberships and supporting ASTTBC events.

3. Council members may contribute to revenue generation areas (donations, sale of memberships, tickets to events, and recruiting others) in accordance with experience and time available.
The Council’s primary function is to define results. As such the Council ensures the worthiness of ASTTBC for educating and informing government and others rather than being involved in specific activities.

1. Council members will support ASTTBC efforts by networking and communicating on behalf of ASTTBC.

2. Council members may be requested to participate in efforts to educate and inform other parties on ASTTBC’s roles, responsibilities, contributions and issues.
GOVERNANCE POLICIES

Section 3:

POLICY TYPE: Council-Staff Relationship

POLICY TITLE:
- Delegation to the Executive Director 3-1
- Executive Director’s Job Description 3-2
- Monitoring Executive Director’s Performance 3-3
- Performance Appraisal - Implementation 3-4
- Executive Director Compensation 3-5
- Registrar Appointment, Compensation 3-6
  & Performance Review
POLICY TYPE: COUNCIL-STAFF RELATIONSHIP

POLICY TITLE: DELEGA
3-1

DELEGATION TO THE EXECUTIVE DIRECTOR

All Council authority delegated to staff is delegated through the Executive Director, so that all authority and accountability of staff as far as the Council is concerned is considered to be the authority and accountability of the Executive Director. The exception will apply when the Council appoints someone other than the Executive Director to serve as Registrar, who has certain legislated responsibilities.

1. The Council will direct the Executive Director to achieve specified results, for specified recipients, at a specified cost through the establishment of Ends policies. The Council will limit the latitude the Executive Director may exercise in practices, methods, conduct and other “means” to the ends through establishment of Executive Limitations policies.

2. As long as the Executive Director uses any reasonable interpretation of the Council’s Ends and Executive Limitations policies, the Executive Director is authorized to establish all further policies, make all decisions, take all actions, establish all practices and develop all activities.

3. The Council may change its Ends and Executive Limitations policies, thereby shifting the boundary between Council and Executive Director domains. By so doing, the Council changes the latitude of choice given to the Executive Director. But so long as any particular delegation is in place, the Council and its members will respect and support the Executive Director’s choices. This does not prevent the Council from requesting information in the delegated areas except where prohibited by “client” confidentiality.

4. Only decisions of the Council acting as a whole are binding upon the Executive Director.

   a) Decisions or instructions of individual Council members, officers, or committees are not binding on the Executive Director except in rare instances when the Council has specifically authorized such exercise of authority.

   b) In the case of Council members or committees requesting information or assistance without Council authorization, the Executive Director can refuse such requests that require, in the Executive Director’s judgment, a material amount of staff time or funds or is disruptive.

5. The Council shall appoint a Registrar for the purpose of the ASTT Act. When the Registrar is someone other than the Executive Director, the Registrar will report to the Executive Director and will, independently carry out responsibilities assigned by the Act and Regulations.
As the Council’s single official link to the operating organization, the Executive Director’s performance will be considered to be synonymous with organizational performance as a total.

Consequently, the Executive Director’s job contributions can be stated as performance in only two areas:

1. Organizational accomplishment of the provisions of Council policies on Ends.

2. Organizational compliance, within the boundaries of prudence and ethics, with Council policies on Executive Limitations.
POLICY TYPE: COUNCIL-STAFF RELATIONSHIP

POLICY TITLE: MONITORING EXECUTIVE DIRECTOR’S PERFORMANCE 3-3

Monitoring executive performance is synonymous with monitoring organizational performance against Council policies on Ends and on Executive Limitations. Any evaluation of the Executive Director’s performance, formal or informal, may be based only on these policies.

1. The purpose of monitoring is simply to determine the degree to which Council policies are being fulfilled. Information which does not do this will not be considered to be monitoring. Monitoring will be as automatic as possible, using a minimum of Council time so that meetings can be used to create the future rather than to review the past. Monitoring reports will be received at least bi-annually for full and diligent review prior to the Council meeting.

2. A given policy may be monitored in one or more of three ways:
   a) **Internal Report:** Disclosure of compliance information to the Council by the Executive Director.
   b) **External Report:** Discovery of compliance information by a disinterested, external auditor, inspector or judge who is selected by and reports directly to the Council. Such reports must assess executive performance only against policies of the Council, not those of the external party unless the Council has previously indicated that party’s opinion to be the standard.
   c) **Direct Council Inspection:** Discovery of compliance information by a Council member designated by the Council, a Task Force constituted by the Council, or the Council as a whole. This is a Council inspection of documents, activities or circumstances, directed by the Council, which allows a “prudent person” test of policy compliance.

3. In the First Quarter of each year the Council will conduct a formal performance review of the Executive Director’s activities and accomplishments during the previous year. This review will only consider monitoring data as defined here, and as it has appeared over the intervening year.
POLICY TYPE: COUNCIL- STAFF RELATIONSHIP

POLICY TITLE: EXECUTIVE DIRECTOR PERFORMANCE APPRAISAL - IMPLEMENTATION

1. The Council shall formally review the Executive Director’s performance against established measures annually.

2. The Council shall constitute a Performance Review Committee consisting of the President, Past President and Vice President.

3. The performance review will be based on two components: Achievement of Ends Policies, and Compliance with Executive Limitations.

4. Two documents will be prepared: one relating to achievement of Ends Policies (prepared by the Executive Director), and one relating to compliance with Executive Limitations (prepared by the Performance Review Committee). These documents shall constitute the basis for the formal performance appraisal of the Executive Director.

EXECUTIVE LIMITATIONS

Committee members will review the monitoring reports for the previous fiscal year and prepare a report to the Council outlining the extent of compliance with policy during the review period. The report will indicate the overall degree of compliance, the significance of any non-compliance, and the follow-up provided on incidents of non-compliance.

ENDS

The Executive Director will provide to the Committee, a written report on the achievement of Ends Policies. The Executive Director will indicate in this report any financial implications of achieving outcomes.

GOAL SETTING / FEEDBACK

A draft report to the Council, consisting of the Committee’s opinion on the compliance to Executive Limitations and the achievement of Ends Policies shall be prepared by the Committee, and shared with the Executive Director for comment or rebuttal. This report shall also include the Committee’s recommendations regarding the Executive Director’s future employment with ASTTBC.

The final report, including any comments or rebuttal from the Executive Director, shall be submitted to the Council for ratification by resolution. This report shall become part of the personnel file for the Executive Director and a signed, written copy shall be provided to the Executive Director for his/her files.

The President shall meet with the Executive Director to discuss any feedback from the Council, and to set goals and objectives (if appropriate) for the following year.
1. The Council must determine the education, skills and core competencies required of the Executive Director and the market value and compensation of these competencies.

2. Compensation must reflect current and appropriate salary based on the geographic and association market.

3. The regular setting of compensation does not preclude the Council recognizing extraordinary performance by the Executive Director. Such recognition would normally be identified and recommended by the Performance Review Committee.

4. Compensation for the Executive Director is set and/or amended only by the Compensation Committee, and in writing.

5. The President, Past President and Vice-President will serve as the Compensation Committee, to review compensation for the Executive Director.

6. The Executive Director will act as a resource to the Compensation Committee by providing information including a copy of the current compensation arrangement, current candidate profile and other relevant documents or data.

7. The President shall ensure written confirmation of any agreements, including compensation issues, is provided to the Executive Director.

8. The Compensation Committee will meet with the Executive Director to review the overall compensation package and to consider and affirm compensation payments for the prior year and arrangements going forward. The EDCC will determine any changes in salary (including COLA and/or merit increases) or any compensation provisions. The EDCC will also consider and incorporate any recommendations of the Performance Review Committee on variable performance pay and any other matters considered by the Performance Review Committee that relate to past or future compensation. A report, with recommendations of the EDCC, will be submitted to Council for information and ratification along with the Performance Review Committee’s report on executive limitations, overall performance and achievements of ends.

9. If the Compensation Committee and Executive Director are not able to reach agreement on compensation then ASTTBC Council will be asked to intervene and make a final decision, which will be binding.
The Council appoints the Registrar as an ‘Officer’ of the Association. The Executive Director monitors the Registrar’s performance and establishes the Registrar’s compensation, reporting to Council at appropriate intervals.

1. The Executive Director will complete a performance review with the Registrar during the Fourth Quarter of each year. The Executive Director is not required to report to Council unless there are matters warranting Council’s attention.

2. The Executive Director will establish the compensation of the Registrar. The compensation will be appropriate to the position and relative to market conditions. The Executive Director is not required to report to Council unless there are matters warranting Council’s attention.

3. The Executive Director and Registrar will approach Council on any matter where the two reach an impasse on matters relating to compensation or performance review.
### Section 4:

**POLICY TYPE:** Executive Limitations

**POLICY TITLE:**
- General Executive Constraint 4-1
- Services to Membership 4-2
- Interaction with Members 4-3
- Membership 4-4
- Staff Treatment 4-5
- Budgeting 4-6
- Financial Condition 4-7
- Emergency Executive Succession 4-8
- Asset Protection 4-9
- Public Relations/Image 4-10
- Compensation and Benefits 4-11
- Communication and Counsel to Council 4-12
POLICY TYPE: EXECUTIVE LIMITATIONS

POLICY TITLE: GENERAL EXECUTIVE CONSTRAINT

The Executive Director shall not cause nor allow any practice, activity, decision, or organizational circumstance which is either imprudent, unlawful, or in violation of commonly accepted business and professional ethics.

1. With respect to interactions with members, or those applying to be members, the Executive Director shall not cause nor allow conditions, procedures, or decisions which are unsafe, disrespectfully, undignified, unnecessarily intrusive, or which fail to provide appropriate confidentiality and privacy.

2. Membership services will not be delivered, accessed, nor endorsed that would allow financial jeopardy, discriminate against members, nor contravene the ASTT Act and Regulations, other applicable legislations, or Council Policy.

3. Dealings with staff shall not be inhumane, unfair or undignified.

4. Budgeting any fiscal period or the remaining part of any fiscal period shall not deviate materially from Council Ends policies or risk financial jeopardy.

5. Actual financial conditions at any time shall not incur fiscal jeopardy nor compromise Council Ends policies.

6. Information and advice to the Council will not have gaps in either timelines, completeness, nor accuracy.

7. Assets may not be unprotected, inadequately maintained, nor unnecessarily risked as outlined in the Asset Protection Policy.

8. Compensation and benefits for employees, consultants, contract workers, and volunteers shall not cause jeopardy to fiscal integrity or public image.

9. The Council will not be uniformed of all issues asked by them as outlined in the Communication and Counsel to the Council Policy.

10. ASTTBC and/or members will not be portrayed in a negative, false, or misleading manner.
POLICY TYPE: EXECUTIVE LIMITATIONS
POLICY TITLE: SERVICES TO MEMBERSHIP

With respect to membership services, the Executive Director will not deliver, access, nor endorse services that allow jeopardy to fiscal integrity, discriminate against members, nor contravene the ASTT Act and Regulations, other applicable legislation or Council Policy. Accordingly, the Executive Director may not:

1. Deliver, access, nor endorse services and programs for members that are inconsistent with ASTTBC’s mission statement or vision.

2. Initiate services/programs without researching costs and member needs.

3. Fail to monitor cost and benefit of services/programs.

4. Fail to consider ASTTBC members with opportunities as vendors and suppliers.
POLICY TYPE: EXECUTIVE LIMITATIONS

POLICY TITLE: INTERACTION WITH MEMBERS

With respect to interaction with members, or those applying to be members, the Executive Director shall not cause nor allow conditions, procedures, or decisions which are unsafe, disrespectful, undignified, unnecessarily intrusive, or which fail to provide appropriate confidentiality and privacy.

Accordingly, the Executive Director may not:

1. Fail to advise members of the rights and responsibilities of membership.

2. Fail to inform members of this policy or to provide a complaints process to members who believe that they have not been accorded a reasonable interpretation of their rights under this policy.
The Executive Director may not:

1. Fail to bring, or cause to be brought, to the attention of the appropriate ASTTBC Board an individual who does not meet the criteria set under the ASTT Act, Regulations and Policies.

2. Fail to enforce, or cause to be enforced, ASTTBC Council policies regarding professional certification and the code of ethics.

3. Fail to identify and implement, or cause to be identified and implemented, discipline procedures as required.

In carrying out these responsibilities the Executive Director will be mindful of the role of the Registrar who has designated responsibilities under the ASTT Act and Regulations. The Executive Director will supervise the work of the Registrar but will not interfere with decisions of the Registrar that are made in accordance with the ASTT Act and Regulations. Should the Executive Director and Registrar disagree on matters being decided, the two will seek legal counsel as appropriate and, if needed, the ASTTBC Council.
With respect to treatment of paid, volunteer, and contract staff, the Executive Director may not cause nor allow conditions which are inhumane, unfair, or undignified.

Accordingly, the Executive Director may not:

1. Operate without written personnel procedures which clarify personnel rules for staff, provide for effective handling of grievances, and protect against wrongful conditions.

2. Discriminate against any staff member for expressing an ethical dissent.

3. Prevent staff from grieving to the Council when (a) internal grievance procedures have been exhausted and (b) the employee alleges either (i) that the Council policy has been violated to his or her detriment or (ii) that Council policy does not adequately protect his or her human rights.

4. Fail to inform staff of their rights under this policy.

5. Discriminate on the basis of race, ancestry, place of origin, colour, ethnic origin, citizenship, creed, sex, sexual orientation, age, marital status, family status, or disability.
POLICY TYPE: EXECUTIVE LIMITATIONS
POLICY TITLE: BUDGETING

Budgeting any fiscal year or the remaining part of any fiscal year shall not deviate materially from Council ends policies nor risk fiscal jeopardy.

Accordingly, the Executive Director may not cause nor allow budgeting that:

1. Contains too little information to create projections of revenues and expenditures, separation of capital and operational items, cash flow, and disclosure of planning assumptions.

2. Plans the expenditure in any fiscal year of more funds than revenues conservatively projected to be received in that period.

3. Allows liquid assets to be less than a safety reserve of one month average expenditures. This policy to include access to a line of credit at the bank of no more than $100,000.00.

4. Provides less than $50,000 per annum for Council prerogatives, such as audit, Council development, Council and Committee meetings, and Council legal fees. This allocation will be increased nominally at the cost of inflation in each year in order to keep pace with rising costs. The allocation will be re-visited at 5 year intervals starting in 2015 or unless a major adjustment over and above the inflation increase is required due to unforeseen circumstances.

5. Causes fiscal integrity to be compromised or fails to ensure enough organizational capability to meet the obligations of ASTTBC as defined in the ASTT Act & Regulations.

6. Fails to plan for a 20% surplus of funds for emergencies and that this sum be acquired through the line of credit and equity in the building.
With respect to the actual, ongoing condition of the organization’s financial health, the Executive Director may not cause nor allow the development of fiscal jeopardy or a material deviation of actual expenditures from Council priorities established in the current Ends Policies.

Accordingly, the Executive Director may not:

1. Expend more than the revenues received in the fiscal year, except in unforeseen circumstances and only then with the approval of Council.

2. Commit the organization to unbudgeted expenditures greater than $20,000 without the approval of Council and will report to Council unbudgeted expenditures or commitments greater than $10,000.

3. Indebt the organization in an amount greater than can be repaid within sixty days by certain, otherwise unencumbered revenues.

4. Use any Appropriated Accumulated Surplus that is restricted by Council.

5. Fail to settle payroll and debts, as a first priority, and in a timely manner.

6. Allow tax payments or other government-ordered payments or filings to be overdue or inaccurately filed.

7. Acquire, encumber, or dispose of real estate.
To protect the Council in the event of the sudden loss of the Executive Director, the Executive Director may not have fewer than one other senior professional staff that is familiar with the Council and Executive Director issues and processes.
The Executive Director may not allow assets to be unprotected, inadequately maintained, nor unnecessarily risked.

Accordingly, the Executive Director may not:

1. Fail to have comprehensive liability and property insurance (with a minimum coverage of 80% of replacement value) coverage to meet any liability, property, and casualty claims against the Council, staff, volunteers, and the association.

2. Subject equipment to improper wear and tear or insufficient maintenance to a degree in which such equipment compromises the association’s effectiveness or efficiency.

3. Knowingly expose the association, its Council or staff to claims of liability.

4. Fail to protect intellectual property, information, and files from loss or damage of any kind.

5. Receive, process, disburse or record funds under controls which are insufficient to meet the association’s appointed auditor’s standards.

6. Fail to secure overdue material payments for the association.

7. Invest surplus funds in investment instruments which do not meet investment criteria below, nor use investment counsel which is not a member of the Investment Dealers Association of Canada.

   **Investment Criteria:** Funds may only be invested for a term shorter than 36 months, in Government of Canada and provincial governments and their guarantees (eg. BC Hydro), commercial paper with a minimum A rating by a bond-rating service, and/or Schedule A Charter Banks and Trust Companies’ money-market funds, term deposits, or guaranteed investment certificates.

8. Fail to inform the Secretary-Treasurer quarterly of all investments.
The Executive Director shall not purposefully cause the association and/or its members to be portrayed in a negative, false, or misleading manner.

Accordingly, the Executive Director may not:

1. Fail to develop practices and guidelines which develop and maintain a positive, public visual identity for ASTTBC.

2. Fail to inform chapters, divisions, institutes, volunteers, community representatives, and staff of visual identity guidelines.
With respect to employment, compensation and benefits to employees, consultants, contract workers, and volunteers, the Executive Director may not cause nor allow jeopardy to fiscal integrity or public image.

Accordingly, the Executive Director may not:

1. Increase his/her compensation and benefits.

2. Establish current compensation and benefits which deviate materially from geographic or professional market for the skills employed.
POLICY TYPE: EXECUTIVE LIMITATIONS

POLICY TITLE: COMMUNICATION AND COUNSEL TO COUNCIL 4-12

With respect to providing information and counsel to the Council, the Executive Director may not permit the Council to be uninformed as outlined below:

Accordingly, the Executive Director may not:

1. Neglect to submit monitoring data required by the Council (see policy on Monitoring Executive Performance) in a timely, accurate, and understandable fashion, directly addressing provisions of the Council policies being monitored.

2. Let the Council be unaware, in the Executive Director’s opinion of relevant trends, anticipated adverse media coverage, material external and internal changes, particularly changes in assumptions upon which any Council policy has previously been established.

3. Fail to advise the Council if, in the Executive Director’s opinion, the Council is not in compliance with its own policies, particularly in the case of Council behavior which is detrimental to the work relationship between the Council and the Executive Director, Executive Director and staff, and association and its members.

4. Fail to solicit for the Council as many points of view, issues, and options as possible for fully informed Council choices.

5. Fail to provide a communication mechanism for official Council, Officer, or Committee communications.

6. Fail to deal with the Council as a whole except when individuals or Council Committees require support for pre-Council work.

7. Fail to report, in a timely manner, an actual or anticipated noncompliance with any policy of the Council.