



OSPREY COMMUNITY FOUNDATION

POLICY MANUAL

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OSPREY COMMUNITY FOUNDATION

BOARD POLICY MANUAL

Governance

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| Governance | Approval Status |
| 101 WHY HOW WHAT | Revised Nov 2021 |

POLICY:

WHY HOW WHAT

Nelson and Area is a healthy, vibrant and caring community for all. (WHY)

The Osprey Community Foundation is dedicated to improving the quality of all life in the area by connecting people who want to give with causes that matter. (HOW)

We invest the funds that have been entrusted to us, look for community needs that match the donor's goals and distribute the investment income through annual grants. (WHAT)

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| Governance | Approval Status |
| 102 GENERAL RESPONSIBILITIES OF THE BOARD | Approved/Reaffirmed (April 2016) |

ROLE OF BOARD:

The Board of Directors is the legal authority for Osprey Community Foundation. The governance responsibility of Osprey Community Foundation Board is to:

- Represent the community/donors - Reflect, listen and communicate with the individuals, groups and community they serve
- Provide leadership and organizational renewal - Develop vision for the future, establish clear direction with long and short-term goals
- Govern the community foundation - Establish outcome oriented policies that guide the foundation, regularly monitor the goals and policies to ensure their implementation.
- Be open and transparent in the operation of the Foundation - by reporting to donors and the community at least annually
- Ensure that the financial affairs of the Foundation are conducted in a responsible, transparent manner with due regard for the Board's fiduciary responsibilities and public trusteeship

GENERAL DUTIES:

- Review and revise the bylaws as necessary
- Establish the Foundation's overall direction through the development, approval, implementation and monitoring of a strategic plan
- Recruit and train new Board members
- Manage Board operations
- Approve the budget, monitor financial management (Ensure effective financial and audit controls are in place to protect invested funds and safeguard donor information)
- Ensure effective operational management - Hire, provide direction to, supervise, evaluate and (when necessary) release the Executive Director.

GOVERNANCE IMPLEMENTATION:

The Board uses a mixed governance/administrative model where the Board provides direction and develops policy and the Executive Director is responsible for administration and operations, including the hiring, supervision and (if necessary) dismissal of staff. It is recognized that the Executive Director and staff cannot do all administrative and operational tasks and as a result, officers, Board committees and individual Board members will continue to perform or assist with some of these functions. Which functions will be delegated and which will remain the responsibility of the Board will be reviewed annually, and the governance model will be reviewed on an as needed basis.

New Board members will be provided with orientation to the organization.

GOVERNANCE ASSESSMENT

The Board will assess its effectiveness on regular basis.

See Appendix 2

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| Governance | Approval Status |
| 103 JOB DESCRIPTIONS OF BOARD MEMBERS | Approved/Reaffirmed (April 2016) |

Authority and Responsibilities:

As a member of the Board, a director acts in a position of trust for the community and is responsible for the effective governance of the organization.

Requirements:

- Commitment to the work of the community foundation
- Knowledge and skills in one or more areas of Board governance and management: planning, policy, finance, fund development, human resource management, investment, Grantmaking, communications, etc.
- Be willing to embrace the Foundation's mission of philanthropic leadership in the community and support its objectives in asset building and Grantmaking
- Have a reputation within his or her profession and the community that would serve to enhance the public image of the Foundation.
- Expected to serve on at least one Board committee
- Attendance at monthly Board meetings, committee meetings and annual general meetings
- Support of fund development activities

General Duties:

A director of the Board is expected to be fully informed on organizational matters, and participates in the Board's deliberations and decisions in matters of planning, policy, finance, and the work of the community foundation.

Primary Responsibilities:

- Directors are expected to
- Act in the best interests of Osprey Community Foundation
- Believe in the philosophies and values of the Foundation
- Serve or chair Board committees as necessary
- Be informed of incorporation articles, legislation, bylaws, mission, strategic plan, code of conduct, and policies
- Participate fully at Board meetings, and committee meetings as assigned, and review information necessary to make decisions
- Declare conflicts of interest and refrain from voting on such issues
- Voice clearly, respectfully and explicitly at the time a decision is being taken, any opposition to a decision being considered by the Board
- Exercise care, diligence and skill that a prudent person would show in similar circumstances

- Publicly demonstrate acceptance, respect and support for decisions legitimately taken in the transaction of the Board and/or foundation's business
- Identify and solicit potential donors
- Be an advocate for the Foundation with contacts and professional colleagues

Directors are encouraged to:

- Support the Foundation's mission through donations to the Foundation as appropriate to personal circumstances

Term:

Refer to Section 5.02 of bylaws for Osprey Community Foundation

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| Governance | Approval Status |
| 104 Committee Mandates and Responsibilities | Revised/Approved (December 2021) |

Policy:

Board-appointed committees provide the recognized avenues for ongoing work of the Foundation, combining the expertise of the staff (as designated by the Executive Director) with the experience and judgment of Board members and selected members of the community.

The following standing committees are established by the Board:

- Executive Committee
- Finance Committee
- Framework Committee
- Grants Committee
- Fund Development Committee
- Nominations Committee
- Recruitment and Retention Committee

Additional ad hoc committees may be established by the Board to address specific issues and make recommendations on these issues to the Board.

Committees are expected to draft specific terms of reference for approval by the Board. These terms of reference are included in Appendix 1.

Each committee will be made up of 2 or more directors with requisite skills to support tasks involved. The Chair of all committees will ordinarily be a Board member. The Chair of the Board is an ex-officio member of all committees. Up to four Non-Board volunteers may be appointed to any of the committees except the Executive Committee. These volunteers may be appointed to a Committee at any time, subject to the approval of the Board. Volunteers are appointed for three year terms or such term as the Board determines. Volunteer appointments are to be confirmed annually.

Immediate Family Members – A Director’s parents, spouse or cohabitation partner or common law relationship, siblings and children – may serve contemporaneously on an Osprey committee.

In all committees, a simple majority will constitute a quorum.

The committees may provide either ongoing or specific advice, and support to the operations of the Foundation through the Executive Director or designated staff. Committees are expected to report on their meetings or activities at the next board meeting, and to seek Board approval for their plans.

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| Governance | Approval Status |
| 105 Officers' Roles and Responsibilities | Revised & Approved December 2019 |

Appointment

The Board shall appoint by resolution a Chair, a Vice Chair, a Secretary, a Treasurer and whatever other officers the Board may by by-law determine at the board meeting immediately following the Annual General Meeting. The Board may specify the duties of any officers so appointed. The Board may also delegate to any officers so appointed the power to manage the business and affairs of the Corporation, in accordance with the Foundation's by-laws and subject to the Act. The Chair and Vice-Chair must be members of the Board.

Chair:

- Shall, subject to the authority of the Board, have general supervision of the affairs of the Corporation
- Presides at all meetings of the Board or the Membership (or may appoint a surrogate meeting chair), approves Board and Executive Committee meeting agendas, approves minutes of Executive Committee meetings
- On critical issues that require a decision before the next Board meeting, the Chair may call for a vote to be undertaken in accordance with Policy 510, Electronic Voting.
- Is an ex-officio member of all committees

Vice Chair:

- Assumes the duties of the Chair in his/her absence

Secretary:

- Attends and is the secretary of all meetings of the Board, the members and the Executive Committee.
- Secretary or designate shall record all votes, approvals and minutes of all proceedings. The responsibility for minutes at Committee meetings, other than the Executive Committee, is delegated to the respective Committee.
- Shall ensure notice of meetings is given to members, directors, officers, auditors and Committee members.
- Shall oversee the safekeeping of all books, records and instruments belonging to the Corporation
- Shall be responsible for ensuring that changes in the Board and other legislative requirements are reported to the appropriate provincial and federal agencies

Treasurer:

- Oversees the accounting and financial activities of the Corporation, including:
 - the keeping of proper accounting records
 - the deposit of money, the safekeeping of securities and the disbursement of the funds of the Corporation.

- the annual preparation of budgets.
- the preparation and presentation of quarterly financial statements to the Board with comparisons to budget.

- Reviews the finances of the organization, provides financial advice to the Executive Committee and the Executive Director.
- Ensures all financial records are available to the auditor in a timely manner.
- Ensures that there is an annual audit by an accounting professional of Osprey's financial statements within 120 days of the fiscal year end
- Ensures that the annual T3010 is submitted to the Charities Directorate of the Canada Revenue Agency within six months of the fiscal year end
- Presents the annual financial statements to the membership
- Sits on the Finance Committee

Term: Officers shall be appointed by resolution of the Board at board meeting immediately following the Annual General Meeting. The Board, in its discretion, may remove any officer of the Corporation. Otherwise, each officer appointed by the Board shall hold office until either the officer's successor is appointed, or the officer resigns. If a vacancy occurs the Board shall appoint a replacement for the duration of the term.

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| Governance | Approval Status |
| 106 APPOINTMENT OF EXECUTIVE DIRECTOR | Approved/Reaffirmed (April 2016) |

POLICY:

The recruitment, selection and appointment of an Executive Director are, along with performance monitoring, among the most important responsibilities of Osprey Board.

The Board of Directors contracts the Executive Director for the management and administration of the Foundation. As per Governance Policy 107, the Executive Director is responsible, within the parameters established by the Board, for determining the methods by which the Board's directions and policies will be executed and the desired outcomes achieved.

PROCEDURE:

1. When a vacancy in the position of Executive Director is anticipated, the Board will establish an ad hoc committee of up to seven people with the majority being Board members for the recruitment and selection of a new Executive Director.
2. This committee will first conduct an organizational, community and philanthropic scan to determine the needs of the Foundation at that point in Osprey's evolution.
3. Based on the scan, the committee will then develop for the Board's review and approval a revised position description that addresses the needs of the Foundation.
4. The committee will also develop a search (advertising, short-listing of candidates and interviewing) process for the Board's review and approval.
5. Upon executing the search process, the committee will recommend to the Board (with reasons) its preferred candidate.
6. A majority of at least 75% of the members attending the Board meeting must approve the appointment of the Executive Director.
7. The Chair and/or committee chair will then be authorized to negotiate the employment contract, and if within Board established parameters, sign the contract on behalf of Osprey.

TERMINATION

1. Based on the recommendation of the Executive Committee or a motion signed by at least half of the Directors, the Board may consider terminating the relationship with the Executive Director.
2. On receipt of such a recommendation or motion, the Chair must call a Special Meeting of the Board within three weeks where this issue is the only item of business.
3. Quorum for this Special Meeting will be sixty percent (60%) of the Board.
4. The Executive Director will have the right to attend this meeting and speak to the Board (directly or through a representative) to present his or her case.
5. Termination can only occur if approved by at least 60% of the Board members attending the Special Meeting.

6. The termination process must also be according to any contract signed with the Executive Director or the BC Employment Standards Act.

| Governance | Approval Status |
|-------------------------|-------------------------------------|
| 107 EXECUTIVE AUTHORITY | Approved/Reaffirmed (April 2016) |

POLICY

The Executive Director is responsible, within the parameters established by the Board, for determining the methods by which the Board's directions and policies will be executed and the desired outcomes achieved.

The Executive Director's role shall be to provide professional competency and effective strategic leadership for Osprey; this includes responsibility for the appointment of other staff, their training and promotion. The Executive Director is also responsible for the dismissal of staff, if necessary, after consultation with the Executive (HR) Committee.

The Executive Director shall be accountable to the Board of Directors as a whole for operating the organization in accordance with approved policies and consistent with the requirements of any legislation, bylaws or regulations. The Executive Director shall ensure that all staff members are knowledgeable of and act consistently with the approved policies and procedures.

PROCEDURES:

Operationally, the Executive Director shall report to the Executive Committee.

All Board responsibilities delegated to staff will be delegated through the Executive Director so that the authority and accountability of staff derives from the authority and responsibility of the Executive Director.

Communications between the Board, Committees or individual Board members, and staff ordinarily will be through the Executive Director. Requests for organizational resources or staff time also will be directed through the Executive Director

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| Governance | Approval Status |
| 108 EXECUTIVE DIRECTOR PERFORMANCE EVALUATION | Approved/Reaffirmed (April 2016) |

POLICY

The Executive Director is the sole official link between the Board of Directors and the organization that it governs. The responsibilities of the Executive Director lie in the exercise of delegated authority and compliance within parameters established by Board policy and directives and defined in the job description. The Executive Director's job contributions can be expressed as performance in the following areas:

- organizational achievement of operating plan and corporate objectives;
- organizational operation within the Board policies;
- professional development objectives;
- relationship with staff; and
- relationships with major community stakeholders.

The Executive Director Performance Review will occur in a manner that is fair and transparent.

- The year-end performance review should be based on clear expectations and objectives in the current year's work plan.
- The objectives should address the performance areas identified above.
- The work plan is drafted by the ED, discussed with the executive committee and presented to the board for approval at the beginning of each fiscal year. This work plan is derived from and aligned with the strategic plan, the budget, and grant commitments.
- The objectives of the work plan can be changed throughout the year with the approval of both parties.

PROCEDURES:

1. Within 60 days of the fiscal year end, the ED provides a written self-evaluation of progress towards achieving the objectives in the work plan, and personal development achievements to the Executive Committee
2. Executive committee to review and discuss with ED
3. Executive committee seeks further input from the board and other staff members and develops a written summary of ED performance and achievement
4. Board will meet in-camera to review the evaluation
5. Executive committee will meet with ED to discuss the evaluation and any recommendations arising from the in-camera board discussion
6. This evaluation will inform the objectives and work plan to be set for the coming year, and the Executive Director will be provided with a reasonable opportunity to redress any deficiencies in performance.

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| Governance | Approval Status |
| 109 DECISION PROCESSES | Approved/Reaffirmed (April 2016) |

Policy:

Osprey will strive for collaborative and consensus decision making but in the event that consensus cannot be reached, decision will be by majority vote.

The Foundation's bylaws and governance policies will be kept current and available to both Directors and the public.

PROCEDURES:

- The Chair of the Board will cast a second or deciding vote in case of a tie.
- Copies of the bylaws and policy manual are to be maintained on Osprey Community Foundation website and Board members to be informed whenever changes to the documents on the website are made.
- Changes to the policy manual are to be made only as a consequence of a Board decision.

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| Governance | Approval Status |
| 110 ELECTRONIC VOTING | Revised/Approved (November 2019) |

POLICY:

Periodically, matters arise that must be addressed prior to the next scheduled Board meeting. The Chair at his or her discretion may initiate an electronic discussion and vote to deal with such a matter. Electronic votes should not be used for complex or controversial matters. In these cases a meeting will be held.

PROCEDURES:

1. An e-mail describing the issue and the proposed action will be sent to all Board members by the Chair (or designate). Wherever possible the proposed action should be in the form of a motion.
2. This initial message will invite discussion of the issue and will specify the date and time at which the vote will be taken. This deadline will normally be five days from the date of the original e-mail message but this time may be shortened if greater urgency is required or if the motion is routine.
3. When discussions are taking place, members shall use the "Reply to All" command (or equivalent) so that all members will receive all comments.
4. At the deadline, the Chair will send out another e-mail message calling for the vote. Respondents should again use the "Reply to All" command. When a majority of available members has voted yes or a majority has voted no, the Chair will declare the motion passed or defeated in a final e-mail message. Sufficient "yes" or "no" votes must be received to constitute a quorum.
 1. The e-mail discussion and voting results must be ratified at the next regular meeting.
 2. If a matter turns out to be more controversial or complex than expected, any Board member may request a meeting to decide the matter. The original motion shall be considered to be on the floor when the meeting begins.

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| Governance | Approval Status |
| 111 CODE OF CONDUCT | Approved/Reaffirmed (April 2016) |

POLICY

All Board members, staff, contractors and volunteers are expected to model high standards of accountability. All Board members, staff, contractors and volunteers are expected to conduct themselves in a manner that:

- Supports the objectives of the Foundation
- Serves the best overall interest of the organization rather than any particular constituency
- Brings credibility and goodwill to the organization
- Respects principles of due process, including shared responsibility of and respect for Board decisions
- Demonstrates respect for individuals in all areas related to cultural, diversity, linguistic and life circumstances
- Gives respect and fair consideration to opposing views
- Avoids real and perceived conflicts of interest.

All Board members and staff are expected to conduct themselves in a manner that:

- Demonstrates due diligence and dedication in preparation for and attendance at meetings, special events and all activities on behalf of the Foundation;
- Ensures that the financial affairs of the corporation are conducted in a responsible and transparent manner with due regard for their fiduciary responsibilities and public trusteeship; and
- Conforms to bylaws and policies approved by the Board.
- Understands that Osprey property, materials and services will be utilized only as requested or authorized by the employment contract, in the case of employees, or with permission from the ED.

PROCEDURES

1. All Board members are to be provided with copies of or electronic access to the Foundation's Bylaws and Policy Manual and are expected to familiar with their contents.
2. All staff, contractors and volunteers are to be provided access to or copies of the Governance Policies on mission, purpose, values and guiding principles, code of conduct conflict of interest, confidentiality, and privacy.
3. Any apparent breach of the code of conduct, conflict of interest, confidentiality or privacy policies by a Board member, the Executive Director or a volunteer will be investigated by an independent committee chaired by a Board member. This committee may include non Board members.
4. The Committee will make recommendations to the Board for actions to be taken. These actions may include dismissal for a Board member or the Executive Director or termination of the volunteering opportunity.

5. The Executive Director will investigate any apparent breach of this code of conduct by a staff member or contractor, and the Executive Director will take the appropriate actions with the advice of the Executive Committee. Again, these actions may include dismissal of the employee or cancellation of the contract.

CONFLICT OF INTEREST:

Conflict of interest arises when a person participates in a decision about a matter including any contract or arrangement of employment, leasing, sale or provision of goods and services which may benefit or be seen to benefit that person because of his/her direct or indirect monetary or financial interests affected by or involved in that matter.

It is the duty of any person taking part in the operations of the Foundation to adhere to the Conflict of Interest Policy at all times. In the event that such a matter arises, the person shall formally disclose the interest, refrain from attempting to persuade or influence other persons participating in the decision, and shall not cast any vote on the matter.

CONFIDENTIALITY

Employees, Board members and volunteers shall keep confidential matters that are considered of a private nature. (e.g. matters concerning staff, the security of the institution, any future or unannounced events.) This includes information gained relating, but not limited, to all computer software and files, Osprey business documents and printouts, and all volunteer, employee membership, donor and supporter records.

PERSONAL/SEXUAL HARASSMENT

Osprey has a zero tolerance policy with respect to Personal /Sexual Harassment. Personal/Sexual Harassment in any form is strictly prohibited and may be grounds for termination as a volunteer, or in the case of an employee, immediate dismissal for just cause without notice or pay in lieu of notice. (See Policy #xxx.)

IMPLEMENTATION

Strict observance of the Code is fundamental to the activity and reputation of the Foundation. It is essential that all volunteers, Board members, employees, and any contracted individuals adhere to this Code. They will certify this by signing a Declaration that they have read and will abide by this Code.

The Human Resources section of this Policy Manual gives further details of this and other policies and procedures of the Foundation. The Executive Director has the responsibility of ensuring compliance with all Codes and Policies of Osprey.

CODE OF CONDUCT DECLARATION

I, _____, have read and understand
(Name – please print)

the Code of Conduct of Osprey Community Foundation. I understand that a violation of the Code of Conduct may be grounds for termination as a volunteer, Board member or contracted individual, or in the case of an employee, immediate dismissal for just cause without notice or pay in lieu of notice.

Signed this _____ day of _____, 20_____.

_____ (Signature)

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| Governance | Approval Status |
| 112 CONFLICT OF INTEREST | Revised/Approved December 2021 |

PREAMBLE

It is important that our practices and decisions are without suspicion or influence and avoid any appearance of impropriety, which may raise concerns within or outside the organization. The policy is designed to ensure an organization’s reputation for integrity of decisions. As a result, this policy addresses conflicts of interest, real or perceived. This policy will not address the issue of what constitutes an actual conflict of interest as a matter of law.

As a result, the policy is directed towards the sources of the most potential conflict. These include conflicts arising as a result of an affiliation with:

1. An organization that has, or is negotiating, a business relationship
 - A conflict of interest arises in a situation in which:
 - The foundation has a business or financial dealings with a Board member, volunteer* or staff member individually or with a corporation, partnership or other business enterprises of which the Board member, volunteer or staff member, or a member of his/her family**, is an officer, director, partner or substantial stockholder, or
 - The primary purpose of a grant from the foundation to a qualified grantee is made to support a transaction with such a business enterprise.

2. An organization seeking funding or other support
 - A conflict of interest arises in a situation in which the foundation is considering or makes a grant to a qualified donee of which the community foundation Board member, volunteer or staff member, or a member of his/her family, is an officer, director, trustee or employee of the applicant organization. This also includes situations where Board members, volunteers or staff members have an unofficial role with the applicant organization as a significant donor, volunteer, advocate or advisor

*Volunteer includes any person serving voluntarily on a committee with Board-delegated powers or in any other capacity that might give rise to a conflict of interest.

**Family includes spouse or partner, children, grandchildren, parents or grandparents, siblings (and their immediate families), as well as any member of the extended family living under the same roof.

Implementation:

This policy will be conveyed to staff and all new Board and committee members.

At any time during a board or committee meeting, director or committee members may declare a conflict of interest. The minutes of the meeting will reflect declared conflicts. If the member is unsure, he/she will ask for clarification and the chair will determine if there is a real or perceived conflict.

When there is a conflict, the member will abstain from voting.

It is the responsibility of Board and committee members to raise concerns they may have regarding conflict of interest with a member who is perceived to be in conflict. If there are still concerns, it is their responsibility to convey these concerns to the chair.

Board, volunteers and staff are prohibited from accepting personal gifts from current and prospective providers of services or goods and grantees with the exception of occasional hospitality or other benefits of a nominal value.

Board members, volunteers and staff are prohibited from using privileged information gained in their role for personal or professional gain.

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| Governance | Approval Status |
| 113 CONFIDENTIALITY | Approved/Reaffirmed (April 2016) |

POLICY:

Osprey recognizes its responsibility to ensure that information about its employees, donors and third parties is kept in the strictest confidence.

Board members, employees, contractors or volunteers may have knowledge of confidential information and are obligated to hold in confidence any information that is learned in this setting. Such information is not to be released and/or discussed with friends, family or public, or disclosed to unauthorized persons or agencies unless prior authority has been granted by the Board of Directors.

PURPOSE:

To protect the privacy and respect the dignity of individuals and organizations in our community.

PROCEDURES:

1. A donor’s right to confidentiality will be specified in the Deed of Gift.
2. Board members, volunteers, employees and contractors will be required at all times to respect the confidentiality of a donor’s name, level of gift and personal circumstances that might identify a donor, unless specific permission is given to release this information.
3. Financial and other sensitive information received from grant applicants will only be used for the grant adjudication process.
4. Employee information will only be disclosed when required by federal and/or provincial statutes (including the BC Personal Information Protection Act or PIPA) or with written permission from the individual.
5. Unless it is in the conduct of their responsibilities, Board members, employees and contractors will not discuss information concerning donors, personnel issues, business contracts and arrangements, Osprey Community Foundation financial business, or in-camera board meetings.
6. Upon conclusion of their official relationship with Osprey, staff, contractors, and volunteers will delete all electronic records pertaining to Osprey from home & personal computers and email accounts. Osprey reserves the right to request written confirmation of deletion.
7. The Executive Director will be the Privacy Officer for Osprey and will be responsible for ensuring the Foundation’s handling of confidential information conforms to the BC Personal Information Protection Act.

8. Any perceived breach of confidentiality will be investigated by the Board or the Executive Director as appropriate, and may result in dismissal for employees and volunteers and removal for Board members.

| | |
|-------------|-------------------------------------|
| Governance | Approval Status |
| 114 PRIVACY | Approved/Reaffirmed (April 2016) |

POLICY

Osprey Community Foundation (the “Foundation”) is committed to protecting the privacy of people whose personal information is held by the Foundation through responsible information management. Any personal information provided to the Foundation is collected, used and disclosed in accordance with the British Columbia Personal Information Protection Act (PIPA) and other applicable legislation.

Privacy Statement

The following statement sets out how the Foundation commits to protect the privacy and maintain the confidentiality of personal information collected.

Information Collected Directly From a Donor, Member, Employee, Grant Applicant or Contractor:

The Foundation will collect and record personal information voluntarily provided to us by donors, volunteers, staff, grant applicants or members through correspondence, conversations, meetings, conferences, donations, membership applications or other forms of communications. Such information will only be used by authorized staff and Committee members to fulfill the purpose for which it was originally collected or for a use consistent with that purpose, unless the provider expressly consents otherwise.

Such information may be used for the purpose of assisting the Foundation in:

- Distinguishing donors from each other;
- Contacting donors or members;
- Assisting the donor in making a gift to the Foundation or creating a fund at the Foundation;
- Appropriately receipting, acknowledging and stewarding the gifts of donors and the grants from donors’ funds;
- Adjudicating grant applications and managing the granting process;
- Maintaining appropriate employee and contractor records, especially as required by the Canada Revenue Agency or under the BC Societies Act.

This is not intended to be an exhaustive list, and the Foundation may collect other information about a donor, member, employee, grant applicant or contractor from time to time as is determined appropriate by the Foundation’s Board of Directors.

The Foundation will not share, sell or make available an information provider’s personal

information with third parties unless:

The information provider authorizes the Foundation to share the information;

- Sharing the information is necessary to process a donation or grant application;
- It is required for the operation of the Foundation, e.g. for software development. We require any contractors so engaged to keep personal information secure and confidential.
- The Foundation is required to do so by federal and/or provincial statutes (including the BC Personal Information Protection Act, or PIPA, and applicable tax laws).

Retaining Information

As the Foundation's business is the stewardship of endowment funds kept in perpetuity, all information collected from a donor may be retained permanently.

The Foundation is obligated to protect donors' and other information providers' personal information by making reasonable security arrangements against such risks as unauthorized access, collection, use, disclosure, or disposal. Security measures have been integrated into the day-to-day operating practices of the Foundation.

PROCEDURES

Accessing Information

Donors or other information providers may review the personal information the Foundation has recorded for that provider and only for that provider. Information providers may also provide written permission to the Foundation to permit another individual to review the personal information the Foundation has recorded for that provider, but only for that provider.

General

If someone wishes to ask any questions about or have any concerns about the personal information Osprey Community Foundation collects, the person to contact is the Executive Director, who is designated as the privacy officer.

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|-----------------------|-----------------------------------|
| Governance | Approval Status |
| 115 BOARD RECRUITMENT | Revised/Approved November 2019 |

POLICY:

While recognizing that common sense and pragmatism should always guide when considering potential candidates for membership on Osprey Board of Directors, the Board or the Nominating Committee should consider the following factors in order of priority in its assessment:

- the Foundation’s overall obligation to ensure that the Board as a whole is broadly representative of the community and credible in the eyes of most Nelson citizens;
- the range of skills of the combined Board membership is adequate to effectively run the organization (a list of some of the skills is attached);
- the candidate’s commitment to the purposes and success of the Foundation;
- broader representational issues such as gender, religious affiliation and ethnic origin.

Some important skills required for Osprey Board include (in no particular order)

| | |
|---|--|
| legal knowledge | accounting knowledge |
| business and marketing skills | media and public relations |
| organizational management skills | investment skills |
| familiarity with local community services, agencies and charities | familiarity with government programs, operations and officials |
| knowledge of grantmaking | computer skills |
| experience with community foundations | |

Some important community interests the Board should seek to represent in its effort to be broadly representative of the community included (in no particular order)

| | |
|--|---------------------|
| community services/charities | local business |
| professionals | senior citizens |
| youth | ethnic communities |
| churches | government services |
| educators and educational institutions | health services |
| environment | arts |

Process:

1. Member of the Public expresses interest in serving on the Osprey Board.
2. Potential director fills out Board Application found on Osprey website.
3. Osprey Board reviews application and Osprey directors determine most appropriate first contact representative.
4. Selected representative and ED have informal meeting with potential director and provides *What Does It Mean to Be On the Osprey Board?* document.
5. Board may choose to invite potential director to upcoming board meeting or may choose to keep application on file for future consideration.
6. Osprey Board appoints potential director to board.
7. New director invited to stand for election at next AGM.

| Governance | Approval Status |
|---|-----------------|
| 116 Board of Directors – Family Members | March 2018 |

Immediate Family Members – A Director’s parents, spouse or cohabitation partner or common law relationship, siblings and children – shall not serve contemporaneously on the Board of Directors.

| Governance | Approval Status |
|--------------------------|-----------------------------|
| 117 REMOVAL OF DIRECTORS | Approved (November 2018) |

POLICY:

To effectively participate in the governance of this organization, Board members are to attend Board meetings.

PROCEDURE:

Where a Director fails to attend three consecutive meetings without reasonable excuse the following steps will be taken:

- The Chair shall speak to the Director concerned to discuss their ability to fulfill their commitment to Osprey and seek a mutually agreeable solution
- The Chair will report the results of this meeting to the next Board meeting which shall take appropriate action.
- Appropriate action may include removal from the Board.

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| Governance | Approval Status |
| 118 APPOINTMENT & ROLE OF HONORARY ADVISORS | Approved/Reaffirmed (April 2016) |

POLICY:

Purpose

It is recognized that the credibility and success of Osprey Community Foundation rests with those persons who are willing to associate their name with and work on behalf of the Foundation and its objectives. Further it is recognized that some well regarded persons will not be able to devote the time and energy required of Board members but strongly endorse the objectives of the foundation. Adding their name and public support on behalf of the foundation will serve the foundation’s objectives while ensuring that the eclectic nature of our community is reflected in those participating and supporting the foundation. Accordingly appointment of Honorary Advisors serves the objectives of the Foundation.

Appointment

The Foundation will have a maximum of twenty (20) Honorary Advisors. From time to time, the Board may wish to appoint appropriate Honorary Advisors. Their term of appointment will be annual with no restriction on subsequent reappointments.

Roles and Requirements

- Commitment to the work of the Community Foundation
- Willingness to embrace the Foundation’s mission of philanthropic leadership in the community
- Willingness to share personal name and reputation within the community to enhance the public image of the Foundation
- Willingness to provide input to the Board, as requested, to improve the Foundation.
- Being an advocate for the Foundation with contacts and professionals colleagues
- Providing community insights and suggestions as they see appropriate.

Note: Honorary Advisors are welcome to attend Board of Directors meetings and committee meetings as resource persons.

Communications

Copies of Board and Committee meeting minutes will be sent to Honorary Advisors, on request. As mentioned above, Honorary Advisors’ participation in these meetings is most welcome; however should they feel the need for a formal contact point with the Board that contact shall be the Board Chair.

Procedure

- The Board will communicate annually with existing Advisor to confirm their willingness to continue in this role.

- New appointments will be at the discretion of the Board and the key criteria will be the ability to fulfill the roles above.

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|----------------|-------------------------------------|
| Governance | Approval Status |
| 119 MEMBERSHIP | Approved/Reaffirmed (April 2016) |

POLICY:

Only members in good standing (have a current membership) may vote at the Annual General Meeting.

. PROCEDURES:

1. The membership year shall be the calendar year, beginning January 1.
2. Existing members may renew their membership at any time prior to the opening of the Annual General Meeting.
3. New members must have joined at least 14 days prior to the AGM to be eligible to vote at the meeting.
4. The Executive Director will maintain the roster of members.

| Governance | Approval Status |
|------------------------------|-------------------------------------|
| 120 GEOGRAPHICAL AREA SERVED | Approved/Reaffirmed (April 2016) |

POLICY:

The principal geographic service area is to be City of Nelson and RDCK Areas E and F.

The Board will consider on a case-by-case basis the awarding of grants serving the West Kootenay area if a substantial proportion of the benefit of the programs for which the grants are being requested are realized in Nelson and area.

The Board will consider hosting funds that benefit other areas in the West Kootenays but are outside the Nelson area (as defined above) on a case-by-case basis if so requested.

| Governance | Approval Status |
|-----------------------------------|--------------------|
| 121 GEOGRAPHICAL AREA of Director | Approved June 2022 |

POLICY:

When elected/appointed the director must reside, work, go to school or own property in the City of Nelson or RDCK Areas E and F. A director up for re-election who does not meet one of the four criteria may be re-elected at the end of their term at the Board's discretion.

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| Governance | Approval Status |
| 122 Record and Retention Policy | Approved Nov 2021 |

POLICY:

The purpose of this policy is to ensure the records and documents of the Foundation are adequately protected and maintained and to ensure records that are no longer needed by or are of no value to the Foundation are discarded at the proper time. The Executive Director shall include the list of proposed dispositions in a report to the Board for review and approval prior to destruction.

This policy also provides clarification to employees so they understand their obligations in retaining electronic documentation which includes e-mail, web files, text files, sound and movie files, PDF documents, and all Microsoft Office or other word processing formatted files. The Foundation's record retention policies are based on a combination of legal requirements, Foundation by-laws, and the desire to keep records for historical purposes as determined by the Foundation.

Legal requirements:

The legal requirements on record retention are found in the Income Tax Act and Canada Revenue Agency ("CRA") applicable guidelines. Consideration should be given to the Personal Information Protection Electronic Documents Act ("PIPEDA"). PIPEDA enforces the appropriate collection of data from donors, stakeholders, employees, and volunteers to ensure only information required for their function is collected and held only as long as it is required and with the permission and knowledge of the individuals.

See Appendix 3 for Osprey's records retention checklist.

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|-------------------|----------------------|
| Governance | Approval Status |
| 123 Policy Review | Approved Dec 2019 |

POLICY:

The Board is required to review and approve all policies every three years.

| | |
|---------------------------------|-------------------|
| Governance | Approval Status |
| 124 Policy Review By Committees | Approved Dec 2021 |

POLICY:

Committees are required to review and approve all policies every three years as outlined and updated in the Policy Review Index.

See Appendix 4

APPENDIX 1: (104: Committee Mandates and Responsibilities)

COMMITTEE TERMS OF REFERENCE

To be reviewed and updated by all committees.

104-1 EXECUTIVE COMMITTEE

Reviewed Nov 2021

Composition:

The Chair, Vice Chair, Secretary and Treasurer - appointed by and accountable to the Board. The Executive Director is an ex-officio, non-voting member of the Executive Committee.

Authority:

To carry out activities as delegated by the full Board.

Responsibilities:

1. To act on behalf of the Board on matters that do not impact the financial viability of the Foundation and report on these actions at the next Board meeting.
2. To oversee and provide guidance to the Executive Director in the day-to-day operation of the organization and to approve financial commitments as required between Board meetings.
3. To set the agenda for the Board meetings
4. To make reasonable efforts to consult with and notify the Board as it considers actions which must be taken between Board meetings and report regularly to the Board on their activities.
5. To identify strategic planning needs and learning opportunities on emerging issues and ensure appropriate responses are developed.
6. To serve as the Human Resources Committee and review HR policies before forwarding to the Board for approval.

Note: See Governance Policy 105 for roles and responsibilities of individual Officers.

04-2 FINANCE COMMITTEE Terms of Reference

Reviewed/Revised Nov 2021

Composition: Includes Treasurer, Executive Director and minimum of one other Osprey director.

Mandate:

The committee is a standing committee of the Board. The Committee has overall responsibility for the financial and investment affairs of the Foundation.

Functions and Responsibilities:

1. Oversee the investment of all funds
2. Meet with the Treasurer periodically to determine the availability of funds for investment and distribution
3. Recommend to the Board the amount of money available for grant distribution
4. Ensure a valuation of investments is undertaken regularly including information on investment earnings and costs
5. Prepare the annual budget
6. Recommend the administration fee rate
7. Present quarterly financial report to the board
8. Present audited annual Financial Statements to the board for approval
9. Review and recommend policies, systems and internal procedures required to manage the financial health of the Foundation
10. Undertake other work assigned to it by the Board of Directors

104-3 FRAMEWORK COMMITTEE

Mandate

The committee is a standing committee of the Board. This committee is responsible for the legal framework for the foundation, ensuring bylaws and policies are current and appropriate.

Functions / Responsibilities:

1. Ensure bylaws, and governance policies and practices are current, appropriate and consistent with applicable legislation
2. Provide advice and assistance to Executive Director as needed in the development and maintenance of administrative, human resource and volunteer policies and procedures.
3. Maintain policy manual and ensure any changes to policies approved by the Board are reflected in the manual maintained on website.
4. Undertake other work as assigned by the Board.

104-4 FUND DEVELOPMENT COMMITTEE

Mandate

A standing committee of the Board. The Committee has the overall responsibility for fund development and donor relations.

Functions and Responsibilities

1. Overall responsibility for, and implementation where appropriate of, the fund development programs and activities of the Foundation. These include for example,
 - Meeting with lawyers, accountants and investment advisors to inform them of Osprey Community Foundation and how it may be able to meet some of their clients' needs.

- Overseeing the preparation of packages containing information on income tax advice, the intent and direction of the foundation's various funds, sample forms and other relevant material for distribution to appropriate individuals, organizations, and groups
- Arranging public forums and information sessions on relevant subjects such as wills and estate planning
- Ongoing donor relations

2. Other work as assigned to it by the Board of Directors

104-5 GRANTS COMMITTEE [Revised and Approved Nov 2019]

Mandate:

The Grants Committee is a standing committee of the Board, and reports to the Board. This Committee has the overall responsibility for the Community granting function of the Foundation.

Functions/Responsibilities:

1. To develop, review and recommend policies with respect to grantmaking for approval by the Board.
2. To review Osprey's granting criteria and process annually and make recommendations for changes to the Board.
3. To confirm which arts discipline will be the focus of the Arts Legacy Award each year. The Committee will also form an ad hoc sub-committee of community members knowledgeable in that arts discipline to review Arts Legacy Fund grant applications and provide recommendations on disbursement of the Award.
4. To review the Committee of the Whole public members and make recommendations to the Board for (re)appointment.

Composition:

Shall be composed of up to 3 Directors, and up to one Member of the Public and the Executive Director; any member of the Board of Directors may also attend and participate in the Committee meetings.

104-6 NOMINATIONS COMMITTEE [Revised and Approved Nov 2019]

Name: Osprey Community Foundation Nominations Committee. It is a Standing Committee of the Osprey Community Foundation Board of Directors.

Membership: The committee consists of two board members who hold terms of up to three years. The committee meets as needed. Committee members will appoint a Chair.

Purpose of the Committee:

The goal of the Nominating Committee is to present a slate of director candidates for election and executive officers for appointment.

Duties and Functions of the Committee:

1. Annual Election and Appointment Functions:

- Put out a notice to the board for nominees for executive positions prior to the AGM and advise the Chair and Secretary of the list of candidates that have agreed to let their name stand for executive positions to be appointed at the first duly constituted board meeting immediately following the AGM.
- Put out a notice to the board and prospective members for nominees for new and end of term director positions prior to the AGM and advise the Chair and secretary of the list of candidates that have agreed to let their name stand for director positions.

104-7 Recruitment and Retention Committee Terms of Reference November 2019

Name: Osprey Community Foundation Recruitment and Retention Committee. It is a Standing Committee of the Osprey Community Foundation Board of Directors.

Membership: The Committee consists of all current directors. The committee meets as needed. Committee members will appoint a Chair.

Purpose of the Committee:

The goal of the Recruitment and Retention Committee is to provide a board with a diversity of skills, experience and knowledge.

Duties and Functions of the Committee:

1. Ongoing Functions:

- Maintain a current Director “Skills Matrix” and use it to inform gaps in knowledge and expertise.
- Review and update list of potential board members as maintained by Osprey staff.
- Review “What Does it Mean to be on the Board” as posted on the Osprey Foundation website.
- Review and maintain board application.
- Maintain confidentiality when managing personal information of board members, staff and prospective board members.
- Review Terms of Reference.

2. Recruitment of New Directors

- Report to the board of directors at each meeting and request directors to bring forward names of potential new directors.
- Determine with the directors who is best suited to make initial contact and to attend follow up meeting with prospective member. Provide support as necessary.
- Provide prospective board member or attending director with application form and “What Does it Mean to be on the Board” document.

3. Retention of Existing Directors

- Review, maintain and provide exit interview to all departing directors.
- Review, maintain and provide board evaluations on an annual basis.
- Revisit board meeting schedule semi - annually.

APPENDIX 2: (102: GENERAL RESPONSIBILITIES OF THE BOARD)

Board Meeting Evaluation Survey

- The online link to the Board Meeting Evaluation Survey will be made available in Core Documents.
- Directors can access on an as need basis.
- The online form will be sent anonymously to Executive Director. Author of submission can provide name in survey if desired.
- Executive Director to forward survey to Vice Chair or Chair if more appropriate.
- Vice Chair will address issue with Chair and, if not anonymous, with author of the submission.
- Vice Chair will report on submission and how it was addressed at next board meeting.

Board Self-Appraisal Guide

- The Board Self-Appraisal Guide will be provided to directors annually in January.
- The Self-Appraisal and any resulting reflections to be discussed at February's board meeting.

Reviewed: December 2021

APPENDIX 3: (122: RECORD RETENTION)

Record Retention Checklist here

APPENDIX 4: (124: Policy Review By Committee)

| Policy | Committee | Frequency of review |
|---|-----------|---------------------|
| Governance | | |
| 101 Mission, Values and Purpose, Guiding Principles, Fields of Interest | FRAMEWORK | 3 YEARS |
| 102 General Responsibilities of Board | FRAMEWORK | 3 YEARS |
| 103 Job Descriptions for Board Members | FRAMEWORK | 3 YEARS |
| 104 Committee Mandates & Responsibilities | FRAMEWORK | 3 YEARS |
| 105 Officers' Roles and Responsibilities | FRAMEWORK | 3 YEARS |
| 106 Appointment of Executive Director | FRAMEWORK | 3 YEARS |
| 107 Executive Authority (New) | FRAMEWORK | 3 YEARS |
| 108 Executive Director Performance Evaluation (New) | FRAMEWORK | 3 YEARS |
| 109 Decision Processes | FRAMEWORK | 3 YEARS |
| 110 Electronic Voting (New) | FRAMEWORK | 3 YEARS |
| 111 Code of Conduct | FRAMEWORK | 3 YEARS |
| 112 Conflict of Interest | FRAMEWORK | 3 YEARS |
| 113 Confidentiality | FRAMEWORK | 3 YEARS |
| 114 Privacy | FRAMEWORK | 3 YEARS |
| 115 Board Recruitment | FRAMEWORK | 3 YEARS |
| 116 Board Of Directors – Family Members | FRAMEWORK | 3 YEARS |
| 117 Removal of Directors | FRAMEWORK | 3 YEARS |
| 118 Appointment and Role of Honorary Advisors | FRAMEWORK | 3 YEARS |
| 119 Membership | FRAMEWORK | 3 YEARS |
| 120 Geographical Area Served | FRAMEWORK | 3 YEARS |
| 121 GEOGRAPHICAL AREA of Director | FRAMEWORK | 3 YEARS |
| 122 Policy Review | FRAMEWORK | 3 YEARS |
| 123 Record Retention | FRAMEWORK | 3 YEARS |
| Appendix 1: Committee Mandates & Responsibilities | FRAMEWORK | Every Year |
| Appendix 2: Evaluation and Self-Appraisal Process (Policy 102) | FRAMEWORK | 3 YEARS |
| Giving | | |
| 201 Gift Acceptance | FINANCE | 3 YEARS |
| 202 Donor Bill of Rights | FINANCE | 3 YEARS |
| 203 Funds, Fund Types and Criteria for Naming | FINANCE | 3 YEARS |
| Grantmaking | | |
| 301 Granting Guidelines | GRANTS | 3 YEARS |
| 302 Grant Requirements /Agreements for Community Grant Recipients | GRANTS | 3 YEARS |
| Grant Application Policy for Potential Donees That Are Not Registered | | |
| 303 Charities | GRANTS | 3 YEARS |
| 304 Granting from Affiliate Community Funds | GRANTS | 3 YEARS |
| 305 Grant Committee Membership Guidelines | GRANTS | 3 YEARS |
| 306 Board Approval of Grants | GRANTS | 3 YEARS |

Osprey Community Foundation

Finance / Endowment Management

| | | | |
|-----|--|---------|---------|
| 401 | Financial Accountability | FINANCE | 3 YEARS |
| 402 | Investment Policy - Long Term | FINANCE | 3 YEARS |
| 403 | Investment Policy: Short-term & Securities | FINANCE | 3 YEARS |
| 404 | Banking Institution | FINANCE | 3 YEARS |
| 405 | Administrative Fee – Endowed Funds | FINANCE | 3 YEARS |
| 406 | Administrative Fees – Flow-Through Funds | FINANCE | 3 YEARS |
| 407 | Administrative Fees – Rebate Policy | FINANCE | 3 YEARS |
| 408 | Signing Officers | FINANCE | 3 YEARS |
| 409 | Internal Financial Policies | FINANCE | 3 YEARS |
| 410 | Accepting Charitable Gifts for Administrative Costs of Osprey Affiliates | FINANCE | 3 YEARS |
| 411 | Transaction Fees | FINANCE | 3 YEARS |
| 412 | Corporate (Foundation) Credit Card | FINANCE | 3 YEARS |

Management and Administration

| | | | |
|-----|-----------------------------------|-----------|---------|
| 501 | Corporate Logo | FRAMEWORK | 3 YEARS |
| 502 | Community Foundations of Canada | FRAMEWORK | 3 YEARS |
| 503 | Letters of Support | FRAMEWORK | 3 YEARS |
| 504 | Membership in Other Organizations | FRAMEWORK | 3 YEARS |
| 505 | Risk Management | FRAMEWORK | 3 YEARS |
| 506 | Special Leadership Initiatives | FRAMEWORK | 3 YEARS |

Human Resources

| | | | |
|-----|------------------------------------|-----------|---------|
| 601 | ALTERNATIVE WORK ARRANGEMENTS | EXECUTIVE | 3 YEARS |
| 602 | DISCIPLINE | EXECUTIVE | 3 YEARS |
| 603 | DRUG AND ALCOHOL-FREE WORKPLACE | EXECUTIVE | 3 YEARS |
| 604 | EMPLOYEE BENEFITS | EXECUTIVE | 3 YEARS |
| 605 | EMPLOYMENT EQUITY | EXECUTIVE | 3 YEARS |
| 606 | EMPLOYMENT STATUS | EXECUTIVE | 3 YEARS |
| 607 | EXPENSES AND ALLOWANCES | EXECUTIVE | 3 YEARS |
| 608 | SAFE WORKPLACE ENVIRONMENT | EXECUTIVE | 3 YEARS |
| 609 | HIRING – RECRUITMENT AND SELECTION | EXECUTIVE | 3 YEARS |
| 610 | EMPLOYMENT CONTRACT | EXECUTIVE | 3 YEARS |
| 611 | ORIENTATION | EXECUTIVE | 3 YEARS |
| 612 | HIRING - PROBATION | EXECUTIVE | 3 YEARS |
| 613 | LEAVES OF ABSENCE | EXECUTIVE | 3 YEARS |
| 614 | OCCUPATIONAL HEALTH AND SAFETY | EXECUTIVE | 3 YEARS |
| 615 | OVERTIME | EXECUTIVE | 3 YEARS |
| 616 | PERFORMANCE MANAGEMENT | EXECUTIVE | 3 YEARS |
| 617 | PERSONNEL FILES | EXECUTIVE | 3 YEARS |
| 618 | PROFESSIONAL DEVELOPMENT | EXECUTIVE | 3 YEARS |
| 619 | STATUTORY HOLIDAYS | EXECUTIVE | 3 YEARS |
| 620 | TERMINATION OR RESIGNATION | EXECUTIVE | 3 YEARS |
| 621 | USE OF OSPREY PROPERTY | EXECUTIVE | 3 YEARS |

OSPREY COMMUNITY
FOUNDATION

BOARD POLICY MANUAL

Giving

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| 202 | Donor Bill of Rights | 5 |
| 203 | Funds, Fund Types and Criteria for Naming | 6 |
| 204 | Undesignated Donation Policy | 10 |
| 205 | Resiliency Fund Policy | 13 |

| Giving | Approval Status |
|---------------------|-----------------------------------|
| 201 Gift Acceptance | Approved/Reaffirmed (Oct 2016) |

BACKGROUND:

Osprey Community Foundation is a public foundation and a not-for-profit corporation under the Canada Not-for-Profit Corporations Act. It is also a registered charity under the Income Tax Act (Canada).

The Foundation’s mission:

Through the growth and stewardship of permanent endowment funds and the distribution of income to a broad range of eligible organizations and activities, Osprey Community Foundation works to improve the quality of life for all area residents

The Foundation:

- Exercises philanthropic leadership in identifying and addressing community needs and opportunities;
- Attracts and manages charitable gifts of cash, pledges, bequests, memorials and life insurance in the form of permanent endowments;
- Invests these pooled funds prudently, and uses the earnings to make grants, often in partnership with others, to deserving, non-profit organizations for the benefit of all types of charitable activities: social services, arts and culture, education, health and the environment.

Osprey Community Foundation is thus a catalyst and resource for philanthropy throughout the region. It is a vehicle for generous citizens who want to give something back to the community both during and after their own lifetime.

POLICY RATIONALE:

Gift Acceptance policies are important in ensuring that donations are used to further the mission of the Foundation and include appropriate consideration of donor objectives. They, along with Fund Agreements, provide clarification of roles, responsibilities and expectations of both the Foundation and its donors.

Gift acceptance policies provide guidance for Board decision-making. They:

- ensure that gifts to the Foundation are made in accordance with legal and ethical regulations and guidelines;

- promote consistent practices as we exercise our fiduciary responsibilities; and
- protect the Foundation from potential liability related to gifts that come with (sometimes unforeseen) financial consequences.

These policies can help to enhance long-term relationships with donors, and encourage donors and Foundation representatives to work together to provide the most effective benefits to our community congruent with the donor's philanthropic wishes.

POLICY:

1. The Foundation will abide by all laws governing the charitable sector.
2. Foundation volunteers, friends and staff members are authorized to encourage donors to make both outright and deferred gifts. The types of deferred gifts to be offered include bequests, gifts of life insurance policies and proceeds, and such other gift arrangements as the Board of Directors may from time to time approve.
3. Persons acting on behalf of the Foundation shall inform, serve, guide or otherwise assist donors who wish to support the Foundation's activities, but never under any circumstances are they to pressure or unduly persuade.
4. Persons acting on behalf of the Foundation shall, in all cases of potential major new gifts, encourage the donor to discuss the proposed gift with independent legal and/or tax advisors of the donor's choice so as to ensure that the donor receives a full and accurate explanation of all aspects of the proposed charitable gift.
5. Osprey's Executive Director is authorized to negotiate planned gift agreements with prospective donors, following guidelines approved by the Board of Directors. Gifts will be planned to benefit the community through the Foundation, and to effectively interpret the donor's charitable interests.
6. All proposed agreements of planned gifts shall first be reviewed and approved by the Board.
7. Gift agreements will clearly identify that it is the responsibility of the Board of Directors to approve all disbursements of net income from endowed funds.
8. Any member of the Board or staff can accept a donation if it is under \$2,000 and it has no apparent conflict with the policies and goals of the Foundation. All gifts of \$2000 or more must be approved by the Board. This includes periodic giving (e.g. monthly) where the cumulative total over a calendar year meets or exceeds \$2000. It should be

clear to the donor that final issuance of a tax receipt will be completed after approval at the Board level.

9. The Board of Directors reserves the right to decline to accept a gift based on lack of congruency with the Foundation's mission; desire of the donor to exert unacceptable conditions or controls over disbursement of the net income from the gift; cost-of-ownership implications related to administration time, management and marketability of the gift; unacceptable risks; gifts that are illegal; or other factors agreed to by the Board of Directors.
10. Donors' wishes regarding recognition or anonymity regarding a gift will be honoured, provided that any recognition is congruent with the Foundation's usual standards of practice and legal requirements. Should the donation require Board approval, the donor's name will be provided so that the Board is fully informed when making their decision but the minutes will show only that the gift was made by an anonymous donor.
11. All new Fund Agreements must be reviewed and signed by two members of the Executive.
12. Any gifts in kind be accepted with the understanding that the receipt will be for the net amount received on the sale of the asset, unless for any reason the Board chooses not to convert the asset into cash, in which case the value will be determined in the agreement between the donor and the foundation
13. Gift related costs such as legal fees, appraisals, real estate commissions and taxes relating to acceptance, maintenance, management or re-sale of a gift of property, will be the responsibility of the donor except as indicated below, or unless the Foundation, upon prior agreement, agrees to assume responsibility for any portion of the costs of these items. The Donor will be receipted for the net amount actually received by the Foundation.
14. For online donations received through PayPal, the Foundation will normally absorb the administration fees 'as a cost of doing business,' and receipt the Donor for the full amount of the donation. However, in the event that the administration fee for a donation is over \$2000, the Foundation may, in consultation with the Donor, deduct these fees from the gross amount of the donation and receipt the Donor for the net donation.
15. The Foundation will obtain independent assessment of the value of gifts of property.
16. The Foundation will not serve as executor of a donor's will or trustee of a charitable remainder trust, but may refer the donor to a trust institution that has agreed to provide this service.

17. Whenever possible, the donor should be informed of potential conflict with usual standards of practice and legal requirements at the time of the initial gift agreement.

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|--------------------------|--------------------|
| Giving | Approval Status |
| 202 Donor Bill of Rights | Approved June 2022 |

POLICY:

To assure that donors and prospective donors can have full confidence in Osprey Community Foundation and causes they are asked to support, we declare that all donors have these rights:

1. To be informed of the Foundation’s mission, of the way the Foundation intends to use donated resources, and of its capacity to use donations effectively for their intended purpose.
2. To be informed of the identity of those serving on the Foundation’s governing Board, and to expect the Board to exercise prudent judgment in its stewardship responsibilities.
3. To have access to the Foundation’s most recent financial statements.
4. To be assured their gifts will be used for the purposes for which they were given (as specified in the Fund Agreement or Endowment Direction Form).
5. To receive appropriate acknowledgement and recognition unless the donor has chosen to remain anonymous.
6. To be assured that information about donations is handled in accordance with the Privacy Policy of the Foundation and consistent with provincial and federal Privacy Legislation. Board members and staff are required at all times to respect the confidentiality of a donor’s name, level of gift and personal circumstances that might identify a donor if asked to do so by the donor or by a motion of the Board. Donor requests for confidentiality and anonymity will be strictly respected. Access to donor information will be restricted to only those who need it for the function of their duties. Paper records are kept locked and computer records are protected using password protocols.
7. To be treated with respect. Every effort will be made to honour their requests to:
 - Limit the frequency of solicitations
 - Not be solicited by phone or other technology, and
 - Not receive printed material concerning the Foundation

8. To be informed whether those seeking donations are volunteers, employees of the Foundation or hired solicitors.
9. To feel free to ask questions when making a donation and to receive prompt, truthful and forthright answers. Donors will be encouraged to seek independent advice if the Foundation has any reason to believe that a proposed gift might significantly affect the donor's financial position, taxable income, or relationship with other family members.
10. The Foundation does not exchange, rent or otherwise share its fundraising list with other organizations.

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| Giving | Approval Status |
| 203 Funds, Fund Types & Criteria for Naming | Revised June 2023 |

PREAMBLE:

The Foundation gives individual donors, family foundations, businesses, and charitable organizations a number of ways to fulfill their philanthropic objectives while supporting the wellbeing of our community.

The Foundation specializes in building endowment funds, where the capital is not encroached, and uses the funds’ earnings to support the ever-changing needs and opportunities of our community.

The Foundation has a number of types of funds available for donors. Many of them are open funds where gifts may be made by any interested contributor thereby allowing even modest contributions to be joined with others’ gifts for maximum charitable benefit.

Donors may name the fund that they endow – for themselves, a family member, a company or a valued friend. Some funds have names that convey specific goals or purposes, or hold special meaning to the donor. The criteria for naming and establishing funds are identified below in each fund definition.

POLICY:

Funds – General Guidelines

All funds are open funds, meaning that any donor can make a gift at any time, once the fund is opened.

Donors to designated and advised funds will be provided with an annual fund statement, reflecting additions to the funds, administrative and investment fees charged against the funds, grants from the fund and the determination of annual distributable earnings for the subsequent year.

Annual distributions from the fund will be identified as having come from the fund, unless the donor wishes the distribution to remain anonymous.

Fund Agreements will be required to establish all funds, and must be signed by two members of the Executive. The Board will approve templates for Fund Agreements for each type of fund

after review by legal counsel. The Board must approve any changes to the clauses of these templates.

Fund Agreements can be amended during the lifetime of the donor.

The threshold for a Named Fund, Donor Advised Fund, Designated Fund or Agency Fund is at \$10,000 with a ten year period to meet the threshold. This time period may be extended at the discretion of the Board.

Until such time as the \$10,000 pledge is fulfilled, the fund holder will be encouraged to recapitalize the income earned.

Community Fund

This fund will consist of donations, large and small, from a variety of sources – individuals, corporations and foundations. Donations to this fund give the foundation the greatest flexibility to respond to current community needs through the provision of grants to charities. A donor may establish a Named fund within the Community Fund.

Field of Interest Funds

Like the Community Fund, a Named Fund may be established within Field of Interest Funds whereby the donor identifies an area of interest that they would like to target their support (e.g. heritage, children and youth, relief of poverty, education, etc.). The donor empowers the Foundation to select worthwhile projects to support.

Donor Advised Funds

Donor advised funds enable a donor to have ongoing participation in the selection of charities that will benefit from their gift. Donors can choose this type of fund instead of creating a family trust or private foundation. Existing foundations are able to transfer their assets to Osprey to achieve higher returns or reduce administrative costs while still remaining involved in allocating grants.

Designated Funds

By establishing a designated fund, donors have the opportunity to specify which particular charity or charities they would like to support in perpetuity. If an organization ceases to exist, the donor has not named a successor beneficiary and the donor is deceased, the foundation will redirect the funds to a Named Fund within the Community Fund.

Agency Funds (e.g. endowed funds established by charitable organizations)

These funds can be created on behalf of registered charities. The fund allows the charity freedom from investment responsibility and gives donors the confidence of knowing that a permanent foundation is in place to professionally administer the charity's endowment. Once established, the charity will encourage their donors to contribute to their endowment fund.

Transferable Agency Funds

For an initial capital contribution of \$100,000 transferable funds can be established on behalf of registered charities. Funds with transferable terms provide a steady stream of income but allow charitable agencies to make requests to transfer, in whole or in part, the fund's capital at some future date. Such funds will not be pooled with Osprey's SRI endowment fund, rather, they will be established with the Vancouver Foundation as individually named Osprey funds alongside Osprey's CTF and SRI fund. These funds may be withdrawn under the terms set out in the Vancouver Foundation agreement to establish the fund. If redemption of capital occurs, it cannot be paid to an individual or corporation, but rather must be paid to a qualified donee. Unless a request to access capital is received, the fund will operate similar to a permanent endowment fund, with the capital of the donation invested for perpetuity and income being made available for distribution on an annual basis.

Osprey Community Foundation Administration Fund

The purpose of this fund is to offset the costs of operating the foundation. Donors are able to establish a Named Fund within this Administration Fund.

Legacy Fund

These funds are established in anticipation of an estate gift. Donors may establish a Legacy Fund in any of the above categories with an initial minimum donation of \$1,000 and a commitment that with all future gifts plus bequests and recapitalizations of income, the Fund will reach a minimum threshold of \$10,000. Until such a time as the \$10,000 pledge is fulfilled, the fund will not be listed on the Osprey fund chart and income earned will be recapitalized to the fund on an annual basis. Granting will begin when the fund reaches \$10,000.

Flow-Through Funds

Flow-through funds are non-endowed funds whereby the donations are received by the Foundation and then granted to a designated charitable organization on behalf of the donor(s).

While Osprey does not promote establishing flow through funds, the Board will consider creating them on a case-by-case basis where there is a demonstrated advantage to the long-term growth of the foundation. The following situations may arise to warrant consideration of such administration:

- Where Osprey is already holding an endowed fund for a donor who wishes to channel some additional charitable funding through Osprey.
- Where there is a desire on the part of Osprey to provide special service to an existing donor or one who has made a planned irrevocable gift.
- Where there is a strong possibility of a subsequent permanently endowed gift.
- Where there is a significant opportunity to provide support for either Osprey (as the intermediary) or the designated beneficiary(ies).
- Where there is a new community or broader partnership opportunity.

Care should be taken to ensure that advantage is not being taken of the Foundation, nor precedent set, in agreeing to such arrangements. Every attempt should be made to have the donor make a commitment to Osprey by making a meaningful gift to a permanent endowment.

An administrative fee may be charged on these Flow-Through Funds (see Policy #406).

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| Giving | Approval Status |
| 204 Undesignated Donations | Approved Nov 2019 |

Undesignated Donations

The Foundation can receive donations that are not designated for any specific purpose or fund. The following policy has been developed to support the ongoing operational needs of the Foundation and the continued growth of the unrestricted Community Fund.

POLICY:

When a contribution to the Foundation is not designated by the donor for a specific purpose, that contribution may be allocated between the Osprey Administration Fund and the Osprey Community Fund at the discretion of the board.

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| Finance/Endowment Management | Approval Status |
| 205 Resiliency Fund Policy | Approved June 2023 |

PREAMBLE:

Policy to support the creation of non-endowed funds established to support disaster relief and recovery.

The charitable purposes of Osprey include promoting and advancing activities that contribute to the development of healthy communities. Receiving funds to help with emergency relief situations can be a charitable activity that benefits the community, and is not an unusual activity for a community foundation to engage in.

The purpose of this fund is to provide a centralized opportunity for donors and funders to invest in emergency disaster relief, recovery and resilience.

Definition: Disasters are serious disruptions to the functioning of a community, that exceed its capacity to cope using its own resources.

Relief

Provide emergency disaster relief for individuals, families, and communities

Fill critical gaps in local safety net services that may include food and housing security, physical and mental health access and support, and emergency assistance

Recovery

Support the long-term recovery of impacted individuals, families, and communities

Support the capacity of organizations to provide long-term recovery services

Support case management, project management and construction management associated with recovery

Support community-based leadership activities such as convening recovery committees

Resilience

Prepare for and minimize damage from catastrophic events

Invest in hazard mitigation and prevention for communities at risk of and impacted by natural hazards

Support coordinated planning with public/private sector entities, reduce duplication of efforts, and increase the overall effectiveness of disaster prevention and preparedness activities

Disbursements

Disbursement will be made to an appropriate organization provided that the organization meets federal regulations related to the receipt of charitable contributions and is eligible for qualified

disbursements under the Income Tax Act (Canada). Disbursements will be made based on the recommendations of the Fund Holder. The final authority on any distribution rests with Osprey.

Distributions from the fund should not result in any undue private benefit for the beneficiaries. When collecting donations, it should be communicated to donors what the funds will be used for, and make it clear that if more funds are received than required for those uses, they will be held and used in accordance with the general purposes of the fund they are contributed to.

Fees

Fees will be based upon Osprey Policy 406 Administrative Fee – Flow Through Funds.

In the event of a large influx of donations in a short period of time, and in recognition of the administrative burden this can place on the Osprey office, consideration may be made to encourage and direct all donations under a specified threshold to a third party donation platform such as Canada Helps. The donation, less any platform fees and any applicable Osprey fees, will be allocated to the Fund.

OSPREY COMMUNITY
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BOARD POLICY MANUAL

Grantmaking

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| Grantmaking | Approval Status |
| 301 GRANTING GUIDELINES | Revised/Approved Feb 2022 |

POLICY:

1. Osprey will carry out its granting activities in a manner consistent with the purposes outlined in its legal documents (2000 Letters Patent and 2012 Certificate/Articles of Continuance)

PROCEDURES:

Non-designated Funds

(i.e., community funds and field-of-interest funds that do not have a Deed of Gift specifying the grant recipient, so can be used for general community granting)

1. Osprey will accept applications from registered charities and qualified donees that provide services to residents of Nelson and area without discrimination because of race, colour, creed, sex, age, sexual orientation, marital status or disability.
2. Eligible projects shall contribute to the development of a healthy and diverse community by furthering the charitable purposes contained in Osprey Community Foundation's Certificate/Articles of Continuance.
3. Eligible projects may engage in any of the following activities:
 - Direct service and program support
 - Capital projects
 - Action oriented research
 - Public awareness
 - Innovation
 - Capacity building
 - Program planning, design and needs assessment
 - Service consumer advocacy.
4. Osprey will not normally fund projects involving:
 - Deficit reduction
 - Retroactive funding
 - Fund-raising campaigns
 - Exclusively travel focused activities
 - Academic and scientific research
 - Scholarships *

* except for funds specifically endowed for this purpose

5. Individuals and organizations applying for a grant under Osprey's Arts Legacy Fund must meet the special guidelines for that fund. (See the- Election Criteria maintained on the website.
6. Osprey Community Foundation will call for funding applications and award grants to successful projects at least once each year. The deadline for applications will be highlighted on the website and advertised in local news media.
7. Each proposal will be carefully reviewed by Osprey's Grants Committee of the Whole which will make recommendations to the Board.
8. Applicants will be advised in writing of the Foundation's decision on their application within approximately two months of the application deadline.

Designated Funds (including agency funds, donor-advised funds, scholarships and bursaries)

1. Osprey shall follow instructions outlined in the Deed of Gift when granting the annual disbursement from a Designated Fund to the specified recipient (qualified donee).
2. Osprey shall consult with the donors of Donor-Advised Funds to determine where the annual disbursement should be directed. The recipient of the grant must be a qualified donee.

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| Grantmaking | Approval Status |
| 302 GRANT REQUIREMENTS/AGREEMENTS FOR COMMUNITY GRANT RECIPIENTS | Revised/Approved Feb 2022 |

POLICY:

To ensure that Osprey Community Foundation is meeting all its legal requirements, grant recipients must adhere to all conditions set by the Foundation.

PROCEDURES:

1. Successful grant applicants will be informed of the Board’s granting decisions in writing. Before the grant is awarded, each Grantee will sign a Grant Agreement that specifies conditions that must be met and grant reporting requirements. Once this agreement is signed and returned to the Osprey office, the grant cheque can be disbursed.
2. Each grant recipient must fulfill all conditions specified in the Grant Agreement. Osprey Board may, at its discretion, extend the completion deadline upon request of the grant applicant.
3. Any proposed change to the use of the grant must receive prior approval of Osprey Board of Directors. Requests will be reviewed by the Grants Committee, which will make a recommendation to the Board. If the changes are minor, the ED may approve the changes and advise the Board.
4. Each grant recipient must submit a final report to Osprey as specified in the Grant Agreement.
5. Except in extenuating circumstances, Osprey grant recipients that have failed to submit a final report are ineligible to receive further funding until that final report has been submitted.

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| Grantmaking | Approval Status |
| 303 GRANT APPLICATION POLICY FOR POTENTIAL DONEES THAT ARE NOT REGISTERED CHARITIES | Revised/Approved Feb 2022 |

POLICY:

The Foundation wishes to provide a framework to facilitate partnerships within both the not-for-profit and the arts sectors so that the quality of life will be improved and the community will be strengthened.

As a Public Foundation, a community foundation is restricted by the Income Tax Act to making distributions only to organizations that are qualified donees. According to the Canada Customs and Revenue Agency, qualified donees are as follows:

- a registered charity (including a registered national arts service organization);
- a registered Canadian amateur athletic association;
- a listed housing corporation resident in Canada constituted exclusively to provide low-cost housing for the aged;
- a listed Canadian municipality;
- a listed municipal or public body performing a function of government in Canada;
- a listed university outside Canada that is prescribed to be a university, the student body of which ordinarily includes students from Canada;
- a listed charitable organization outside Canada to which Her Majesty in right of Canada has made a gift;
- Her Majesty in right of Canada or a province; and
- the United Nations and its agencies.

If not a qualified donee, a prospective applicant must obtain the sponsorship of a Registered Charity or other qualified donee through which an Osprey Community Foundation grant can be administered. This applies to a non-profit organizations seeking support through our traditional grants and local artists applying to the BC Festival of the Arts Legacy Fund.

The following procedure ensures that all applications to the Foundation will be from registered charities and that all grants are awarded to registered charities.

PROCEDURES:

1. Application forms state that grants can be made only to Registered Charities and other qualified donees.
2. Applicants must either have their own Revenue Canada Business Number or be sponsored by another group/organization with one. If an applicant is using another group's number, the grant application must include written confirmation from the registered charity, indicating their agreement to sponsor the application.

3. The sponsoring agency must accept full legal responsibility for the project. The Grant Agreement will be signed by the sponsoring registered charity, and the grant will be made to that organization, which will be responsible for administering the grant.

The relationship between the grant applicant and the registered charity must be a bona fide one or both the Registered Charity and Osprey are at risk of being penalized by Revenue Canada. This means that the proposed project must reasonably fall within the mandate of the Registered Charity and the Charity exerts reasonable fiscal accountability for the funds. The latter means that there must be a contract in place between the grant applicant and the Charity and partial payments for larger grants are based on clear evidence of progress. Other reasonable fiscal controls should also be in place to ensure that the Registered Charity can appropriately administer the grant. Applicants can be referred to CFC's 'Tips and Tools' #15 that addresses this topic.

4. All grant recipients will be requested to provide a business number and their status as a registered charity or other qualified donee will be confirmed on the CRA's website as part of the usual "due diligence" review.
5. The Foundation, if possible, will suggest possible sponsors the prospective applicant might contact for support. However, the Foundation will NOT get involved in seeking out partnerships or negotiating agreements between the applicant and the registered charity. This is the responsibility of the prospective applicant and the qualified donee.
6. Prospective applicants with a clear link to the City of Nelson (for example, the Nelson & District Youth Centre, or organizations using City of Nelson buildings or facilities) may be able to obtain City of Nelson sponsorship. To facilitate this process, and reduce administrative load on the City staff, prospective applicants should fill in the form "City of Nelson sponsorship of Osprey Community Foundation grants" and present it to the CFO for a signature indicating that the City agrees to accept responsibility for the project.
7. Osprey Community Foundation will NOT consider taking the role of the sponsoring charity.

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| Grantmaking | Approval Status |
| 304 GRANTING FROM AFFILIATE COMMUNITY FUNDS | Revised/Approved Feb 2022 |

PREAMBLE:

Osprey currently holds funds established by societies in three adjacent geographical areas. The Community Fund of North Kootenay Lake Society (CFNKLS), the Salmo Community Resources Society (SCRS) and the Slocan Valley Community Legacy Society (SVCLS) have established funds that serve, respectively, residents of Kaslo and RDCK Area D; residents of Salmo, Ymir and RDCK Area G; and residents of communities of the Slocan Valley and RDCK Area H.

These Societies act as de-facto granting committees of the Osprey Board, providing the Board with recommendations as to how the income from their funds should be disbursed to benefit residents of those geographic areas. However, Osprey assumes financial and legal responsibility for grants disbursed.

POLICY:

The Osprey Board must approve all grant disbursements from these funds. Grant cheques will be issued by Osprey's administration directly to approved grant recipients.

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| Grantmaking | Approval Status |
| 305 GRANT COMMITTEE MEMBERSHIP GUIDELINES | Revised/Approved Feb 2022 |

GRANT COMMITTEE:

Shall be composed of up to 3 Directors, and up to one Members of the Public and the Executive Director; any member of the Board of Directors may also attend and participate in the Committee meetings;

The Committee will meet prior to February every year to review the Grantmaking Policy, Procedures and public candidates for the Grant Committee of the Whole and make recommendations to the Board of Directors; and,
The Committee may meet prior to the Grant Committee of the Whole meeting, to review the progress in the Grantmaking process.

COMMITTEE OF THE WHOLE:

Shall be composed of the Grant Committee, the Board of Directors, any additional public members for up to a maximum of 4 public members in total, the Executive Director and any necessary Osprey staff;
The COW will meet 2-3 weeks prior to the May Grant Approval Board Meeting; and,
The COW will review and discuss each Grant Application and make recommendations to the Board of Directors.

SELECTION AND APPOINTMENT OF PUBLIC COW MEMBERS:

Public COW members shall be reappointed annually by the board. Recommendations by the Grants Committee will be considered.

| Grantmaking | Approval Status |
|------------------------------|------------------------------|
| 306 BOARD APPROVAL OF GRANTS | Revised/Approved Feb 2022 |

Board Approval of Grants:

The OCF Board of Directors, during its May Meeting, will consider all recommendations from the Committee of the Whole and approve Grant Applications in whole or in part, or to reject certain Applications.

Following approval, the board will review any substantial change in project scope and, accept, approve with changes or reject the new project for existing funding. The Grants Committee of the Whole will be notified of the board decision.

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BOARD POLICY MANUAL

Financial/Endowment Management

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| Finance/Endowment Management | Approval Status |
| 401 FINANCIAL ACCOUNTABILITY | Approved (Oct 2016) |

POLICY:

The foundation's financial affairs will be conducted in a responsible manner, consistent with the ethical obligations of stewardship and the legal requirements of provincial and federal regulators.

PROCEDURES:

1. All donations will be used to support the charitable purposes of the foundation, as specified in the governing documents registered with CRA.
2. All donations will be used for the purposes for which they were given. If an alternate use for a donation is necessary due to program or organizational change, this use will be discussed where possible with the donor or the donor's legal designate. If the donor is deceased and the foundation is unable to contact a legal designate, the donation will be used in a manner that is as consistent as possible with the donor's original intent.
3. The annual financial statements will be prepared using generally accepted accounting principles and standards established by the Chartered Professional Accountants of Canada, in all material respects. The statements will disclose total amount of donations and expenses including salaries and overhead and identification of government grants and contributions separately from donations.
4. Annual fund holder reports will be sent to the contact people for designated, scholarship and donor-advised funds.
5. The foundation will meet or exceed the Canada Revenue Agency's requirement for expenditures on charitable activities.

| Finance/Endowment Management | Approval Status |
|-----------------------------------|-----------------------------------|
| 402 INVESTMENT POLICY – LONG TERM | Approved/Reaffirmed (Oct 2016) |

POLICY:

1. Osprey Community Foundation will permanently invest the endowment funds it receives with the Vancouver Foundation.

Exceptions to this practice will only be made with the approval of the Board and in rare circumstances (for example, when a financial institution makes a substantial gift to the Foundation that is contingent upon the funds being invested with that institution).

2. All new funds invested with the Vancouver Foundation will be invested in Osprey’s Socially Responsible Investment (SRI) Fund.

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| Finance/Endowment Management | Approval Status |
| 403 INVESTMENT POLICY – SHORT TERM & SECURITIES | Approved (Oct 2016) |

PREAMBLE:

Osprey seeks to maximize and benefit from the interest it generates on cash it holds that is not immediately needed for operational expenses or grant disbursements. For instance, quarterly distributions received from the Vancouver Foundation may be held for a period of months before the funds are disbursed in the forms of grants. The interest generated by these funds contributes revenue for Osprey’s operations.

POLICY:

Osprey will maintain a high-yield account where such funds can be invested short-term until they are needed.

The brokerage account can also be used when donors wish to transfer a gift of shares to Osprey. They will be immediately converted to cash, and can be held in that account until they are endowed with the Vancouver Foundation.

The donation value of transferred shares (the amount for which a charitable receipt is issued) will be the cash value on the day that the shares are received by the broker rather than on the actual day of sale, which may be later. Osprey will absorb any difference between donation and actual cash value received.

Osprey Community Foundation

| Finance / Endowment Management | Approval Status |
|--------------------------------|-----------------------------------|
| 404 BANKING INSTITUTION | Approved/Reaffirmed (Oct 2016) |

POLICY:

Osprey Community Foundation will do its day-to-day banking with the Nelson and District Credit Union.

Other accounts may be opened with other financial institutions as the Finance Committee deems advisable.

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| Finance / Endowment Management | Approval Status |
| 405 ADMINISTRATIVE FEE – ENDOWED FUNDS | Reaffirmed June 2021 |

POLICY:

Administrative fees will be charged on all endowment funds unless otherwise defined in the individual deed of gift.

PROCEDURES:

1. The provision of administrative fees will be included in all fund agreements.
2. Osprey will charge an annual administrative fee based on the fair market value of the funds, unless otherwise defined in the individual deed of gift. The administrative fee is calculated based on the daily capital balance in the fund.
3. The Board of Directors will assess the appropriateness and effectiveness of the rates from time to time taking into consideration such factors as the percentage investment return on endowed funds, the market value of the endowed funds, the costs of administering the Foundation, other stable sources of revenue and any other factors that might affect the operational capabilities of the Foundation.

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| Finance / Endowment Management | Approval Status |
| 406 ADMINISTRATIVE FEE – FLOW-THROUGH FUNDS | Approved/Reaffirmed Oct 2016 |

PREAMBLE

Flow-through funds are non-endowed donations where the principal is distributed to one or more charitable beneficiaries.

While Osprey does not promote flow through donations, situations may arise to warrant consideration of such administration.

- Where Osprey is already holding an endowed fund for a donor who wishes to channel some additional charitable funding through Osprey.
- Where there is a desire on the part of Osprey to provide special service to an existing donor or one who has made a planned irrevocable gift.
- Where there is a strong possibility of a subsequent permanently endowed gift.
- Where there is a significant opportunity to profile support for either Osprey (as the intermediary) or the designated beneficiary(ies).
- Where there is a new community or broader partnership opportunity that ultimately benefits Osprey.

Care should be taken to ensure that advantage is not being taken of the Foundation, nor precedent set, in agreeing to such arrangements. Every attempt should be made to have the donor make a commitment to Osprey by making a meaningful gift to a permanent endowment.

POLICY

Osprey’s administration fee on flow-through funds shall be determined on a case-by-case basis at the time the fund is established, taking into account the amount of interest that will be generated while Osprey holds this fund, and the administrative work that will be required to manage the fund (number of donations processed, charitable receipts issued, cheques written, etc.).

The fee range will be from 2% to 10% of flow-through capital donated to the fund, with a minimum \$300 fee.

This administration fee can be waived at the discretion of Osprey’s board.

Note: This policy does not apply to the smaller flow-through funds that are associated with endowed funds and that may hold undistributed amounts for granting or amounts used to top up scholarship awards.

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| Finance / Endowment Management | Approval Status |
| 407 Vancouver Foundation ADMINISTRATIVE FEE – Rebate Policy | Revised Nov 2021 |

PREAMBLE

The Vancouver Foundation (VF) charges an annual cost recovery fee (covering investment management fees and VF administration costs) on the funds that they hold in trust for the Osprey Community Foundation (OCF). The fee charged is based on the market value of the funds June 30th of the previous year.

Rather than being a separate charge deducted from the income distributions, the fee is factored in as a reduction of the annual distribution rate that VF uses to calculate the quarterly income distributed to OCF from the pooled investment funds.

VF pays a specified % quarterly "Administration fees rebate", calculated on the market value of the pooled funds at the end of each applicable quarter. VF may change the specified % from time to time. VF has explained that the purpose of this rebate is to provide community foundations with additional funds for investing, granting or covering administrative costs.

Using the OCF budget and current results as a guide, the rebate received will provide the Board an additional variable while considering the administration fee to be charged in December of each year by OCF on donor funds. The administration fee procedure is outlined in Policy 405.

POLICY

1. Any administrative fee rebate allocated by the Vancouver Foundation to the Osprey Community Foundation is to be shared pro-rata with the Affiliate Funds based on respective fund contributed capital values.

2. For the OCF portion, through the annual OCF budget review process, the Board will set the utilization of the administrative fee rebate based on the budgeted financial needs of the Foundation. The rebate can be used to:
 - a) reinvest with the Vancouver Foundation or any other vehicle deemed appropriate by the Board of Directors,
 - b) grant to qualified donees,
 - c) fund administrative costs or reduce the annual OCF administration fee income.

3. For the affiliate fund portions, the rebate will be identified separately on the respective quarterly affiliate fund report. Upon receipt of the quarterly fund report or anytime thereafter, the affiliate may:
 - a) reinvest the funds,
 - b) grant the funds to qualified donees,
 - c) utilize the funds for administrative purposes

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| Finance / Endowment Management | Approval Status |
| 408 SIGNING OFFICERS | Revised Nov 2021 |

POLICY:

The signing officers of Osprey Community Foundation are to be the Executive Director, the Treasurer, and any two other Directors approved by the Board.

PROCEDURES:

Disbursements will require two signatures of approved signing officers or email approvals by approved signing officers. Email approvals to be appended to disbursement documentation.

The two signers on any disbursement must not be related or work for the same organization.

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| Finance/Endowment Management | Approval Status |
| 409 INTERNAL FINANCIAL POLICIES | Revised Nov 2021 |

PREAMBLE

It is the Board’s responsibility to monitor the financial management of Osprey Community Foundation. The Board must exercise due diligence to protect the assets of the Foundation, and ensure that the organization has adequate internal controls to guard against mismanagement.

The addition of staff in recent years has required the development of new procedures, as well as clarification of the roles and responsibilities of the Executive Director versus the Treasurer or Finance Committee.

POLICIES

1. The Board authorizes the Executive Director (“ED”) in consultation with the Executive Committee to oversee the day-to-day financial management of the Foundation. The ED, in consultation with the Treasurer, will develop procedures to be followed in managing the financial transactions of the Foundation to ensure that there are adequate internal controls. The ED will ensure that a current copy of the financial procedures is available to any Board member for their review and comment.

2. The Treasurer assumes a general oversight and advisory role for the Foundation’s finances, reviewing financial reports, budgets and accounts; liaising with staff on financial and regulatory issues; ensuring that appropriate financial systems and controls are in place; ensuring that record keeping and accounts meet the conditions of funders or statutory bodies; and ensuring compliance with relevant legislation. The Treasurer will supervise staff preparation of materials for the annual audit, CRA Charities Return, GST filing, and other regulatory requirements. The Treasurer will report to the Finance Committee for review oversight, and will provide financial reports to the Board of Directors from time to time.

3. Operating Budget

The ED, in consultation with the Finance Committee, will compile an annual operating budget that reflects the Foundation’s strategic plan and operational needs, and is a guideline for spending for the coming year. The draft budget shall be presented to the Board at the first board meeting of the fiscal year for approval. Year to date financial summary will be presented to the Board quarterly. Any major variance from budget will be explained and support information provided to the Board as requested.

4. Spending Approval

The ED must approve all operating expenditures before cheques or electronic payments are issued. The ED is authorized to commit to expenditures within the Foundation’s approved budget for amounts \$5000 or less. For amounts in excess of \$5000, prior approval of the

Executive Committee is required. Expenditures outside of the approved annual budget in excess of \$1000 require Board approval.

5. Grant Disbursements

The ED will approve and issue all Grant disbursements, once granting amounts have received Board approval.

6. Annual Financial Audit

The Board shall ensure that an external audit is conducted annually. The ED, working with the Treasurer, shall ensure that all materials requested by the auditor are supplied. The Board receives and approves the audited financial statements at the Board meeting immediately preceding the annual general meeting where they are presented to the membership. The audited financial statements shall be posted on Osprey's website and be made available to the community for financial accountability and transparency.

7. Risk Management

The Board shall carry Property, General Liability and Directors and Officers Liability insurance. Policy coverage for Osprey in sufficient amount to protect Directors, Officers, staff and the organization's property and assets from foreseeable risk. Policy coverage shall be reviewed by the Finance Committee annually.

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| Finance/Endowment Management | Approval Status |
| 410 ACCEPTING CHARITABLE GIFTS FOR ADMINISTRATIVE COSTS OF OSPREY AFFILIATES | Approved/Reaffirmed Oct 2016 |

PREAMBLE

Our affiliate community funds occasionally ask Osprey to accept, on their behalf, charitable donations which can be used to fund their operations - for example for fund promotion, advertising, printing, and board development costs.

This presents Osprey with some regulatory and administrative challenges, as Osprey cannot simply forward charitable donations it receives on behalf of the affiliates. This money must be used for charitable purposes, and neither the Community Fund of North Kootenay Lake Society nor the Slocan Valley Community Legacy Fund Society has charitable status. Nor can Osprey contract with these societies and pay them to administer Community Funds on Osprey’s behalf, as according to Osprey’s foundation documents, it is only able to grant to ‘qualified donees.’

Instead, Osprey has to receive the donations for its own charitable purposes, must directly pay any invoices, and must track these revenues and expenses. This has implications for our administrative workload.

Also, a charity cannot accumulate charitable donations; they are subject to a disbursement quota. We cannot receive large donations that just sit in our account for years.

POLICY

Osprey will accept flow-through charitable donations for the administrative costs of affiliate funds under the conditions outlined in the following procedures.

PROCEDURES

The affiliate funds will agree to these conditions:

- The donation amounts are to be ‘reasonable’ - not more than is likely to be spent over the next 12 months.
- The number of expenses paid from these funds will also be ‘reasonable’ - perhaps a half dozen per year. In other words, the money will be used to pay for several large invoices not numerous small ones.
- The expenses to be covered are for purposes consistent with Osprey’s current operating practices (advertising, printing, postage, conference expenses, etc.)
- Osprey will receive the invoices and pay the suppliers directly, by cheque.*
*An exception can be made where there’s no alternative to charging an expense to an individual board member’s credit card, such as for airfare to a CFC conference. In that case, Osprey will reimburse the individual for the cost, provided we have the invoice and proof of payment.
- Osprey will receive confirmation from the Society’s treasurer or chair for each expense

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| Finance/Endowment Management | Approval Status |
| 411 TRANSACTION FEES | Revised/Approved Jan 2019 |

POLICY

Transferring a gift from the Donor to the Foundation may involve legal fees, transaction costs, commissions or carrying charges.

1. In the case of non-cash gifts such as securities, life insurance, real estate, etc., these fees are the responsibility of the Donor unless otherwise negotiated. The Foundation will endow and provide charitable tax receipts for an amount that is net of these fees and charges.
2. For online donations received through PayPal and Canada Helps, the Foundation will normally absorb the administration fees 'as a cost of doing business,' and receipt the Donor for the full amount of the donation. An exception may be made in the event that the Foundation receives a very large donation via PayPal or Canada Helps, resulting in an administration fee of over \$2000. In that case, Osprey may, in consultation with the Donor, deduct these fees from the gross amount of the donation and receipt the Donor for the net donation.

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| Finance/Endowment Management | Approval Status |
| 412 CORPORATE (FOUNDATION) CREDIT CARD | Approved Oct 2019 |

PREAMBLE

Some smaller Foundation expenditures are paid using funds from “petty cash”. Some larger expenditures are paid personally by the Executive Director or Operations Assistant and reimbursed through an expense report claim.

The petty cash process requires that the Executive Director prepare a cheque payable to herself (himself), cash the cheque and maintain a small cash fund in the office. Currently (September 2019) the balance of the petty cash fund is \$200. At any point in time, the fund should be comprised of cash and receipts totaling \$200. The petty cash fund is reconciled once a year.

Funding Foundation expenditures through employees’ personal cash or credit cards puts an unreasonable amount of financial risk on the employee.

Providing a corporate (Foundation) credit card would make it safer and simpler for both Osprey and the Executive Director or Operations Assistant.

POLICY

Issuance of a corporate credit card (“card”) shall require a resolution or approved proposal of the Board of Directors setting the credit limit on the card and specifying the authorized users of the card. The card account and agreement shall be between the Foundation and the card issuer. The card shall be issued in the name of the Osprey Community Foundation and may also bear the name of the Foundation’s authorized users.

PROCEDURES:

1. Authorized expenditures under this policy may be transacted through use of a card issued by the Foundation’s current financial institution. No unauthorized or personal expenditures shall be made using the card. No cash advances shall be taken using the card.
2. Card receipts shall be retained by the authorized users and presented to the Foundation monthly for reconciliation and audit purposes. Missing receipts shall be replaced with an appropriate memorandum from the authorized user detailing the expenditure and attaching a supporting invoice where available.
3. Card balances shall be reconciled and paid in full on or before the due date for payment. There shall be no unpaid balances carried forward on the card.

4. Disputed charges identified at the time of reconciliation shall be reported to the Board and immediately referred by the Executive Director to the issuing financial institution for action or settlement.
5. In the event that a card has a rewards program, the Board shall determine whether users of the card shall enroll in that rewards program. Any rewards program fees will be paid by the Foundation and all program rewards and benefits, including frequent flyer points, will accrue to the Foundation or will be applied by the card user to Foundation business.
6. An authorized user of the card loses that authority concurrently with resignation or termination of employment and shall surrender the card to the Foundation.
7. The Executive Director shall be responsible for compliance with the terms of the Agreement under which the credit card is issued.
8. A credit limit of \$5,000 shall be set on the card.

OSPREY COMMUNITY
FOUNDATION

BOARD POLICY MANUAL

Management & Administration

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| Management and Administration | Approval Status |
| 501 CORPORATE LOGO POLICY | Approved/Reaffirmed (Sept 2016) |

PURPOSE:

To provide guidelines for the use and reproduction of Osprey Community Foundation Logo.

POLICY:

1. Authority

- a) The official logo for Osprey Community Foundation shall be as shown on the right.
- b) Osprey Community Foundation logo is the exclusive property and right of Osprey Community Foundation and can be displayed or used for official Osprey business by, or on behalf of, Osprey Community Foundation. The logo may not be displayed or used in any manner by any other individual, organization, or other entity without the consent of Osprey Community Foundation.
- c) The Executive Director will ensure that this Policy is being followed and has authority under this Policy to grant use of the logo.



2. Use

- a) Intended internal applications of the logo include, but are not limited to formal correspondence, website, signs, documents, application forms, job postings, publications, advertisements, public announcements, donor wall, clothing for the identification of Osprey staff or board members, official promotion (print and radio ads and billboards, brochures/lure pieces, promotional merchandise, banners/posters, newsletter).
- b) Logo usage (layout, colour, brand elements, etc.) shall be guided by Osprey Brand Style Guide.
- c) The logo should be used by grant recipients to acknowledge Osprey funding support. Therefore, the intended external applications of the logo are as follows:
 - Osprey logo shall be displayed in accordance with Osprey brand style guide on all materials, publications, and electronic outlets;
 - Osprey logo and usage guidelines shall be provided in electronic form to grant recipients for their use in acknowledging Osprey support;
 - All other uses of the logo shall require prior approval of the Executive Director and will only be considered where some logical connection to Osprey mandate, such as an event that Osprey is supporting with a grant or an event that is raising funds for Osprey, is demonstrated.

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| Management and Administration | Approval Status |
| 502 COMMUNITY FOUNDATIONS OF CANADA | Approved/Reaffirmed (Sept 2016) |

POLICY:

Osprey Community Foundation will maintain its membership with the Community Foundations of Canada by continuing to meet its criteria for membership and paying the appropriate membership fee.

PROCEDURES:

1. The Executive Committee will be responsible for ensuring Osprey adheres to the membership criteria.
2. The Executive Committee will inform the Board when renewing the membership and bring forward at that time any compliance issues that need to be addressed.

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| Management and Administration | Approval Status |
| 503 LETTERS OF SUPPORT | Approved/Reaffirmed (Sept 2016) |

POLICY:

Osprey Community Foundation will not normally provide letters of support to groups or organizations. An exception may be made to support projects further the goals of Osprey's current projects and programs. Letters of support must be approved by the Board.

A letter of recommendation for an individual will only be provided when the basis for that recommendation is the working relationship developed through Osprey Community Foundation business.

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| Management and Administration | Approval Status |
| 504 MEMBERSHIP IN OTHER ORGANIZATIONS | Approved/Reaffirmed (Sept 2016) |

POLICY:

Osprey Community Foundation will only join organizations where there is a direct interest to Osprey and such a membership is consistent with Osprey purposes and mission.

PROCEDURES:

1. General support for a community initiative is not a sufficient interest for Osprey to seek a membership.

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| Management and Administration | Approval Status |
| 505 RISK MANAGEMENT | Approved/Reaffirmed (Sept 2016) |

POLICY:

Bylaws

The bylaws will be reviewed by the Framework Committee every 3 years or when there is a significant change in governance.

Insurance

Osprey will carry Directors and Officers Liability Insurance, General Liability Insurance, and Property Insurance for the office in sufficient amount to protect Directors, Officers, staff and the organization's property and assets from foreseeable risk.

The Finance Committee annually will review the level and type of insurance and make recommendations to the Board whether adequate insurance provisions are in place to protect the organization and the Board from potential liabilities.

Corporate Records

The Secretary is responsible for overseeing the maintenance and secure storage of the corporate records. This includes: all charter documents, bylaws, list of directors, officers and members, minutes of meetings of directors and members, copies of financial statements, banking documents, confirmation of charitable registration, copies of T3010 and duplicate copies of charitable tax receipts.

Backup of Computer Records

Offsite backup copies are to be kept of all computer records.

Fund Agreements

There will be three copies of each fund agreement: one paper copy filed in the Osprey office, one digital copy on the Osprey office network, and a digital copy in the cloud (Dropbox).

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| Management and Administration | Approval Status |
| 506 SPECIAL LEADERSHIP INITIATIVES | Approved/Reaffirmed (Sept 2016) |

POLICY:

When Osprey is invited to participate in a community initiative, the Board of Directors will give consideration to foundation resources and strategic priorities when making its decision.

PROCEDURE

These are some of the factors the Board will want to consider:

- Is initiative consistent with the foundation’s mission, vision and strategic priorities?
- Does this initiative advance an opportunity for fund development or granting?
- What is the impact on the foundation’s resources if the foundation participates in initiative?
- If initiative requires the use of discretionary (unrestricted) funds, would such use have a detrimental effect on Community Grants Program?
- What are the potential risks and benefits (e.g., public relations, credibility)?
- Will initiative eventually be weaned from the foundation’s participation, and if so, what is the plan?
- How will the success of the initiative be evaluated?
- How urgent is the initiative and what is the timeline?

OSPREY COMMUNITY
FOUNDATION

BOARD POLICY MANUAL

Human Resources

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Policy 106 Appointment of Executive Director

Policy 107 Executive Authority

Policy 108 Executive Director Performance Evaluation

Policy 111 Code of Conduct

Policy 112 Conflict of Interest

Policy 113 Confidentiality

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| Human Resources | Approval Status |
| 601 ALTERNATIVE WORK ARRANGEMENTS | Dec 2018 |

PURPOSE

Osprey has a duty to accommodate employees in achieving a balance between professional and personal responsibilities in a manner that benefits both the employee and the employer.

POLICY

Osprey will work with any employee who requests alternative work arrangements (e.g., flexible time, compressed work week, telecommuting, job sharing, reduced hours) to best meet their needs, recognizing that the Foundation must be able to satisfy its operating requirements. Any such arrangement must also be fair to other employees.

PROCEDURE

Any alternative work arrangement must be approved by the Executive Director or, in the case of the Executive Director requesting alternative work arrangements, by the Board. The decision should take into account the impact of the arrangement on the Foundation's ability to meet its operating requirements and on other employees.

Alternative work arrangements should be reviewed annually or more often if required.

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| Human Resources | Approval Status |
| 602 DISCIPLINE | Dec 2018 |

POLICY

Osprey does not condone inappropriate behaviour (see Policy 111 Code of Conduct) on the part of its employees, either by act or omission, and will work to correct such behaviours and make favourable change.

PROCEDURES

1. Prior to any disciplinary action, it is expected the Executive Director will have given specific performance expectations (oral and written) to the employee.
2. Disciplinary action will include the following, reflecting a progressive discipline. Progressive discipline does not preclude the employer from repeating disciplinary action at any stage of the progression.
3. The progressive discipline process will attempt to identify, at every stage, reasons for, and solutions to, the underlying reasons for the identified problem.
 - a) Verbal warning – a verbal statement of warning to an employee by a supervisor, including specific infraction and specific expectations for improvement.
 - b) Written warning – a meeting between the employee, Executive Director and Board Chair or designate to discuss an infraction of the employee’s performance standards during which a written notice setting forth the infraction and a statement of the consequences is given to the employee. Employee must be informed if Suspension is the next action to be taken. Written warning must outline specific expectations for improvement, with timelines.
 - c) Suspension – the temporary termination of an employee’s work, and wages and benefits, as a disciplinary measure. Suspension may be for up to five working days at the discretion of the Executive Director.
 - d) Dismissal – the permanent termination from work of an employee for disciplinary reasons or just cause.
4. It is the responsibility of the Executive Director to make a full, fair, and objective investigation of incidents relating to the violation of performance standards. It is expected that the

supervisor will discuss the incident with the staff member whose input is encouraged and welcomed.

5. The employee's past record of employment shall be reviewed prior to a disciplinary decision being made.
6. The Executive Director has the final responsibility for all disciplinary decisions up to dismissal. Dismissal shall take place only after consultation with the Board Executive. Osprey will abide by the [BC Employment Standards Act](#) in matters such as required notice, compensation and payment of final wages.
7. The Executive Director shall be responsible for directing the disciplinary action and ensuring the employee understands the reasons for the discipline.
8. Documentation of disciplinary action shall be placed on an employee's personnel file.

In the case of the discipline of the Executive Director, all of the above procedures shall be carried out by the Board Chair and one additional Executive member.

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| Human Resources | Approval Status |
| 603 DRUG AND ALCOHOL FREE WORKPLACE | Dec 2018 |

POLICY

Osprey has a policy against the use of drugs and alcohol on the Foundation's property and/or while on Osprey business except on certain occasions when employees or volunteers are participating in events or activities where alcohol is being served, such as galas, celebrations, conferences or public events. At these events, use of alcohol should never interfere with professional behavior or job performance. Excessive use is prohibited. Recreational cannabis use by board or staff is not permitted at any Osprey meeting, event or location.

PROCEDURE

1. Any instance involving a director or the Executive Director must be brought to the attention of the Board no later than the next regularly scheduled Board meeting. Any instance involving a staff member will be dealt with by the Executive Director.
2. Information obtained during any internal investigation is to be kept as confidential as possible unless there is a legal obligation to disclose.

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| Human Resources | Approval Status |
| 604 EMPLOYEE BENEFITS | Dec 2018 |

POLICY

Osprey operates in compliance with the [BC Employment Standards Act](#).

As required by legislation, Osprey provides Canada Pension Plan, Employment Insurance and meets or exceeds the legislative requirements for:

- Vacation
- Leaves of absence including pregnancy, parental, compassionate and jury duty
- Sick leave
- Statutory Holidays

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| Human Resources | Approval Status |
| 605 EMPLOYMENT EQUITY | Dec 2018 |

POLICY

Osprey is committed to employment equity by providing equal treatment and equal opportunities to all employees. Except where there is a bona fide occupational requirement, discrimination is prohibited on the grounds of sex (including gender identity and gender expression), age, race, color, religion, national origin, citizenship, language, marital status, family status, sexual orientation, mental or physical handicap or any other prohibited grounds of discrimination.

PROCEDURES

1. The Foundation is committed to identifying and removing non-job-related barriers to employment and advancement if such barriers exist.
2. Decisions about employment will be made based on the essential skills, capabilities, knowledge and experience required in the job.
3. Decisions about promotions will be based on performance in the current position, as well as the essential skills, capability, knowledge and experience required.

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| Human Resources | Approval Status |
| 606 EMPLOYMENT STATUS | Dec 2018 |

POLICY

Osprey recognizes that a variety of employment relationships may be required to support the delivery of the mandate of the Foundation and also recognizes that all employment relationships must be clear, fair, based on consistently applied policies and consistent with BC Employment Act standards.

PROCEDURES

Osprey employees can be:

1. Permanent employees who work a regular 35-hour workweek and maintain continuous regular employment; they are entitled to all employee benefits offered by the Foundation.
2. Permanent part-time employees who work less than 35 hours per week but maintain continuous regular employment. Benefits will be in accordance with current legislation.
3. Term employees hired for a specific purpose and for a specific length of time only. Term employees are eligible for the following benefits:
 - paid statutory holidays during the period of their contract
 - employer contribution to CPP and EI as required by law
 - vacation pay - employees may choose either 4% vacation pay or vacation leave earned at the rate of 0.833 days per month (i.e. one week's leave for six months, two weeks' leave for one year).
4. Casual employees paid by the hour who work on a casual basis as necessary. Benefits will be in accordance with current legislation. Casual employees are entitled to vacation pay if employed for more than five calendar days.

Contractors: The Foundation may also choose to contract an individual to perform specific duties or a specific function outside Osprey environment. This person is not to be construed as an employee of the Foundation, and the Foundation will make no deductions whatsoever on their behalf. The individual must invoice Osprey for professional services rendered as per the terms of the contract agreement. The individual must also supply all of their own equipment and tools and cover costs related to their use. The Executive Director holds signing authority for such contracts. Copies of contracts must be filed with the Foundation.

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| Human Resources | Approval Status |
| 607 EXPENSES AND ALLOWANCES | Dec 2018 |

POLICY

Osprey will fairly reimburse reasonable costs incurred by the directors or employees on behalf of the Foundation upon submission of expense forms and supporting documentation.

PROCEDURES

1. Authorization for Travel: The Executive Director must pre-authorize all travels for business purposes.
2. Employees who are required to use their own vehicle while on Foundation business shall be reimbursed on the basis of a claim according to a reasonable per kilometer traveled rate. Rate to be determined on a yearly basis in accordance with CRA's reasonable per-kilometer travel allowance.
3. Transportation: For travel by other means than a personal automobile, the Foundation shall pay the equivalent of an economy class fare (air, train, ferry, or bus) and, in the case of an automobile rental, the "compact" rate.
4. Meal Expenses
 - Employees who are traveling on Osprey business may claim the actual cost, if reasonable (including any applicable sales tax) of the meal up to \$75 per day.
 - Tips and gratuities will be reimbursed up to a limit of 20 % of the value of the goods and service.
 - The daily maximum rate for meals is determined yearly. Alcohol cannot not be claimed for reimbursement.
5. Accountable Travel Expense
 - An expense advance is available for Osprey business travel, upon completion of the Expense Advance portion of an Expense Form, and with the approval of the Executive Director. Advances to the ED require approval of the Board Chair or Vice Chair.
 - Claims for travel expenses must be made on the appropriate expense form and approved by the Executive Director within 10 working days of return from approved business trip. Any travel expenses must be substantiated by submitting receipts for allowable expenses. Advances received must be included in calculations and documented on the form. Any unspent advance must be returned.
6. Hospitality and Entertainment- Hospitality expenses may occur when hosting a business associate to a meal when necessary and for legitimate business reasons. All such expenses can only be paid if prior approval has been given by the Executive Director. Completion of an expense form and attached receipts are required for reimbursement.

7. Accommodations - When an employee is required to be away overnight on Foundation business, he/she will be reimbursed for a standard room.
8. Other Expenses - Reimbursement will be made for all authorized business expenses and for other reasonable miscellaneous travel expenses incurred, including taxi fare, airport transfer, and parking charges.

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| Human Resources | Approval Status |
| 608 Safe Workplace Environment | Dec 2018 |

POLICY

The Foundation believes that all employees and Board members share the responsibility for ensuring volunteers, co-workers, Board members and the general public are treated with mutual respect and dignity and are free from any and all forms of harassment or workplace violence. Osprey will not tolerate any form of harassment or bullying by an employee, Board member or volunteer against another employee, Board member, volunteer or member of the public. We will be guided by the BC Human Rights Code and amendments, Workers Compensation Act and Worksafe BC.

PROCEDURES

1. Any employee, Board member or volunteer who believes they have been subjected to personal harassment or bullying should confront the alleged harasser personally or in writing, informing them that the behavior is unwelcome and that it must stop. If possible, the employee or volunteer should get another person to witness this action.
2. Any employee, Board member or volunteer subjected to personal harassment or bullying should promptly report their complaint to the Executive Director. If the Executive Director is the subject of the complaint, the employee, Board member or volunteer should report to the Chair of the Board of Directors.
3. Any employee or volunteer who is witness to, or aware of, harassment or bullying committed by an employee or volunteer against a donor, volunteer or employee should report the offence to the Executive Director.
4. Any instance involving a Director must be brought to the attention of the Board no later than the next regularly scheduled Board meeting.
5. The Executive Director (or Chair) will ensure an immediate and thorough investigation of the complaint is undertaken.
6. If a complaint of harassment or bullying is substantiated, disciplinary action will be taken against the offender, up to and including termination of employment or volunteer privileges.
7. If a complaint is found to be "trivial, frivolous, vexatious or made in bad faith", disciplinary or corrective action will be taken against the complainant. All reports will be investigated and appropriate immediate action taken as soon as the underlying facts are determined.
8. Any disciplinary action against an employee or volunteer must be taken in accordance with the Disciplinary Policy (# 602)
9. Information obtained during any investigation is to be kept as confidential as possible.

Definitions:

- Harassment, in general terms, is behavior that consists of words and/or actions that cause insult or humiliation to another person on the basis of race, ancestry, place of origin, color, ethnic origin, citizenship, age, appearance, marital status, family status, disability or handicap, gender identification or sexual orientation. Harassment is also defined by the Human Rights Code as "a course of vexatious comment or conduct that is or ought reasonably to be known as unwelcome".
- Sexual Harassment: This is a form of discrimination based on sex, which is prohibited by the BC Human Rights Code. It is any sexually-oriented behavior that: endangers an individual's continued employment, or negatively affects their work performance, or undermines their personal dignity.
- Abusive Work Environment: This is a situation where an employee or volunteer is subjected to remarks or behavior that creates an intimidating, hostile or offensive environment. Elements of an abusive work environment can include:
 - Displays or pornographic or offensive pictures to which an employee objects or to which visitors are exposed.
 - Unwelcome invitations or requests of a sexual nature.
 - Leering or similar gestures.
 - Verbal abuse or threats
 - Practical jokes that may cause awkwardness or embarrassment.
 - Condescension, paternalism, or patronizing behavior, relating to any of the areas of discrimination identified in the BC Human Rights Code.
 - Unwelcome, unnecessary physical contact

Bullying, usually seen as acts of verbal or online comments that could emotionally hurt or isolate a person in the workplace. Sometimes, bullying can involve negative physical contact as well. Bullying usually involves repeated incidents or a pattern of behaviour that is intended to intimidate, offend, degrade or humiliate a particular person or group of people. It has also been described as the assertion of power through aggression.

Examples include:

- spreading malicious rumours, gossip, or innuendo that is not true
- excluding or isolating someone socially
- intimidating a person
- undermining or deliberately impeding a person's work
- physically abusing or threatening abuse
- removing areas of responsibilities without cause
- constantly changing work guidelines
- establishing impossible deadlines that will set up the individual to fail

- withholding necessary information or purposefully giving the wrong information
- making jokes that are 'obviously offensive' by spoken word or e-mail
- intruding on a person's privacy by pestering, spying or stalking
- assigning unreasonable duties or workload which are unfavourable to one person (in a way that creates unnecessary pressure)
- underwork - creating a feeling of uselessness
- yelling or using profanity
- criticising a person persistently or constantly
- belittling a person's opinions
- unwarranted (or undeserved) punishment
- blocking applications for training, leave or promotion
- tampering with a person's personal belongings or work equipment.

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| Human Resources | Approval Status |
| 609 HIRING – RECRUITMENT AND SELECTION | Dec 2018 |

POLICY

Osprey is an equal opportunity employer and will conduct a hiring process that is equitable and in compliance with the BC Employment Standards Act and the BC Human Rights Code.

PROCEDURES

- The salary range and job description will have been approved by the Board prior to the advertising of the position. Within these parameters, the Executive Director will make a verbal offer to the successful candidate. (Note: if the terms of employment are not within the parameters set by the Board, the Executive Director will seek Board approval for the terms of employment before an offer is made to the candidate.)
- Each interview team will consist of the Executive Director and the Board Chair or designate. For the Executive Director position, the interview team will be chosen by the Board of Directors.
- The interview team will review all applications and identify a short list of applicants who best match the job description of the position.
- Short-listed applicants will be invited to an interview where they will be evaluated on their responses to preset interview questions, and educational and experiential criteria.
- The Executive Director will then make a hiring recommendation to the Board.
- Upon receipt of written acceptance from the applicant, the Foundation will respond to all unsuccessful applicants who were interviewed.

Executive Director Hiring

See Governance Policy 106 Appointment of Executive Director

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| Human Resources | Approval Status |
| 610 HIRING – EMPLOYMENT CONTRACT | Dec 2018 |

POLICY

All permanent, permanent part-time and term employees shall sign an employment contract outlining the conditions of employment.

PROCEDURES

Permanent and Permanent Part Time

1. Once a verbal offer of employment has been made and verbal acceptance has been received, a written offer of employment is prepared which includes:
 - Position title
 - Salary
 - Vacation entitlement
 - Hours of work
 - Conflict of interest requirements
 - Job description
 - Benefit package information if applicable
 - Starting date
 - Probationary period
 - Specific conditions which may apply
2. Two copies of the offer of employment will be forwarded to the potential employee. The potential employee shall be requested to sign and return one copy as an indication of acceptance of the terms of employment. The second copy can be retained for personal files.
3. Should the terms in the employment contract differ from the standards defined in this policy manual, the employment contract terms apply.
4. Term
For term employees, the contract will contain: the length of term, job description, salary, commitments on vacation pay, CPP and EI.
5. Casual Employees and Contractors
See 606 Employment Status

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| Human Resources | Approval Status |
| 611 HIRING - ORIENTATION | Dec 2018 |

POLICY

All new employees shall be given orientation to understand what the organization is all about and what the expectations are.

This policy provides guidelines for welcoming new employees and providing them with information about job requirements, the organization, the people, and workplace policies and procedures.

PROCEDURES

1. Each new employee shall be given a copy of or access to the Governance and Human Resources sections of the Osprey Policy Manual with the request to read them, and shall be given the opportunity to raise any concerns or questions he or she may have regarding their contents. Each employee shall be provided with a detailed job description for the position to which she or he has been assigned and the duties that are expected. Each employee shall receive an orientation as a part of the employment process including an introductory overview and "walk-about" of the office, its layout, available facilities and emergency procedures.
2. New employees will be introduced to the Board at the first available opportunity.
3. Osprey will provide training as appropriate and necessary. This could include workshops facilitated by Osprey, external training courses or updated information and materials as and when they become available.

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| Human Resources | Approval Status |
| 612 HIRING - PROBATION | Dec 2018 |

An individual who has been newly hired or promoted into a permanent or permanent part-time position shall serve a probationary period of three (3) working months.

PROCEDURE

1. The purpose of the probationary period is to provide orientation, guidance, on-the-job training, and coaching to the new employee, allowing her or him the opportunity to learn and fulfill the requirements of the new position. This period is also the final and critical phase of the selection process that will provide the Foundation the opportunity to evaluate the hiring decision. To do this effectively, the ED (or in the case of the ED, the Executive Committee) will be required to regularly monitor, measure and review the new employee's level of performance during the probationary period. During this time, the new employee will be evaluating and adjusting to their new position and work environment to determine if expectations are being met and assessing their overall fit to the organization.
2. The probationary period does not include time the individual spent as a volunteer or casual employee.
3. The employee's performance shall be periodically assessed during the probationary period and the results discussed with her\him. If a new employee's performance is unsatisfactory, employment may be terminated, in writing, during or at the end of the probationary period, subject to applicable statute.
4. A promoted employee may be demoted, in writing, to their previous position during or at the end of the probationary period of the promoted position.

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| Human Resources | Approval Status |
| 613 LEAVES OF ABSENCE | Dec 2018 |

POLICY

Compassionate Leave

- Compassionate leave is unpaid time off as a result of death or other crisis in the employee's immediate family.
- Compassionate leave for other crises shall not exceed three (3) days in each calendar year and subject to the discretion of the Executive Director as determined by the circumstances.
- Compassionate leave shall be extended up to a maximum of two (2) additional days for extended travel from the employee's residence.
- An employee can take up to eight weeks of unpaid leave within a 26-week period to care for or support a gravely ill family member. The employee must obtain a medical certificate that states that the family member is gravely ill with a significant risk of death within 26 weeks.
- Compassionate leave does not accumulate from year to year.

Jury Duty

- An employee who is required to attend Court as a juror is considered to be on unpaid leave for the period of the jury duty.

Pregnancy and Parental Leave

- Pregnancy and Parental Leave is available in accordance with the BC Employment Standards Act for both birth and adoptive parents.

Extraordinary Leaves

- Any extraordinary leave must be negotiated with the Executive Director (or for the Executive Director, the Chair) with sufficient lead-time to allow for appropriate coverage of the position.

Sick Leave

- Employees are entitled to 5 days of unpaid sick leave per year in accordance with the BC Employment Standards Act
- In the case of longer illness, the employee must keep the Executive Director informed at one (1) week intervals of their progress and expected date of return to work. Employees are expected to notify the Foundation as early as possible of their expected date of return to work.
- The Foundation has the right to request medical verification at any time. An incumbent's ongoing employment will be determined on a case by case basis.

- If an employee works for pay elsewhere during a sick leave without prior written permission from the Foundation, he or she shall be deemed to have resigned their employment with the Foundation, at the discretion of the board.

Leave Due to Work Related Injury

- All on-the-job accidents must be reported as soon as possible following the occurrence. An Incident and Injury Report (Form 7) must be filed with the Workers' Compensation Board within three (3) business days.
- The Foundation must pay an injured employee's full wages for the day of the accident, but does not continue to pay the employee while he/she is awaiting a Workers' Compensation Board award.
- If the Foundation can provide light or modified duties, and it's safe for the employee to do them, they can return to work to those duties.

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| Human Resources | Approval Status |
| 614 OCCUPATIONAL HEALTH AND SAFETY | Dec 2018 |

The Foundation acknowledges it has a duty under the Workers Compensation Act and the Occupational Health and Safety Regulation to take all reasonable precautions to protect all persons working on site (employees, volunteers, and employees of contractors), and all visitors. (See www.2worksafebc.com for current requirements)

POLICY

The Foundation will maintain all WorksafeBC Statutory Health and Safety practices. All persons when on site are required to refrain from any action or activity, which may jeopardize the health and safety of others. The Executive Director is appointed and delegated by the Board as the officer having responsibility for ensuring that the requirements of all Health and Safety legislation are met.

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| Human Resources | Approval Status |
| 615 OVERTIME | Dec 2018 |

POLICY

- Staff is expected to manage their time so as to complete their job responsibilities in an effective and timely manner.
- If the employee believes overtime is required to meet project deadlines, prior approval from the Executive Director should be obtained prior to the work being undertaken.
- Executive Director overtime hours, beyond that outlined in the employment agreement, should be approved by the board.
- Compensation for overtime will be paid in accordance with the BC Employment Standards Act. Time off will normally be taken in lieu of compensation.
- Compensatory banked time off may be scheduled at the discretion of the Executive Director to ensure there is a minimum of service disruption.

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| Human Resources | Approval Status |
| 616 PERFORMANCE MANAGEMENT | Dec 2018 |

POLICY

Employee Performance Reviews

The Executive Director will meet annually with each employee and provide a formal and documented annual performance review. Employees may also request a performance meeting at any point in the year.

Performance is evaluated on:

- Demonstrated skill, knowledge and ability in carrying out job functions, as established in the job description;
- Achieving results in a manner consistent with Foundation culture (values, behaviours and operating principles).

PROCEDURES

- The performance review should be conducted in a private setting
- The employee should be given advance notice of the review (including a copy of the review form) in order to prepare a self-assessment of performance
- The employee's strengths should always be acknowledged and good performance reinforced.
- Weaknesses should be discussed and an action plan for development agreed upon
- If the employee has a conflict or concern with the review, this should be documented on the review
- Comments from both the evaluator and the employee being evaluated will be recorded on the performance review form

Executive Director Performance Review

This is outlined in Governance Policy 108

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| Human Resources | Approval Status |
| 617 PERSONNEL FILES | Dec 2018 |

POLICY

The Foundation shall maintain confidential, updated and orderly personnel files for each of its employees. The Foundation acknowledges its duties under the Personal Information Protection Act (PIPA) in the maintenance and use of these files. (See also Confidentiality Policy 113 in this Manual.)

Files may include some or all of the following items:

- Job application and resume
- Letter of offer of employment
- Performance reviews
- Code of Conduct declaration
- TD1 for tax purposes
- Letter of resignation
- Payroll/salary information
- Letters of commendation
- Records of disciplinary action
- Job description
- Performance objectives and evaluations
- Reference letters
- Inactive personnel records will be held for a minimum of five years

PROCEDURES

Personnel files are maintained at Foundation offices. These files are maintained in a secure environment and held in strict confidence.

An employee wishing to review their file may do so in the presence of the Executive Director. Documents from personnel files may not be removed from the premises.

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| Human Resources | Approval Status |
| 618 PROFESSIONAL DEVELOPMENT | Dec 2018 |
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POLICY

In alignment with our organizational values of innovation and excellence, the Foundation encourages the continuous learning of employees and Board Members.

The Foundation will have an annual Professional Development budget. The purpose of this budget item will provide the capacity to develop:

- Organizational knowledge
- Functional knowledge and skills required.
- Individual training and development goals for employees will be set as part of the objective setting process as defined in the Performance Management policy (616) and the Orientation policy (611).

The Executive Director will identify, with input from employees and Board Members, opportunities for individuals to attend conferences, meetings or training sessions that will result in the acquisition of the knowledge and skills identified for the organization. Employees and Board Members may also request to attend conferences, meetings or training sessions that will further their personal career development. The Executive Director approves employee attendance at conferences or training sessions, and out of town meetings. Professional development costs cannot exceed the Foundation’s ability to pay.

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| Human Resources | Approval Status |
| 619 STATUTORY HOLIDAYS | Dec 2018 |

POLICY

All full-time employees and permanent part-time employees who are on active-payroll are entitled to statutory holidays, as regulated by the BC Employment Standards Act.

PROCEDURES

Should an employee be requested to work on a holiday, the employee will be paid time and a half.

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| Human Resources | Approval Status |
| 620 TERMINATION OR RESIGNATION | Dec 2018 |

Termination for Cause

1. The Foundation acknowledges that terminations are an inevitable reality within any organization. The procedures identified in this policy are designed to protect the best interests of the affected employee and the organization.
2. Employment may be terminated for just cause and without notice after consultation between the Executive Director and the Board Executive in accordance with the Employment Standards Act.

PROCEDURE

- Terminations are to be treated in a confidential, professional manner by all concerned.
- Notice of termination of any permanent or permanent part time employee of the Foundation shall be given in writing in accordance with the BC Employment Standards Act

Resignation

- An employee may terminate their employment with the Foundation by providing notice in accordance with their employment contract. Employees are requested to provide as much notice of termination as possible.
- The Executive Director's resignation will be given, in writing, to the Chair of the Board of Directors. All other staff resignations will be given in writing to the Executive Director.
- Should there be a need to reduce the number of staff currently employed by the Foundation, notice of termination of employment shall be given in accordance with the BC Employment Standards Act.

Compensation

- Whether by resignation or dismissal, any outstanding entitlements owing to the employee shall be paid in full in accordance with the Employment Standards Act.
- Whether by resignation or dismissal, the employee shall immediately pay in full any outstanding amounts owing to the Foundation. The employee authorizes the employer to deduct any outstanding amounts from the final pay cheque.

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| Human Resources | Approval Status |
| 621 USE OF OSPREY PROPERTY | Dec 2018 |

To sustain its mission and ongoing viability, the Foundation depends upon public money, donations, admissions and the revenues from programs. Accordingly, Board Directors, employees and volunteers are expected to show the utmost of care and respect in the use of the Foundation's material and intellectual property.

DEFINITIONS

Intellectual Property:

Any document, tool or any other work produced for Foundation purposes, any task that has been performed for the organization, or any confidential information that the employee or volunteer might become aware of through their work becomes the property of the Foundation. This information is to remain confidential even after the employee's, Director's or volunteer's departure.

POLICY APPLICATION

A. Use of Computers:

Employees and volunteers who have access to Foundation computers are expected to respect the "rules of conduct" concerning the use of Foundation property.

1. Use of Foundation's Computer Network: The network is considered to be a professional correspondence tool.
2. Use of Software: It is the policy of the Foundation to respect the proprietary rights of a computer software developer. As a user, employees and volunteers are required to comply with the license agreements associated with the computer software products.
3. Use of Internet: Understanding that all activities on the Internet may be traced back to the Foundation, work on the Internet shall be conducted in such a manner that public confidence and trust in the integrity, objectivity and professionalism of the Foundation are conserved and enhanced.

B. Use of Foundation Property:

It is intended that the facilities and the property of the Foundation be used for Foundation purposes and in a proper manner. Foundation property includes intellectual and physical properties.

1. Intellectual Property: An employee or volunteer who produces a document, tool or any other work for the Foundation cannot take ownership of the product. A task that has been performed for the organization becomes the property of the Foundation. Intellectual property also includes the use of confidential information that the employee or volunteer might become aware of through their work. This information is to remain confidential even after the employee or volunteer's departure.

2. Physical Property:

i. Use of Equipment: Use of Foundation equipment shall be for operational business purposes only. The equipment is purchased to support reaching the objectives of the organization. Private use of Foundation property will be permitted only when authorized and according to a specific fee when it applies. For example, use of photocopier and long distance calling. The employee or volunteer is expected to properly use Foundation equipment. Misuse or damage caused to Foundation equipment or property could result in disciplinary actions and/or other sanctions.

Upon the termination, resignation or leave of employees, volunteers and board members:

- All Foundation intellectual and physical property must be returned or, in the case of computer data on personal computers, deleted.
- All permissions to shared data will be revoked.