

Information for **Board Nominees**

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CALL FOR NOMINATIONS PACKAGE - BOARD OF DIRECTORS

Thank you for your interest about the IAP2 Canada Board of Directors! This information package is intended for potential deputy members and directors who are considering submitting their nomination for the IAP2 Canada Board of Directors.

This package is provided to you as a brief overview of Board roles and responsibilities. We would also ask that you review additional information about IAP2 Canada including:

- [Current IAP2 Canada Board](#)
- [IAP2 Canada 2016 Annual Report](#)
- [IAP2 Canada 2018-2020 Strategic Plan](#)
- IAP2 Canada 2018 Working Budget – available upon request
- [IAP2 Canada Affiliate Application package to IAP2](#)
- [IAP2 Canada Bylaws](#)
- [IAP2 Canada Code of Conduct](#)

Questions regarding this document or the nominations and elections process should be directed to IAP2 Canada staff info@iap2canada.ca or (778)-231-2353

Contents

- CALL FOR NOMINATIONS PACKAGE - BOARD OF DIRECTORS i
- GENERAL INFORMATION FOR BOARD MEMBERS..... 1
 - Board Composition 1
 - Length of Term of Directors 1
 - Board Members and Federation Representative Expenses..... 1
 - Working Board..... 2
- BOARD OF DIRECTORS 2
 - Deputy Board Member (non-elected)..... 3
 - Officers..... 4
 - President..... 4
 - Past President 5
 - Vice President 5
 - Secretary 6
 - Treasurer..... 6
 - Assigned Duties for Directors 7
 - Federation Representatives 7
- SCHEDULES 9
 - Schedule A:**..... 9
 - Schedule B:** IAP2 Canada Letters Patent 9

GENERAL INFORMATION FOR BOARD MEMBERS

IAP2 Canada is the Canadian affiliate of the International Association for Public Participation (IAP2). For over 20 years, IAP2 has been a leader in the development of effective practices, guidelines, standards, training and research on public participation (also referred to as engagement and consultation).

As of January 1, 2011, IAP2 became a federation of national affiliates and IAP2 Canada was incorporated as a Canadian non-profit. IAP2 Canada has over 700 members who are practitioners, representatives of government, industry and non-profit organizations all of whom support the objectives of IAP2.

As set out in its Affiliate Application to IAP2 (January 14, 2011), ***IAP2 Canada will be the national organization that helps to deliver the positive potential of public participation in Canada.*** An integral part of that mission is actively promoting sound, effective public participation practices that adhere to the IAP2 Core Values for Public Participation (see Schedule A) by implementing the objectives set out in the IAP2 Canada Letters Patent (see Schedule B).

Board Composition

Composition of the Board of Directors of IAP2 Canada should reflect the diverse interests, cultures and regions of Canada and the practice of public participation. “Designated Board Roles” may be reserved for the following interests and sectors, based on the number of nominations received being sufficient to meet both the Designated Board Roles and the size limits of the Board, as set out in the Bylaws.

1. Existing and emerging IAP2 Canada Chapters.
2. Networks or Communities of Practice, which are designated through engagement with IAP2 Canada membership and as approved at the Annual General Meeting.

Length of Term of Directors

The term for directors is 3 years; the goal is that a third of the Board will be elected each year.

IAP2 Canada is entitled to send two representatives to the IAP2 Federation Board. Representatives will be directors of the IAP2 Canada Board.

Board Members and Federation Representative Expenses

IAP2 Canada has the following [policy in place for Board travel](#).

Federation representatives receive up to a maximum of \$1,500 per meeting (up to \$3,000/year) to cover travel expenses when attending a face-to-face IAP2 Federation meeting.

Reasonable expenses related to IAP2 Canada may be considered on a case-by-case basis, subject to sufficient funding, but potential nominees must understand that IAP2 Canada or IAP2 Federation may not reimburse all or part of such costs.

Working Board

The IAP2 Canada Board is a working board. What does this mean? This means that you will have to roll up your sleeves to support the organization. IAP2 Canada currently has part-time support for administration, finance and management. The Board determines the IAP2 Canada Strategy and assists in leading and supporting Board initiatives.

As a director, you will be expected to prepare for and attend monthly Board meetings (approximately 2-3 hours, including preparation). If you become an Executive Committee member you will attend an additional monthly meeting (approximately 1-2 hours). Each director will also be asked to be a liaison, member or chair of at least one of the IAP2 Canada committees/task forces/communities of practice. These tasks will vary and the amount of effort often fluctuates depending on the individual and the activity but you should consider an average of 6-10 hours per month of meetings and preparation for IAP2 Canada.

BOARD OF DIRECTORS

The Board of Directors of IAP2 Canada is responsible for governing and managing the affairs of IAP2 Canada and is accountable to its members for:

- Meeting the objectives of the corporation as set out in its Letters Patent by developing and implementing an effective strategic plan of activities.
- Ensuring prudent decision-making and appropriate governance is applied in the management of the financial affairs and assets of the corporation.
- Where appropriate, applying the Core Values of the International Association for Public Participation to decision-making that impacts the interests of IAP2 Canada members.
- Managing the affairs of IAP2 Canada in a transparent and ethical manner.

Persons serving as a member of the Board of Directors will be part of the leadership of an important national organization in Canada. As such, they are expected to exercise the duties that are associated with such a role, namely the Duty of Care, Duty of Loyalty and Duty to Members.¹

Board members shall participate in regularly scheduled Board meetings. Board members may or may not have specific and/or extensive expertise on each and every issue that comes before it; however,

¹ See Industry Canada's Primer for Directors of Not-for-Profit Corporations, 2002.

IAP2 Canada

Board members are expected to be prepared for meetings by reviewing agendas and informing themselves about the issues to be discussed to the best of their ability.

Additionally, Board members are expected to actively participate, by sharing their views and by listening and considering those of other Board members, in order to promote a healthy discussion and wise decision-making.

While IAP2 Canada is registered as a Canadian non-profit corporation, a volunteer board with part-time staff presently runs it. As a result, Board members provide strategic management and governance oversight, and provide the effort necessary to operationalize both strategy and governance.

- Board members will be expected to:
- Promote the objectives of IAP2 Canada.
- Promote membership in IAP2 Canada.
- Participate in all IAP2 Canada Board meetings, either in person or by conference call and contribute to discussion and ratification of all business and other agenda items of IAP2 Canada.
 - Support and contribute through IAP2 Canada directives, all the Powers and Duties of the IAP2 Canada Board as outlined in the Bylaws.
 - Provide leadership and coordination of special projects of IAP2 Canada, as required.
 - Make reasonable efforts to participate, where appropriate in IAP2 Canada sponsored events and activities, such as the Annual General Meeting an IAP2 Canada Conference, IAP2 Canada training events, and other events that may arise in the course of the elected term.
 - Attend and represent IAP2 Canada at various events or conferences as requested.
 - Provide input into and support all communication efforts of IAP2 Canada as required.
 - Provide input into developing policies and procedures for IAP2 Canada as required.
 - Chair and/or participate on one or more standing and/or ad hoc committee(s).

Deputy Board Member (non-elected)

The Deputy Board Member position will be one year with the possible extension to two years. This opportunity will give you a chance to work with a current Board member to learn what they do, the decisions that the Board makes, the various activities that they might be leading, etc. As well, you might be asked to dive in and help out where possible. You will get to know the ins and outs of the work that the Board does without being required to attend the monthly meetings (although you can but you won't have the ability to vote). The following is a [link to the policy document on Deputy Board Members and provides additional information](#).

Please note that both Board members and non-Board members can Chair Committees.

Officers

The Officers of IAP2 Canada are elected by the Board and form the Executive Committee.

They are made up of the President, Vice-President, Secretary, Treasurer, a Past President and any other such Officer appointed by the IAP2 Canada Board in accordance with the Bylaws (including Federation Representatives).

The Officers are elected by the IAP2 Canada Board of Directors at their first official meeting to assist in governing and managing the affairs of IAP2 Canada and hold office until re-elected or until a successor is elected or appointed.

All Officers are accountable to the IAP2 Canada Board of Directors and the IAP2 Canada membership.

All Officers role descriptions will be reviewed on a regular basis for relevance, effectiveness and necessary changes, and at not less than five (5) year intervals.

President

Responsibility of the President:

The President is accountable to the IAP2 Canada Board of Directors and the IAP2 Canada membership.

The primary areas of responsibility are to:

- Ensure that the decisions and actions of the IAP2 Canada Board of Directors align with the Core Values of the International Association for Public Participation (IAP2);
- Provide oversight to the workings of the IAP2 Canada Board of Directors and set the tone and direction of IAP2 Canada for the duration of their tenure;
- Act as the primary liaison between the International Association for Public Participation (IAP2) and IAP2 Canada.
- Act as spokesperson and represent IAP2 Canada at conferences, meetings, etc.

Term of the President:

The President is elected by the IAP2 Canada Board on an annual basis.

Specific Requirements of the President:

In addition to their responsibilities as a director they:

- Chair every General Meeting of the IAP2 Canada Board, as per the bylaws.
- Declare a motion or resolution carried or lost. This statement is final, and does not have to include the number of votes for and against the motion or resolution.
- Call and chair the meetings of the IAP2 Canada Board of Directors and work with the Secretary and Vice President in preparing agendas and reviewing draft meeting minutes.
- Act as a Liaison with IAP2 International and other IAP2 Affiliates. This may include participating in regular conference calls with other Affiliate Presidents, sharing information with the rest of the IAP2 Canada Board, and identifying items for discussion / action with other Affiliates.

IAP2 Canada

- Work with the Treasurer and other IAP2 Canada Board members in preparing and reviewing the annual budget for IAP2 Canada.
- Works with hired consultants on behalf of the IAP2 Board and membership. For example, the President manages the relationship with IAP2's Executive Manager which includes bi-weekly status updates, managing performance and prioritizing tasks on behalf of the Board.
- Ex Officio member of all sub and working committees of the Board.

Past President

Authority/Purpose:

- The previous President, if not re-elected to the IAP2 Canada Board, will serve as Past President.
- Is accountable to the IAP2 Canada Board and membership as a whole, and specifically to the President as spokesperson for the IAP2 Canada Board.

Responsibility of the Past President:

In addition to their responsibilities as a director they:

- Provide mentoring and support to the incoming President.

Term of the Past President:

The Past President serves for a one (1) year term.

Vice President

Term of the Vice President:

The Vice President is elected by the IAP2 Canada Board on an annual basis.

Specific Requirements of the Vice President:

In addition to their responsibilities as a director they:

- Chair the General meetings of IAP2 Canada in the absence of the President, as per the bylaws.
- Assume the duties of the President in their absence.
- Develop meeting agendas and reviews draft meeting minutes in consultation with the President and Secretary.
- Assist in coordinating the planning of the IAP2 Canada AGM and other non-training events.
- Assist in preparing the budget for IAP2 Canada.
- Take lead and/or participates on sub-committees regarding specific initiatives, as required.
- Works with hired consultants on behalf of the IAP2 Board and membership.

Secretary

Term of the Secretary:

The Secretary is elected by the IAP2 Canada Board on an annual basis.

Specific Requirements of the Secretary:

In addition to their responsibilities as a director they:

- Ensure accurate minutes are taken of IAP2 Canada Board meetings and other meetings of the IAP2 Canada Board as required. The minutes should include the decisions and reasons for those decisions.
- Review/monitor and verify accuracy of meeting notes with President and Vice President, and ensure notes are distributed to members of the IAP2 Canada Board shortly after each meeting.
- Maintain official records of IAP2 Canada Board, including ensuring effective storage and management of the IAP2 Canada records.
- Ensure that official records are maintained on behalf of the IAP2 Canada Board.
- Participate in Board meetings, either in person or by conference call, and at the IAP2 Canada AGM.
- Remain sufficiently familiar with legal documents (articles, bylaws, letters, etc.) to note applicability during meetings and to ask questions when something isn't clear or seems questionable
- Determine if there is a quorum at the IAP2 Canada AGM by reviewing membership status of participants.
- Meet statutory reporting requirements in accordance with relevant legislation (e.g. The Secretary must sign any legal documents that require the signature of the Secretary of the organization, and must keep and file all necessary books and records as required.).
- Takes lead and/or participates on sub-committees regarding specific initiatives, as required.

Treasurer

Term of the Treasurer:

The Treasurer is elected by IAP2 Canada Board on an annual basis.

Specific Requirements of the Treasurer:

In addition to their responsibilities as a director they:

- Ensure the original financial records and documents of IAP2 Canada subject to external audit are maintained in safe keeping.
- Prepare an Annual Financial Report (calendar year basis) subject to external audit in consultation with the contracted Accountant for presentation to the membership at the IAP2 Canada AGM and provides this to the Secretary to be submitted to the Federal Corporate Registries.
- Ensure preparation and submission of any required financial forms, Income Tax and GST forms to Revenue Canada, in conjunction with the contracted Accountant.

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- Maintain and manages all bank accounts and investments.
- Assist in preparing the budget for IAP2 Canada.
- Monitor the budget and reports to the Board of Directors and general membership on finances.
- Oversee all financial transactions and pays all the bills duly authorized (by cheque, funds transfer, wire, etc.).
- Co-signs all IAP2 Canada cheques with one of two other authorized signatories.
- Takes lead and/or participates on sub-committees regarding specific initiatives, as required.

Assigned Duties for Directors

Directors may be assigned specific responsibilities relative to the operations of IAP2 Canada. These are in addition to the General Duties noted above. This may include the role of leading the development of the Strategic Plan or chairing one of the committees/Task Forces that may be established as required, by the current activities of IAP2 Canada and implementation of the strategic plan.

Some specific duties and titles that may be assigned include:

Federation Representatives

The Board will appoint up to two (2) Federation Representatives to the IAP2 Federation Board. The representatives will be selected from the Board in accordance with the By-Laws. It is preferable to have representatives who have had previous IAP2 Board experience, either at the federation, national or chapter level. Up to \$1,500 per Federation Face to Face meeting per Federation Representative will be provided to offset participant's travel and accommodation expenses.

In 2013, the Federation Board changed its policy to allow and encourage IAP2 licensed trainers to sit on the Federation Board as a representative of their affiliate. Where affiliates hold more than one seat on the Federation Board, they have been encouraged to have one of those seats held by an IAP2 licensed trainer. IAP2 Canada will endeavour to fulfill the request of having one of its Federation Representatives a licensed trainer, should a suitable candidate (as determined by the Board) be able and willing to serve in that capacity. Both Federation Representatives must also be elected members of the IAP2 Canada Board.

Duties of the Federation Representatives:

In addition to their responsibilities as a director they:

- Represent the interests and offer the perspective of IAP2 Canada on the governing board of IAP2.
- Build relationships between IAP2 Canada and other IAP2 affiliates through connection, cooperation and collaboration on the IAP2 Federation Board.
- Report to IAP2 Canada on Federation activities and issues
- Ensure Federation matters requiring affiliate input and advice are considered in a timely fashion

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- Identify opportunities for partnership and collaboration between IAP2 Canada, other Affiliates, peer organizations at the international level
- IAP2 Canada representatives will participate fully in the governance of the Federation. This includes serving on committees, contributing to the shape and direction of IAP2 and ensuring that the Canadian voice is heard, included and respected in decision making. Practically this includes:
 - Promote the rights and interests of IAP2 Canada and its members as an affiliate of the Federation.
 - Communicate IAP2 Canada's position in all matters of affiliate rights, and financial and material interests during the deliberations of the IAP2 Federation Board.
 - Act on the direction of the IAP2 Canada Board in all federation matters where the rights , financial or material interests of IAP2 Canada are concerned
 - Introduce for consideration of the International Board any policy or matter that IAP2 Canada considers a priority for the federation.
 - Act as a liaison between IAP2 Canada and the Federation Board
 - Attend all meetings of the International Board as required, and provide an accounting to the IAP2 Canada Board of the meetings
 - Present documentation of proof of attendance at International Board face-to-face meetings that IAP2 Canada has provided funds to enable attendance.

SCHEDULES

Schedule A:

[Foundations Brochure](#)

[Core Values](#)

[Code of Ethics](#)

[Public Participation Spectrum](#)

Schedule B: IAP2 Canada Letters Patent

EXCERPT FROM IAP2 CANADA LETTERS PATENT
Filed and Approved by Industry Canada February 8, 2011

OBJECTS OF IAP2 CANADA

The objects of the Corporation are:

- a) to encourage the growth and development of the public participation field, the development of techniques for use in the public participation field, and the public understanding of and participation in the public participation field;
- b) improve the quality and professionalism of persons in the field of public participation;
- c) hold meetings, conferences, seminars and other sessions, including “virtual” sessions at which information concerning the practice of public participation can be disseminated;
- d) promote, enhance and encourage the exchange of information among practitioners and users of public participation and the general public;
- e) publish, edit or otherwise disseminate to practitioners and the general public articles, journals, books, monographs, audiovisual materials, newsletters, and other materials concerning the practice of public participation;
- f) advocate for the recognition of public participation as an area of practice that can positively inform public policy and decision-making;
- g) explore and encourage partnerships with associations having similar or related objects in order to further the preceding objectives of the Corporation; and
- h) in furtherance of the above objects to support, promote and advance such activities of the Corporation, as are incidental and ancillary to the above objects.

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