

Customizable Board Governance Support in Partnership with the Manitoba Child Care Association

Tuesday, Nov. 26, 2024

00:18

Jason Booth

Hi, good evening. My name is Jason Booth with Manitoba Early Learning and Child Care Division.

Thank you for joining us for this evening's webinar, Customizable Board Governance Support in Partnership with the Manitoba Child Care Association. This webinar will be presented by Tanya Jakob, Director of Continuous Improvement and Engagement with ELCC, Jody Kehl, Executive Director of the Manitoba Child Care Association and Michelle Hengen, Client Services Executive with People First HR.

00:49

Jason Booth

Following the formal presentation, we'll have time for questions, which you are welcome to submit via the chat throughout tonight's presentation.

We'll try and answer as many questions as we can, which will be read out tonight by Carmen Zubin, Child Care Coordinator with the ELCC. We will be documenting all the questions that are sent in tonight to ensure that any questions that are not answered live

will be reviewed and considered and as a reminder, please limit your questions to the matter at hand. And with that, I'll turn things over to Tanya Jakob for the land acknowledgement and for tonight's agenda.

01:29

Tanya Jakob

Great. Thank you, Jason. Welcome, everyone. Yes, before we begin, I'd like to provide our land acknowledgement. We recognize that Manitoba is on Treaties 1, 2, 3, 4, 5, 6, and 10 Territories and the ancestral lands of Anishinaabe, Anishinewuk, Dakota Oyate, Denesuline, Ininiwak and Nehethowuk Peoples. We acknowledge Manitoba is located on the Homeland of the Red River Métis. We acknowledge northern Manitoba includes lands that were and are the ancestral lands of the Inuit. We respect the spirit and intent of Treaties and Treaty Making and remain committed to working in partnership with First Nations, Inuit, and Métis people in the spirit of truth, reconciliation, and collaboration.

2:30

Tanya Jakob

So this is just an overview of our agenda this evening. We are going to begin by just providing a bit of background on the Leadership and Training Initiative.

And then we will turn it over to our guests here this evening, Jody Kill from the Manitoba Child Care Association and Michelle Hengen from people first HR services to provide presentation on effective board governance. This section is going to review the overview of board governance, supports and resources provide information about the customizable board governance manual and sections and then provide you with some further details on implementation support services as well as contacts. Before we launch to questions.

03:16

Tanya Jakob

So just a bit of a background on the leadership and training initiative. It is a government commitment under the Canada Manitoba Early Learning and Child Care Agreement. The Leadership and Training Initiative has been that commitment since the original bilateral, which took place in around 2017. And we know that childcare boards are integral. They are the legal entity and authority for the center and are key in building and sustaining our workforce and our system.

03:50

Tanya Jakob

Yet we also recognize some of the challenges that stakeholders have shared with us with some of those childcare boards such as turnover business and administration expertise consistency in application of governance practices A portion of the federal funds since 2017 in our agreements has been directed to building that capacity of our early learning and childcare facilities for education and skills development. Under that agreement.

And that part has also included strengthening that board governance of which Manitoba has partnered with Manitoba Child Care Association. So just some general reminders before I pass it over. If you are looking for a copy of the circular as well as to look further for additional information about what was provided tonight in terms of this webinar, copies of the webinar will be provided after the session on the following website on the screen. As well as the copies of the circular if you do need to go back. And then general inquiries can be directed to our early learning and childcare webpage. And there is also more information there about our agreements and this initiative as well. Thank you. I'll turn it over to you, Michelle and Jodie.

03:28

Jodie Kehl

Extending \$10 per day parent fees to include in-service days and school breaks, makes childcare more affordable and accessible for Manitoba families. In anticipation of Budget 2024, passing by November 7, the maximum daily fees on non-school days or school age children, effective December 8th will be \$10 a day for 4 to 10 hours of care, \$5 per day for less than 4 hours, and \$15 per day for more than 10 hours. This makes the parent fees consistent across all groups.

05:12

Jodie Kehl

Thank you. Apologies for the delay. There we go. Good evening, everyone. Thank you so much for attending this evening. I'm just going to spend a little, just a brief time talking about sort of context about how we came to be to working on this project with People First HR. You know, although the province of Manitoba has many resources on board governance, MCCA a number of years ago recognized the need for additional board governance. I know I'm preaching to the choir when I say some of the things I'm about to say, but what I can tell you is that

06:01

Jodie Kehl

Some of the most common calls we have at MCCA are from either board members or from management who are having challenges whether it's unclarity about whose role is what role, where the responsibility lies. Or a number of different possibilities. Board members are gracious with their time to join boards of directors. They may or they may not have the skills, knowledge and ability to understand what effective governance is. And how that actually comes to be in a child care facility. And so as a former director of a licensed not-for-profit facility, I know firsthand how great some boards can be. But I also know that turnover is inevitable in boards and sometimes you end up having a board that just may be strongly a little bit more and whether it's personality or misunderstanding

06:56

Jodie Kehl

Sometimes challenges arise. So that's why back in 2018-17, when Pat Wedge was still here at MCCA, we partnered with People First HR Services to develop an online board orientation to really just sort of help provide that as an additional resource. I'm sure that many of you can relate you know sometimes board members may join the board of directors because they want to have a lunch program put into the facility, but they may not understand the financial implications of that. They may have a personal sort of agenda where perhaps they want to see different programming in the room that their child's in. We often talk about board members

having to wear their parent hat versus their board hat. And that's a really hard transition. As a parent, I know how difficult it is not to look through the lens as a parent.

07:45

Jodie Kehl

Like I said, in 2018, we launched the training. To date, over 1,800 registrations have been completed and so This training has sort of three modules that are about 30 minutes long. They are about the roles and responsibilities of board members, accountability and authority, and how to run effective meetings. We have them both in French and in English and really help provide understanding for board members and directors about what good governance is. We actually reached out this summer, the New Brunswick government asked to have access to the training as well. We're delighted that we will have the ability to actually share this across the country as well. This project, although MCCA created it, we entered an agreement

08:40

Jodie Kehl

Under Manitoba's action plan under the 2017-18 Early Learning and Child Care Agreement to access funding so that every licensed not-for-profit facility in the province of Manitoba could have free registration. So that means every facility in the province has 12 registrations. If there's multiple facilities within one organization, additional registrations for each of those additional facilities. What's really important for me to share this evening is There are still dollars left from this project, so if you have used up your registrations. please reach out to us and we can give you more. And if your board has not used the registrations yet. Please encourage them to do so and yourself as the director as well. If you do need information or help about that and how to register It's on our website, but you can also reach out to Debbie Crampton here at MCCA, our membership and registration administrator.

09:34

Jodie Kehl

In addition to the online resources, we have also developed some videos, both again French and English. how to run an effective board meeting, how to run an effective AGM. These videos are about 10 minutes long, really a super easy thing to share at a board meeting just to sort of have that understanding so that board members can hear some really practical advice and there's cute little scenarios in both of these that kind of are likely happening at facilities just like yours. Go ahead, Michelle.

10:08

Jodie Kehl

So over the years, MCCA has continued to promote the training. We have social media blasts. We send through our database. Just to remind individuals that it's there. I know a number of facilities have actually built it into their own orientation manuals or into their bylaws or their policies that part about being on the board of directors of their facility is that board members do have an obligation to take some training so that they are understanding what their role is.

So then we fast forward to 2021. And in this year, MCCA created a new committee called the Governance Support Committee. And this committee is made up of board members from childcare facilities across the province who have a very good understanding and experience as being a board member. We thought, what great resources they would be to other board members or to other facilities that might need additional support. And through the work of this committee, there was a suggestion brought forward about developing a ward orientation manual, a best practices manual, so be it.

Right now in MCCs human resource management guide chapter 17 is about effective board governance But governance really doesn't belong in an HR guide. It really should be on its own which is why...We then partnered with People First again to develop this customizable board orientation manual that Michelle will now spend some time talking about. I'll pass it to you, Michelle.

11:47

Michele Hengen

All right. Thank you so much, Jody, for that introduction and I can segue now into where we are

Currently, with the current initiative. The goal of the current program really is to build a governance foundation that is customizable for each child care center because every center is different. And not only do we want to build the foundation, but we also there is also funding available to help with the implementation. We can avoid you having that that binder on the shelf that everybody wants to look at but never has time for will actually help make sure that it gets implemented.

12:22

Michele Hengen

So the initiative basically follows these four phases. We have developed the template, which I'll explain momentarily. That's done. Now we're in the stage of customizing and implementation. And then in the future, the support is ongoing. There will be half day webinar or in workshop style for ongoing training as well as ad hoc support going forward. Here's a timeline representation of the development of the template. And it's primarily here to show you that it was a very thorough process that really combines the needs of the sector and best practices. The research involved lots of different sources, including but not limited to the Community Child Care Standards Act.

Corporations Act, interviews with some executive directors that were in our test group the HR manual that Joni mentioned, we did reference that as well as the ministry's website and just best practice in general. Then a draft was developed that was it says taken for a test drive so with those executive directors that were involved in the development We actually work together to customize a manual for their centers worked out the kinks, made the process even smoother and refined and finalized. And then it's since been translated in French and English and available today.

Which you will see shortly after this session.

14:02

Michele Hengen

So today what we'll do, and Tanya did already give an agenda. This is kind of a microcosm of an agenda within this section. I'll speak about some foundational board training principles. For two main reasons. First of all, to give you an idea of the type of training that your board could receive or if you are on a board what you and your colleagues will see. As well as to make sure that we're on the same page in terms of terminology, governance models, the role of board members and executive directors and so on and then so on and then

Finally, you will be introduced to the governance manual template, and I'll walk through it at a high level. We've already spoken somewhat to this, but I just want to put on the table some common board issues that were kept in mind as we developed this program to try to help resolve. Lack of communication between board meetings what does the board need to hear about from the executive director that might be in the manual.

15:09

Michele Hengen

What about timeliness with respect to requests? We certainly saw in COVID a need for timely decisions to be made. How did that work? Did you have the structure in place so that that was easily facilitated. Some members dominate, others do not contribute. This relates to communication style, which we all are familiar with. Is there a role that maybe the board chair can play to make sure that all of the members have a chance to contribute. How do you wrestle with some board members wanting to keep everything the same and others wanting change? That comes down to the decision-making process, which is also represented in the manual. Failure to address issues. This refers somewhat to conflict resolution conflict itself is not bad, but how it's resolved can be the difference between an effective and a dysfunctional board.

So what can be done in terms of training and structure framework to help make sure that there's the process or mechanism to make that work. And ensuring that there aren't meetings after the meetings that everybody, what that refers to as maybe by chance meetings or secret meetings that don't involve the whole board. We want to make sure that board business is conducted in board meetings and have a process to do so.

16:39

Michele Hengen

Here's a just kind of a generic definition of governance. I won't read it specifically, but what I'd like to point out is that it speaks to Relationships, and structure. It doesn't matter. what kind of structure you have. You could have the best governance manual in the world you could have the top-notch training. But if you don't have good relationships between the board and management, your governance will not be effective. And then on the flip side. the structure can actually help to improve your relationships because it'll define roles and responsibilities, so people aren't tripping over each other. It'll define what to do when something goes awry. You're not, again, stuck. So that's what we refer to when we talk about governance.

17:30

Michele Hengen

And drilling down even further into definitions. We'll talk about what is a board a board is a board independent from management. and looking out for the interests of the stakeholders. In this case. you know for this sector, the stakeholders are, as Jody mentioned the families and all children at the center, not just the children of the board members. Which is a challenge for you know as humans, it can be hard for us to split up those roles The board is not involved in day-to-day management and they are there to provide oversight and ensure the organization is doing things right.

18:08

Michele Hengen

I'll refer to it a couple of times, but I like to use the win the lottery scenario. Sometimes you hear what happens if management and the staff is all hit by the bus? I don't like that one. It's too negative. I like win the lottery. What if the executive directory, the main you know key staff, they all win the lottery They're on a beach somewhere. They're escaping the snow So now the board has in place a brand new executive director, brand new staff that they don't know and trust. If there's good governance in place, they can be assured that everything is still running as smoothly as it was when the people that they knew were in place. And that is what good governance will do for you.

18:52

Michele Hengen

So I'll come back to that point governance models. There are many models. This is by no means an exhaustive list. We could spend all of our time talking about governance models. I'm just going to hone in on the two bottom ones because they kind of delineate the roles that we

will talk about today. If you're on a management team board or which is sometimes called a working board or described as a working board, that might mean you're on the board of, let's say a community theater or the hockey team where there is one, usually one employee, an executive director. And then the board does all the work. The board does the fundraising. The board does the marketing, the board does the accounting, the board does really everything. So let's contrast that to a policy governance board. Which is what your boards are. Where the board oversees the function, the organization, in this case, the child care center and the board has one employee, one employee only being the executive director who then the board delegates the authority through the executive director to manage the affairs of the center. Sometimes you hear the phrase nose and fingers out. The board has their nose into the business, but they're not touching it. They're not actually dealing with the day to day.

20:23

Michele Hengen

And as I mentioned, the board does not run the organization. So these are, again, some of the more common models. If I could only show one slide, this would be it to describe really that policy governance board model. We have a boat, we have a balloon. Who is in the balloon? That would be the board. The board is in the balloon who can at a distance they can see ahead. They can see where there's danger. They can also see opportunity. They can see where they're smooth sailing. And why do they have that ability? Because they're not managing the day-to-day in the weeds, the weeds being deadlines, the weeds being you know and maybe an outbreak of something at the center, all those day-to-day things that have to be managed that the board is not required to do. They have the luxury to be able to see at a distance. And that's a very critical role.

So we don't want the board going into the boat. The boat represents the staff and who's driving the boat is the executive director. We don't want the board climbing into the boat because then they're not able to oversee. We don't want the executive director to have to spend too much time in the balloon with the board. Otherwise, who's driving the boat? It's kind of hard to see, but there's a line, a sort of a tether communication between the balloon and the boat. There's constant communication or I shouldn't say constant, regular communication between meetings and perhaps ad hoc correspondence between the boat driver and the board, particularly the chair in between. And just to make sure that if the boat needs resources. Maybe they need more fuel they can tell the board, we're in trouble here. We need some help. And vice versa, the board in the balloon can mention that um you know what's ahead.

I just really like that visual representation, and we'll reference it when we look using words, what is the difference between the board and the management? The board really, again, in that balloon could help to set the mission, the direction. They have that vision. They can allocate resources fuel for the boat. Does the boat driver need more money to them the boat driver would then go and hire the staff to run the boat. They monitor how are things going from that bird's eye view. And so on. They hire the boat driver and evaluate their performance the executive director manages the people in the boat that are keeping the ship running and they're implementing the decisions that are made at the board manage the programs and so on.

23:20

Michele Hengen

Now, what about the board and staff members? you know um The board is voluntary, as you all know, and they're part-time. Typically, a board member spends anywhere from about 100 to 200, usually around 150 hours a year on board business. It might seem like more, but that's when you really break it down. Staff members, on the other hand, spend about 2,000 hours a year on business for the center. You're just going to have a different level of responsibility or knowledge and knowledge of the intricacies of the centre and that's the way it's supposed to be.

So the two work to complement each other. They certainly, you don't want to overlap too much Now, what about the board relationship with staff? As mentioned, the way the governance model works is that the board works directly with the executive director. Well, that doesn't mean the board doesn't interact with staff. They do. They see them at the AGM perhaps the board meetings are at the center, so they bump into them there. Of course, you want a very courteous and tactful relationship. But any business should only be dealt with through the executive director. If a staff member comes running to the board about an issue that has to go right to the executive director. It's just important to remind boards Because if a board member has never been on a board before, they might not know this. And then in an effort to help. they might try to be helping issues that really are under the purview of the executive director. no matter which model is being used. Every board really is there to help shape the direction of the center, help ensure that there's leadership in place that has resources that need to fund the mission and monitor performance. I think we've mentioned that a couple of times

25:29

Michele Hengen

I'll move on to another topic. We also addressed something we address in training is fiduciary duty, which sometimes new board members are a bit concerned about. They've heard about this. They know it's a legal obligation.

And so, we assure board members that really it comes down to ensuring that To whom do you owe a duty? If a board member is looking after the needs of their primary stakeholder, then they are performing their fiduciary duty. So that's another topic in itself.

As I said, we're touching on many topics here in this bit of time to give you a taste of what's to come. Where do boards fail? Sometimes there's groupthink everybody is agreeing. You don't want to be that one person to disagree. Well, this is where training of boards can really give some confidence to a board member that they do know what they're doing. And then that really helps to make the center that much stronger if everybody's opinions are being heard. conflict of interest. We'll talk about that a bit more in a minute. I'll just maybe mention failure to ask the hard questions because sometimes you know a board member might think, well, I don't want to question the executive director that seems rude

26:47

Michele Hengen

Well, really, it's the role of a board member. And so we want to, again, equip the board members train them on where the line in the sand is on what is their business to ask and what isn't. And then everybody is stronger as a result. And then they can address non-performance if and when it happens. A quick word on what a board policy is, because that is really the governance manual is a collection of board policies. a board policy covers larger, more strategic issues. what we might refer to as the ends of the organization, the purpose where is it going? what purpose is it fulfilling? And also the board policy will cover major policies that might affect the whole organization. It'll also cover how the board conducts its own business. So that's a board policy as opposed to a management procedure which is the name sounds like would be more a procedure that management would implement.

27:52

Michele Hengen

So let's say the board will approve vacation policy. But the management procedure might cover how they track vacation on a spreadsheet or some system that really the board doesn't need to worry about that's not a good use of their time to focus on the procedure. So it's good to know the difference between the two because if you are an executive director and you find you're spending a lot of time in the weeds with the board. Maybe it's because maybe it's because they're being asked to approve the weeds, you know, the procedures. So we can help with that too to help to help ensure that you're using your board's time to the optimal because not everybody has. Well, nobody has too much time on their hands. So you want to make sure that you use that time as effectively as possible. And then once you can determine what is a board policy versus a management procedure. then there's no ambiguity about who approves what the board approves board policies management improves management procedures the board may also approve new or significant procedures, but in general the former applies.

29:11

Michele Hengen

I would also like to say a quick word about bylaws because there can sometimes be confusion about bylaws versus policy. Now, I know just from speaking with some of the executive directors who helped get us to this point. Some centers might have bylaws that are so old that they were typed on a typewriter. And some of you might be some of you might be updating them right now in real time. Regardless, the bylaws govern the organization and how the center is formed and also how the board is formed. I've just listed a few items here that are typically in bylaws.

29:48

Michele Hengen

But what's important to realize is that I'll show on the next slide bylaws are illegal document and can only be changed by the membership, by a vote on the membership and within the bylaws, it talks about how that vote has to happen and you know how many members have to approve and so on Contrast that to the board governance manual, which is a collection of policies The board owns the policies and so they can change them. So that's a big difference between the two. When we talk about the there we go. the governance manual that I'm about to introduce you to, it's a collection of board policies, not bylaws. I'm going to go into a bit of depth here just so you can get a sense of what or you'll understand when you receive the manual better what it is but also it really will cover off about probably anywhere between 70 to 90% of what your center needs. But it is customizable so that you can make sure that it's custom fit for what is right for your center. So going right into the manual itself, the first sections are some sort of introductory and housekeeping items. I'll just speak to a couple of these sections.

31:14

Michele Hengen

It's really important to have board members read, review, and acknowledge that they've read the governance manual. This is true for new board members, but it's also best practice for existing board members if they roll over into another year. to read it every year it's a good reminder. promise you it's not painful to read like bylaws can be. They're very detailed as they have to be. But it's an easier read or more plain language and just helps remind a board of what's expected of them. Also review and amendments. It's important to have a regular cycle to review and amend the board as manual as you go forward, just to make sure it stays up to date. Then the next section in the manual is a description of the governance structure at a high level.

32:17

Michele Hengen

Here is a section where there is a bit of overlap with the bylaws because the bylaws really speak to how board members get on the board. We really try not to have a lot of overlap between the documents. This is a section where that rule is bent a bit because you do also want to have a comprehensive document that it again a new board member can understand the functioning of a board and board members can be reminded so bit of overlap there. Then it gets into at a high level, what are the overall board roles and responsibilities? A reminder, that it's to oversee response operations. Provide that leadership delegate the day-to-day management to the executive director. approve and adopt new policies, support the executive director. And so on.

33:08

Michele Hengen

Then the next sections of the policy or of the manual really dig into more detail about what is the board roles in specific areas. This is really a big meat part of the meat part of the manual. Let's just look at these at a high level. The legal and ethical conduct section really speaks to setting that tone at the top approving the code of conduct in a nutshell, making sure that the center complies with all of the legislative requirements that it must and also acting with honesty and integrity and whatnot that everything that would be in the code of ethics and conduct the next section is around financial matters. Like the previous one, the legal one. The financial matters would be quite consistent between centers. This is, you know, people often think about these tasks when you think about being on a board. You approve a budget, you monitor adherence to a budget. You'll approve audited financial statements. It speaks specifically to those duties, maybe talking a bit about funding. Does the board approve expenses in excess of a certain dollar amount. That's written right into the policy into the manual.

34:36

Michele Hengen

Now, strategic planning, this is one area where there's a wide variety of current levels of maturity I would say and part of that is just a function of time and you know um we had some executive directors that say they do a bit of this, some that say they don't but would like to. But this is where I'll say that some of the manual might be written with aspirational type terminology. You will have, and when you see the manual, you might say, well, we're not doing that at all. I will just delete that section. And that's your right to do so. you can decide the board, executive director you can say we will delete this. It's not relevant. However, I would encourage you to write it in that aspirational language. maybe say the board will move towards or seek to just so it's a reminder that you know even if it's 10 minutes once a year that you talk about what does the center look like in three to five years?

35:41

Michele Hengen

That's an element of strategic planning. It's just a reminder of what's best practice and Not by any means that everybody has to be doing the same thing. That's just not realistic. This is an area to this kind of thing that we can talk about when we help with the implementation what How should it be written to make sense for your center? Then there's the board rules around programs and services the board will approve programs. The board will ensure that there's resourcing to to run the programs and make sure that they're running according to best practice. Then there's a section on risk management You know, it speaks to some of the typical things we think of when we think of risk safety plans insurance coverage. But also, it's good to have a discussion about what are the key risks facing the center. And this might be a more aspirational topic too but you know if you're located in a hospital or a school or you know you might be in a rural setting versus urban, you're going to have your own set of risks that you're managing. good to have a discussion about those. human resources this one I'll take a couple of extra minutes

37:00

Michele Hengen

As mentioned before, the executive director is the one employee of the board. And so as their employee. They, of course, need to hire the executive director possibly terminate but that's highly unlikely, but especially if they do their role in terms of helping the executive director succeed. Now, I spoke with some executive directors that this is working well at their organization and others where they haven't received ever a review and they haven't received a salary increase in years. And it's awkward. for them to ask for it. If it's written in the manual, nobody has to ask for it. is reminded, oh yeah, we have an employee we have to review their work, help them develop provide training, make sure they're equipped to do their role. give them a salary increase if there's money to do so develop that succession plan. What if they do win the lottery? who could take their place in an emergency scenario who could take their place longer term? Do you have anyone in mind? that's the board's role to be talking about that and thinking about it. and they might not realize it. It's right in the manual here.

38:13

Michele Hengen

Then I won't get into these details. There's a section on duties for the board chair. It's not to scare anybody off from the rule, but instead it's to help equip them So that they know what is expected of a board chair. Same thing for the other officers of vice chair, secretary, and treasurer. Then there's a section that's a bit more procedural which try to keep procedure out of policy, but just to be a comprehensive document where it speaks to speak some of those responsibilities to the executive director. For example, if there is a recruitment do you engage in an external firm? Do you set up an ad hoc board committee, it's good to have it in the manual so you're not scrambling if you're in that situation performance management can actually lay out a bit more detail of the process around there could be at the beginning of the year setting goals mid-year review, end of the year review. How does that tie into salary?

39:22

Michele Hengen

We've spoken a lot here about the board responsibilities. But if you recall at the beginning of this talk. I mentioned that governance is a relationship, which implies two ways. The board has their roles and in turn management, particularly in this case the executive director has responsibilities also. really to provide the information and education that board members need, and we can certainly help with that. to present the financial results. to give the statements as they come to make to make sure that they're governing the internal resource allocation and supervising staff issues and seeking approval as needed. There's a section in there about but also the management responsibilities. Now just shifting gears a little bit.

40:15

Michele Hengen

The next section of the manual is around code of ethics and conduct. This is not to replace what already exists for the center. there's likely something already in place. But this is meant to supplement it and focus primarily on the board's perspective. what do they need to factor in when they're conducting board business? There will be overlaps with the center code of conduct most likely. But it's better than having gaps.

40:49

Michele Hengen

We spoke a lot already about what the board does this is more how they have to do it, working with mutual trust respect, open communication Again, these are not probably not a surprise, but it's just a good reminder that the board members are expected to act in the best interest of the center. And set that tone at the top. Conflict of interest is an area that really does sometimes when speaking with boards brings up some really good discussion because of that issue that Jody mentioned and I alluded to that it is difficult to wear your board hat when you're having to vote on things that might negatively impact your own child's room or you know you might have to vote for an increase in lunch fees when you already think you're paying too much personally. So, you know, it's good if you to have on a standing agenda item where everybody has a chance to declare a conflict of interest and if you really can't resolve it, it's better to abstain from the voting. As opposed to being in that difficult situation.

42:03

Michele Hengen

Another area that we speak to in the code of conduct is confidentiality. Board members will be privy to personal information about families about children and it's a good reminder that that cannot be discussed. It's also a good reminder to the executive director not to give more information than the board needs to fulfill their oversight role. it's a good reminder to board members that this confidentiality requirement extends beyond the term. So even after they're off the board, anything they learned on the board stays in the board and then return confidential material materials So it's, again, good reminder. They probably know it but Excellent to have it documented. Then there's the so what. What if people don't do it? the word disciplinary measures might sound a little bit harsh, but the idea here is that if somebody is breaching a conflict of interest or confidentiality, what do you do about it? You don't have little faction meetings, and can you know can you believe Sue did that or bob did this No, you there's a there's structure. You bring it to the board chair unless it involves the board chair, then there's another approach. You might form an ad hoc committee You manage it within the board. You don't involve staff. Unless you absolutely need help from the executive director for information. you maintain confidentiality So even just if you recall at the beginning When I mentioned that part reviewing the manual annually and acknowledging that that even just having this in the manual can help to avoid situations because people are reminded. oh yeah, I shouldn't be doing

that or I need to think differently And so it can actually avoid any situations that need to be then don't need to be dealt with.

44:07

Michele Hengen

Moving along more quickly to some of these sections, board meetings, I won't get into the details because it's pretty intuitive what's in the manual around agendas, quorum and so on. Again, some overlap with bylaws because the bylaws do speak things like quorum. There was a question this afternoon about in-camera, so I will mention that. It is best practice to have an in-camera with the board alone at every meeting. And you might not have something to discuss every meeting. But it's good practice. First of all, it helps to solidify the board as a cohesive group just to have that chance to say, you know, is anyone concerned about anything Was there anything on the agenda you want brought forward or highlighted but also if there is an issue to discuss. Then if you don't have it as a standing agenda item and you have to suddenly call an in-camera, it can feel awkward. And it can feel like a bigger deal than it is. It's really best practice just to have that in camera at every meeting. It might be two minutes. It might be 10. At least it's there. there is a section on the AGM. a lot of the AGM requirements are in the bylaws. This is another area where there is overlap but it focuses in the manual on the board's role and what they can expect at the AGM from their perspective. there is a section to speak about board committees. Some boards have committees, not all do. You may have standing committees, maybe an audit committee, HR, governance or so on. Or you may develop an ad hoc committee. fundraising or if you're recruiting an executive director or if you're managing a breach of code of ethics. you might have an ad hoc committee so it This section outlines how you would form a committee and how you would disband it if it's an ad hoc committee.

46:11

Michele Hengen

Quick mention of board expenses. I know it's rare that a board member has to pay expenses, but there might be the odd situation where it happens. Again, for your own to cover you, to show the auditor that everything is done as per best practice. good to lay out there the policy that would be applicable for your board. Word succession and assessment really speaks to how do you bring on new board members effectively there's a process around onboarding what information do you provide? Well, this governance manual would be certainly one. the bylaws might be another. The parents' manual, anything else that would former previous meeting minutes. And you may do a self-assessment of the group and self I can talk to you more about that one-on-one. If you're interested. So that was a lot to absorb about the manual.

47:15

Michele Hengen

And I just want to reiterate what we've already talked about. You're not in it alone to customize and implement for your center. So as underlined, all licensed nonprofit centers are eligible to receive the manual with implementation support at no cost. So here is just an example of some ways that you can receive help with implementation You have up to two hours of implementation. One hour might be enough. for some centers. And we've already started test driving this with the centers that were involved with the development of the manual.

47:55

Michele Hengen

One good place to start might be maybe I meet with the executive director to walk through the manual and really talk about Are there any issues? Does your board have pain points? Are they struggling with anything? Do you have a lot of new board members that need foundational training? to get a sense of where you're at maybe you can also send in questions through email. You'll be provided with an email address. Supporting executive directors with their own edits. Maybe you want the executive director and the board chair to meet. That might be good too. I've started meeting with boards, zooming into a regular meeting to go through a bit of an abbreviated version of this or depending on how much time you have and then coaching the executive director just in general. Maybe you're new to the role. or you're not sure of your role as a leader in the governance structure. We can have some discussions about that and really really just equip you to be even more effective in your role. than you are. Quick reminder that this won't be the end of it. There will be workshops coming up in the future to reinforce the training And it can get into a little more depth because you'll have some of the foundation in place by then with that ad hoc support. So focusing on this rollout Following the webinar today. everyone who attended will receive the manual in English and French. And you'll also be given that link to register for implementation support, so I really encourage you to do that in a timely manner because on February 1st which is rapidly approaching. This will become available to all centres, even those who are not on the call today. And so, it'll be the manual will be available to all as well as the link to register for implementation support. You will see there the email governance of peoplefirstHR.com

50:04

Michele Hengen

And, you know, if I can just say that in having the privilege of working with some of the executive directors they all said, nobody said we don't need help with this. Of course, it's a matter of time.

And that's why we're here really to help you through this. Congratulations on being here today. This evening, giving up some time that will already go a long ways towards enhancing your governance. And we really appreciate the support from the ministry and the government to be able to provide this opportunity to you. Now I will turn it over to Jody to talk about the resources that are available to you.

50:45

Jodie Kehl

Thanks, Michelle. That was great. Even though I've heard it this presentation a number of times for you. Every time I hear it, I hear something new. I think, oh, I'm so glad we included that. I really believe this is such a comprehensive document. I've been saying to folks too, we kind of have to also think about this as insurance right You know, when you've got a board that's really functioning well and things are going great you might think, ah. We don't need this board manual we don't need this but when you think about insurance, something none of us want to pay for and you don't have to pay for this kind of insurance. You're very grateful that you have it when you do need it. And I think that this is where this tool will just really support facilities across the province when they need it and just to hold board members and management accountable to ensure that the organization is functioning at its optimum. At the end of the day, that's the shared common goal or it should be.

51:38

Jodie Kehl

In addition to the manual that is in French and English. And in addition to the support that People First will provide to each facility. just have to sign up and indicate what kind of support you want. There will be the workshops coming up and then the third part of this whole project is resources. And so MCCA has purchased a number of resources as you can see on the slides here. Both in French and English. We certainly had difficulty finding the French version of some of the English ones that we purchased. But we reached out to folks out in Quebec, and they graciously suggested us some really great French resources as well. The resources are all here at MCCA. We have a library here on site. It's open Monday through Friday from 8 to 4. If you are an MCCA member. As per any of the resources in our library, you are welcome to take them out sign them out, use them as you want. If you're not a member, not a problem. Still come down. You're welcome to come in our library. read the resources, take some information that might be helpful for your program. So that's all I want to say, and I will turn it back to our host this evening.

52:55

Jason Booth

Thank you. Thank you so much, Jodi. Thank you, Michelle. We're just going to go to a few questions that we've had come in. With the time we have remaining this evening. Carmen Zubin with the ELCC is going to read out some of the questions we've received.

53:15

Carmen Zubin

Okay, great. Thank you, Jay. We have a question from an anonymous member. Just wondering, what is the procedure for human resource management or a termination of an executive director.

53:31

Michele Hengen

Okay, so that will be in the manual. It's like basically if you are you know you'll need to document some of the issues you probably want to reach out to a professional, an HR professional, I would say. I mean people first does help with the centers. And Jodi, you might have an answer for this also but feel free to jump in after it started here. I would definitely advise us board to get support on that. And, um could be legal, could be HR support starting there and just to see what the situation is. Jody, do you want to jump on that one?

54:18

Jodie Kehl

I mean, I think the only thing I would add is I think that's a really good example of how critical it is to have policies and procedures in place. A, does the board have a, or does the executive director have a job description? Have there been regular performance appraisals? Have there been opportunities where the board guides or suggests for the director to improve performance? So, I mean, there's a number of things that can sort of act as cushioning so that perhaps we don't get to that point, but you're right, Michelle. I think that if it happens. You know, my experience has always been best to reach out to an HR specialist to understand what the ramifications are, what's the best way to approach it. Is it time to call an mediator? It really depends, of course, what the situation is and the parameters around the termination and then you know just a reminder for MCCA members, we do have people first on a contract for a called, it's called HR at Your Service. For \$60 a month, any MCCA facility has access to an HR service that can help sort of start guiding that conversation and they probably will at some point recommend legal counsel Depending on the situation That would be the only other things I would add, Michelle.

55:36

Carmen Zubin

Okay, thank you. Next question is from Sharon and Marie Carl. I'm just wondering if the webinar and presentation will be available for the participants to review. And I understand that the answer is yes. I believe that's coming through ministry. Am I correct about that?

56:00

Jason Booth

Yes, sorry, if I could just jump in just to clarify, a copy or a recording tonight's presentation will be available on the Early Learning and Child Care website within the next few business days.

56:15

Carmen Zubin

Perfect. Thank you. Next question is from Daniel. Daniel is wondering, what is the address for the manual? Not sure if there was an email address mentioned.

56:27

Michele Hengen

The manual will be distributed after the webinar to all attendees. And then you will receive a link I don't think this is answering the question, but I'm going to throw this in anyways. You will automatically receive the manual. But then you'll also receive a link to a registration form to sign up for the implementation support and selecting the type of support that you would like to receive.

56:55

Carmen Zubin

Okay, thank you. Next question also from an anonymous participant. When you are referring to the Corporations Act. Is it the non-corporate nonprofit corporations act that you're referring to?

57:09

Michele Hengen

Yes, I have to go back and check my notes to get the specific reference, but it would be Apologies, I don't have that right in front of me. Okay, and related to that, the HR manual. Do we know where participants can find the HR manual?

57:26

Jodie Kehl

I can chime in on that. So that's actually an MCCA resource. It's again available for both members and non-members, but it's 18 chapters of hr topics such as job descriptions, performance appraisals, orientation for new staff. Working in a unionized center, those are just sort of off the top of my head. If you are interested in it, every chapter has templates that can be edited by the facility to customize to their own needs and operations. If you are interested in purchasing it You can call them CCA and speak to Roselle, our administrative assistant, and she can give you more information and let you know where the registered or the ordering form is.

58:12

Carmen Zubin

Excellent. Thank you. Question from Jamie. Jamie is wondering if it is the board chair's responsibility to decide on starting wages for new employees.

58:24

Michele Hengen

Typically, no. This is typically where the executive director would decide that now the board will their one employee is the executive director. The board decides on the executive director salary Now the board may approve salary grid or salary scale. But this is an area where that would typically be under the purview of the executive director to set the specific salary for the staff members.

59:02

Jodie Kehl

If I could just add, Michelle, I mean, correct me if I'm wrong, but the board's responsibility too is to just determine If the facility has the financial ability to support the wage grid as well. They do have that financial oversight. Yes. And improving the budget. I mean, by when you approve the budget you approve at a high level as sort of, you know, cumulative level what the salaries are then you give that responsibility to the executive director. to really manage that within this Stop. Thank you. Michelle I'm hearing the executive director would manage that, but the board would be approving and reviewing the wage grid. or the salary scale.

59:44

Michele Hengen

Well, the board would approve the budget for sure. The overall budget envelope that's available for salary often or for Yes, then the board would approve, especially if it's just being set, the wage grid, but a specific salary i mean somebody It would be rare for the board to decide what a specific person will get within that range. That's usually, again, the executive director who would decide that now, maybe a board needs to approve if let's say you've set that a certain position is between position X and Y dollars. And for some reason, the executive director wants to go beyond that might require board approval because it's an exception so I wouldn't just blanket say the board never approves it but on a typical day-to-day basis, the executive director would determine where a staff member would fit within that range. what the board would often help to set those ranges.

01:00:56

Carmen Zubin

Excellent. Thank you. We'll have time for one more question. Ernest is asking, when a new member joins the board, is it the executive director or the board chair to give the training to that person?

01:01:10

Michele Hengen

Well, you actually can defer them over to the online training that is available through MCCA, which is a real luxury that this sector has because it is an own, you know, it can be onerous. It's not easy. I would say it's a shared responsibility. The executive director really you want them to help them learn about the center, the programs. They're in the best position to speak to that. maybe the history of the center. The board chair will speak to how the board functions, you know, maybe go through the manual with them or at least give them the manual and be available for questions. And really, in all seriousness, I would refer them to the online training.

01:02:01

Carmen Zubin

Excellent. Thank you. And I just wanted to share a comment from Neil. Neil said, this is so fantastic. Thank you for this initiative. I just wanted to share that with you both.

01:02:13

Jodie Kehl

Well, thank you, Neil. Thank you for being here and for sharing that.

01:02:17

Michele Hengen

It's great to be here with everybody and I look forward to working with you going forward.

01:02:25

Jason Booth

Thank you, Michelle. I just wanted to let everyone know this evening that the questions we did not get a chance to address live tonight, we will record and try and get back to everyone in a timely manner and answer those questions in one form or another.

Again, to reiterate, this webinar is being recorded and will be posted on the ELCC website within the next few business days. And again, to reiterate that the board governance support Manual will be available to all those who participated in the webinar this afternoon and this evening. On behalf of ELCC, I just want to thank Jody Kale and the Manitoba Child Care Association. I would like to thank Michelle and People First HR for making time this evening to be with us. And have a great night, everyone. Thank you so much.

01:03:22

Jason Booth

Thank you so much. Take care. Have a good evening. Bye-bye.