



## Board of Directors Policy

### A. *Policy and Guidelines for EAC Board of Directors*

#### **OBJECTIVES**

The members of the Board of Directors are a group of volunteers responsible for governing the organization. The necessary knowledge to control the orderly conduct of the organization is an essential requirement of every member of the Board.

The Board is responsible for meeting all legal obligations and regulations contained in the bylaws and in compliance with federal, provincial and municipal laws.

The Board has seven areas of functional responsibility:

1. Planning
2. Policy Determination
3. Continuance of the Association
4. Financial Stability
5. Education
6. Public Relations
7. Evaluation

In order to carry out these functions, the Board has certain officers and committees assigned to administer these functions.

#### **1. Planning**

Planning is essential for shaping and directing the future of the Association, rather than simply reacting to pressures imposed by current changes. Effective planning provides direction and clarity of purpose, providing coordination of all efforts and maximum use of resources.

The Board of Directors establishes policy in planning. The policy reflects the wishes of the membership and is the major function of the Board.

#### **2. Policy Determination**

Policy is defined as any governing principle, plan or course of action. The Board is given authority by membership with respect to determination of policy. A policy is a guide for carrying out action. A policy is also a declaration of intent about an organization's obligations and responsibilities. Policies and guidelines should be monitored, reviewed and evaluated regularly at the Board meetings.

#### **3. Continuance of the Association**

A responsibility of the Board of Directors is not only to maintain a healthy Association, but also to ensure its healthy future.

All functions should be addressed:

- (a) Ensuring effective leadership.
- (b) Communicating with and involving the membership.

- (c) Appropriate and meaningful assignment of committees.

The success of any association is dependent upon the selection and movement of those members associated with it. Effective leadership is a responsibility that the Board of Directors shares with the Nominating Committee.

All committee chairs must have the following points clearly laid out by the Board:

- (a) Tasks should be written out, including objectives, target dates and accountability.
- (b) Satisfaction is derived from working on and completing specific projects and tasks.
- (c) Standing committees can benefit through the appointment of a "task force" or ad-hoc committee.
- (d) Experimentation with new, appropriate ways of work can revitalize the Association by making greater use of people and expertise.
- (e) All committee chairs must keep a record of expenses.

#### **4. Financial Stability**

The Board of Directors' responsibility is to ensure the financial stability of the Association and to carry stewardship responsibility for its future.

The Board's responsibility in this area must meet the following criteria:

- (a) Developing and approving long-term financial plans;
- (b) Approval and monitoring the annual operating budget;
- (c) Ensuring that there are adequate funds to meet the needs of the Association.

#### **5. Education**

A major consideration of the Association is the continued education of its members. Our aim is to preserve traditional techniques and promote new challenges in the art of embroidery through education and networking. This can be achieved through correspondence courses, our lending library, workshops at the national and chapter level, our EAC publication – *Embroidery Canada*, and through our annual Seminar.

#### **6. Public Relations**

Promotion is a responsibility of every Board member and is a major part of the Board's function. It is the responsibility of Board members to maintain and update EAC promotional materials. Public relations are our reputation – good, bad or indifferent, and good public relations are achieved only when all EAC members are concerned with the continuance of the Association.

#### **7. Evaluation**

Evaluation is crucial to maintain effective planning, achievement of goals and objectives, continuance of the Association and financial stability. Any action requires evaluation to make it effective and is the only way to test for validity. To help the Board construct future programs, allow for expression of feelings and

opinions and provide useful information in developing financial proposals and publicity, evaluation must be ongoing.

## **OFFICERS**

The Officers of the Board are defined by the Bylaws and are:

1. President
2. Vice-President
3. Secretary
4. Treasurer
5. Past President (Ex-Officio)

All officers must be members of the Association and must accept the purpose of the Association.

Officers are responsible for the implementation of their duties in the office they hold. Each officer holds one vote at Board meetings.

## **PRESIDENT**

The President shall preside at all meetings of the Board of Directors and of the Association, observing parliamentary procedures, based on an agenda planned with the Board. S/he calls both regular and special Board meetings and special or other general meetings of the members as required.

The President casts the deciding vote at Board and Annual Meetings, only when there is a tie; otherwise the President does not have a vote.

The President has a working knowledge of the Associations bylaws.

The President endeavours to know and be known by the membership of the Association.

The President is aware of the work of the standing committees. S/he is a member ex-officio of all committees, excluding the Nominating Committee, and may attend such meetings.

The President attends and participates in Regional and National meetings voting in accordance with the wishes of the Association's membership as noted above. S/he attends the Fall Regional meeting in his/her first year of the term.

The President receives correspondence and either responds as appropriate or forwards the correspondence to the appropriate officers or committee chairs for immediate action. For correspondence that requires the consensus or direction of the Board for reply, the President receives and brings to the Board that correspondence for either action and/or delegation, through the secretary.

The President works closely with and shares responsibility with the Vice-President.

On the notification of the formation of a new Chapter, the President sends the Chapter Charter Certificate and welcome letter to the Secretary for inclusion with the President's Manual.

The President may appoint standing committees as needed or requested.

The President keeps the Embroiderers' Association of Canada, Inc. seal.

## **VICE-PRESIDENT**

The duties of the Vice-President are those of the President in the event of illness or disability, or as delegated by the President.

The Vice-President's duties are to attend the Fall Regional Meetings as the Board's representative during the second year of the term.

It is understood that in accepting the nomination for Vice-President, the member is prepared to serve until her term is expired through the past presidency. In effect, this means six years.

The Vice-President shall act as Seminar Liaison. These duties are more fully described under "Seminar Policy".

The Vice-President shall also oversee Awards and Exhibitions.

The Heritage Collection, Leonida Leatherdale Library, Archives Appointees and the Sampler Registry report to the Vice-President. The Vice-President acts as their liaison to the Board.

## **SECRETARY**

The Secretary reads all correspondence as received from the President.

The Secretary advises the Board of all meetings at least 60 days in advance of meetings and advises the Board of the deadlines for receipt of reports. The Secretary receives all reports electronically prior to each Board meeting.

The Secretary reads and circulates minutes of previous meetings. S/he records the proceedings of the meeting.

The Secretary keeps a copy of the minutes, Bylaws, Policies, Chapter President's Manual, EAC membership list, library list, and correspondence course information.

The Secretary compiles the manual for new chapters and Board members. The Secretary maintains and distributes the Association stationery.

On notification of a new chapter, the Secretary sends the appropriate materials to that chapter and includes the President's welcome letter and Chapter Charter Certificate.

## **TREASURER**

The Treasurer must properly account for the funds and expenditures and maintain such accounts in accordance with ASPE GAP.

The Treasurer must present an operating budget at the Spring Board Meeting and a Profit and Loss Statement at each Board Meeting. In addition, an Assurance Report must be presented to each Annual General Meeting.

S/he may act as Chair of the Finance Committee and/or a fund-raising activity. In the event of these committees having other chairs, the Treasurer may be a member of such committees.

## **PAST PRESIDENT**

The Past President is an ex-Officio member of the EAC Board.

S/he is Chair of the Nominating Committee.

S/he chairs the Bylaw Review Committee and recommends updates.

The Past President may act as Parliamentarian if needed.

## **DIRECTORS**

All Directors must be members of the Association and must accept the purpose of the Association and the responsibility for implementation of the duties of the office they hold. Each Director holds one vote at Board meetings.

Directors of the Association are those persons who are elected to the Board for a two-year term of office. They may be re-elected for one additional two-year term. Each Director is the Chair of their Standing Committee and as such can appoint members to the committee. The duties of the Directors shall be:

1. to maintain a healthy Association;
2. to maintain a liaison between the Board of Directors and the Chapters and National Members; and
3. to maintain a commitment to their appointment to the Board in that they are required to attend all Board Meetings and provide a written report of their activities as they relate to the Association.

Directors shall include:

1. Membership
2. Education
3. Communications
4. Youth Embroiderers
5. Atlantic/Central Region
6. Prairie/Pacific Region

The duties of these Directors are as defined in their separate policies.

## **APPOINTEES**

Appointees must be members of the Association and must accept the purpose of the Association and the responsibilities for the implementation of the duties of the office they hold.

Appointees of the Association are those persons who are appointed to the Board for their term of office. They may be re-appointed for additional terms. They may include:

1. Archives
2. Library
3. Correspondence Registrar
4. Correspondence Course Manager
5. *Embroidery Canada* Editor
6. *Embroidery Canada* Ad Manager
7. Seminar Chair(s)
8. Heritage Collection
9. Webmaster, and

10. Any others as determined by the Board of Directors.

Appointees may attend Board Meetings at their own expense, (unless requested by the Board to attend) and are required to submit a written report of their activities as they relate to the Association to the Director they report to for all Board Meetings. Appointees have a voice but do not have a vote at Board Meetings. The Appointees report to the following Officers and Directors:

**President**

Webmaster  
Seminar Chairs

**Vice-President**

Archives  
Leonida Leatherdale Library  
Heritage Collection  
Sampler Registry  
Seminar Chairs

**Communications**

Embroidery Canada Editor  
Embroidery Canada Ad Manager

**Education**

Correspondence Course Registrar  
Correspondence Course Manager

**AD-HOC COMMITTEES**

Ad-hoc Committees may be struck as need arises to serve a specific purpose and then disbanded. Committees receive their authority from the Board. Members of the committees do not have to be Board members, but must be members of the Association. The committee chair is accountable to a Director of the Board, may attend Board Meetings (if requested by the Board), and provides a written report of the activities of the committee as they relate to the Association.

The Chair of each committee may select the members of the committee. Consideration should be given to regional representation, availability to participate, objectivity, and willingness to accept and understand the importance of the task.

The purpose of the committee should be made clear to all members of the committee. The goals and objectives should be presented in writing to each member of the committee.

The Board must approve the goals and objectives of each committee before the committee takes any action. Such approval can be in writing to each Board member or in person at a Board meeting.

**The Board may request resignation from any member for failure to comply with any of the above policies and guidelines. Another representative will be appointed to serve the remainder of the term.**

**NOTE: All files are the property of EAC. Family and next of kin should be advised of what files belong to EAC in the event that a committee member cannot carry on with her/his duties. Should this happen, the President or next in line should be advised and the files forwarded to that Board member.**

**B. Position Responsibilities**

See job descriptions for full list of responsibilities, terms of reference, time lines and committees reporting to the Board member in the President's Manual.

**C. Meetings**

The Board of Directors meets twice per year. The Spring meeting is usually held before the annual Seminar, in the same location as the Seminar. The Fall meeting is usually held on a weekend at the end of October or early November at the location of the Seminar 18 months ahead. At that time the Class proposals for that particular Seminar will be presented, discussed and a slate of classes approved. A policy is in place for particulars of hosting this meeting. Each of these meetings will last approximately two full days. Reports from each of the members of the board are required for each meeting. As well, a report is required for the AGM which is held in conjunction with Seminar each year. There may also be additional reports required depending upon the additional responsibilities that any Board member takes on.

Each of the two regions of EAC holds a fall Regional Meeting with delegates from the chapters in their region. The Regional Director chairs the meeting and either the EAC President or Vice President attends each meeting to represent the Board. This is a forum for passing on concerns and ideas between the Chapters and the Board.

**D. Costs**

Expenses of the board members are budgeted for yearly and there is an opportunity to provide input to this process. The budgets are based on past needs of each position. Records need to be kept of expenses.

Reimbursement can be obtained by sending an expense form with the original receipts to the EAC Treasurer as soon as the expense is incurred. The frequency of submissions is at the discretion of the Board Member but they must be sent before the year-end of August 31. See the Board Expense Policy for specifics in the President's Manual. The Financial Statements can be viewed in the Winter issue of *Embroidery Canada*.

*(Include expense form and budget for the position)*

**E. Communication**

EAC Membership Lists are available from the Membership Director. Contact information for individual chapters can be obtained from the Regional Directors.

E-mails to the elected Board are re-directed through the EAC website when sent to [eacboard@eac.ca](mailto:eacboard@eac.ca). E-mails to the board appointees are re-directed through the EAC website when sent to [appointees@eac.ca](mailto:appointees@eac.ca).

Each position also has an e-mail attached which is set up at the start of the term for each director and shifted to her successor at the end of her term. The e-mails are as follows:

President  
[president@eac.ca](mailto:president@eac.ca)

Secretary  
[secretary@eac.ca](mailto:secretary@eac.ca)

Past President  
[pastpres@eac.ca](mailto:pastpres@eac.ca)

Education  
[education@eac.ca](mailto:education@eac.ca)

Vice-President  
[vicepres@eac.ca](mailto:vicepres@eac.ca)

Treasurer  
[treasurer@eac.ca](mailto:treasurer@eac.ca)

Membership  
[membership@eac.ca](mailto:membership@eac.ca)

Communications  
[communications@eac.ca](mailto:communications@eac.ca)

Youth Embroiderers  
youth@eac.ca

Prairie-Pacific  
prairie@eac.ca

Archives  
archives@eac.ca

Course Manager  
course@eac.ca

Heritage Collection  
heritage@eac.ca

Sampler Registrar  
samplers@eac.ca

Chair Seminar 2012  
seminar2012@eac.ca

Chair Seminar 2014  
seminar2014@eac.ca

Atlantic-Central  
atlantic@eac.ca

Ad Manager  
admanager@eac.ca

Correspondence Registrar  
correspondence@eac.ca

Editor, Embroidery Canada  
editor@eac.ca

Library  
library@eac.ca

Webmaster  
webmaster@eac.ca

Chair Seminar 2013  
seminar2013@eac.ca

## **EMBROIDERY CANADA SUBMISSION DEADLINES**

### **Fall/September issue (Issue #1) – Deadline June 10**

- President's message
- Youth director message
- Heritage Report
- Sampler Report
- Listing of Directors and Chapters
- Membership report (if wanted) – application form
- Current Seminar: Brochure
- Seminar 2 years hence: Call for teachers – 1/6 page ad

### **Winter/December issue (Issue #2) – Deadline September 10**

- President's Message
- Editor or Communications
- Education Report, Correspondence Graduates and course information
- Library Report
- Current Seminar: 1 page ad
- Seminar 2 years hence: Call for teachers – 1/6 page ad

### **Spring/March issue (Issue #3) – Deadline December 10**

- President's message
- Treasurer's Report (financials)



- Education report, correspondence class graduates
- Heritage Report
- Sampler Report
- Listing of Directors and Chapters
- Membership report (if wanted) – application form
- Current Seminar: 1/3-1/4 page ad
- Seminar 2 years hence: Call for teachers – 1/6 page ad

**Summer/June issue (Issue #4) – Deadline March 10**

- President's Message
- Correspondence course information
- Editor or Communications
- Youth Report
- Library Report
- Current Seminar: 1/3-1/4 page ad
- Seminar 2 years hence: Call for teachers – 1/12 page ad

**F. Knowledge of EAC**

The President's Manual is a valuable resource which includes all Policies and Guidelines, Bylaws, Job Descriptions, etc. The President's Manual also provides information about who to contact on specific issues. If it is unclear from the President's Manual who to contact, the Secretary, President or another long term board member can be contacted. The past two years of Board minutes are also a good source of knowledge about EAC.

**G. Important Skills**

See the Job Descriptions for skills that are important to each position.

**H. Current Board Members and Appointees**

*Embroidery Canada* includes the listings for the Board of Directors, Appointees, and Chapters in each issue.

*(Include names and contact information of all board officers, directors and appointees)*

**I. Bylaws**

Provided in EAC President's Manual

**J. Recent Minutes of Board and Regional Meetings**

*(Include last two years of board minutes)*

**K. Current and Long-term Plans**

*(Include any Surveys or long term plans the Board is working on)*

**L. Insurance coverage**

*(Include a cover note outlining EAC's insurance coverage and provide the name of EAC's insurance agent with contact name and telephone number.)*