



Embroiderers' Association of Canada, Inc.
Association canadienne de broderie, Inc.

EAC/ACB Board of Directors Policy

Policy and Guidelines for EAC/ACB Board of Directors

Objectives

The members of the Board of Directors, comprising officers and directors, are a group of volunteers responsible for governing the organization. The necessary knowledge and commitment to support 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 as outlined in the Association's bylaws and relevant federal, provincial and municipal legislation.

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 and Communication
7. Evaluation

To fulfill these responsibilities, specific officers and directors are assigned oversight of functional areas.

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.

A major function of the Board is to respond strategically to emerging challenges and opportunities and create new policies or update existing policies to reflect the requirements and wishes of the membership.

Policy Determination

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

Continuance of the Association

A responsibility of the Board of Directors is to maintain a healthy and sustainable future for the Association by:

1. Providing effective leadership.
2. Communicating with and involving the membership.
3. Retention of current members and active recruitment of new members.
4. Appropriate and meaningful assignment of committees.
5. To maintain historic and governance records, all files created for EAC/ACB duties are the property of EAC/ACB. All volunteers will be provided with and use an area for files in the EAC/ACB's online file storage system and email addresses as outlined in the Email & File Creation/Storage Policy.

Financial Stability

The Board of Directors are responsible to ensure the financial stability of the Association by:

1. Developing and approving long-term financial plans
2. Reviewing and approving the annual operating budget
3. Monitoring expenditures and ensuring funds are sufficient to support the operation of the Association.

Education

Educational programming is central to EAC/ACB's mission. 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:

1. Various courses, projects, lectures, and workshops
2. The Leonida Leatherdale lending library

3. The EAC/ACB publication – *Embroidery Canada*
4. Annual Seminars and Events

Public Relations and Communication

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:

1. To maintain accurate and up-to-date EAC/ACB promotional materials.
2. To support strong, consistent communication to members and the public
3. To encourage member engagement

Evaluation

Continuous evaluation is key to effective governance. Evaluation supports strategic planning, goal achievement, program development and financial accountability.

All initiatives and roles should be reviewed regularly using objective and constructive feedback tools.

Board of Directors

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

- President
- Vice-President
- Secretary
- Treasurer

Other Board members are, but are not limited to:

- Education Director
- Membership Director
- Individual Member Director
- Chapter Director
- Communications Director

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

Officers

Officers of the Association are those persons who are elected to the Board for a two-year term of office. The treasurer and secretary may be re-elected for one additional two-year term.

Each officer, except the president, holds one vote at Board meetings.

The duties of the officers shall be:

1. To maintain a healthy Association
2. To maintain a liaison between the Board of Directors and the Chapters and Individual members
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

Officers are responsible for the implementation of their duties in the office they hold. Duties specific to each officer are outlined in the bylaws and in the job description for each position along with the required skillset for the position.

The current list of officers can be found on the website and in the EAC/ACB organization document.

President

1. The President shall preside at all meetings of the Board of Directors and of the Association, chairing the meeting and observing parliamentary procedures based on an agenda planned with the Board. The President calls both regular and special Board meetings and special or other general meetings of the members as required.
2. The President has a working knowledge of the Associations bylaws.
3. The President endeavours to know and be known by the membership of the Association.
4. The President is aware of the work of the directors, appointees, assistants working with them as set out in the Bylaws. The President attends and participates in Chapter and Individual Member meetings voting in accordance with the wishes of the Association's membership as noted above. The President receives correspondence and either responds as appropriate or forwards the correspondence to the appropriate officers or directors 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.
5. The President works closely with and shares responsibility with the Vice-President.
6. On the notification of the formation of a new Chapter, the Chapter Director sends the Chapter Charter Certificate and welcome letter. The Chapter Director will also send information about how to access the online Chapter Resource Manual.
7. The President may appoint working groups as needed or requested.

8. The President keeps the Embroiderers' Association of Canada, Inc./Association canadienne de broderie, Inc. seal.

Vice President

1. The duties of the Vice-President are those of the President in the event of illness or disability, or as delegated by the President.
2. It is understood that in accepting the nomination for Vice-President, the member understands that they will automatically become President and the end of their initial two-year term.
3. The Vice President shall oversee the Seminar Liaison Appointee for the seminars that are in the planning stages during their term. These duties are more fully described in the Seminar Policy.
4. The Vice President shall oversee Awards and Exhibitions.
5. The Heritage Collection and Leonida Leatherdale Library, Appointees and the Sampler Registrar report to the Vice President. The Vice President acts as their liaison to the Board.

Secretary

1. The Secretary advises the Board of all meetings at least 30 days in advance of meetings and advises the Board of the deadlines for receipt of reports and prepares the meeting agenda.
2. The Secretary circulates draft minutes of previous meetings. The Secretary records the proceedings of all board and general meetings.
3. The Secretary keeps a copy of the minutes, Bylaws, Policies.
4. Archives and Government Liaison Appointees report to the Secretary.

Treasurer

1. The Treasurer must properly account for the funds and expenditures and maintain such accounts in accordance with Accounting Standards for Private Industry (ASPE) and General Accounting Principles (GAP).
2. The Treasurer must present an operating budget at the Spring Board Meeting and a Profit and Loss Statement at each Board Meeting. In addition, a Financial Review Engagement Report must be presented to each Annual General Meeting.

Directors

Directors of the Association are elected to the Board for a two-year term of office. They may be re-elected to the same position for one additional two-year term.

Each Director holds one vote at Board meetings.

The primary duties of Directors shall be:

1. To maintain a liaison role between the Board and membership
2. Attend and contribute to all Board meetings and provide a written report of their activities as they relate to the Association
3. Oversee appointees and assistants

Duties specific to each director and the skillset required for the position are outlined in the job description for each position.

The current list of Directors shall be listed on the website and in the EAC/ACB organization document.

Past President

The Past President is Chair of the Nominating Committee. If the Past President is not available the Board may appoint another member of the Board or the organization to act as chair.

Appointees

Appointees must be members of the Association.

Appointees are responsible for the duties of the position they hold. Duties specific to each appointee are outlined in the job description for each position.

Appointees are appointed to the Board for a two year term of office. They may be re-appointed for additional terms.

The current list of Appointees shall be listed on the website and in the EAC/ACB organization document.

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 do not have a vote at Board Meetings.

Assistants

Assistants must be members of the Association who volunteer for ongoing administrative and coordination tasks.

Assistants are responsible for the duties of the position they hold. Duties specific to each assistant are outlined in the job description for each position.

The current list of assistants shall be listed on the website and in the EAC/ACB organization document.

Working Groups

Working groups may be formed as need arises to serve a specific purpose. Upon completion of their purpose they are then disbanded. Working groups receive their authority from the Board. Members of the working group do not have to be Board members, but must be members of the Association. The working group chair is accountable to an Officer or a Director of the Board and provides a written report of the activities of the working groups as they relate to the Association.

The Board must approve the goals and objectives of each working group before the group takes any action.

The Chair of each working group may select the members. 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 working group should be made clear to all members. The goals and objectives should be presented in writing to each member.

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

Position Responsibilities

See job descriptions for a full list of responsibilities, terms of reference, time lines and working groups reporting to the Board member on the EAC/ACB website.

Meetings

The Board of Directors meets a minimum of four times per year. The spring meeting is usually held just before the annual Seminar, in the same location as the Seminar. All other meetings are held virtually.

There are two meetings held each year for the Chapter Presidents. These meetings are organized and chaired by the Chapter Director. Either the EAC/ACB President or Vice President attends each meeting. One meeting is held virtually during the fall. The second meeting is held on the morning of registration day of Seminar. This is a forum for passing on concerns and ideas between the Chapters and the Board.

The Annual General Meeting is held once per year.

Other meetings may be called as necessary by Officers or Directors for their area of responsibility.

Costs

Expenses of the board members are budgeted for yearly. Expense Receipts must be submitted using the designated form by August 3.

See Board Expense Policy for full details.

Communication

Each board and appointee position is assigned an email address and is expected to use the email account for their term and it is then reassigned to their successor at the end of the term.

Group email distribution lists are set up for the board of directors, appointees and other groups. Information about all EAC/ACB email addresses is available from Communications.

Contact information for individual chapters, beyond the assigned EAC/ACB email account can be obtained from the Chapter Director.

The communications team (director, appointees and assistants) looks after distributing information to members through *Embroidery Canada*, an e-newsletter, and to members and the public through the website and social media. All submissions should be sent to Communications.

EAC/ACB Website

The website is a valuable resource which includes all policies and guidelines, bylaws, job descriptions, and other information for members and the public. The website also provides information about who to contact on specific issues. If it is unclear from the website who to contact, there is a generic email address that will be redirected to the correct person.

A listing of EAC/ACB chapter resource materials is available on the website.

Bylaws

The Bylaws shall be listed on the EAC/ACB website.

Minutes of the annual general, Board and Chapter Presidents Meetings

The previous two years of meeting minutes shall be made available on the EAC/ACB website. Records prior to that shall be placed in the Archives.

Current and Long-term Plans

Provided on the EAC/ACB website.

Insurance Coverage

EAC/ACB shall maintain coverage for asset and liability coverage as deemed necessary by the Board. Liability coverage may also be provided to member chapters. Information regarding insurance shall be provided on the website and to member chapters.