



## **Board of Directors Terms of Reference 2020/2021**

### **CommunityWise Overview**

#### **Introduction**

CommunityWise is a nonprofit centre that, for 42 years, has existed to support and strengthen diverse grassroots groups and non-profit organizations through our central location in the Historic Old YWCA Building. We provide affordable office and community space, shared administrative infrastructure (internet, office and event equipment, mailboxes) and collaborative capacity-building programming to 70+ member organizations. The work of these supported organizations spans a diverse spectrum of social, environmental, and cultural issues. 30 of these members are physically co-located within our building as Tenant Members and the other 40 are known as Associate Members who access common spaces or other resources for their initiatives and activities. We also have a handful of Individual Members.

CommunityWise is defined not only by the building as a physical centre, but by the organizations, the communities, and the individuals who occupy it. Among other areas, CommunityWise members deliver services and supports, and engage in community development and advocacy, with and for the following communities and areas: ethnocultural communities; Indigenous communities; 2SLGBTQ+ communities; addictions recovery; mental health; and film, performative, and community arts. Member organizations' incredible diversity is what gives CommunityWise its uniqueness and strength.

CommunityWise is located in the Treaty 7 region of Southern Alberta, which includes the traditional territories of the Blackfoot Confederacy (comprising the Siksika, Piikani, and Kainai First Nations), the Tsuut'ina First Nation, and the Îyâxe Nakoda (including Chiniki, Bearspaw, and Wesley First Nations). Calgary is also home to the Metis Nation of Alberta, Region III.

#### **History**

When the YWCA moved out of the building in the early 1970s, the City of Calgary took possession and began renting rooms to grassroots organizations and community groups. In 1979 the City of Calgary decided the building was more trouble than it was worth and scheduled it for demolition. The groups renting offices formed a Tenants Association to rescue the building and they negotiated with the City to let them

continue using the space, in exchange for fundraising to operate and maintain the building. The same agreement remains in effect today. The history of the centre is a story of collective achievement, of community resilience and of hope for the future.

### **Vision**

A community cultivated by and for everyone.

### **Mission**

To be a nonprofit hub, providing inclusive and affordable space and community development programs to support and strengthen diverse grassroots and nonprofit members.

### **Values**

- **Mutuality:** We cultivate relationships, connection and collaboration because of their shared benefits and because together we can withstand individual and shared challenges.
- **Inclusion:** We respect and elevate diverse voices, practices and cultures, individual uniqueness and collective wisdom.
- **Accountability:** We are responsible to our shared space, to each other, to the larger community, and to the planet.
- **Trust:** We have confidence in the knowledge, experience, and ability of our members and partners, and actively work to keep their trust in us.
- **Equity:** We recognize and redress historical and current-day inequities experienced by certain equity-seeking groups and strive for their barrier-free participation.

### **Theory of Change**

A Theory of Change (TOC) is a tool for developing solutions to complex social problems. It explains how immediate and intermediate accomplishments set the stage for long-term outcomes. The CommunityWise TOC defines the following long-term outcomes for the organization:

1. CommunityWise and its members are better able to achieve their organizational goals.
2. Calgary's grassroots and non-profit sector is more equitable.

### **2020-2023 Strategic Priority Areas**

In 2019, CommunityWise finalized a new strategic plan that includes the following priority areas:

- **Strategic Priority #1:** CommunityWise develops and implements a new and clear membership service delivery model.
- **Strategic Priority #2:** CommunityWise develops and implements a new and sustainable funding model.
- **Strategic Priority #3:** CommunityWise honours the Old Y Building and improves and maintains its presence for its members.

- **Strategic Priority #4:** CommunityWise is an equitable, supportive and healthy organization to work for.

This strategic plan is currently being implemented by the Staff and Board of Directors.

### **Equity Framework and the Anti-Racist Organizational Change (AROC) Project**

Since 2016, CommunityWise has used the principles of anti-racism to become a more equitable organization. Multiple evaluation activities have demonstrated that AROC has resulted in positive outcomes for both CommunityWise and our Members. The broader nonprofit sector has also been impacted through the dissemination of print and audio resources and through participating in anti-racism trainings provided by CommunityWise. In 2018, AROC was recognized by a Canadian Race Relations Foundation Award of Excellence (Community category) for excellence and innovation in combating racism. Currently, AROC is focused on addressing anti-Indigenous racism, as well as surfacing racism faced by nonprofits that are run by and for racialized and Indigenous communities. It will continue to be the grounding framework for CommunityWise as we implement our 2020-2023 Strategic Plan. You can learn more about it at [communitywise.net/aroc](http://communitywise.net/aroc).

### **Leadership Structure**

CommunityWise employs a small Staff team with a horizontal leadership structure to collectively manage building operations, organizational development, member support, programming, and more. Our Board of Directors is made up of representatives from both member organizations and the broader community.

### **CommunityWise Board of Directors**

#### **Board Structure**

The Board of Directors functions as a governing-policy board with a hybrid model that incorporates elements of both constituent/representative (i.e. member groups are directly represented on the Board) and collective approaches (i.e. Board and Staff collectively participate). All Staff have regular contact with the Board and are welcome to attend Board meetings. The Organizational Development Coordinator is the main contact for the Board and plays a coordination role.

As per CommunityWise's bylaws, the Board is composed of Tenant Members, Associate Members, and Community Representatives. It consists of a minimum of nine (9) members in good standing and a maximum of fifteen (15) members in total, with quorum consisting of five (5) members. There can be no more than four (4) sitting Community Representatives on the Board at any one time.

The Board chooses an **Executive Committee** of three or four individuals with at least one Tenant Member and the members of this committee, along with a Finance Representative, are considered the **Officers** of the Society. Past Executive Committee Members may be asked to serve as ex-officio members of the Executive.

#### **Role of the Board**

The Board is the governing authority of the organization and is responsible for directing, influencing, and monitoring the organization's business. Individual Board members also represent the needs, interests, and visions of the communities and organizations involved in the space. The Board is accountable to the Theory of Change and Strategic Plan created and updated by the Board and Staff in an ongoing process each year. As well, the Board is ultimately legally responsible for the organization.

### **Major Duties of Directors**

1. Define the vision and mission of CommunityWise
2. Govern CommunityWise through broad policies
3. Hire, support, and evaluate core Staff roles
4. Ensure the proper maintenance and repair of CommunityWise
5. Regularly review CommunityWise's programs and services to ensure that they are consistent with community needs
6. Develop the Theory of Change and Strategic Plan in collaboration with the Staff Collective
7. Approve the annual budget, and review and approve quarterly and annual audited financial statements
8. Assist the organization with fundraising activities
9. Fulfill the legal reporting requirements of a Board

### **Specific Responsibilities of Directors**

1. Be informed of the legislation under which CommunityWise exists (Alberta Societies Act, Income Tax Act), its bylaws and policies
2. Exercise care, due diligence and skill in the performance of their duties
3. Attend Board meetings regularly, be prepared for discussion and participate in decision-making from an informed perspective
4. Keep generally informed about the activities of CommunityWise and the community in which it operates
5. Act as an ambassador for CommunityWise

By law, the Board is ultimately accountable for, and has authority over, the organization's resources and activities.

### **Board Terms**

A new term begins at the Annual General Meeting in May each year when some Board members leave and new members join. This ensures continuity in knowledge and new perspectives for succession. When a person joins the Board they commit to serving a two-year term. Under certain circumstances, people may join the Board in the middle of a term. If a Board member is unable to complete the two-year term for any reason they may resign at any time. Board members may serve four consecutive two-year terms, for a total of 8 years.

### **Decision Making**

The Board and Staff use Consensus Process to foster leadership and participation in decision-making. Both the facilitator and minute taker are rotating roles in order to

allow for capacity-building and distributed leadership. Each year the Board receives training in consensus decision making and facilitation skills.

### **Meetings**

The CommunityWise Board typically meets once every *other* month on the same day of the month for a total of six meetings per year, in addition to one full-day Board Orientation in June or July and two full-day Board Retreats (one in Fall and one in Winter). Board Members are expected to attend each of these meetings, including the Annual General Meeting held on or before May 31 each year.

Meetings are also open to Staff and Practicum Students. The specific schedule for the time and day of regular meetings are set by the Board collectively at the first regular meeting of the Board following the AGM.

### **Participation**

Above and beyond the expectation that they attend regular Board meetings, Board Members are invited to participate in one or more committees according to their skills and interests, and/or to contribute to the organization by volunteering their time at major community events such as the Winter Party, fundraising casinos, and the AGM. New ideas for ways Board members can participate and contribute to the organization are welcome!

### **Committees (subject to change)**

Committees are composed of at least two members of the Board, at least one member of the Staff Collective, and up to two external community members with interest and/or special expertise in the committee focus area. Committees bring recommendations to the Board for approval.

Committee members are appointed, by consensus, at the first meeting of the Board of Directors following the Annual General Meeting. Each term lasts one year, with the possibility of reappointment for continuity.

**Finance Committee:** is responsible for reviewing and approving the CommunityWise financial statements and making recommendations to the Board about other financial decisions. This committee meets every other month, prior to the Board meeting, or more frequently as needed. The Board Finance Representative must participate on this committee.

**Fund Development Committee:** is responsible for taking a lead role in developing and implementing CommunityWise's fund development strategy. Members may also participate in making connections to possible funders, assisting with fundraising plans, and assisting with grant applications.

**Human Resources Committee:** is responsible for supporting members of the Staff Collective in annual and ongoing staff evaluation processes and in hiring new temporary and permanent positions as needed. This committee also develops and

updates policies and processes related to CommunityWise being an equitable, healthy, and supportive organization to work for.

**Governance Committee:** is responsible for drafting and updating bylaws and policy to be approved by the Board according to the mission, vision, values, Theory of Change, Strategic Plan, and Equity Framework of CommunityWise, to best serve all members. The committee also takes the lead in organizing Theory of Change/Strategic Plan update processes.

**Building Committee:** is responsible for 1) developing and implementing plans and processes to ensure the repair, maintenance, and improvement of the Old Y Building and 2) taking a leadership role in developing and implementing strategy to move forward CommunityWise's lease negotiations with the City of Calgary.

**Membership Committee:** is responsible for developing membership criteria, processes, and policy and for moving forward the organization's strategic goal of an updated membership model.

## **Board of Directors Application Process**

### **Application Deadline**

The deadline for submitting an application to join the CommunityWise Board of Directors is **three to four weeks prior to the Annual General Meeting** (applications are also accepted year round in the event that positions on the Board become available but those appointed to the Board in-between Annual General Meetings must still stand election at the next AGM).

### **Board Eligibility**

As per CommunityWise's bylaws, the Board of Directors is composed of Tenant Members, Associate Members, and Community Representatives. It consists of a minimum of nine (9) members in good standing and a maximum of fifteen (15) members in total, with quorum consisting of five (5) members. There can be no more than four (4) sitting Community Representatives on the Board at any one time.

The Board aims to represent the diversity of organizations, communities and individuals who share space at CommunityWise. CommunityWise values equity and recognizes barriers to joining a board, such as time commitment, child care, scheduling, language barriers and intimidating application processes. If you are interested in joining the Board, we will do our best to work with you to overcome barriers.

Board members must be willing to work within anti-racist and anti-oppressive frameworks and actively engage in ongoing learning about these frameworks alongside members of the Staff and Board. Our [AROC Tools and Resources](#) describe what this looks like at CommunityWise.

### **Application Procedure**

Prospective Board Members are asked to provide written responses to a series of questions and a short biography, all of which are completed online. A preview of the questions can be found below. These questions will help CommunityWise better understand prospective Board Members' interest in joining the Board, as well as the skills and knowledge they will contribute. If a prospective Board Member wishes to offer additional information they feel is important to their application as a Board candidate, this can also be done as part of the online submission. **Please note that your responses will be shared with any and all of the following groups: current CommunityWise Staff, Governance Committee, Board of Directors, and Membership (prior to the Annual General Meeting)**

**1) Why are you interested in serving as a Board Member for CommunityWise?**

**2) What are your perspectives and/or experiences that you will bring to the Board?**

**3) Please check area(s) of knowledge/skills you feel you can bring to further our mission:**

- Nonprofit law/legal issues
- Real estate/commercial leasing
- Diversity/inclusion/equity
- Policy development
- Public relations
- Human resources
- Governance
- Financial/accounting
- Fund development
- Facility management
- Other:

**4) What area(s) of knowledge/skills do want to gain through being a Board Member for CommunityWise?**

**5) What group(s), organization(s), or community(ies) do you represent, participate in, or identify with (both inside and outside of CommunityWise)?**

**6) Anti-Racist Organizational Change (AROC) is a current grounding framework of CommunityWise. What do you hope to contribute to this work? What do you hope to learn?**

**7) Building accountability to Indigenous communities is a focus of CommunityWise's AROC work. Tell us a bit about your current understanding of decolonization.**

**8) Please share any additional information you feel is important in considering your application as a Board candidate.**

**Application Review**

The Governance Committee reviews all new applications and completes any required follow-up with the applicant.

**To stand election at the Annual General Meeting:** after review of the application by the Governance Committee, the committee either makes a recommendation to the Board of Directors that the candidate should stand election at the upcoming Annual General Meeting, or the application is declined. Either way, a member of the Governance Committee will follow up with the applicant.

**In-between Annual General Meetings:** after review of the application by the Governance Committee, the committee either makes a recommendation to the Board of Directors that the application be approved, or the application is declined. Either way, a member of the Governance Committee will follow up with the applicant. If there are no reservations from the Board of Directors, the candidate will be appointed to the Board until the next Annual General Meeting, the onboarding process will begin, and the new Board Member will be invited to the next scheduled Board meeting. The Membership will also be notified of this appointment. This appointment is only valid until the next Annual General Meeting, at which time they must stand election. If re-elected, their time served since their initial appointment is counted towards their overall service.

Questions? email: [board@communitywise.net](mailto:board@communitywise.net)