



NORTHERN COMMUNITY MEDIATION OF CHARLEVOIX & EMMET COUNTIES BOARD GOVERNANCE POLICIES

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MISSION STATEMENT

The mission of Northern Community Mediation is to help people from Charlevoix and Emmet Counties meaningfully resolve conflicts.

VISION STATEMENT

The vision of Northern Community Mediation is to be the first source for conflict prevention / resolution in Charlevoix and Emmet Counties.

PHILOSOPHY

Northern Community Mediation is a non-profit organization (501 (3) c) that provides conciliation, mediation, and other forms of dispute resolution for the citizens of Charlevoix and Emmet counties regardless of status. In order to achieve this objective, NCM is committed to maintaining affordable alternative dispute resolution opportunities for all participants regardless of race, color, religion, sexual orientation, age, marital or family status, height, weight, socio-economic class and/or physical challenge. Services and programs are designed and implemented to empower the participants so that a solution can be reached that is agreeable to all parties involved.

OBJECTIVES

1. To provide mediators who maintain an environment that is non-threatening to the participants.
2. To ensure that the participants themselves are the ones who resolve the disagreement(s).
3. To guarantee confidentiality.
4. To assure all participants that they will be given the opportunity to express themselves and be heard by the other parties.
5. To ensure that the process is a voluntary one.
6. To maintain neutrality on the part of the mediators.
7. To promote conciliation, mediation and other forms of dispute resolution.

BOARD RESPONSIBILITIES

The major responsibility of the Board of Directors (Board) is to achieve the objectives of the Mission Statement. The Board must thoughtfully and efficiently govern NCM to reach long-term goals in a manner consistent with humane and productive use of people and resources.

The Board of Directors as an entity in and of itself is charged with the following responsibilities:

- a. Establish and review agency objectives and goals according to the approved organizational documents.
- b. Perform the work of the Board through the Board Governance Policies and other written policies of the organization.
- c. Review, amend and approve NCM plans and programs, NCM organizational policies, and the annual operating budget of NCM.
- d. Hire and review the performance of the Executive Director at the discretion of the Board.

On an individual basis, Board member responsibilities

- a. Be committed to the mission and objective of NCM.
- b. Attend at least four Board meetings per year.
- c. Participate in board training sessions, fundraising activities, or other activities beyond regularly scheduled meetings when possible.
- d. Respect confidentiality in regards to Board business and the business of the organization.
- e. Be free of any conflict of interest, and abstain from any discussion and/or vote when a conflict of interest exists.
- f. Ask questions or seek the answers to questions that are not understood or need clarification
- g. Make an annual, monetary donation to NCM.

Board members are encouraged to do the following:

- a. Be alert to funding opportunities and suggest to the Executive Director or President of the Board prospective donors and funding agencies, and offer to arrange a meeting if appropriate.
- b. Consider remembering NCM in a will, through an insurance policy, or by setting up a trust.
- c. Assist NCM in finding new volunteers.

FUND DEVELOPMENT PLAN

NCM's Fund Development Plan ensures that a consistent financial base is available to enable the agency to continue providing the necessary services and programs. The Finance Committee of the Board of Director's reviews the plan at least annually and makes appropriate recommendations as needed to the full Board. The fund development plan may include but is not limited to the following:

1. Annual Events:

- Donor Campaign
- Petoskey Theatre Party
- Charlevoix Theatre Party

2. Ongoing Activities:

- Fees for Services
- Special Education Promotion
- Access & Visitation Promotion
- Behavioral Health Mediation Services Promotion
- Michigan Agricultural Mediation Program Promotion

3. Grants/Foundations:

Approximately one-fourth of NCM's revenue is through the State Court Administrative Office (SCAO) grant. Additionally, many of the programs and services offered by NCM are maintained by other grant and/or foundation support. The Executive Director monitors grant opportunities, applying for those that are appropriate.

4. Community Support:

It is anticipated that funding by both Charlevoix and Emmet counties will continue, which constitutes half of NCM's revenue.

FINANCIAL POLICIES

1. Fiscal Responsibility: NCM will obtain and manage its revenues to carry out the organization's mission in a fiscally responsible manner. All revenue and expenses are recorded on an accrual basis following generally accepted accounting principles. All financial activities of the agency will reflect the trust placed in NCM by its donors, contractors and the public. Because the organization annually receives public dollars from state, federal and local grants, and from the general public, great care will be placed in the prudent use of all dollars for the purposes and activities for which they are intended.

2. Budget Categories and Funds: NCM will use an accrual basis of accounting and track its assets and liabilities by accounting in a general fund. Cash accounting for every program and/or grant will be maintained and run through the general fund on a day-to-day basis. At a minimum, NCM will report its expenses and income based upon the categories defined by the SCAO.

3. Cash and Cash Equivalents: Cash balances should generally not exceed the amount of cash needed for expenses over a three-month period. Amounts exceeding what is needed should be invested in short-term accounts to gain maximum return. These are to be spread between the various financial institutions serving the area and should not exceed available deposit insurance. At the end of each fiscal year, an analysis of cash and cash equivalents will be made. If funds are available, an amount will be determined that can be distributed to or invested in other short-term, interest-yielding accounts.

4. Cash on Hand: Through checking and savings accounts (funds that are readily accessible), the agency should maintain a balance of at least two months' worth of operating expenses for cash flow purposes.

OFFICERS' ROLES AND AUTHORITY

PRESIDENT: The President's main responsibility is to assure an orderly and productive Board. This responsibility includes disciplined conduct of meetings, timely accomplishment of Board duties and the precise adherence to governance policies adopted by the Board. Furthermore, the President is to appoint committee chairpersons and members, and work with the Executive Director in setting Board agendas. The President may appoint a Secretary pro-tem for Board meetings should the elected Secretary be absent.

VICE-PRESIDENT: The Vice-President is to monitor the performance of the Board, and chair the Board in the President's absence.

SECRETARY: The Secretary is to provide a legal, accessible and orderly record of Board proceedings and policies. The Secretary designs, formats and distributes the minutes to the Executive Director in a timely manner for notification to the Board. Additionally, the Secretary provides assurance to third parties of the Board action.

TREASURER: The Treasurer is to monitor the financial condition of NCM and oversee protection policies of the Board.

IMMEDIATE PAST PRESIDENT OR MEMBER-AT-LARGE: In the event that the Immediate Past President is no longer on the Board, the Executive Committee shall select one of the other Board members to serve on the Executive Committee. His/her role is to provide an additional resource for the Executive Committee.

BOARD COMMITTEE STRUCTURE

Committees are to operate according to the following principles:

1. Committees have executive or decision making authority only when specifically delegated by the full Board. Committees are not to manage NCM, staff, or any program.
2. Committees are to prepare policy issues for Board deliberation.
3. Committees should not be expected to do staff work unless the issue is delegated to the committee by the President in consultation with the Executive Director.
4. Tasks of committees are to be proposed and assigned in accordance with formal Board Governance Policy

5. The Board may appoint committees from the general membership. The duration of a committee is at the discretion of the Board.

BOARD COMMITTEES

The President may create and combine committees as needed. The following standing committees are recommended. The Executive Committee may either oversee the responsibilities of the following committees or appoint specific board members to serve on these committees.

- EXECUTIVE COMMITTEE
 - President, Vice-President, Treasurer, Secretary and Immediate Past President or Member-at-Large of the Board constitute the Executive Committee
 - Act on pressing emergency matters that must be dealt with between regular meetings of the full Board
 - Give preliminary consideration to important policy concerns
 - Provide guidance and consult with Executive Director between Board meetings as necessary
 - Serve as a search committee for the Board when seeking an executive director, reserving the final decision for hiring an executive director to the Board as a whole.
 - Preside over staff grievances and appeals when necessary
 - Review and provide recommendations on Salary Schedule and other staff compensation issues.
- FINANCE
 - Oversee financial integrity of the organization
 - Review and report on financial activities of the organization
 - Be involved in short and long range financial planning
 - Approve all expenditures over \$2,000 not included in the approved budget other than payroll
 - Review annual audit and follow-up on auditor's recommendations when applicable
- NOMINATING
 - Survey members of the Board (including officers) whose terms of office are expiring to determine their interest in continuing as Board members
 - Seek assistance from Board members regarding the names of people who would be good candidates for the Board
 - Recruit, develop and maintain Board membership
 - Contact prospective Board members to discuss their availability and willingness to serve
 - By the September Board meeting, share the names of potential Board members so that the present Board members have an opportunity to learn about and possibly meet those candidates prior to the November Board meeting.
 - At the November Board meeting, present the candidates whose names will be presented for approval onto the Board at the annual meeting in January.
 - At the November Board meeting, present that recommended slate of officers that will be presented for approval at the annual meeting in January.
 - Determine the slate of officers
 - Present the Board candidates at the Annual Meeting
 - Present the slate of officers at the Annual Meeting
 - Assist in the orientation and training of new Board members

The President may choose to appoint the following committees or other committees as needed.

- FUNDING/PUBLICITY/OUTREACH
 - Oversee fundraising events and opportunities for NCM
 - Assist in the identification of donors and revenue-producing agencies
 - Develop a template to be used for a semi-annual newsletter to be sent to potential donors
 - With input from the Executive Director, send out a newsletter to potential donors twice a year

- STRATEGIC PLANNING
 - Oversee agency activities to ensure compliance with mission, goals and objectives of NCM
 - Oversee the implementation of the current strategic plan
 - Assist in the planning of the annual Board retreat.
 - Review and plan for physical maintenance, upkeep and expansion of agency facilities

- GOVERNANCE
 - Review and update By Laws and Board Governance Policies as necessary
 - Ensure Board Monitoring Calendar activities are completed on time
 - Make recommendations to Executive Director on Board training needs
 - Annually review, make recommendations and advise Board on NCM Personnel Policies

- FACILITIES
 - Be on the lookout for opportunities to relocate the NCM office
 - Take into consideration space needs, handicap accessibility, professional appearance, etc.
 - Realize that a Petoskey location on the road to Charlevoix or the road to Boyne Falls is preferable

- INVESTMENT
 - Determine what types of investments are best for NCM
 - Make recommendations to the board for their approval

- MARKETING, PROMOTION, ADVERTISING
 - Encourage promotion of NCM through advertising, marketing, and public relations strategies
 - Assist the Executive Director in sending out a quarterly e-mail flyer that features three points, such as highlighting something that is going on at NCM, human interest story, or special NCM accomplishments

- STAFF COMPENSATION
 - Annually review staff salaries and fringe benefits
 - Compare staff salaries and fringe benefits to other non-profit organizations similar to NCM
 - Work with the Executive Director in helping to find ways in which to compensate fairly within the confines of the budget

BOARD NOMINATION AND ELECTION

For presentation at the September board meeting, the Nominating Committee is responsible for developing a list of recommended board members, as well as the slate of officers for the upcoming year. At that time, board members may add additional names for the vacant board positions. Following the September board meeting, the Executive Director will obtain bios and pictures of the candidates and send that information to the board members. At the November board meeting, the board will officially approve the candidates and

the slate of officers. At the annual meeting in January, the new board members will be introduced, and the slate of officers will be presented.

In the event there is a resignation or death of a board member during his/her term or if there is not a total of 15 board members at any given time, the board may choose to add new board members throughout the year. The process for doing so would be as follows: 1) The name of a proposed candidate(s) would be presented by a board member at a regularly scheduled board meeting; 2) The Executive Director would obtain bios and pictures of the proposed candidate(s) and send that information to the board members; 3) At the following board meeting, the board would vote on the proposed candidate(s); 5) If the newly approved board member is filling a vacant board position due to resignation or death of a board member, the term would be considered to be the same as the term of board member who is being replaced; 6) If the board members do not total 15 and the newly approved board member is filling such a vacancy, the term would be considered to have begun in January of the year in which the appointment is made.

EXECUTIVE DIRECTOR ACCOUNTABILITY

In all relations with the Board, staff, clients, members or public, the Executive Director must perform with integrity, honesty and straightforwardness. The Executive Director is accountable to the Board for successful administration of Board policy. The following policies define the role of the Executive Director:

1. Neither the Board, nor any member of the Board, should instruct the Executive Director or staff in an area exclusively designated to the Executive Director. The Board may, however, inspect these designated areas or request information and opinion from staff.
2. If no Board or program policy exists, the Executive Director may initiate any policy that is legal, ethical and complies with stated NCM policy.
3. The Executive Director may assign and utilize resources (within budget restrictions) to employ, promote, discipline and utilize staff; to translate policies of the Board into action; to speak on behalf of the agency as the representative of the Board; and to organize and delegate for appropriate results.
4. The Executive Director must not perform, or direct anyone to act, unlawfully or unethically. The Board must not order the Executive Director to violate any legal nor ethical responsibility.
5. If the Executive Director determines it is unwise or impractical to comply with an explicit policy, the President shall be consulted before taking or refusing to take action. The full Board must be informed of such action at the next Board meeting.
6. The Executive Director must be fiscally responsible in managing the ongoing operations of NCM. It is the explicit responsibility of the Executive Director to ensure there is sufficient cash flow to meet routine operating needs. With the exception of payroll, the Executive Director is responsible for approval of expenditures up to \$2,000. Expenditures in excess of \$2,000 require Executive Committee approval.
7. If cash reserves exceed cash flow needs, in consultation with the Treasurer, the Executive Director has the authority to invest a reasonable portion in short-term 1 month to 18 month certificates of deposit with local banks. All funds must be deposited in federally insured investment programs. Investments made on behalf of the agency will be reported to the Board at the meeting directly following the transaction.
8. The Executive Director will report excess funds beyond the annual need at the end of the fiscal year. The Board will determine, by majority vote, any permanent or long-term investment decisions. The recommendation and the vote will be recorded in the monthly minutes of the Board meeting.
9. The Executive Director must observe all applicable laws and regulations while operating NCM.

MONITORING EXECUTIVE DIRECTOR PERFORMANCE

The Board must assure the Executive Director's performance in the following areas:

1. **Fiscal Matters:** This will be accomplished through monthly review of the financial reports, the presentation of the annual budget and budget revisions thereafter, the annual audit and all other Board specific policies that address the fiscal administration of the agency.
2. **Personnel Functions:** This will be accomplished through internal reports to the Board, completion of annual staff evaluations and visitations of staff at Board meetings.
3. **Program Services:** This will be accomplished through regular reports by Case Managers to the Executive Director, through the annual reports of external auditors or site visitors who monitor the performance of certain grants and contracts, and through annual review of client evaluations of the services they received.
4. **Management of Physical Assets:** This will be accomplished through visits by Board members to the NCM offices and through annual budgetary planning for the upkeep and maintenance of the buildings and the various pieces of equipment owned by the agency.
5. **Community Relationships:** This will be accomplished through observations made by Board members at agency functions, through coverage by the news media, and through feedback from other members of the community.

At the request of the Executive Committee, the Executive Director will be required to complete a self-evaluation and present it to the President for review. The President, who is ultimately responsible for the Executive Director's evaluation, along with the other members of the Executive Committee will seek input from all Board members. The executive Committee will share the areas of strengths and concerns expressed by the Board members with the Executive Director. At that time, goals will be set for the following year.

EVALUATION OF THE EXECUTIVE DIRECTOR

The Executive Committee is responsible for the evaluation of the Executive Director.

1. At the August Executive Committee meeting, the Executive Committee will determine the evaluation tools that are to be used for the evaluation.
2. At the September Board meeting, the Executive Committee will explain the evaluation process.
 - a. An evaluation, preferably an electronic version, will be sent to all Board members, which is to be filled out by the individual Board members and returned to the secretary of the Board by a stipulated date prior to the October Executive Committee meeting. The Executive Director will also be asked to complete a self-evaluation using the same evaluation tool as the Board.
 - b. An evaluation, preferably an electronic version, will also be sent to the staff, which is to be filled out by the individual staff members and returned to the secretary of the Board by a stipulated date prior to the October Executive Committee meeting.
 - c. One or two of the Executive Committee members may also talk directly with the staff.
3. Prior to the October Executive Committee meeting but after receiving the evaluations from the Board, staff and Executive Director, the Executive Committee will hold a special meeting to review and analyze the evaluations. The Executive Committee may also address any adjustments that should be made to the Executive Director's salary for the following year.
4. At the October Executive Committee meeting, the Executive Committee will share the results of the evaluations and any salary recommendations with the Executive Director.
5. At the November Board meeting, the Executive Committee will report on the evaluation of the Executive Director.