

American Cannabis Nurses Association

Governance Policy 2016

Governance has been defined as the art of steering an organization, ensuring that strategic goals are set, that the health of the organization is safeguarded, that key relationships are maintained and that the organization is accountable for its performance.

(Adapted from <http://www.boardsource.org>)

Good governance is:

- A Board or decision-making body that functions well
- Having clarity of purpose
- Transparent and open processes
- Effective Board relations
- Accountability to members, funders and the community

Effective accountability, a crucial element of good governance, is based upon five principles:

1. Clear roles and responsibilities
2. Clear and realistic expectations
3. Expectations balanced with resources (authority, skills and funding)
4. Credible reporting: useful, timely information on activities and accomplishments; reporting both ongoing and at end of projects or fiscal year
5. Reasonable adjustment: annual review of performance relative to expectations, learning from that review, and implementing what has been learned by adjusting activities and/or partnership as needed

This governance policy will outline:

- Job descriptions
 - Board Member Job descriptions
 - Officer Job descriptions
- Standing & Ad hoc Committees
 - Committee Charters for Committees
- Board Orientation

JOB DESCRIPTION FOR BOARD MEMBERS

Authority and Accountability:

The Board is the legal authority for the ACNA. A Board member holds a position of trust and accountability, represents the membership and thereby the community, and is responsible for the governance of the organization.

Term of Office: Board members are instated on January 1, following their election, for a term of two years. The Directors are elected by the membership. They may be re-elected for a maximum of one additional two-year term. Interim appointments are not considered as part of the two-year term. A simple majority is sufficient to the election of the Board of Directors and Officers

Board members are expected to:

- Attend regular Board and committee meetings and any special meetings or events
- Understand the organization's mission and mandate
- Participate on a rotational basis to answer emails to address membership concerns
- Keep up to date on issues, community trends and needs
- Participate on committees as required
- Follow conflict of interest and freedom of information/confidentiality policies
- Review and be informed on financial and budget matters

Requirements of the position:

- To have an interest in and commitment to advance excellence in cannabis nursing practice through advocacy, collaboration, education, research and policy development.
- To attend the Annual Business Meeting and a minimum of two Board meetings per year
- To commit approximately at least five hours per week (committee work & projects, oversight and leadership; preparation for meetings (Board and committee))
- To commit to the mission, mandate and work of the organization
- To keep informed of the organization's activities
- To follow conflict of interest and code of conduct policies

Responsibilities:

- Act as the decision-making body for the membership
- Govern the organization following the by-laws, policies and procedures approved by the Board

- Develop priorities and goals based on community needs and funding requirements
- Review and, if appropriate, approve recommendations from Board committees and staff
- Participate in the annual planning process and review
- Be accountable to the community through the membership
- Be accountable to funders in meeting contractual obligations
- Assess the organization's effectiveness on a regular basis
- Work with staff, members, Directors and Officers in a respectful, positive and supportive way
- Understand the role of staff and respect the boundaries between Board and staff roles
- Maintain positive relations and regular contact with members and the community
- Officers (President, President-elect, Treasurer, Secretary) have additional duties related to their position on the Board

Evaluation:

Board members will evaluate their own performance at the end of each year based on attendance, participation and performance of duties.

Privacy:

Any personal information that is collected about Board members will be treated in a manner that conforms to the ACNA Privacy Policy.

JOB DESCRIPTIONS FOR OFFICERS

President

Term of Office: The President will serve for one (1) two-year term as the chief executive officer of the association and will automatically succeed to one (1) one year term as Past President. The President of ACNA shall in general, supervise and control the affairs of the association and will serve as the Chair of the ACNA Board of Directors.

Specific Duties (beyond those for all Board members)

It is the duty of the President, as Chair of the ACNA

Board of Directors, to:

- Provide leadership to the Board
- Act as spokesperson for the organization
- Represent the organization at public/community events
- Represent the organization with funders and government officials
- Act as one of the signing authorities on behalf of the organization
- Chair Board meetings and encourage all Board members to participate
- Chair meetings of the membership, such as the Annual General Meeting and any special meetings
- Sit in an ex-officio capacity on all committees
- Set Board meeting agendas in consultation with staff and Board
- Ensure Board members receive the materials they need to do their job, including reports, meeting agendas and minutes
- Recognize Board and committee members for their work

President- elect

Term of Office:

The President-Elect will serve for one (1) one year term and will automatically succeed to one (1) two-year term as President following this. The President-Elect, in the absence of the President, shall exercise the powers of the president.

Specific Duties (beyond those for all Board members)

- Acquire a thorough understanding of the business of ACNA and the duties of the office of the president
- Act in the absence of the President
- Take over as the President if the President resigns during the term of office

Past President (Immediate)

Term of Office:

The Past President will hold one (1) one year term directly preceding their term as President. The Past President, in the absence of the President, shall exercise the powers of the president.

Specific Duties (beyond those of all Board members)

- Chair the Nominating Committee
- Act in the absence of the President
- Take over as the President if the President resigns during the term of office

Treasurer

Term of Office:

The treasurer will be eligible for four (4) consecutive one year terms

Specific Duties (beyond those for all Board members)

- Provide regular financial reports to the Board, reading and interpreting budgets and financial statements for the Board
- Ensure that financial functions of the organization are carried out and that all necessary reporting and filing is done
- Ensure financial statements (audited, if required) are presented to the membership on an annual basis
- Act as one of the signing authorities on behalf of the organization
- Act as a resource to other committees
- Sit as chair of the finance committee when applicable
- Develop, with members of the executive management committee, an annual budget for each fiscal year, and present this to the Board of Directors for their approval.
- The treasurer may be any qualified person approved by a vote of the board, including a non-nurse.

SECRETARY

Term of Office: The secretary will be eligible for four (4) consecutive one year terms.

Specific Duties (beyond those for all Board members)

- Record and maintain minutes of Board meetings (in particular motions and decisions) and Board records

- Make sure there is a quorum at Board meetings
- Circulate minutes to all Board members and make corrections as necessary
- Carry out other correspondence as needed
- Ensure lists of Board members, committee members and organization members are kept current
- Ensure all Board members have a current Board manual and orientation package

Note: The ACNA Board of Directors may, at their discretion, delegate specific Officer duties listed above to a paid employee or service provider hired to provide the organization with administrative support.

Standing Committees

Standing committees provide specialized assistance and advice to the Board on an ongoing basis. These committees may have considerable authority and responsibility to accomplish their objectives. Standing committees as per ACNA bylaws are: Executive/Finance Committee, Nominating Committee and Membership Committee. Additionally, the ACNA President shall appoint Ad Hoc committees, as needed, to provide for a limited or continual service to the association. The ACNA Research Committees is an example of an ad hoc committee.

Committee Charters

The Board assigns authority to a committee to carry out specific tasks on its behalf through Committee Charters. The Committee Charter spell out the expectations of the Board and the accountability of the committee.

The following are required in a Committee Charter document:

- Committee Name
- Authority: scope of authority to make decisions or make recommendations give approval or give advice
- Responsible/accountable to: (who the committee reports to - how it communicates)
- Purpose or Objectives Composition: number of members, types of representation (Board members, general members); length of term (usually 2 year)
- Participation of staff (e.g. Coordinator) as nonvoting member Meetings:
- Number of committee meetings per year Resources and Support:
- Budget (e.g. shared expenses), services, facilities, staff support Duties or Responsibilities:
- Tasks the committee is expected to accomplish

Committee chairs are expected to:

- Complete the Committee Charter for the Committee
- Submit Committee Charter to the President and Board of Directors for approval
- Provide leadership to the Committee
- Act as spokesperson for the Committee
- Chair Committee meetings and encourage all committee to participate
- Chair committee meetings of the membership, such as the Annual General Meeting and any special meetings
- Set Committee meeting agendas
- Ensure Committee members receive the materials they need to do their job, including reports, meeting agendas and minutes
- Recognize Committee members for their work

Committee members are expected to:

- Attend meetings or notify the Committee Chair if unable to attend
- Familiarize themselves with policies and by-laws governing the organization
- Prepare for meetings by reviewing documents provided in advance such as the agenda, reports, minutes
- Participate in discussions and decision-making
- Fulfill the responsibilities identified in the Committee Charter

(EXAMPLE)
COMMITTEE CHARTER
_____ COMMITTEE

1. Committee Name

The _____ Committee operates under the ACNA Board.
Hereafter it will be referred to as “the Committee”.

2. Committee Authority

The Committee is a _____ committee of the Board and is governed by the ACNA’s bylaws and policies. It has the authority to make recommendations to the Board on matters relating to _____ matters.

3. Accountability

The Committee is accountable to the Board of the Directors and is responsible for submitting quarterly reports. The Chair of the Committee or another non-staff delegate will attend meetings of the Board of Directors.

4. Objectives

The Committee acts on behalf of the Board to deal with any personnel matters.

Its objectives are:

- X
- Y
- Z

5. Composition

5.1 The Committee is made up of _____ members with experience and/or interest in _____ matters, including at least one representative of the Board.

5.2 The Chair of the Committee will be the Board representative.

5.3 Committee members are appointed for a _____ (two-year) term and the new committee is appointed for the following term at the annual business meeting

6. Meetings

6.1 The Committee will meet a minimum of _____ times per year, via conference call or in person.

6.2 The agenda will be circulated prior to the meeting date.

6.3 Each meeting will be documented in minutes, circulated to the Committee members for review and submitted to the Board of Directors upon approval.

6.4 Special meetings may be called providing that a minimum of 48 hours' notice is provided to all committee members. Special meetings shall be called at the discretion of the Committee Chair.

6.5 Decisions by the committee will be made by majority vote. All members of the committee shall have one vote. Quorum will be 50% of the total number of committee members.

7. Resources and Support

7.1 The Board will provide the Committee with resources and support as required such that the Committee can carry out its duties.

8. Committee Responsibilities

The Committee will:

- X _____
- Y _____
- Z _____

These Committee Charter will be reviewed every two years coinciding with a new president taking office.

Date Approved: _____

Date for Review: _____

Board Orientation

Orientation for new Board or committee members lays the foundation for positive and productive relationships. A Board manual provides new members with useful information about the organization and its operations and can be a valuable resource and reference throughout their terms.

Board orientation also serves as a review for existing Board members each year and promotes teambuilding among Board members.

A Board manual and orientation package could include:

Board and staff list

Organizational chart

Bylaws

List of present funders and partners

Policy and Operating Requirements

Annual cycle of meetings, planning, funding etc; dates where possible – could be in the form of a calendar

Board job descriptions

Conflict of Interest policy and form to sign

Code of Conduct form to sign

Committee descriptions/ Committee Charters

Brief history of the organization (point form is fine) with some statistical information (e.g., number of members over the years, changes in budget, number of grants given etc.)

Most recent annual report

Most recent minutes of meetings

Brochures, advertisements, newspaper clippings, as appropriate

Approval:

The Executive Committee will review this policy when a new president takes office.

Approval Date
4/27/16

Reviewed & Approved ACNA Executive Committee
Eileen Konieczny President
Amy Mack Secretary
Alice O'Leary Treasurer
ML Mathre Past President