



#21, 4802 50th Avenue  
Yellowknife, NT X1A 1C4  
Phone: (867) 920-4944  
ExecutiveDirector@YKChamber.com

**Board of Directors  
Board Governance Manual  
Approved by the Board: February 3<sup>rd</sup>, 2020**



## Table of Contents

|   |    |
|---|----|
| Corporate Overview: .....                               | 4  |
| Mission: .....  | 4  |
| Vision:.....  | 4  |
| Incorporation: .....                                    | 4  |
| Core Definition: .....                                  | 4  |
| Mandate: .....  | 4  |
| Board of Directors: .....                               | 4  |
| Board Composition:.....                                 | 4  |
| Job Descriptions:.....                                  | 5  |
| President: .....  | 5  |
| 1 <sup>st</sup> Vice President: .....                   | 5  |
| 2 <sup>nd</sup> Vice President: .....                   | 5  |
| Secretary – Treasurer: .....                            | 5  |
| Board Members:.....                                     | 6  |
| Moving Into An Executive Position:.....                 | 6  |
| Committees: .....                                       | 7  |
| Audit Committee:.....                                   | 7  |
| Governance Committee: .....                             | 7  |
| Nomination Committee:.....                              | 7  |
| Board Meeting Policies: .....                           | 8  |
| Attendance Policy: .....                                | 8  |
| Cell Phone Policy: .....                                | 8  |
| Diversity & Inclusion Policy: .....                     | 8  |
| Nomination Process and Criteria: .....                  | 8  |
| Membership: .....                                       | 9  |
| Eligibility: .....                                      | 9  |
| Associate Status: .....                                 | 9  |
| Fees: .....   | 10 |
| When A Business Owner Owns More Than One Business:..... | 10 |
| Conflict of Interest Policy.....                        | 10 |
| Indemnification: .....                                  | 12 |
| Travel Policy:.....                                     | 12 |



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|   |    |
|---|----|
| Communications Policies .....             | 14 |
| Financial Policies .....                  | 15 |
| Signing Authorities: .....                | 15 |
| Borrowing Funds: .....                    | 15 |
| Audit Requirements:.....                  | 15 |
| Audit Committee Responsibilities: .....   | 15 |
| Policy & Advocacy Development: .....      | 16 |
| Statement Of Understanding: .....         | 16 |
| General Board Acknowledgement Form: ..... | 16 |



## Corporate Overview:

### Mission:

To be a leader in the improvement and development of a strong Yellowknife business community with a diversified economy and sustainable growth

### Vision:

Leadership. Service. Advocacy.

### Incorporation:

The Yellowknife Chamber of Commerce is a body corporate incorporated under the provisions of a federal statute, being the *Boards of Trade Act* RSC 1985, c. B-6

### Core Definition:

The Yellowknife Chamber of Commerce existence is based on the following common elements:

- competition in a free market
- excellence in customer service and satisfaction
- broad economic and social community prosperity
- law and order
- reasonable profit
- private ownership
- individual integrity and responsibility
- efficient and effective government, and
- public policy framework that supports economic progress and fosters business success.

### Mandate:

We serve our membership and the Yellowknife business community by:

1. Facilitating educational and professional development opportunities,
2. Promoting our membership and Yellowknife as a great place to do business,
3. Offering discounts on business services,
4. Creating opportunities for our membership to expand their professional networks, and
5. Lobbying on issues of importance to our membership at the municipal, territorial and federal level.

## Board of Directors:

### Board Composition:

The Board of Directors is comprised of a President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Secretary-Treasurer, a Past President, and at least six (6) and a maximum of eight (8) additional Directors.

All Chamber Members in good standing shall be eligible to have one (1) representative nominated for election as a Director. Representatives of Associates are not eligible to be elected as a Director.

Only one (1) person from the same Chamber Member may sit on the Board at the same time.

## Job Descriptions:

### President:

The President shall:

1. Be committed to fulfilling a 1-year term;
2. Preside at all meetings of the Chamber and regulate the order of business;
3. Be responsible for enforcing the bylaws and ensuring that Board members comply;
4. Follow-up with Board Members who are not actively participating in Board Meetings, committee meetings and special meetings;
5. Have a valid email address that is checked frequently and commit to checking the President's email regularly;
6. Participate in promoting the Chamber and the services we offer;
7. Review the annual publication, Yellowknife Chamber Insider, prior to publication;
8. Bring welcoming remarks on behalf of the Chamber during events, including but not limited to, Business After Hours, Business Club Luncheons and the Business Award Gala;
9. Report to the membership on the actions of the Board and Executive Director over the past term at the Annual General Meeting;
10. Represent the Chamber at community events and conferences;
11. Present the Chamber's views and perform media interviews, when appropriate;
12. Perform such other duties, functions, and responsibilities as assigned by the Board or approved by the membership; and
13. Complete all duties required of the Board of Directors.

### 1<sup>st</sup> Vice President:

The 1<sup>st</sup> Vice President shall:

1. Perform the President's duties in their absence;
2. Be committed to fulfilling a 1-year term in the year following the President;
3. Be the Yellowknife Chamber's representative on the NWT Chamber of Commerce's Board of Directors;
4. Perform such other duties, functions, and responsibilities as assigned by the Board or approved by the membership; and
5. Complete all duties required of the Board of Directors.

### 2<sup>nd</sup> Vice President:

The 2<sup>nd</sup> Vice President shall:

1. Assist the President and 1<sup>st</sup> Vice President with their duties;
2. Perform the President's duties when the President and 1<sup>st</sup> Vice President are both absent;
3. Be committed to fulfilling a 1-year term in the year following the current 1<sup>st</sup> Vice President's term as President;

### Secretary – Treasurer:

The Secretary-Treasurer shall:

1. Be responsible for providing notice of meetings, maintaining membership records, keeping suitable records of the decisions made at all meetings and performing such other duties as may be prescribed by the *Boards of Trade Act* or the bylaws. All of the administrative duties of the Secretary-Treasurer may be delegated to the Executive Director by resolution of the Board, but the Secretary-Treasurer shall remain responsible for ensuring the delegated duties are properly performed.
2. Oversee the finances of the Chamber, including reviewing all monthly financial statements prior to Board Meetings and asking for clarification from the Executive Director, as needed;
3. Present the Chamber's financial statements to the Board on a monthly basis for approval;
4. Review Sage50 General Journal entries on a quarterly basis;
5. In collaboration with the Executive Director, assist in the development of a budget for presentation to the Board for approval;
6. Present the financial statements to the membership during the Annual General Meeting
7. Perform such other duties, functions, and responsibilities as assigned by the Board or approved by the membership; and
8. Complete all duties required of the Board of Directors.

### Board Members:

The Directors are collectively the representatives of the membership. In conducting and supervising the business of the Chamber, the Directors shall:

1. Attend 10/12 Board meetings a year in-person or via teleconference.
2. Indicate whether or not they are available to attend each Board Meeting, committee meeting or special meeting by responding to the Outlook calendar invitation;
3. Participate in the creation and approval of the strategic plan;
4. Identify and understand emerging issues pertaining to the Chamber's goals and represent the views of their industry;
5. Bring business concerns from the membership forward at Board meetings for discussion and will participate in advocacy missions by conducting research and presented informed opinions;
6. Support and promote the Chamber's programs and services to members, prospective members, the public and to other stakeholders;
7. Participate in membership recruitment and retention;
8. Attend half of the Business Club Luncheon, Lunch & Learn and/or Business After Hours events;
9. Volunteer during the annual Spring Trade Show;
10. Promote the Chamber and participate in finding sponsors for events and promotions;
11. Comply with the by-laws and policies of the Chamber and ensure compliance by others;
12. Review and understand the Board briefing documents and minutes, policy documents, official publications and related resources;
13. Evaluate and follow-up on actions taken at meetings of the Board;
14. Fulfill any assignments as Committee members; and
15. Perform such other duties, functions, and responsibilities as assigned by the Board or approved by the membership.

### Moving Into An Executive Position:

Board Members interested in moving into an Executive position (President, 1<sup>st</sup> Vice, 2<sup>nd</sup> Vice, Secretary-Treasurer) must complete 1 full year term as a Board Member before being considered for a position on the Executive.

## Committees:

Other than essential governance committees, the Yellowknife Chamber does not have structured committees. All opportunities are shared with the Board of Directors and Directors can choose which committees to participate in.

### Audit Committee:

**Purpose:** To conduct quarterly internal audits

**Committee Composition:** The Treasurer (Committee Chair), the President and 1 additional Board Member

**Meetings:** An internal audit will be performed by the committee within 30 days after each quarter

**Accountability:** The Committee Chair will present a report to the Board of Directors at the Board Meeting immediately following the internal audit. A motion will be required to adopt the report.

### Governance Committee:

**Purpose:** To ensure the Yellowknife Chamber of Commerce's policies remain current and relevant and to deal with the annual performance evaluation of the Executive Director

**Committee Composition:** The President, 1<sup>st</sup> Vice, 2<sup>nd</sup> Vice, Treasurer and Immediate Past President

**Meetings:** One annual in-person meeting in late-November / early-December to conduct the Executive Director performance evaluation. Additional meetings to be held on an as-needed basis

**Accountability:** The Executive Director's performance evaluation will be presented to the Board for approval during the December Board Meeting. The President and one additional committee member will present the evaluation to the Executive Director immediately following the December Board Meeting. All recommendations from the Governance Committee must be approved by the Board of Directors

### Nomination Committee:

**Purpose:** To ensure the long-term sustainability of the Yellowknife Chamber of Commerce by recruiting qualified Board Members in an open and transparent manner and to fill vacant positions on the Board when they become available

**Committee Composition:** Incoming President (Chair), Current President, and 2 additional Board Members

**Meetings:** One annual meeting in January to review nominees and to select candidates to fill Board vacancies. Additional meetings as necessary, to fill vacant positions on the Board

**Accountability:** Board vacancies and the proposed Executive Committee must be submitted to the Board for approval in December. The proposed slate of candidates must be presented to the Board for approval in January

## Board Meeting Policies:

### Attendance Policy:

Board Members are expected to attend 10/12 Board Meetings in person or via teleconference and must RSVP to all Board Meetings.

### Cell Phone Policy:

To ensure the active participation of Board Members, cell phone use is not permitted during Board Meetings.

## Diversity & Inclusion Policy:

The Yellowknife Chamber of Commerce believes in diversity and values the benefits that diversity can bring to its Board of Directors. Diversity promotes the inclusion of different perspectives and ideas, mitigates against groupthink and ensures the Yellowknife Chamber has the opportunity to benefit from all available talent. The promotion of a diverse Board makes prudent business sense and makes for better corporate governance.

The Yellowknife Chamber seeks to maintain a Board comprised of talented and dedicated directors with a diverse mix of expertise, experience, skills and backgrounds. The skills and backgrounds collectively represented on the Board and its committees should reflect the diverse nature of the business environment in which the Yellowknife Chamber operates. For purposes of Board composition, diversity includes, but is not limited to, business experience, geography, age, gender, ethnicity, and indigenous culture.

The Yellowknife Chamber is committed to a merit-based system for Board composition within a diverse and inclusive culture that solicits multiple perspectives and views and is free of conscious or unconscious bias and discrimination. When assessing Board composition or identifying suitable candidates for appointment or re-election to the Board, the Yellowknife Chamber will consider candidates on merit against objective criteria having due regard to the benefits of diversity and the needs of the Board.

The Yellowknife Chamber seeks to maintain a Board in which any gender represents at least 40% of the Directors.

The Nominations Committee will be specifically directed to include diverse candidates, generally, and multiple women candidates, in particular.

## Nomination Process and Criteria:

### Process:

1. Prior to the December Board Meeting, the ED and the President will identify Board vacancies and the Executive Committee composition
2. At the December Board Meeting, the President will update the Board of Directors and call for a motion to approve the proposed Executive Committee
3. After the December Board Meeting, the ED will do a Call for Nominations. All interested candidates must submit nomination documentation by mid-January



4. A Nomination Committee meeting will be held in mid-January, prior to the January Board Meeting, to consider nominees and to select candidates who would be suitable to fill Board vacancies
5. The Chair of the Nomination Committee will present the slate of potential Directors to the Board and call for a motion to approve the proposed slate of candidates
6. The ED will notify all candidates. Those who were not selected will be informed of their right to put their name forward for consideration at the AGM

#### **Nominee Criteria & Required Documentation:**

All Members in Good Standing are eligible to put their name forward for a Director position on the Board.

Interested individuals are required to submit a formal expression of interest that outlines:

- Their previous 5 years of employment history
- Their previous Board and volunteer experience
- Their policy and advocacy interests and experience, and
- Why they are interested in joining the Yellowknife Chamber of Commerce

Potential candidates will also be required to indicate that they are able to commit to attending at least 10/12 Board Meetings per year either in person or via teleconference, that they can commit to 5 hours of volunteer work per month, on average, and that they can attend the mandatory Board orientation and Governance Training meeting in early March.

The YK Chamber's Conflict of Interest policy will be shared in the Call for Nominations, and potential candidates will be required to indicate that they are willing to work within these guidelines.

Potential candidates will also be required to validate their nomination by obtaining two signatures from member businesses.

### Membership:

#### Eligibility:

Every corporation, partnership, sole-proprietorship, association, society or Crown corporation, whether resident in Yellowknife or not, directly or indirectly engaged or interested in trade, commerce, or the economic and social welfare of the City of Yellowknife, shall be eligible for membership in the Chamber as a voting Chamber Member.

Federal, territorial or municipal governments and their departments shall not be eligible for membership but may apply for Associate status.

Political parties, political associations and individual politicians are not eligible for membership status in the Chamber.

#### Associate Status:

Government departments, whether resident in Yellowknife or not, directly or indirectly engaged or interested in trade, commerce, or the economic and social welfare of the City, may apply for Associate status. Associates are *not* Chamber Members but shall be entitled to received notice of and may attend

meetings of the Chamber Members. Associates are not entitled to vote on any matter and cannot have representatives elected to the Board.

Political parties, political associations and individual politicians are not eligible for associate status in the Chamber.

### Fees:

|                      |                          |
|----------------------|--------------------------|
| Charity / Non-Profit | \$200 + GST (\$210.00)   |
| 1-5 Employees        | \$200 + GST (\$210.00)   |
| 6-10 Employees       | \$350 + GST (\$367.50)   |
| 11-20 Employees      | \$600 + GST (\$630.00)   |
| 21-50 Employees      | \$800 + GST (\$840.00)   |
| +50 Employees        | \$1650 + GST (\$1732.50) |
| Associate Members    | \$500 + GST (\$525.00)   |

### When A Business Owner Owns More Than One Business:

Entrepreneurs who own more than one business are permitted to pay their membership fee based on the number of employees across all their businesses. The 'parent' business who pays the invoice will receive voting rights, while the 'child' businesses will not receive voting rights.

## Conflict of Interest Policy

### Purpose:

Directors of non-profit associations, such as the Yellowknife Chamber of Commerce, are held to strict standards of honesty and loyalty and are required to avoid situations involving a conflict between their personal interest and those of the organization. It is not sufficient to act only within the law, all individuals representing the Yellowknife Chamber of Commerce must also act in a manner as to withstand the closest public scrutiny.

In striving to meet and exceed these high professional ethical standards, to protect the organization from accusations and to maintain public confidence in the integrity of Board Members ("Directors") and Executive Director ("ED"), all individuals involved in Yellowknife Chamber of Commerce activities are to comply with the regulations set forth in this policy.

### Process for Declaring and Dealing with a Conflict of Interest:

The President or presiding officer will ask at the commencement of each Board meeting if any Director has a conflict of interest related to any item on the agenda, and the minutes must record all declarations. Any Director having a potential conflict of interest will declare the details of that potential conflict before discussion of the issue and, in the case of a conflict, absent themselves from the portion of the meeting during which discussion or voting affected by that conflict takes place. The President or presiding officer will be the ultimate deciding authority. A Director who abstains from participation due to a conflict of interest is still included in determining quorum.

### What Constitutes a Conflict of Interest?

A conflict of interest occurs when an item for discussion impacts or can be perceived as having an impact on a Director, their friends, family, business associates or employer.

A conflict of interest can occur based on personal and professional relationships.

- In the event of internal personal relationships, the relationship must be declared and minuted. Both parties must absent themselves from all discussions and voting that could impact or be perceived as impacting one or both parties. The Director(s) impacted are not permitted to hold Executive positions.
- In the event that a Director decides to run for an elected position at any level of government, they must immediately resign from the Board of Directors for the duration of the election. Their position will be held for a maximum of 3 months. Pending the results of the election, they may return to their position within this 3-month period.
- In the event that a staff-person decides to run for an elected position at any level of government, they must immediately notify the Board of Directors and take an unpaid leave of absence. Their position will be held for a maximum of 3 months. Pending the results of the election, they may return to their position within this 3-month period.

**Conflict of Interest Principles:**

- When dealing with clients, to hold themselves free of any interest, influence, or relationship regarding any professional activity that could impair professional judgement or objectivity, or which in the reasonable view of the observer, has that effect;
- To maintain in strict confidence and in perpetuity, any and all information acquired by him or her by virtue of his or her position with the organization;
- To not knowingly take advantage of or benefit from information obtained in the course of their official responsibilities and duties, which is confidential or not generally available to the public;
- Directors and employees shall not directly or indirectly use or allow the use of the Yellowknife Chamber of Commerce, for anything other than officially approved activities;
- Upon being elected to the Board and thereafter, Directors shall arrange their private affairs in a manner that will prevent real or perceived conflict of interest from arising. If such a conflict should arise, the conflict shall be resolved in favor of the Yellowknife Chamber of Commerce;
- Directors shall not set out of their official role to assist private entities or persons in their dealings with the Yellowknife Chamber of Commerce where this would result in preferential treatment to the public;
- Directors and employees must not accord preferential treatment in relation to any official matter to family members, friends or to organizations in which the member, their family or their friends have an interest. Directors must avoid being placed or appearing to be placed under obligation to any person or organization that might profit from special consideration by the member;
- Directors cannot have simultaneous representation on any other Chamber of Commerce or Board of Trade, while representing the Yellowknife Chamber of Commerce. Such action will result in immediate dismissal from the Yellowknife Chamber of Commerce;
- Solicit or accept gifts, gratuities, free travel, or any other item of value from any person or entity as a direct or indirect inducement to provide special treatment with respect to matters pertaining

to the Yellowknife Chamber of Commerce without first seeking approval from the President and/or Executive Director.

### Indemnification:

Except as otherwise provided in the *Boards of Trade Act*, no Director or Officer for the time being of the Chamber shall be liable for the acts, receipts, neglects or defaults of any other Director or Officer or employee or for joining in any receipt or act for conformity or for any loss, damage or expense happening to the Chamber through the insufficiency or deficiency of title to any property acquired by the Chamber or for or on behalf of the Chamber or for the insufficiency or deficiency of any security in or upon which any of the moneys of or belonging to the Chamber shall be placed out or invested or for any loss or damage arising from the bankruptcy, insolvency or tortuous act of any persons, firm or corporation including any person, firm or corporation with whom or which any moneys, securities or effects shall be lodged or deposited for any loss, conversion, misapplication or misappropriation of or any damage resulting from any dealings with any moneys, securities or other assets belonging to the Chamber or for any other loss, damage or misfortune whatever which may happen in the execution of the duties of his respective office or trust or in relation thereto unless the same shall happen by or through his failure to exercise the powers and to discharge the duties of his office honestly, in good faith and in the best interests of the Chamber and in connection therewith to exercise the degree of care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

The directors for the time being of the Chamber shall not be under any duty or responsibility in respect of any contract, act or transaction whether or not made, done or entered into in the name or on behalf of the Chamber, except such as shall have been submitted to and authorized or approved by the board. If any director or officer of the Chamber shall be employed by or shall perform services for the Chamber otherwise than as a director or officer or shall be a member of a firm or a shareholder, director or officer of a company which is employed by or performs services for the Chamber, the fact of his being a director or officer of the Chamber shall not disentitle such director or officer or such firm or company, as the case may be, from receiving proper remuneration for such services.

Subject to the *Boards of Trade Act*, the Chamber shall indemnify a Director or Officer of the Chamber, a former director or officer of the Chamber or a person who acts or acted at the Chamber's request as a director or officer of a body corporate of which the Chamber is or was a member or creditor, and his or her heirs and legal representatives, against all costs, charges and expenses, including an amount paid to settle an action or satisfy a judgment, reasonably incurred by him or her in respect of any civil, criminal or administrative action or proceeding to which they are made a party by reason of being or having been a director or officer of such corporation or body corporate if, he or she acted honestly and in good faith with a view to the best interests of the Chamber; and in the case of a criminal or administrative action or proceeding that is enforced by a monetary penalty, he or she had reasonable grounds for believing that his or her conduct was lawful.

The Chamber shall indemnify such person in all such other matters, actions, proceedings and circumstances as may be permitted by the *Boards of Trade Act* or the law.

The Chamber shall maintain sufficient insurance for the purpose of this section.

### Travel Policy:

The Executive Director is encouraged to, budget permitting, travel to the following out-of-territory annual conferences:

1. Chamber of Commerce Executives of Canada and Canadian Chamber of Commerce AGM; and
2. Opportunities North

Other requests for the Executive Director to attend out-of-territory conferences must be approved by the Board of Directors.

The Executive Director and any Board Member traveling for the purposes of Chamber business will receive a per diem of \$115.05/daily.

#### **Volunteer Travel Policy:**

Budget permitting, the President may join the Executive Director at the annual conferences listed above.

#### **Yellowknife Chamber Travel Program:**

When deemed necessary by the Board of Directors, the Executive Director will participate in the YK Chamber's annual travel program as the trip leader. When the Executive Director is participating in the travel program, they are required to participate in all parts of the program. The first free trip earned will offset the cost of the Executive Director's participation.

When a second free trip is earned, the free trip and associated costs may be offered to the President, who will be in the President's role at the time of the trip. If the President is unable to accept the free trip, it will be offered to members of the Executive Committee in the order of succession. If members of the Executive Committee are unable to accept the free trip, it will be offered to members of the Board of Directors. If no Board Member is able to accept the free trip, it will go towards offsetting the program cost.

If a third free trip is earned, the Executive Director may use their discretion to determine staff participation. If this trip is not used, it will go towards offsetting the program cost.

All additional free trips earned will go towards offsetting the program cost.

All Board Members and their partners may participate in the travel program at the rate charged to the Yellowknife Chamber of Commerce.

The Executive Director shall not create custom tours or program extensions without the approval of the Board of Directors. If custom tours or program extensions are approved, the Board of Directors will determine if the Executive Director's participation is required.

#### **Eligible Expenses:**

- Eligible costs include conference or registration fees, flights and baggage fees, accommodations, food and beverage, taxis and other costs directly associated with the Chamber representative's travel.
- For reimbursement, receipts must be provided. If a receipt isn't provided, documentation showing the expense must be provided and the expense must be approved by the audit committee.
- Only expenses directly incurred by Chamber representatives are eligible for reimbursement.

#### **Expenses Related To The Travel Program:**

- The ED is expected to purchase the most cost-effective cell phone coverage during the travel program, to be reimbursed by the Yellowknife Chamber of Commerce.
- Any required vaccinations for travel under the travel program will be at the expense of the Yellowknife Chamber.

## Communications Policies

### Media Requests:

All media requests will go to the Executive Director.

If the Executive Director is not available, media requests will be forwarded to the President. If the President is not available, the media request will go to the 1<sup>st</sup> Vice President followed by the 2<sup>nd</sup> Vice President, if necessary.

### Spokesperson:

The spokespeople for the Yellowknife Chamber of Commerce will be the Executive Director and President.

When communicating on behalf of the Yellowknife Chamber of Commerce, the spokesperson should be cognizant of the fact that they are communicating on behalf of the membership and should not express personal, professional or political views (for example, “my personal opinion regarding...” vs. “Chamber members have expressed concern with...”).

### Emergency / Time Sensitive Communications:

Emergency and time sensitive communications will be handled by the Executive Director, when possible. If the Executive Director is not available, it will be handled by the President. If the President is not available, responsibility will fall to the Vice Presidents.

In the event of an emergency where legal advice may be required, the Executive Director, or representative, will seek a legal opinion before providing official comment.

### Representing the YK Chamber:

On occasion, Board Members may have an opportunity to represent the views of the Yellowknife Chamber. When acting in this capacity, Board Members are expected to express the views agreed upon by the Board of Directors while not expressing personal opinions, etc. When no formal position has been agreed upon, Board Members will not provide a comment.

When Board Members are engaging in policy/advocacy activities outside of the Yellowknife Chamber (asking questions at political forums, engaging in community consultants/public presentations, etc.), they should always state explicitly that they are participating in their own capacity and not representing the views of the Yellowknife Chamber.

### Press Releases / Advocacy Letters:



The Executive Director will distribute all press releases and advocacy letters to the President for approval, prior to distribution.

All advocacy letters will be signed by both the Executive Director and President.

All press releases will feature quotes from the President.

## Financial Policies

### Signing Authorities:

The signing authorities of the Chamber shall be any two (2) of the following: President, 1<sup>st</sup> Vice President, 2<sup>nd</sup> Vice President, Secretary-Treasurer or Executive Director.

The Executive Director and Board Members shall not sign cheques issued to themselves.

### Borrowing Funds:

Subject to the approval of the Chamber, the Board may borrow funds for operations or special projects of the Chamber, provided that the aggregate sum of all outstanding loans shall not exceed one quarter of the total general revenues of the last completed fiscal year of the Chamber.

### Audit Requirements:

At each AGM, the Chamber Membership shall by resolution appoint an auditor to complete a review of the financial records of the Chamber for presentation at the next year's AGM. For greater certainty, the review shall be prepared as an audit, unless the Chamber Membership by resolution approves a review engagement or other standard of review.

The Board of Directors have awarded an Audit Services contract for 2020, 2021 and 2022 to Crowe MacKay LLP.

When the current Audit Services contract expires, another RFP for a 3-year contract will be issued.

### Audit Committee Responsibilities:

The Board shall appoint an Audit Committee who shall perform an internal financial review of the Chamber's financial statements on a quarterly basis.

The review shall include bank reconciliations, credit card statements, GST remittances, payroll remittances, general journal entries and year-to-date financial statements. A copy of the annual budget will be provided for comparison.

### Review Of General Journal Entries:

A copy of all General Journal entries will be kept in a binder, along with supporting documentation.

If the Executive Assistant makes the General Journal entry, the Executive Director will review and sign off on the entry.

If the Executive Director makes the General Journal entry, the Secretary-Treasurer will review and sign off on the entry.

### Bank Accounts:

The Yellowknife Chamber of Commerce has an operational bank account and a high interest “Business Investment Growth Account”.

The Executive Director, with approval from the Treasurer, may transfer funds into the Business Investment Growth Account, allowing the organization to benefit from interest revenue. The Treasurer will notify all Board Members of transfers between accounts at the following Board Meeting.

### Policy & Advocacy Development:

Broad policy issues and priorities will be identified during the Strategic Planning process, every 3 years. This process provides direction to the Executive Director, so key issues can be monitored.

Specific policy issues, along with an advocacy strategy and action items, will be developed annually in January.

Board Members have the opportunity to bring additional issues forward for the Board of Directors to consider. Board Members shall provide the Executive Director and President with a summary of the issue, proposed action items and relevant information items to help Board Members make an informed decision. The proposed advocacy issue will be added to the agenda for the next Board Meeting and relevant materials will be circulated to the Board in advance of the meeting.

In the event of time-sensitive policy/advocacy work, the Yellowknife Chamber’s position shall be determined by a special meeting. Where a special meeting isn’t possible, the Executive Director and President shall discuss a recommended approach for approval via e-resolution.

### Statement Of Understanding:

All Board Members are required to read the Board Governance Manual, in full, on an annual basis.

During the first Board Meeting following the AGM, Board Members will sign a form acknowledging that they’ve read and understand the organization’s policies.

### General Board Acknowledgement Form:

I acknowledge having received a copy of the Yellowknife Chamber of Commerce’s Board Governance Manual and have reviewed it carefully. I have had a chance to ask questions and these questions have been answered to my satisfaction. I understand all of these policies and procedures and agree to abide by them. I agree that if there is any policy, which I do not fully understand, I will seek clarification from the Executive Director and/or President.





#21, 4802 50th Avenue  
Yellowknife, NT X1A 1C4  
Phone: (867) 920-4944  
ExecutiveDirector@YKChamber.com

I understand that these policies and procedures are constantly being evaluated and that they may be revised or added to from time to time. I understand that choosing to remain with the Yellowknife Chamber of Commerce after being given reasonable notice of such changes means that I have accepted these changes and agree to abide by them.

I also understand that if I violate these Yellowknife Chamber of Commerce's policies and procedures, I may be removed from the Board of Directors.

---

Board Member's Name & Signature

---

Date

---

Witness' Name & Signature

---

Date

