

**CHILDSPACE DAY CARE CORPORATION**  
**BOARD GOVERNANCE POLICY**  
CREATED: March 22, 2013  
Approved by the Board: October 2014

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The Board of Childspace Day Care Corporation meets the requirements of the City of Toronto for our Purchase of Service Agreement (see Appendix A attached). Appendix A is used in conjunction with the Administration and Financial Management Criteria as well as all legislated requirements and annual reporting requirements. We conduct a self-assessment annually to identify potential training needs.

Excerpts from our Constitution and By-Laws:

**ARTICLE 6 MEMBERSHIP**

At any given time the membership of the Corporation shall consist of the following:

Persons (non staff): the parents/guardian of every child who is enrolled at Childspace at the time. One dollar (\$1.00) of the registration fee of \$15.00 is for the person's membership dues.

People in the community: those who have shown interest in quality daycare in general and in Childspace in particular, who are sponsored by one member of the Board or one member of the membership and meet the approval of the Board. After approval, the person pays \$1.00 annual dues to become a member.

No employee of the Corporation or their relatives can be members of the Corporation or be on the Board.

Members must be at least eighteen (18) years of age.

**ARTICLE 7 TERM OF OFFICE**

From the membership, every year at the annual meeting, (third Wednesday of June), an election will be held to elect the Directors of the Board, who, in turn, will select Officers of the Corporation from among themselves.

**ARTICLE 8 COMPOSITION**

The affairs of the Corporation shall be managed by the Board of ten (10) Directors who are elected for a two (2) year term at the annual meeting, at the end of their term, they may stand for re-election. One person may hold more than one office except the offices of Chair and Vice-Chair. \*At the June 25, 1997 AGM the term of office was changed to two (2) year term. \*\*At the AGM June 20/11 the number of Board Members was changed to ten (10).

**ARTICLE 9 VACANCIES, BOARD OF DIRECTORS**

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Vacancies on the Board of Directors, however caused, may so long as quorum of directors remain in office, be filled by the directors from among the qualified members of the Corporation if they shall see fit to do so. Otherwise, such vacancy shall be filled at the next annual meeting of the members at which the directors for the ensuing year are elected, but if there is not a quorum of directors, the remaining directors shall forthwith call a meeting of the members to fill the vacancy. If the number of directors is increased between the terms, a vacancy or vacancies, to the number of the authorized increase, shall thereby be deemed to have occurred, which may be filled in the manner above provided.

**VACATION OF OFFICE**

The office of a director shall be vacated upon the occurrence of any of the following events:

- if a receiving order is made against such director or if such director makes an assignment under the Bankruptcy and Insolvency Act of Canada;
- if an order is made declaring such director to be a mentally incompetent person or incapable of managing such director's affairs;
- if such a director ceases to be qualified in cases such as fraud, conflict of interest and/or a breach of the Confidentiality Policy or in the Code of Conduct;
- if by notice in writing to the Corporation such director resigns such director's office and such resignation, if not effective immediately, becomes effective in accordance with its terms;
- if the election to the Board of such director has consented to by the incumbent and the notice evidencing such consent delivered to the Board;
- Directors of the Board may be removed by the other members if they fail to attend three (3) consecutive meetings without a good reason.

**SUSPENSION/TERMINATION**

Members of the Board may be suspended by the Board to allow for review of the alleged "Conflict of Interest" or violation of the Code of Conduct. If the Board finds that the allegations are verified the Board will remove the member from the Board.

**ARTICLE 10 QUORUM OF THE BOARD**

A majority of directors shall be quorum for the transaction of business.  
The Chair does not vote but shall cast a vote only to break a tie.

**ARTICLE 11 INDEMNITY OF DIRECTORS AND OFFICERS**

Every director or officer of the Corporation and his/her heirs, executors and administrators, and estate and effects, respectively, shall from time to time and at all times, be indemnified and saved harmless out of the funds of the Corporation, from and against:

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a) All costs, charges and expenses whatsoever which such directors or officers sustain or incur in or about any action, suit or proceeding which is brought, commenced or prosecuted against him/her, for or in respect of any act, deed, matter or thing whatsoever, made, done or permitted by him/her, in or about the execution of the duties of his/her office.

b) All other costs, charges and expenses which s/he sustains or incurs in or about or in relation to the affairs thereof, except such costs, charges or expenses as are occasioned by his/her own wilful neglect or default.

**Childspace Day Care Board, Supervisors and Director will invite parents and community people to participate in process of becoming a Board Member:**

**All parents, candidates, board members have to sign a Code of Conduct. Board members have to have a satisfactory Police Criminal Check on file at Childspace, sign a confidentiality /Non Disclosure Form and a Conflict of Interest Form. They are also required to abide by the policies of the day care.**

**When a new parent comes to the day care, the Supervisor informs the parent of the structure of the organization that they can come to Monthly Board Meetings (which are posted 10 days prior) to become informed how our Board works and can put their name forward as a candidate for our AGM.**

- **Before our AGM invitations and candidate forms are given to the parents to inform them of the upcoming meeting and inviting them to put their name forward as a candidate.**
- **Parents are given a second letter as a reminder of the upcoming AGM and election of new board members.**
- **Board Members, Supervisors, Director met with parents at the end of the day before the AGM to encourage their participation of either being a candidate or of attending the meeting to be informed and to vote.**
- **Parents, Community members are approached for special expertise: lawyer, E.C.E., doctors, nurses, human resource, administration, etc.**
- **Feedback /Concern/Suggestion Forms are available to the parents at the centres throughout the year and are available at the AGM. These are collected and reviewed by the Board after the AGM. During the year we give feedback to any parent concern or suggestion.**

The Agenda for the AGM:

- Minutes from the previous AGM are read and approved
- The previous year's audit is read and approved

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- Appointment of the Auditor for the current year is voted upon
- Board members who are serving their second term are acknowledged
- The new board may be elected by acclamation if the total of number of acknowledged board members and new candidates are ten (10) in number.
- If more than the above are standing for election a vote will be held.

**ARTICLE 15      PREAMBLE**

1512 Directors serve without remuneration but may be reimbursed for reasonable expense incurred in the performance of their duties.

Directors may not directly or indirectly receive any form of money or money's worth as a result of their position.

All Directors sign a "Conflict of Interest Form" annually. New Directors sign the "Conflict of Interest Form" on their election date and annually thereafter.

The Corporation shall not purchase goods or services from any director, officer or person related to a director or officer of the Corporation unless there is only one available source of the goods or services within a reasonable distance of the day care.

The Corporation shall not sell goods or services, other than child care services, to any director, officer or person related to a director or officer of the Corporation.

The Corporation shall not lend money to or borrow from any director, officer or person related to a director or officer of the Corporation.

The Corporation shall not rent property to or from any director, officer or person related to a director or officer of the Corporation.

The Corporation shall not engage in any other transaction which may directly or indirectly confer a financial benefit on one of its directors.

For the purpose of Constitution and By-laws the definition of a person related to a director or officer if:

- i. the person is married to the director or officer
- ii. The person is living in a conjugal relationship outside marriage with the director or officer
- iii. The person is the son or daughter or mother or father of the director or officer

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- iv. The person is a relative of the director or officer and they have the same home
- v. The person is a corporation and voting securities in the corporation that together carry more than 10% of the voting rights attached to all voting securities of the corporation outstanding at the same time are beneficially owned directly or indirectly by any combination of:
  - (a) The director or officer
  - (b) Any of the persons referred to in clauses (i) to (iv), and
  - (c) The partner or the employer of the director or officer

### 1513 Chair (President)

The Chair shall be the chief executive officer of the Corporation and, subject to the authority of the Board, shall have general supervision of the affairs of the Corporation. If present the Chair shall preside as Chairperson at all the meetings of the Board and all the meetings of the Members. The Chair shall report to the Members on the affairs of the Corporation.

### 1514 Vice-Chair (Vice-President)

The Vice-Chair shall attend all meetings of the Board and perform the duties assigned to them by the Board. In the absence of the Chair, the Vice-Chair, if present, and who is a director, shall preside as Chair at meetings of the Board and meetings of the Members. If no such officer is present, the attending directors present shall choose the Chair among themselves for this meeting.

### 1515 Secretary

*The Secretary shall attend all meeting of the Board and shall maintain minutes of all meetings.*

### 1516 Treasurer

*The Treasurer shall maintain accounting records in compliance with the Act and under the direction of the Board, shall be responsible for overseeing the work performed by the Bookkeeper, the Director and the Supervisors in connection with the banking and all financial affairs of the Corporation. The Treasurer shall regularly report to the Board advised about all financial activities of the Corporation and its financial position.*

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### 1517 Duties of Other Officers

The duties of other officers of the Corporation shall be such as the terms of their engagement call for or as the Board may prescribe. Any of the powers and duties of an officer to whom an assistant has been appointed may be exercised and performed by such assistant, unless the Board otherwise directs.

### 1518 Executive Committee

Whenever the Board consists of more than six (6) directors, the Board may elect from its number an executive committee consisting of not less than three (3), which committee shall have power to fix its quorum at not less than a majority of its members and may exercise all the powers of the Board, subject to any restrictions imposed from time to time by the Board.

### 1519 Other Committees

The Board may by resolution create one or more committees other than the executive committee, each of which shall include at least one member of the Board. Until otherwise provided, the President shall be a member ex officio of all such committees. Such committees created by the Board shall be given written terms of reference by the Board.

### 1520 Director

If appointed as a signing officer, the Director shall, subject to the authority of the Board sign for the Corporation as directed by the Board and oversee the general operation of the day care. The Director reports to the Board. The Supervisors report to the Director and are responsible for the day-to-day operations of the day care. The Director and Supervisors recommend candidates to the Board for RECE, ECA, Dietary Aide and Housekeeping appointments or the removal of hired employees in these positions. The Director recommends the appointment/removal of a Supervisor to the Board. The Board appoints the position of Director.

### 1521 Agents and Attorneys

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The Board shall have the power from time to time to appoint agents or attorneys for the Corporation with such powers of management or otherwise (including the power to sub-delegate) as may be thought fit.

### 1522 Execution of Instruments

Any two officers or directors of the Corporation may sign deeds, transfers, assignments, contracts, obligations, certificates and other instruments on behalf of the Corporation. In addition, the Board may from time to time direct the manner in which and the person or persons by whom a particular instrument or class of instruments may or shall be signed. Any person authorized to sign an instrument on behalf of the Corporation may affix the corporate seal thereto.

### 1523 Proxies

At any meeting of Members a proxy holder duly and sufficiently appointed by a member shall be entitled to exercise, subject to any restrictions expressed in the instrument appointing the proxy holder, the same voting rights that the member appointing the proxy holder would be entitled to exercise if present at the meeting. A proxy holder must be a member and may not exercise voting rights on behalf of more than three (3) other members. An instrument appointing a proxy holder shall be in writing and, if the appointer is a corporation, shall be under its corporate seal, subject to the Act. An instrument appointing a proxy holder shall be acted on only if, prior to the time of voting, it is deposited with the Secretary of the Corporation or at the meeting or as may be directed in the notice calling the meeting.

### 1524 Dissolution of Corporation

Upon dissolution of the Corporation and after payment of all of its debts and liabilities, the remaining property (not deemed tenant improvement) of the Corporation be distributed or disposed of only to charitable or non-profit organizations which provide child care, which are beneficial to the community and which operate solely in Ontario.

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**Month Board Meetings:** Notice of Monthly Board Meetings are posted on Parents' Bulleting Board at each site at least ten days prior. Board Minutes as they are approved are posted as well.

**Board Training:** Childspace Day Care Board Executive Committee holds annual training sessions by consultants for Board Members, supplies the background information from previous board members/executive members outlining the roles and responsibility of board members. Board members read, revise approve all of our policies and procedures every year and sign off on them. The Board Members completing their second term, former Board Members, Supervisors/Director meet with individual board members for additional training. The Board Executive Committee is responsible for maintaining and monitoring board administrative duties. On an annual basis this committee conducts and documents the findings of an annual best practice review of bylaws to ensure that the organization complies with its regulatory/statutory requirements. It recommends to the Childspace Board changes/modifications where necessary with specified effective dates.

**Annual Performance Review:** The last meeting before our AGM, the board conducts a performance review of the organization over the past year and informs new board members of long-range plans that can impact the organization.

**Signing Authority:** Any two of the following positions may be signing officers for the Corporation: the Chair, Vice-Chair, Secretary or Treasurer. From time to time the authority to sign may be delegated to the Director and one of the above people in the above stated positions.

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Conflict of Interest "C"/Policies "B"/Confidentiality & Non-Disclosure:

The board members sign the Conflict of Interest Policy - Appendix "C" and annually sign a conflict disclosure form that is maintained on file. Any new director signs the conflict disclosure form when they join the organization. All board members must declare conflict of interest prior to voting as per Appendix C.

All board members are aware of the required policies and procedures in Appendix B which is attached to this policy.

Appendix "D" contains our Confidentiality and Non-Disclosure Form that the board members sign and it is kept on file.

Administration:

The Board members of Childspace fulfills its obligation to the organization by ensuring that all financial policy and procedures are current and relevant through an annual sign-off. They are responsible for the financial viability of the organization and monitor the Director that all the regulations, policies etc., are being followed. The Director oversees the Supervisors that the day to day operations follow all regulations and procedures set by the Board, City and Province. The Supervisors are responsible for the day-to-day operation of the centres and for all the staff, volunteers and the children/families who use our services.

Committees: The Chair/Vice Chair may appoint various Committees to report to the Board: Finance, Human Resources, Policy and Fundraising. (See Appendix A for our present committees).

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MANDATES & MISSIONS OF STANDING COMMITTEES-

**APPENDIX “A”-page 1**

**Human Resources Committee**

**The Mission**

To oversee, advise where necessary and ensure best practices on all human resource issues related to the daycare in the best interests of all daycare stakeholders; parents, children and staff and to be accountable for maintaining and monitoring board administrative duties.

**The Mandate**

- To develop and/or revise clear Human Resources policies *mentioned in last point*
- To review job descriptions with the Director/Supervisor making sure they are current and relevant
- To support the Supervisor and Director where required
- To ensure a competitive, fair salary structure in keeping with industry standards
- To act as a "conflict resolution" committee for staff when an issue cannot be resolved by Supervisor and Director and escalation is required
- To act as first point of contact for Chair for issues related to Human Resources
- **The Board must approve all the recommendations from the committee.**

**Membership and Commitment Requirements:**

- At least 1 Board Member, the Director and Supervisor to serve on the committee  
To meet for interviews/recommendation of hiring of new RECE, ECA, Housekeeper and Dietary Aides. Review annually the Staff and Parent Manuals as well as H.R. Policies. Conduct meetings where the Code of Conduct is breached or disciplinary matters are concerned.

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**MANDATES & MISSIONS OF STANDING COMMITTEES**

**APPENDIX “A”-page 2**

## **Finance & Strategic Planning Committee**

### **The Mission**

Our mission is to ensure financial sustainability and future operating effectiveness for Childspace Day Care Corporation (CDCC)

### **The Mandate**

- Develop an annual business plan and operating budget for Board approval
- Ensure timely submission of the annual operating budget (as approved by the Board) to (City of Toronto) for approval
- Work with the Daycare management to ensure financial stability through viable investment and fundraising opportunities
- Develop a strategic plan that outlines areas of focus for a period that is greater than three years
- Work with the CDCC management and the HR Committee to ensure staff salary scales (grids) are current and competitive within the market/industry
- **The Board must approve all the recommendations from the committee.**

### **Committee Membership**

Three members namely:

- The Elected Board Treasurer
- The Director, Childspace Day Care Corporation
- Member of the Board, Childspace Day Care Corporation

### **Commitment of Members**

- Treasurer to provide monthly reports to the Board
- Quarterly meetings to review the business and strategic plan
- Committee Chair to provide quarterly progress reports to the Board on the business and strategic plans

**MANDATES & MISSIONS OF STANDING COMMITTEES**

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## APPENDIX “A”-page 3

### By-Law Review Committee

#### The Mission

To review the By-Laws of Childspace Day Care Corporation to ensure that the Board of Directors meets the needs of the CDCC.

#### The Mandate

- To review the By-Laws annually to ensure organization complies with its regulatory/ statutory requirements.
- To make recommendations to update the By-Laws as needed with specified effective dates.
- Recommendations to be reviewed and approved by the Board no later than April of each year, in time to be announced to all daycare families and voted on at the AGM in June.
- **The Board must approve all the recommendations from the committee.** Furthermore, any changes to the By-Laws must be approved at the AGM or other meeting of the members.

#### Membership and Commitment Requirements:

- At least 2 Board Members and the Director and/or Supervisor to serve on the committee
- The By-Laws of CDCC to be reviewed annually.

MANDATES & MISSIONS OF STANDING COMMITTEES-APPENDIX A

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## **Policies & Procedures Committee**

### **The Mission**

To review and revise as necessary the policies and procedures of Childspace Day Care Corporation

### **The Mandate**

- To review annually the policies and procedures of CDCC, as required by the Day Nurseries Act (DNA), City of Toronto's Metro Criteria and Toronto Public Health, to ensure that the Daycare's policies and procedures conform to standards and are in the best interest of all CDCC stakeholders including parents, children and staff.
- To oversee and advise where necessary any changes to existing day care policies and procedures.
- To develop new policies and procedures for board approval.
- To keep the Board of Directors up to date on policies and procedures requiring revisions.
- To ensure Board decisions are incorporated into their respective policies and procedures.
- **The Board must approve all the recommendations from the committee.**

### **Membership and Commitment Requirements:**

- At least 2 Board Members and the Director and/or Supervisor to serve on the committee.
- Annually in September the Committee would meet to:
  - Review CDCC policies and procedures
  - Establish which policies and procedures need revisions
  - Establish if there are any pressing issues that current policies and procedures do not cover
  - Prioritize policies and procedures needing to be revised or created and establish a timeline for the year.

Childspace Day Care Roles and Responsibilities  
May 21, 2014

## **APPENDIX "A"-page 5**

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**Roles and Responsibilities**

- Boards set governance of the organization
- Board speaks with one voice – all decision of the Board of Directors is reflected in the minutes of the meeting.
- Board members must refrain from discussing board business outside of board meetings.

**Parent/Guardian Members**

- Take no active role in management
- Appoint and select boards
- Have ability to make proposals – resolutions at the AGM held in June of each year.

**For all organizations, Board of Directors has the following responsibilities:**

- To steer and advise
- Stewardship on behalf of members
- Strategic direction
- Risk management
- Hiring, supervision and termination of the Director/Supervisors
- Assurance of effective internal controls
- Basic duties of directors including attendance at meetings and the diligent review of materials provided in the course of their work.

## **APPENDIX “A”-page 6**

**Management**

- The Director reports directly to the Board and carries out directions from the Board.

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- The Supervisors and Bookkeeper report directly to the Director and carry out directions from the Director.

**Ethics**

- Board members should be of good ethical and moral reputation and character

**Conflict of Interest**

- If conflict of interest exists it must be noted and dealt with according to policy.
- Board Members must recuse (remove) themselves when voting on a decision where:
  - o A conflict of interest exists
  - o The potential of perception of a conflict exists
  - o Board Members can consult with the assembled Board at Board Meetings or with the Chair between Board Meetings

**Risk Management**

- All decisions involve risk and rewards
- Need to consider both in all decisions
- NPO's more subject to financial risk due to limited resources and can't amass large reserves.
- Disaster recovery plan
- Use of resources:
  - o Lawyers
  - o Accountants/auditors
  - o Insurance agents
  - o Outside consultants

## **APPENDIX "A"-page 7**

**The Role of the Board of Directors:**

- The Board of Directors are ultimately accountable and responsible for all financial management related to the organization
- The Board of Directors are accountable to (clients, families, funders, etc.) in ensuring the organization has solid risk management and business practices when it comes to

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managing the organization's finances

- The Board of Directors is accountable for developing and approving financial strategies and/or plans to carry out the goals and objectives of the organization
- The Board of Directors will appoint a Finance and Strategic Planning Committee
- The Board of Directors is responsible for developing financial policies and delegates the administration of the financial policies to the Director, Supervisors and Bookkeeper.

**Financial Responsibilities of Board of Directors**

The Board of Directors/Owners/Operators is responsible for:

- Developing and approving the financial policies
- Developing clear conflict of interest guidelines and policy
- To set an annual operating budget
- To monitor financial record-keeping and reports on a monthly basis
- To review financial reports at each Board meeting
- To review past expenses to assist in predicting future expenses
- To ensure that adequate resources (monies) are available of the organization for all its activities
- Each year at the Annual General Meeting the Board appoints an auditor and arranges for the auditor to do an Audit. The Audit is to be completed four months after end of fiscal year and the Board approves it. At the **next** AGM the membership approves the Audit.
- To review the financial plan annually
- To ensure the Director and Supervisors adjusts the income and expenses accordingly for strategic long term financial planning to ensure the continued fiscal health of the organization

## **APPENDIX “A”-page 8**

**The Role & Responsibilities of the Director/Supervisor/Bookkeeper**

- The Director/Supervisors are authorized to enter into contracts for activities that have been approved by the Board as part of the budgets or plans
- The Director/Supervisors are authorized to manage the expenses of the organization within the parameters set out by the Board and the approved budget.
- The Supervisors are responsible for the day-to-day running and financial management of the organization which may include but not limited to: giving each employee an employment letter which states base salary, benefits entitlements and grants as applicable. They receive funds for fees and make deposits. Our clients are asked to pay by cheques or money orders. All clients' cash fees are receipted. Supervisors verify

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time records (vacation/sick time/lieu time), centre attendance & enrollment data, prepare time sheet summary for payroll which includes hours of work, classification for each employee on the Friday before each bi-weekly payroll period and give to Centre 3 Supervisor. The Centre 3 Supervisor inputs the payroll into the contracted payroll agency's system, arranges direct deposit of employees' pay into their accounts if requested or by cheque and any ROE required as by law.

Supervisors follow up late accounts; accounts that are two month in arrears are reported to the Board monthly in their reports. Written payment plans for overdue accounts are signed by both the client and the supervisor to be presented to the Board for approval. Deviations from the overdue client's payment plan are reported monthly to the Board in the Supervisor's Monthly Report. Their reports are prepared a week prior to the Centres Supervisors' Meeting for the Director for discussion/review usually held the Wednesday before the scheduled Board Meeting.

The Supervisors prepare a monthly client fee sheet by age groups and give it to the Bookkeeper five days prior to end of month. Subsidized client fees are checked on the Toronto Subsidy Detail Report for the correct fee received to the fee they had submitted to the Bookkeeper. Discrepancies are analyzed and corrections if necessary are given to the Bookkeeper or followed up with Subsidy. The children monthly attendance is checked at the beginning of each month to ensure that the names are correct. Any omissions or mistakes are to be corrected immediately. The attendance is done weekly and entered into CSIS and at the end of the month it is submitted. The Supervisors

## **APPENDIX "A"-page 9**

have available to the Director a two-month projection of children's planned attendance by room. As a client's fee changes, the Supervisor writes the changes on the Client Fees Form and gives the form to the Bookkeeper for her input. The Supervisors also update the changes on their monthly client fee sheet.

- The Supervisors give completed TD1's and new employee information and employee's direct deposit forms to the Bookkeeper, which she/he maintains on file.

### **The Role & Responsibilities of the Contracted Bookkeeper**

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- The Bookkeeper is responsible for the following but is not limited to: for submitting monthly financial reports and forecasts to the budgets to the Treasurer, Director, Supervisors and Board of Directors one week before the monthly Board Meeting for approval by the Board. The Bookkeeper is responsible to pay bills when due maintain bank accounts, reconcile monthly bank statement, enter Centre 3 Supervisor's payroll figures into the system or in her absence to do payroll (accumulative vacation & sick days) with contracted agency and keep a copy of the payroll on file, credit/debit client accounts according to age groups and keep on file, verify clients' tax receipt and have them available to parents by February 28, reconcile City of Toronto subsidy funds and grants monthly. Bring to a Supervisor's attention and discrepancy between what the subsidized client pays and what amount is received from the City.
- The Treasurer gives updated information of changes in salary steps, pay equity distributions, seniority list and grants distribution to the Director. The Director passes this information to the Bookkeeper so that he/she can make these changes/additions. The Bookkeeper prints out of monthly client accounts with outstanding balances, prints accounts receivables statement at the beginning of month and mid-month for the supervisors. Prepare a yearly Cash Flow Chart based on each centre's budget. The bookkeeper reconciles the T'4s to the payroll journal. The bookkeeper maintains back up records for ten years.
- The contracted payroll agency remits all income tax, CPP, EI, EHT and completes T'4 and summaries by Feb 28. They courier the completed payroll, payroll reports, and prepare ROE as required. The bookkeeper reconciles the above to verify that it is accurate.

<b>POLICIES/PROCEDURES - APPENDIX "B"- page 1</b>
A.O.D.A. Policy
Bias Free Policy
Board Governance Policy & Board Attendance Policy
Child Abuse Health & Well Being Policy*
Child Guidance & Behaviour Management Policy*
Client Compliant Policy

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Conflict of Interest Policy

Criminal Check Policy

Drug Administration Policy

Emergency Lockdown Procedure Policy\*

Fire Safety Policy\*

Finance Policy

H.R. Conflict Resolution Policy (Union Agreement)

Head Count Policy

Hiring Policy

Inclusion & Withdrawal

Infection Prevention & Control Policy **includes** Sanitation  
& Housekeeping Policy/ Immunization Policy/Sick  
Child/

Sick Staff /Communicable Disease at Work

POLICIES AND PROCEDURES – Appendix B –page two

Occupational Health&Safety+Program

Pick up Policy & Late Policy

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Playground & Supervision Policy

Progression on the Waiting List&Transfer Policy/Part Time Policy

RISK ASSESSMENT POLICIES

Standing&Recreational Bodies of Water Policy

Serious Occurrence Reporting Policy

Smoke Free Policy

Staff Manual & Parent Manual

Status & Standing RECE/Code of Conduct Client/Parent

Violence Policy/Harassment Policy Trip Policy

Vacation Policy

Volunteer Policy

Termination Policy

Weather/Environment Policy

**CHILDSPACE DAY CARE CORPORATION**  
**BOARD GOVERNANCE POLICY**  
CREATED: March 22, 2013  
Approved by the Board: October 2014

**BOARD OF DIRECTORS AND CONFLICT OF INTEREST- APPENDIX**

**“C”**

- If conflict of interest exists it must be noted and dealt with according to policy.
- Board Members must recuse (remove) themselves when voting on a decision where:
  - o A conflict of interest exists
  - o The potential of perception of a conflict exists
  - o Board Members can consult with the assembled Board at Board Meetings or with the Chair between Board Meetings. (See Item 1512 in Constitution.)

**BOARD OF DIRECTORS AND CONFLICT OF INTEREST POLICY**

The Board and its officers/directors have the responsibility of administering the business affairs of the non-profit corporation, honestly and prudently, and of exercising their best skill, care and judgment for the sole benefit of the organization.

The Board shall exercise the utmost good faith in all transactions involved in their duties and they shall not use their positions with Childspace Day Care Corporation or knowledge gained from the organization for their personal benefit.

The purpose of having a conflict of interest policy is to allow Childspace Day Care Corporation to manage potential conflicts of interest successfully and protect volunteers when they do occur, in regards to their role on the Board and committees.

Each board member signs the conflict of interest policy when they join the board, kept on file and updated as appropriate

Minutes will reflect when a Board member has declared a conflict of interest with the fact that the board member did leave the room and did not take part in either discussion or the voting.

Board members who are suspected of a breach will be suspended by the Board to allow for further investigation of the alleged conflict of interest. If found by the Board to have breached the Conflict of Interest Policy, the board member will be removed from his/her position.

**Definition**

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A conflict of interest arises when a director able to influence a decision, whether by official vote or moral and/or intellectual persuasion is liable to gain some personal advantage from the outcome of the decision in which they are involved.

This includes avoiding potential and actual conflicts of interest as well as perceptions of conflict of interest.

**Procedure**

I understand the purposes of this policy are to protect the integrity of Childspace Day Care Corporation decision-making process, to enable our membership to have confidence in our integrity, and to protect the integrity and reputations of volunteers, staff, and board members

This form is designed to inform Board members of their responsibility to disclose any financial interest, directly or indirectly in any matter, and is present at a meeting of the Board to disclose his or her interest. Board members are not allowed to benefit financially directly or indirectly from being on the Board of directors.

Board members will State a conflict of interest if there is a difference between the interest of the corporation and personal interests

Declare a conflict of interest if they stand to benefit financially, directly or indirectly, from the actions of the Board

I, \_\_\_\_\_ have read and understand the Conflict of Interest Policy for Childspace Day Care Corporation.

In the course of meetings or activities, I will disclose any interests in a transaction or decision where I (including my business or other non-profit affiliations), my family, any person related to me and/or significant other, employer, close associates will receive a benefit or gain.

After the disclosure of conflict of interest, I understand I will be asked to leave the room for the discussion and will not be permitted to vote on the question.

I will not attempt in any way whether before, during or after the meeting to influence the voting on any such questions.

Signed: \_\_\_\_\_

Date: \_\_\_\_\_

**CONFIDENTIALITY AND NON-DISCLOSURE POLICY & FORM - APPENDIX "D"**

It is the policy of Childspace Day Care Corporation (CDCC) that Board members, staff, and volunteers of CDCC may not disclose, divulge, or make accessible confidential information belonging to, or obtained through their affiliation with the organization to any person, including relatives, friends, and business and professional associates, other than to persons

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who have a legitimate need for such information and to whom CDCC has authorized disclosure.

Board members, volunteers, and staff shall use confidential information solely for the purpose of performing services as Board members or staff members of Childspace Day Care Corporation.

This policy is not intended to prevent disclosure where disclosure is required by law. (emergency, fire, police, children's' aid etc.)

This policy is based on the principles set out in schedule 1 of the Personal Information Protection and Electronic Documents Act (Canada)

All staff and Board members including volunteers must exercise good judgment and care at all times to avoid unauthorized or improper disclosures of confidential information. This includes all proprietary information, internal information, data and materials of CDCC.

Conversations in public places, such as restaurants, elevators, public transportation and on cell phones in public places should be limited to matters that do not pertain to information of a sensitive or confidential nature related to the organization.

Board members and staff should be sensitive to the risk of inadvertent disclosure and should refrain from leaving confidential information on desks or otherwise in plain view, and refrain from the use of speaker phones to discuss confidential information if the conversation could be heard by unauthorized persons. This also extends to the electronic dissemination of confidential and/or sensitive information related to the organization.

Upon termination of employment, or term of office on the Board or volunteer relationship with the organization at the request of Childspace Day Care Corporation all documents, papers, and other materials, regardless of medium which may contain or be derived from confidential information must be returned.

Board members, staff, and volunteers who have access to confidential information should read and sign the following:

**ACKNOWLEDGEMENT & UNDERSTANDING OF IMPORTANCE OF NON-DISCLOSURE**

I \_\_\_\_\_ acknowledge that the information to which I will have access to as a result of the position I hold within the organization is confidential, personnel, and valuable to Childspace Day Care Corporation and that the unauthorized disclosure of that information to another party would cause the organization and its membership or clients irreparable harm and be in violation of the organization's policies and procedures and the Personal Information Protection and Electronic Documents Act (PIPEDA) covering the collection, use or disclosure of personal information in the course of any commercial activity.

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**AGREEMENT NOT TO DISCLOSE CONFIDENTIAL INFORMATION**

I \_\_\_\_\_ acknowledge that in order to appropriately safeguard the interests of the CDCC, its clients, membership, staff, and business affairs:

1. I will not directly or indirectly disclose or divulge any information relative to the business or affairs of the organization or personal information concerning its staff, clients, or associations it serves except as may be necessary in the proper discharge my duties
2. I will ensure any information that must be disclosed is done in accordance with the terms and conditions set out in the Organization's internal policies and procedures.
3. I will ensure that those who do receive our information are made aware of and observe our privacy policies and procedures
4. I shall not remove any confidential information in any form, from the organization's premises except in the course of performing my duties on behalf of the organization or without the prior authorization of the Executive Director and/or Supervisor

**AGREEMENT TO ABIDE BY PRIVACY POLICY**

I \_\_\_\_\_ acknowledge that I have an understanding of the organization's privacy policy and procedures, and agree to abide by it.

**RETURN OF CONFIDENTIAL INFORMATION**

I \_\_\_\_\_ acknowledge that upon the termination or conclusion of my position with the Organization/Board for whatever reason, I shall return all information immediately to the organization along with any confidential information regardless of medium.

I \_\_\_\_\_ acknowledge that the terms of this Agreement shall continue to be effective at all material times after the termination or conclusion of my position with the organization for whatever reason.

**ENFORCEMENT OF AGREEMENT**

The Organization shall be entitled to specific performance and injunctive relief for any breach of this Agreement.

Board member, Staff, or Volunteer

\_\_\_\_\_  
*Signature*

\_\_\_\_\_  
*Date*

Witness:

\_\_\_\_\_

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*Signature*

*Date*

Signed copies for Board members will be kept with the Secretary; signed copies for staff will be kept in their Personal files, signed copies for volunteer will be kept in their files

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Board member, Staff, or Volunteer

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*Signature*

\_\_\_\_\_  
*Date*

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*Signature*

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