

Policy Manual



**CRESTON
COMMUNITY FOREST**
Creston Valley Forest Corporation

1.0 The Mission Statement

To be outstanding stewards, managing forest resources for environmental sustainability and economic stability while providing education and recreational opportunities in the Creston Valley.

2.0 Terms of Reference

- 2.1 The name of this organization shall be the Creston Valley Forest Corporation (herein referred to as the "Corporation" or the "CVFC").
- 2.2 The CVFC was incorporated to reflect the particular conditions and characteristics of the Creston Valley at that time.
- 2.3 The CVFC was incorporated with five shareholders, or members: East Kootenay Environmental Society; Creston Area Economic Development Society; Lower Kootenay Band; Regional District of Central Kootenay and the Town of Creston.
- 2.4 The current shareholders are the Town of Creston, Regional District of Central Kootenay, Erickson Community Association, Wildsight and Trails for Creston Valley Society.

3.0 Organizational Structure

- 3.1 The name of this structure shall be the Creston Valley Forest Corporation Board of Directors (herein referred to as the "Board").
- 3.2 The purpose of the Board will be to direct the operations of the Corporation by:
 - 3.2.1 Defining corporate objectives and policies;
 - 3.2.2 Annually approving a business / financial plan, including capital, revenue, and expenditures;
 - 3.2.3 Hiring and directing the Forest Manager; and,
 - 3.2.4 Establishing personnel policies.

4.0 The Board

- 4.1 The Board consists of a maximum of ten directors.
 - 4.1.1 Each shareholder shall appoint one director to the Board for a total of five (5) directors, each of whom shall hold office for a two year term, at which time those directors shall retire.
 - 4.1.2 The shareholders shall accept applications for a maximum of five (5) directorships and select a maximum of five from the list of applicants, each of whom shall hold office for a one year term, at which time those directors shall retire.
 - 4.1.3 Local advertising will be placed announcing Board vacancies; application information packages will be made available six weeks before the application deadline for those interested in Board membership.
 - 4.1.4 The Board shall strive to balance geographical interests (urban, rural), gender, age and general community and sectorial perspectives in making selections.
 - 4.1.5 Directors will understand and share the goals of the Corporation, be willing to dedicate the necessary time and effort, be able to work cooperatively with diverse interests, be trustworthy, and have an interest in community service.
 - 4.1.6 The Board expects its members to adhere to all laws regarding conflicts of interest, and also to be alert to situations that have the appearance of a conflict of interest and actions that might be detrimental to them or to the Board.

4.2 Officers and Committees

4.2.1 The members shall, from time to time, appoint a president from the shareholders who shall be a director on the Board.

4.2.2 The Board may appoint a secretary and a treasurer; these officers need not be directors on the Board.

4.2.3 The Board will elect a Chair and a Vice-Chair from the Board of Directors at the first meeting following the selection of the in-coming directors.

4.2.4 Standing Committees will consist of, but not be restricted Finance, Policies & Guidelines, Trails and Wildfire.

4.3 Roles and Responsibilities of Directors

4.3.1 Directorship involves a considerable time commitment; regular attendance and active, positive participation at all Board meetings is essential.

4.3.2 Participation in committee work is important if the Board is to realize its objectives; each director may be asked to chair at least one Board committee whereby assignment is mutually agreed upon based on the needs of the Board and the director's particular interests.

4.3.3 The Chair shall preside at all Board meetings, shall be an ex-officio member of all committees of The Board, and shall represent the Board at all official functions at which the Board is formally recognized.

4.3.4 The Vice-Chair shall act as Chair in the event of the Chair's absence or inability to act.

4.4 Board Decision-Making Process

4.4.1 Decisions will be made by consensus wherever possible, or failing consensus, by a fallback vote of sixty percent (60%) of the members present to pass.

4.4.2 The Chair is entitled to vote on all motions.

4.4.3 The Board shall follow Robert's Rules of Order Newly Revised, or its most recent edition.

5.0 Lines of Communication

5.1 Communication with the Community

5.1.1 The Board Chair and the Forest Manager shall be permitted to communicate the Board's position on matters relative to the CVFC to the public.

5.1.2 All written communication shall be signed by the Board Chair unless otherwise delegated.

5.1.3 Guests at Board meetings may be invited to speak at the discretion of the Board Chair.

5.2 Communication within the Board

5.2.1 Minutes shall be kept of all meetings of the Board, and these shall be circulated to the directors with the agenda four days prior to the next regularly scheduled meeting of the Board.

5.2.2 Committee chairs shall cause minutes to be taken at all committee meetings, and shall give an oral report at the next meeting of the Board.

5.2.3 The agenda shall be prepared to allow all committees to briefly report their activities between meetings of the Board.

5.2.4 The agenda shall include an opportunity just prior to adjournment for questions and discussion under the heading of "For the good of the Board".

5.3 Communication with Management

5.3.1 While all directors are encouraged to discuss corporation matters with the Forest Manager, directives to the manager shall only be made by the

Board Chair and /or the Chair of the Operations Committee, in consultation with the Board whenever possible.

- 5.3.2 No member of the Board shall give directives to any employee answerable to the Forest Manager.

6.0 Management and Administration

6.1 Personnel Records

- 6.1.1 It is the intent of the Board to maintain complete and current personnel files of all employees and contractors.
- 6.1.2 The file of an individual employee/contractor will be considered confidential information and will be available only to authorized administrative personnel and to the employee/contractor.
- 6.1.3 An employee/contractor may make a request to peruse his file in the presence of the Board Chair or the Forest Manager.

6.2 Salary and Benefits

- 6.2.1 The Board will develop an initial contract for the position of the Forest Manager; subsequent contracts may be developed in consultation with the Forest Manager.
- 6.2.2 The Forest Manager's contract will be reviewed six months prior to the expiry date of the contract.
- 6.2.3 The Forest Manager in consultation with the appropriate committee will develop contracts for other field positions.
- 6.2.4 The Board will provide financial assistance for each employee to attend up to 2 workshops/seminars annually for the purpose of staff development. The Board will ensure that sufficient funds for this purpose are included in the annual budget.

6.3 Leave of Absence (without pay)

- 6.3.1 Leaves of absence may only be granted to regular employees; a request for leave of absence must be in writing.
- 6.3.2 The Board Chair may grant a leave of absence for a specified period not to exceed thirty calendar days.
- 6.3.3 A leave of absence in excess of thirty calendar days may only be approved by the Board.

6.4 Operational Contract Tendering and Administration

- 6.4.1 The Board will, wherever possible, award contracts locally, keeping in mind that the first consideration must be given to environmental concerns, followed by value for money spent.
- 6.4.2 The Forest Manager will develop all field contracts.
- 6.4.3 Recognizing that there is potential for conflict of interest and unequal competitive advantage when contractors participate on the Board, no member of the Board shall be allowed to contract work assignments related to the activity of the CVFC unless he/she has officially resigned from the Board (resignation to be recorded in the minutes of the Board meetings) one month before the decision of the Board or the Forest Manager to contract the work assignment.
 - 6.4.3.1 The Forest Manager may waive the proceeding in the case of an emergency situation or for a short-term situation when an employee fails to report to work.
 - 6.4.3.2 Any Director wishing to resign from the Board in order to be eligible for possible future work assignments should advise the Chair in writing.

7.0 Marketing

- 7.1 Sales will be through an open bidding process when it is advantageous to the Corporation. Although high bid will generally be preferred, there will be exceptions where local environment and employment are considered.
- 7.2 All sales will be in keeping with the objectives of the Forest License. These are:
 - 7.2.1 To develop an ecosystem-based, ecologically responsible philosophy of forest stewardship that respects all forest values and functions;
 - 7.2.2 To encourage public involvement in the management of forest resources;
 - 7.2.3 To provide local employment in harvesting, silviculture, forestry, and milling sectors. This includes provisions to protect existing jobs and increasing employment where opportunities exist;
 - 7.2.4 To develop a local log market;
 - 7.2.5 To provide education and training in all aspects of sustainable forestry;
 - 7.2.6 To provide for the maintenance of water quality, quantity and flow regimes of all streams and lakes within the operating area of Forest License K3D;
 - 7.2.7 To use existing local facilities for primary breakdown;
 - 7.2.8 To provide a timber supply for existing value added enterprises and as an incentive for future value-added entrepreneurs;
 - 7.2.9 To pursue incremental forestry projects as opportunities occur; and,
 - 7.2.10 To pursue effective, biologically oriented methods of dealing with forest health issues.

8.0 Financial

- 8.1 The Board shall approve an annual budget and business plan prior to the beginning of the fiscal year.
- 8.2 The aim of the CVFC is to be financially self-sustaining.
- 8.3 All loans shall be liquidated as soon as feasible. Any surplus shall be applied firstly to a reserve fund, which shall be the equivalent of \$100,000.00 (One hundred thousand dollars). The reserve fund will provide for future forest management projects and ongoing forest development work. Any surplus exceeding the reserve fund of \$100,000.00 may be set aside for a community donation. The recipient of the donation will be selected at the discretion of the Board.
- 8.4 The CVFC will annually reserve funds to meet its silviculture obligations/liabilities.

9.0 Meetings

- 9.1 Regular Board meetings are held monthly and, unless moved in-camera, will be open to the public.
- 9.2 General Protocol:
 - 9.2.1 Seating at the Board table is reserved for members of the Board and its management staff only;
 - 9.2.2 Special guests of the Board may be invited by the Chair to sit at the Board table at the start of the meeting. This does not necessarily include guests of a director;
 - 9.2.3 Observers and those making presentations are expected to sit in the outer perimeter area. The Chair may, at its discretion, invite observers and/or others to sit at the table, depending upon available room and the nature of the business;

9.2.4 All handout material should be distributed to the members of the Board and Management Staff prior to others joining the directors at the table; and,

9.2.5 No mechanical or electronic recording devices are permitted at Board meetings.

9.3 Guests of the Board or Director

9.3.1 The Chair shall introduce any guest of the Board prior to the reading of the minutes; a short synopsis of the guest's purpose in attending the meeting shall be included; and,

9.3.2 A guest of a Director shall be introduced by that Director, who will also give a brief outline of the purpose of the guest's attendance.

9.4 Public Observers

9.4.1 The Chair may ask observers to stand and introduce themselves, giving the name of any organization or interest group that they may represent at the meeting. It is not expected that these people will participate in the meeting unless invited to do so by the Chair.

9.5 Presentations

9.5.1 Those wishing to make a presentation to the Board shall in all cases, make this known to the Board Chair a minimum of ten days in advance of the meeting so that the agenda may be adjusted accordingly;

9.5.2 Presentations will generally be scheduled to follow the adoption of the Minutes of the previous meeting;

9.5.3 In most cases, the Chair will introduce the presenter and the nature of the presentation;

9.5.4 A hardcopy of the presentation is requested for the information of the Board at the meeting so that the Board might be clear on the presentation and any follow-up that the Board may decide;

9.5.5 Directors are expected to refrain from debating with the presenter any points or issues raised in the presentation, questions for clarification are to be encouraged, however; and,

9.5.6 Following the presentation, the Chair will thank the presenter and then move on with other business on the agenda.