



**MOUNTAINS  
& MEADOWS**  
CARE GROUP

# **Board of Directors Policies**

**Updated November 12, 2021**

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**MMCG**  
170 Church St  
Bridgetown, NS B0S 1C0

<b>Policy Title: Board Charter</b>	<b>Revision Date: January 2024</b>
<b>Department Responsibility: BOD</b>	<b>Approved By (Title): Board of Directors</b>
<b>Policy References: BOD-c-1</b>	<b>Approved by (Signature):</b>

## **Board Charter**

### **Policy:**

The Board of Directors of Mountains and Meadows Care Group (MMCG) is responsible for setting the direction, policy, and for oversight of MMCG business and affairs.

### **Procedures and Requirements:**

- 1.0** Board of Directors will delegate its responsibility for the day-to-day management of MMCG to a qualified and competent CEO/Administrator who is accountable to the Board for the performance of MMCG.
- 2.0** The Board of Directors is committed to the effective governance of MMCG.
- 3.0** The governance will be guided by the following principles:
  - a) The Board will provide strategic direction for MMCG.
  - b) The Board will adhere to ethical and legal standards. They are required to exercise their powers and duties in good faith and to act in an ethical manner in the conduct of Board business.
  - c) The Board will base decisions on the best available evidence as provided by the CEO/Administrator and the Director of Finance.
  - d) The relationship between the Board and the Administrator should be based upon trust, collaboration and a clear understanding of roles and responsibilities of the Board and of the Administrator.
  - e) Board Members shall use prudence and sound judgment in the fulfillment of their duties and responsibilities. Board Members shall avoid situations which might lead to the perception that they have been unduly influenced in the fulfillment of their duties and responsibilities.

- f) Board Members are responsible for familiarizing themselves with the legislation, bylaws, regulations, policies and organizational structure of MMCG. Board Members shall participate in orientation and educational activities deemed appropriate by the Board.
- g) The governance process (i.e. how decisions are made, how the Board receives reports); and the governance structures (i.e. committee structure, Terms of Reference) will be clear, explicit and a matter of ongoing attention.
- h) Delegation of authority by the Board to the CEO/Administrator or to a Committee of the Board carries with it an obligation on the part of the person or Committee to provide periodic progress reports to the Board so that the Board can perform its required monitoring, evaluation and accountability functions.
- i) The Board will, at least annually, define objectives for itself as a Board, evaluate and be accountable for its performance against these objectives.
- j) The Board will, at least annually, evaluate the CEO/Administration of MMCG against defined objectives.
- k) In a climate that values different perspectives, Board Members shall engage in frank and open dialogue in a mutually respectful manner on matters of business coming before the Board.
- l) The Board shall exercise its authority as a single entity and not as individual members. Board Members shall abide by decisions and resolutions made by the Board regardless of individual views.
- m) Once the Board has made its position clear on any non-confidential issues, Board Members shall speak with one voice on that issue. Board Members' interactions with public, press or other groups must recognize the above limitations and inability to express personal opinion that may be in conflict with Board policies or decisions. Any Member wishing to take a public position contrary to any Board directive must resign his/her position from the Board.
- n) Current and former Board Members shall respect the confidentiality of information gained in consequence of their position on the Board. All Board Members will sign the organizations confidentiality pledge upon starting on the Board as a Member and annually.
- o) The Board shall follow Board Policy and MMCG Code of Conduct.



## MMCG

170 Church St  
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<b>Policy Title: Conflict of Interest</b>	<b>Revision Date: January 2022</b>
<b>Department Responsibility: BOD</b>	<b>Approved By (Title): Board of Directors</b>
<b>Policy References: BOD-c-2</b>	<b>Approved by (Signature):</b>

## Conflict of Interest

### Policy:

The Board of Directors will promote a standard of conduct that will preserve and enhance public confidence in the integrity, objectivity and impartiality of the decision-making processes of the Mountains and Meadows Care Group (MMCG). Board Members, will recognize and avoid, mitigate or manage conflict of interest situations.

### Procedures and Requirements:

#### 1.0 DUTY TO DISCLOSE

Board Members acting on behalf of MMCG have a duty to avoid, mitigate or manage any circumstance that might reasonably be expected to give rise to conflict of interest.

Board Members have a duty to disclose all Private Interests that could compete with, or be at variance with any of their official functions and duties.

#### 2.0 DISCLOSURE IN RELATION TO BUSINESS OR FINANCIAL MATTERS

Board Members acting on behalf of the MMCG who are or who may, in the foreseeable future, be involved in discussions or decision-making processes pertaining to:

- a) Purchase of goods or services,
- b) Planning of facilities,
- c) Selection of vendors or
- d) Awarding of contracts
- e) Shall make a declaration disclosing any private interest of themselves, their spouse or their minor children that pertains to the matter.

### **3.0 DISCLOSURE AT MEETINGS**

- a) At the commencement of each business meeting, Board Members acting on behalf of the Corporation shall review the business items to be discussed and shall declare any conflict of interest.
- b) If a person is in doubt as to whether a conflict of interest exists, he or she shall place the circumstances before the other members at the meeting who shall consider the circumstances and determine whether a conflict exists.

### **4.0 MEASURES TO MITIGATE OR MANAGE CONFLICT OF INTEREST**

- a) Board Members have a duty to ensure that all decisions and commitments made on behalf of the Corporation are made in an accountable and transparent manner.
- b) Board Members who are considered to be in conflict of interest with respect to a decision or matter of business shall be required to absent him/herself from the meeting during the discussion and decision-making or business process and shall not seek to influence the process in any way.
- c) Board Members who have made a declaration of conflict of interest, or who have been found to be in conflict of interest by their fellow members at a meeting in relation to any of the business items to be discussed, shall refrain from voting thereon and absents him/herself from the meeting during discussion and voting on the matter.
- d) The withdrawal and abstention of the Board Members for reasons of conflict of interest shall be recorded in the minutes of the meeting. However, the attendance of that person shall be counted as part of the quorum for the meeting

### **5.0 MEASURES TO AVOID CONFLICT OF INTEREST**

- a) Board Members shall maintain an arm's length separation between their private interests and their official functions and duties.
- b) In the exercise of official functions and duties, no Board Member may act in more than one official role, function or capacity.

### **6.0 All Board Members or organizations shall comply with the following requirements while acting in their official capacity on behalf of the MMCG**

- a) **Non-Acceptance of Benefits, Gifts or Perquisites**  
No persons shall accept any benefits (including travel and accommodation), gifts, or perquisites (including memberships) of more than token value from any person or organization, as a consequence of their services, role or position with the Corporation. No employee can be a recipient of a residents will as a result of being an employee of the Corporation unless they are related to the individual.

b) **Prohibition Against Promotion of a Private Interest**

No person shall use their position within the Corporation to offer or to promote goods or services in which they have a private interest.

c) **Prohibition Against Self-Referral**

No person who provides professional services or operates a private facility shall use their position within the Corporation to generate referrals to or to promote the use of such services or facilities.

d) **Non-Disclosure of Information**

No person shall disclose information that is not available to the general public for the purpose of furthering a private interest or benefiting the person concerned or some other person.

## **7.0 SUPPLEMENTARY BUSINESS INTERESTS OR EMPLOYMENT**

Board Members who wish to sell or supply goods or services to, or enter into a contractual or business relationship with the Corporation outside of the terms of their appointment or employment, shall provide a written disclosure statement and fully comply with all measures for avoiding conflict of interest in accordance with this Policy.

## **8.0 MORATORIUM ON CONTRACTS WITH FORMER BOARD MEMBERS**

MMCG will not enter into a contractual or business relationship with a former Board Member for a period of six (6) months from the time that they cease to be a Member, except as specifically approved by the Board.

## **9.0 BREACHES**

Notwithstanding what is a breach, it is not a breach of this Policy to accept campaign donations, on behalf of the Corporation or Foundations. It is a Conflict of Interest and a breach of this Policy for Board Members to:

a) **Furtherance of a Private Interest**

To take part in a decision in the course of carrying out their role and functions within the Corporation knowing that the decision might further a Private Interest or benefit a Directly Associated Person.

b) **Inappropriate Influence**

To use their position or powers to influence or to seek to influence a decision made on behalf of the Corporation to further a Private Interest or to benefit a Directly Associated Person.

c) **Inappropriate Use of Information**

To use or communicate information not available to the general public that was gained by the Board Members in the course of exercising their powers or carrying out their functions within the Corporation to further, or to seek to further, a Private Interest or to benefit a Directly Associated Person.

e) **Acceptance of Payments, Benefits, Gifts or Perquisites**

To accept any payment, benefit, gift or perquisite of more than Token value, including the funding of travel and accommodation, from a current or prospective vendor, supplier, contractor or provider of goods and services to the Corporation unless prior written approval for the acceptance of such payment, benefit, gift or perquisite has been given by the Chair of the Board.

f) **Personal Use of Equipment, Supplies, Facilities & Other Resources**

To use the equipment, supplies, facilities, staff and other resources of the Corporation for any personal gain, profit or remuneration of the Board Member or of a Directly Associated Person except as provided, or in the terms and conditions of a letter of engagement issued to a Board Member by the Corporation.

g) **Restriction on Vending and Contracting by Board Members**

To seek to sell, vend, provide or supply goods or services to, or to enter into a contractual or business relationship with the Corporation for the purpose of remuneration, profit or gain.

## 10.0 INVESTIGATIONS OF ALLEGATIONS OF CONFLICT OF INTEREST

Any person who has reason to believe that a Board Member is in a conflict of interest with respect to their official duties and responsibilities may report the matter to the Chair or the CEO/Administrator.

a) **Board Chair-** If the allegation of conflict of interest pertains to the Board Chair, the matter shall be reported in writing to the Board via the Vice-Chair who shall bring the matter to the attention of the Board for disposition, who may make such decisions and take such steps as may be appropriate in the circumstances.

b) **Board Members-** If the allegation of conflict of interest pertains to a Board Member, the matter shall be reported in writing to the Board Chair who shall bring the matter to the attention of the full Board for disposition. If the Board finds that there has been a material breach of this policy, the Board may choose to (a) issue a letter of censure to the Board member(s) concerned, or (b) take whatever other action is deemed appropriate by the Board.

c) **Administrator-** If the allegation of conflict of interest pertains to the Administrator, the matter shall be reported in writing to the Board Chair who shall bring the matter to the attention of the Board. The Board Chair may make such decision and take such steps as deemed appropriate in the circumstances and will notify the Board of the matter.



d) **Senior Staff or Contracted Services-** If the allegation of conflict of interest pertains to a Senior Staff or Contracted Service provider the matter shall be reported in writing by the CEO /Administrator to the Board who will make such decisions and take such steps as may be or

e) **Employees or Other Affected-** If the allegation of conflict of interest pertains to an Employee or any other Affected Person not dealt with in sections a) through d) above, the matter shall be reported in writing by the CEO / Administrator to the Board who will make such decisions and take such steps as may be appropriate in the circumstances.

## **DEFINITIONS**

**MMCG-** refers to the organizational structure and operating entities which are governed by the Corporation.

**Conflict of Interest** - means a situation or circumstance involving a Private Interest of a Board Member, which is sufficient to influence or appear to influence a Board Member's exercise of an official power or performance of an official duty or function on behalf of the MMCG.

**Directly Associated Person** - means a person who is directly associated with the Affected Person as set out below:

- Examples include; Children, Spouse/ Partner, Family Member, Business Partner  
**Each case will be assessed by the Board.**

**Employee** - means a person in the service of the Corporation under any contract of hire or employment, expressed or implied, oral or written, where the MMCG, as employer, has the power or right to control and direct the Employee in the material details of how the work is to be performed.

**Contracted Services** - means a physician, pharmacist, dentist, occupational therapist, physiotherapist, hairdresser and all other persons/companies providing contracted services to residents of MMCG.

**Private Interest** - means a financial, personal or private affiliation, relationship or involvement of a Board Member, including any Directly Associated Person, outside the scope of the Affected Person's affiliation, appointment or position with the Corporation.

**Senior Staff** - means a Director of Services within MMCG.

**Token** - with respect to payment, benefit, gift or perquisite received by a Board member means that the payment, benefit, gift or perquisite is purely honorary or symbolic in nature and is of normal economic value.



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<b>Policy Title: Communication</b>	<b>Revision Date: June 2024</b>
<b>Department Responsibility: BOD</b>	<b>Approved By (Title): Board of Directors</b>
<b>Policy References: BOD-c-3</b>	<b>Approved by (Signature):</b>

## **Communication Policy**

### **Policy:**

The Board of Directors for Mountains and Meadows Care Group (MMCG) recognizes the importance of communication with residents/clients and their families, staff, community partners, Department of Health and Wellness, Department of Community Services and the public.

### **Procedures and Requirements:**

- 1.0 The Chair of the Board is the leader and main spokesperson for the Board. No other Board Director may speak on behalf of the Board unless appointed by the Chair.
- 2.0 Once the Board has made its position clear on any non-confidential issue, Board Directors shall speak with one voice on that issue.
- 3.0 Board Directors interactions with public, press or other groups must recognize the above limitations and inability to express personal opinion that may be in conflict with Board policies and decisions.
- 4.0 Any Board Director wishing to take a public position contrary to any Board Directive must resign his/her position from the Board.



## MMCG

170 Church St  
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<b>Policy Title: Board Committee Roles and Responsibilities</b>	<b>Revision Date: January 2022</b>
<b>Department Responsibility: BOD</b>	<b>Approved By (Title): Board of Directors</b>
<b>Policy References: BOD-c-4</b>	<b>Approved by (Signature):</b>

### Board Committees Roles and Responsibilities

#### Purpose:

To define the roles and responsibilities of committees of the Board of Mountains and Meadows Care Group (MMCG).

#### Policy:

#### 1. AUTHORITY

Committees of the Board of MMCG report to and are accountable to the Board. They draw their authority from the Board and are advisory in nature, except to the extent that the Board specifically assigns authority otherwise.

The decisions/actions/recommendations of Committees shall be reviewed and approved by the Board.

#### 2. COMMITTEES – A GOVERNANCE OPTION

2.1 Board Committees are established to provide focus on a defined area of interest.

2.2 Through Committees the Board may divide tasks amongst its membership to more efficiently and effectively address issues.

2.3 Through their work the committees become intimately familiar with their subject areas and are, hence, able to provide more knowledgeable counsel and recommendations to the Board. This specialized knowledge presents the best vehicle for initial review of issues presented to the Board where some level of investigation is required before the Board can competently act on that issue. Any Board Member or the CEO/Administrator may bring such issues directly to the

appropriate committee. Staff members are encouraged to bring forward issues through the office of the CEO/Administrator

2.4 Board Committees may potentially, but inadvertently, protract the resolution of an issue through inaction. All committees are accountable to the Board membership to provide prompt evaluation and recommendation to the Board on every issue. Specific response times should be assigned at the time of issue delegation.

## **MANDATE / SCOPE**

The mandates of Board Committees will be defined and put into action with the Board's approval of their respective Terms of Reference

## **4. TERMS OF REFERENCE**

A Terms of Reference will be drafted for each committee and shall include:

- 4.1 A statement of Purpose
- 4.2 A statement of accountability
- 4.3 A complete listing of delegated duties and responsibilities
- 4.4 Membership composition

## **5. OPERATIONAL PROTOCOL**

- 5.1 The Committee shall function in a manner that adheres to the Corporate Bylaws.
- 5.2 A quorum for a committee meeting shall be a majority of the membership of the committee unless otherwise specified by the Board. Questions shall be decided by a majority of votes.
- 5.3 Committee Members who are not members of the Board shall be entitled to vote at Committee meetings, except where the By-Laws dictate otherwise.
- 5.4 The Chair of the Committee may invite others, as determined by the agenda, to attend all or portions of any meeting of the Committee.
- 5.5 The CEO/Administrator, or designate, in consultation with the Chair of the Committee, may invite other members of staff as judged to be appropriate.
- 5.6 Support from CEO/Administrator may be provided on an as needed basis.



## **MMCG**

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<b>Policy Title: Consent Agenda</b>	<b>Revision Date: October 2024</b>
<b>Department Responsibility: BOD</b>	<b>Approved By (Title): Board of Directors</b>
<b>Policy References: BOD-c-5</b>	<b>Approved by (Signature):</b>

### **Consent Agenda**

#### **Policy:**

The Board consent agenda (Roberts Rules of Order) allows the Board of Directors to approve all items together without discussion or individual motions.

#### **Procedures and Requirements:**

- 1.0 The Board Chair will decide what items on the agenda will fall under the consent agenda.
- 2.0 At the beginning of the meeting the Board Chair will ask if any of the items under the consent agenda should be moved to regular discussion items.
- 3.0 The consent agenda needs to be approved with a motion and a seconder just like any other item on the agenda.



## MMCG

170 Church St  
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<b>Policy Title: Duties and Standards of Conduct</b>	<b>Revision Date: April 2024</b>
<b>Department Responsibility: BOD</b>	<b>Approved By (Title): Board of Directors</b>
<b>Policy References: BOD-d-1</b>	<b>Approved by (Signature):</b>

### Duties and Standards of Conduct

#### Policy:

Members of the Board of Mountains and Meadows Care Group (MMCG) have a duty to govern the business affairs of the MMCG and to ensure that the MMCG performs its responsibilities.

#### Purpose:

- a) To provide a Code of Ethics for MMCG Board Members.
- b) To outline a process for dealing with alleged violations of the code of ethics.

#### Additional responsibilities of Board Members include:

- The Board shall, from time to time, pass Policy Directives and communicate those Directives to staff through the Administrator.
- The Board Members shall channel all requests for information through the Board Chair.
- The Board shall select, appoint and provide an Annual Performance review of the CEO/Administrator.
- The Board shall advocate for resources required to meet the health needs of the residents/clients of Mountains and Meadows Care Group.

### STANDARDS OF ETHICAL CONDUCT

Board Members are required to exercise their powers and duties in good faith and to act in an ethical manner. The following standards of conduct shall be observed at all times:

#### 1.0 Open & Respectful Dialogue

Board Members shall engage in frank and open dialogue in a mutually respectful

manner on matters of business coming before the Board.

## **2.0 Board Cohesiveness**

The Board shall exercise its authority as a single entity and not as individual members. Board Members shall abide by decisions and resolutions made by the Board regardless of individual views.

## **3.0 Communication**

Once the Board has made its position clear on any non-confidential issue, Board Members shall speak with one voice on that issue.

Board Members' interactions with public, press or other groups must recognize the above limitations and inability to express personal opinion that may be in conflict with Board policies or decisions.

Any member wishing to take a public position contrary to any Board Directive must resign his/her position from the Board.

## **4.0 Confidentiality**

Current and former Board Members shall respect the confidentiality of information gained in consequence of their position on the Board.

## **5.0 Acceptance of Gifts & Benefits**

Board Members shall not accept any benefits (including travel and accommodation), gifts, or perquisites (including memberships) of more than token value from any person or organization, as a consequence of their services, role or position with the Mountains and Meadows Care Group.

Board Members or their families, as consumers of the Mountains and Meadows Care Group services, shall expect to receive treatment equivalent to that provided to members of the general public.

## **6.0 Prudence & Judgment**

Board Members shall use prudence and sound judgment in the fulfillment of their duties and responsibilities.

Board Members shall avoid situations, which might lead to the perception that they have been unduly influenced in the fulfillment of their duties and responsibilities.

## **7.0 Orientation & Education of Board Members**

Board Members are responsible for familiarizing themselves with the legislation, bylaws, regulations, policies and organizational structure of MMCG.

Board Members shall acquaint themselves with the rules of procedure and proper conduct of meetings.

Board Members shall participate in orientation and education activities deemed appropriate by the Board.

## **8.0 Loyalty**

Board Members must remain loyal to the interests of the Mountains and Meadows Care Group. This accountability supersedes any conflicting loyalty to advocacy or interest groups, or to other associations, Boards, or staffs.

## **9.0 Financial Gain**

There must be no conduct of private business or personal services for professional or financial gain except as procedurally controlled to assure openness, competitive opportunity and equal access to information.

## **10.0 Conflict of Interest**

When a Board Member has an unavoidable conflict of interest on an issue before the Mountains and Meadows Care Group Board or Committee of the Board, that member shall declare the conflict, refrain from further comment and leave the room for the duration of deliberation and decision-making pertaining to that issue.

## **11.0 Employment**

Board Members must not use their position to obtain employment for professional or financial gain for themselves, family members or close associates. Should a member desire employment, he or she must resign from the Board.

## **12.0 Disclosure**

Board Members must disclose involvement with organizations, vendors or other associations, which might produce a conflict-of-interest situation at the earliest opportunity.



### **13.0 Authority**

The Board employs a CEO/Administrator to administer the entire system. The CEO/Administrator then remains accountable to the Board for all functioning and fiscal management of the Mountains and Meadows Care Group.

The Board is charged with producing Policy Directives from which the CEO/Administrator and staff draw operational directions.

Board Members have no individual authority over the Organization or staff except as explicitly set in Board Policies and By-Laws.

#### **FAILURE TO ACT APPROPRIATELY OR IN GOOD FAITH**

Any person who has reason to believe that a member of the Board is not acting appropriately or in good faith with respect to their duties and responsibilities shall report the matter, in writing to the Board Chair.

The Board Chair shall bring the matter to the attention of the full Board at an in-camera meeting.

The Board shall determine the process to be followed in order to investigate and authenticate the facts of the matter and to seek resolution.

If the Board finds that there has been a material breach of this Policy, the Board may choose to either:

- i. Issue a letter of censure to the Board Member(s) concerned or
- ii. Terminate the appointment of the Board Member(s) concerned forthwith.

Any person who has reason to believe that the Board Chair is not acting appropriately or in good faith with respect to the Chair's duties and responsibilities may report the matter, in writing, to the full Board.

#### **PROCEDURAL STATEMENT**

1.0 Upon appointment, all Board members are required to sign off on the Board Member's Duties and Standards of Conduct Policy, as evidence of having read and understood the Policy parameters.

2.0 An annual verification or audit will be conducted to ensure that all current Board Members have a signed Code of Conduct on file. This annual audit will be considered part of the ongoing Board evaluation process and should take place in September.



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<b>Policy Title: Delegation of Authority for Financial Commitments</b>	<b>Revision Date: July 2024</b>
<b>Department Responsibility: BOD</b>	<b>Approved By (Title): Board of Directors</b>
<b>Policy References: BOD-d-2</b>	<b>Approved by (Signature):</b>

## **Delegation of Authority for Financial Commitments**

### **Purpose:**

- 1) To ensure sound financial accountability and control of funds entrusted to the Mountains and Meadows Care Group (MMCG) in compliance with Department of Health and Wellness (DOHW) and Department of Community Services (DCS).
- 2) To establish appropriate limits on non-routine financial commitments by the CEO.

### **Policy:**

- 1) The Board designates the CEO in collaboration with the Director of Finance, as the person accountable and responsible to the Board for making financial commitments and approving disbursements within the limits approved by the Board.
- 2) The Board designates the Chief Financial Officer as the person accountable and responsible to the Board for verifying that proposed financial commitments, expenditures and disbursements have been approved in accordance with approved business and financial plans.
- 3) The Board requires MMCG CEO in collaboration with the Director of Finance and the Board Finance and Audit Committee, to develop a clear financial accountability and control structure with appropriate policies and procedures.
- 4) The Board establishes appropriate limits on the authority of the CEO for approving financial commitments and disbursements on behalf of the MMCG.



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<b>Policy Title: Disclosure of Wrongdoings</b>	<b>Revision Date: March, 2024</b>
<b>Department Responsibility: Administration</b>	<b>Approved By (Title):</b> <b>Joyce d'Entremont, CEO/Administrator</b>
<b>Policy References: BOD-d-3/ A-d-3</b>	<b>Approved by (Signature):</b>

## **Disclosure of Wrongdoings**

### **Policy:**

Mountains and Meadows Care Group (MMCG) encourages employees to report any incidents of wrongdoing by current employees, that they witness, or information they have become privy to that may adversely affect the Authority, its employees and residents/clients.

Employees who report wrongdoing can do so without fear of retaliation or a negative impact on their employment status. To the extent possible, the identity of all employees involved in a reporting of wrongdoing, (i.e. the reporting of employees who committed the wrongdoing, and the witnesses) will be kept confidential.

Any employee who knowingly provides false information regarding a wrongdoing (whether it is through the reporting of a wrongdoing or through the information collected during an Investigation) will be subject to disciplinary action, up to and including termination.

### **Purpose:**

This Policy has been developed to allow employees to report any wrongdoings, and to do so without fear of retaliation. MMCG would like employees to understand:

- 1.0 The process for reporting wrongdoing
- 2.0 The protection of parties involved in a wrongdoing investigation
- 3.0 The consequences of knowingly providing false information

### **Procedures and Requirements:**

1. If an employee witnesses or gains knowledge of a wrongdoing that has happened or will likely happen, he/she must report this to his/her Manager/Director along with supporting information available (i.e. dates, parties involved, details of the events etc.)

2. If the Manager/Director is a party in the wrongdoing, the employee will report the concern directly to the person assigned to the Human Resource (HR) role in the Corporation.
3. The Manager/Director or HR will notify the CEO/Administrator who will determine if an investigation is necessary.
4. If the CEO/Administrator is a party in the wrongdoing, the employee will report the concern directly to the person assigned to HR in the organization, who will in turn report it to the Board Chair.
5. If an investigation is necessary, HR/Board Chair will commence the investigation.
6. HR will contact the parties involved so they have the opportunity to provide an explanation to the events.
7. Any witnesses identified in the wrongdoing will also be contacted by HR.
8. If the outcome of the investigation determines wrongdoing by an employee, or it is found through the investigation that the reporting employee knowingly provided false information, disciplinary action may be taken against that employee, up to and including termination of employment.

**Reprisal:**

No reprisal shall be taken against an employee because the employee has, in good faith, disclosed an act or an instance of something illegal or inappropriate that could significantly compromise or negatively affect MMCG.

If that employee experiences a reprisal they should report this to their Manager/Director along with any supporting information. If the Manager/Director is a party in the reprisal the employee will report the concern directly to HR.

**Examples:**

Fraud, theft or misappropriation of funds

Falsification of documents or reports

Conduct or unbecoming behavior likely to damage, directly or indirectly the reputation of the organization

Misconduct for material gain (bribery, corruption and theft)



## **MMCG**

170 Church St  
Bridgetown, NS B0S 1C0

<b>Policy Title: Board In-Camera Sessions</b>	<b>Revision Date: April 2022</b>
<b>Department Responsibility: BOD</b>	<b>Approved By (Title): Board of Directors</b>
<b>Policy References: BOD-i-1</b>	<b>Approved by (Signature):</b>

### **Board In-Camera Sessions**

**It shall be the policy of Mountains and Meadows Care Group that:**

#### **1. Meetings**

##### **1.2 The following matters shall be dealt with In-Camera at any meeting:**

- (a) Matters in which public knowledge could prejudice MMCG's legal position or could be detrimental to MMCG in proceeding before any court or administrative tribunal.
- (b) Matters relating to wages, salaries, benefits, and discipline of personnel of the organization; collective bargaining matters.
- (c) Property matters when the acquisition or sale of property is being investigated or negotiated, and when premature public disclosure could cost the public money or be prejudicial to the interests of a property owner or MMCG.
- (d) Matters prohibited from being made public by Federal or Provincial Legislation.
- (e) Personnel matters, where a named employee or prospective employee is involved, or where employee relations or reputations could be damaged, unless the individual or individuals involved have requested that the matter be discussed at a meeting open to the public.
- (f) Presentation of reports by consultants where the information or recommendations may involve one or more of the above.

- (g) No person other than the Board of Directors members shall attend the In-Camera meeting.
- (h) Motions arising from in-camera meetings shall be presented to Board for voting immediately following the in-camera session (when the regular Board meeting resumes).

## 2. Minutes

2.1 Minutes of the Board of Directors and Committee meetings will be available to the public after approval by the Board of Directors or Committee.

2.2 No minutes shall be taken of in-camera sessions.

### Reference:

**Robert's Rules of Order, 11<sup>th</sup> Edition, 2011**



## MMCG

170 Church St  
Bridgetown, NS B0S 1C0

<b>Policy Title: Board Membership</b>	<b>Revision Date: February 2024</b>
<b>Department Responsibility: BOD</b>	<b>Approved By (Title): Board of Directors</b>
<b>Policy References: BOD-m-1</b>	<b>Approved by (Signature):</b>

### Board Membership

#### Policy:

The Board of Directors of Mountains and Meadows Care Group is responsible for ensuring that the Board represents a broad spectrum of the population living in the catchment area and to maintain a Board for the purpose of conducting governance of the corporation. The Board will keep in mind that the board has one employee, the CEO/Administrator, who is responsible for the daily operations of the corporation.

#### Procedures and Requirements:

Efforts will be made to include persons who are versed in differing areas of knowledge and interest and are willing to contribute to the governance of the corporation Those not eligible for appointment are:

1. Employees of the corporation
2. Municipal councillors
3. Persons who provide supplies and services to the extent they would have a vested interest in the outcome of contracts awarded.
4. Spouse, close family members or any person directly associated to sitting board members.



**MMCG**  
**170 Church St**  
**Bridgetown, NS B0S 1C0**

<b>Policy Title: Meeting Structure</b>	<b>Revision Date: May 2024</b>
<b>Department Responsibility: BOD</b>	<b>Approved By (Title): Board of Directors</b>
<b>Policy References: BOD-m-2</b>	<b>Approved by (Signature):</b>

## **Meeting Structure Policy**

### **Purpose:**

To provide a framework for meetings of the Board of Directors of the Mountains and Meadows Care Group (MMCG) held in public, in-camera or as a Committee of the Whole.

### **Policy:**

Meeting of the Directors, CEO, and officials of the MMCG will be held in public except when this Policy requires that the Board meet in-camera.

Refer to BOD-i-1 In Camera Policy.



<b>Policy Title: Resident/Client/Staff Safety</b>	<b>Revision Date: September 2024</b>
<b>Department Responsibility: BOD</b>	<b>Approved By (Title): Board of Directors</b>
<b>Policy References: BOD-r-1</b>	<b>Approved by (Signature):</b>

## **Resident/Client/Staff Safety**

### **Policy:**

The Board of Directors for Mountains and Meadows Care Group (MMCG) is committed to creating a culture of safety.

### **Procedures and Requirements:**

**1.0** Organizational infrastructure and program planning will incorporate resident/client/staff safety as a first consideration so that sufficient resources are allocated to initiate and sustain our safety programs.

**2.0** MMCG is committed to creating a culture of no blame, encouraging all employees to:

- Focus on safety
- Identify and report all incidents, near misses and any hazardous conditions
- Engage in safety education as provided by the employer
- Help identify safety risks and identify any possible solutions
- Consider the principles of human factor engineering whenever new policies and processes are developed

**3.0** Residents/Clients and their families are part of the safety team and their feedback is critical in telling us how we can improve and do things more safely.

**4.0** The Board of Directors will ensure the organization has a well-defined Occupational Health and Safety Program as per the Occupational Health and Safety Act.

References: Occupational Health and Safety Act (1996)



## MMCG

170 Church St  
Bridgetown, NS B0S 1C0

<b>Policy Title: Board Remuneration</b>	<b>Revision Date: December 2022</b>
<b>Department Responsibility: BOD</b>	<b>Approved By (Title): Board of Directors</b>
<b>Policy References: BOD-r-2</b>	<b>Approved by (Signature):</b>

### Board Remuneration

#### Policy:

The Board of Directors for Mountains and Meadows Care Group (MMCG) will be remunerated for meetings as specified in the Bylaw ensuring Board compensation. The Board Chair will appoint Board Members to sit on specific Committees and working groups that require governance.

#### Procedures and Requirements:

The following meetings will be compensated at the rate cited in the MMCG Bylaws March 3, 2015.

- 1.0 Board meetings will occur monthly or when a special meeting is called by the Board Chair.
- 2.0 Finance, Audit and Risk Committee of the Board will meet monthly or when a special meeting is called by the Board Chair.
- 3.0 The Quality Committee of the Board will meet on a quarterly basis.
- 4.0 Any Committee or working group that the Board as a whole recognizes as requiring governance will fall under this Policy once approved by the Board.
- 5.0 Celebrations, Committees and Working Groups that have not been approved by the Board of Directors will not be compensated.
- 6.0 All remuneration for expenses requires approval by the Chair of the Finance, Audit and Risk Committee of the Board prior to being actioned.
- 7.0 Chair of the Finance, Risk and Audit Committee of the Board expenses will be approved by the Chair of the Board.
- 8.0 Expenses will be submitted quarterly to the Business Office after approved by the Chair of the Finance, Risk and Audit Committee of the Board (June, September, December, March).

<b>Policy Title: Safe and Supportive Work Environment for Staff</b>	<b>Revision Date: October 2024</b>
<b>Department Responsibility: BOD</b>	<b>Approved By (Title): Board of Directors</b>
<b>Policy References: BOD-s-1</b>	<b>Approved by (Signature):</b>

## **Safe and Supportive Work Environment for Staff**

### **Policy**

The Board of Governance of Mountains and Meadows Care Group (MMCG) will ensure that all staff have a respectful and safe work environment.

### **Purpose:**

To foster safe and supportive work environment within MMCG that contributes to the safety and security of individuals and to protect against abuse, violence, discrimination, bullying and harassment.

### **Procedures and Requirements:**

#### **Definitions**

**Safe and Supportive Environment-** The environment in which the MMCG provides services and conducts business shall be safe, secure and supportive in nature.

**Courtesy and Respect for Everyone-** Persons who work or act on behalf of MMCG and those who receive care or services from MMCG are expected to treat each other with courtesy and respect.

**Duty to Promote High Standards of Conduct-** Persons who work or act on behalf of MMCG have a duty to promote behavior that contributes to high standards of personal and professional conduct.

**Non-Tolerance of Abuse, Violence, Discrimination or Harassment-** MMCG will not tolerate acts of abuse, violence, discrimination, harassment, or bullying on the part of anyone, whether staff member, service provider, resident/client, families or member of the public.

**Compliance with Reporting abuse or neglect of children and /or vulnerable adults-**Persons who work for or act on behalf of MMCG have a legal responsibility under the Social Assistance Act and the Adult Protection Act, to report any instances of abuse as defined in those Acts.

**Right to Seek Corrective Action-**Persons who believe that the words or actions of others are seriously inappropriate, disrespectful or harmful have the right to bring their concerns forward and to have them addressed by the appropriate level of authority within MMCG without any fear of retribution.

## **PRINCIPALS**

- 1.0** MMCG Board and Administration shall ensure that appropriate mechanisms and processes are in place both to prevent and to respond to incidents of abuse, violence, discrimination, harassment or bullying.
- 2.0** MMCG Board and Administration shall ensure that all reported incidents of abuse, violence, discrimination harassment and bullying are investigated and that appropriate action is taken.
- 3.0** MMCG Board and Administration shall ensure that the privacy of individuals and the confidentiality of information given in connection with a reported incident are appropriately protected.