

Toronto Central Council

**Governance Session**

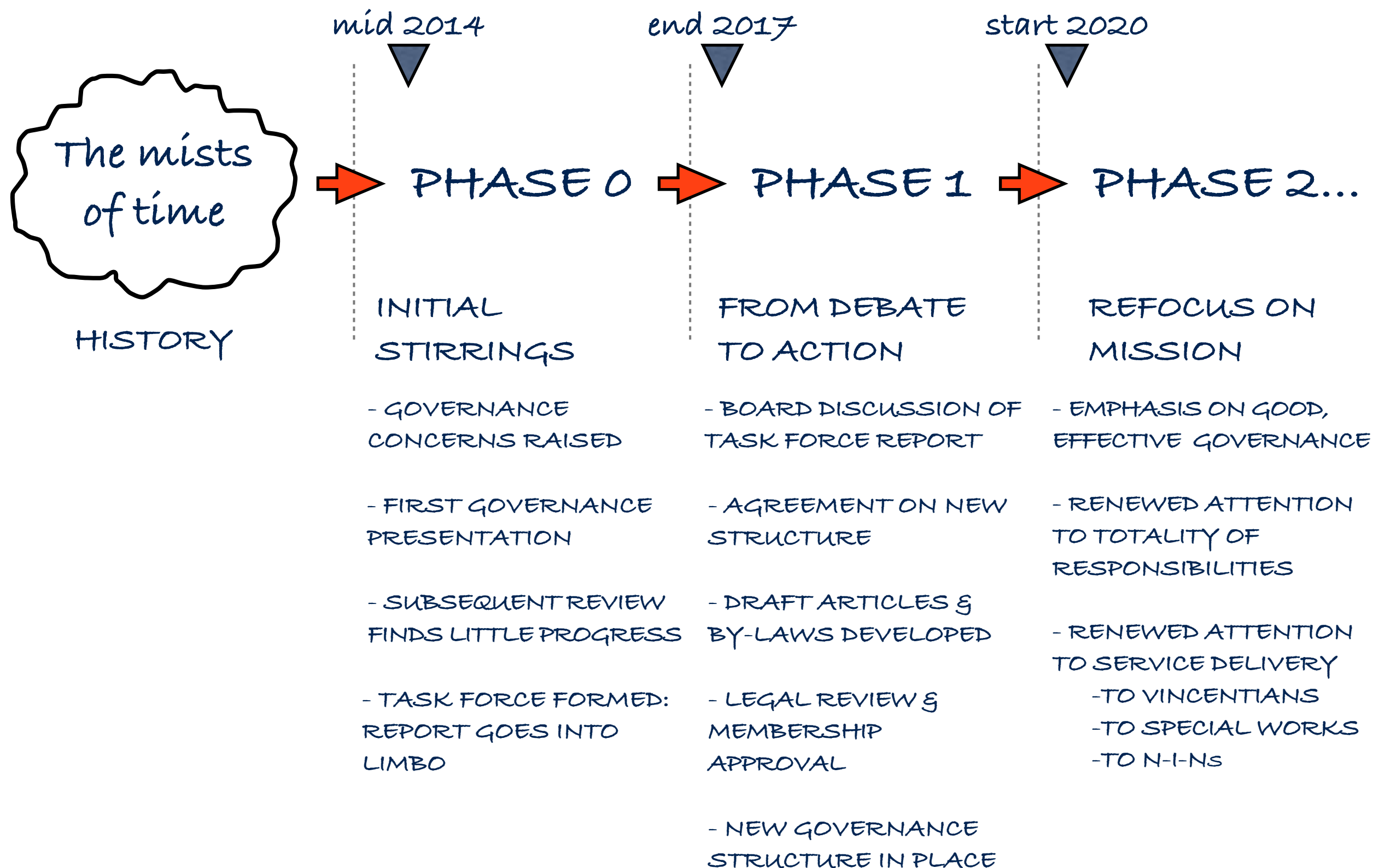
Tuesday 16th June, 2020  
4.00pm

*“I don’t know what your destiny will be, but one thing I do know:  
the only ones among you who will be really happy are those who  
have sought and found how to serve.”*

- Albert Schweitzer

# Introduction

## The Journey...



## Introduction

### Purpose of meeting

1. To revisit just what governance is all about, in terms of roles and responsibilities, both from a legal and from an operating perspective
2. To review how things are shaping up with the new governance model, designed to address more effectively the dual role of the TCC
3. To clarify various apparent issues regarding the same

*...to ensure a responsible & effective focus on TCC's mission*

# Agenda

1. Revisiting governance
2. Review of implementation
3. Structural dichotomies
4. Action

## Revisiting Governance

### What is SSVP Toronto Central Council?

Answer:

A corporation originally incorporated under the *Benevolent Provident and other Societies Act*, Ontario Statutes, 37 Vict. Chapter 34 on June 4th, 1875...

and presently...

A not-for-profit corporation (#1131751-2), incorporated in Ontario and continued under the Federal *Canada Not-for-Profit Corporations Act*, SC 2009, c.23 and a registered charity

## Revisiting Governance

### Why incorporation?

The process of establishing a legal entity, separate from its members or shareholders

- ☑ Can provide legal protection, as it is the “corporation” that does things, not individual members, so it is the corporation that gets taken to court!
- ☑ Facilitates contracting – for financial services, for premises, for supplies etc. – as the corporation continues regardless of membership changes

Can be under federal legislation:

**Canada Not-for-Profit Corporations Act (CNCA)**

...or provincial legislation – for example:

*Ontario* – Corporations Act (OCA)

*British Columbia* – Societies Act

## Revisiting Governance

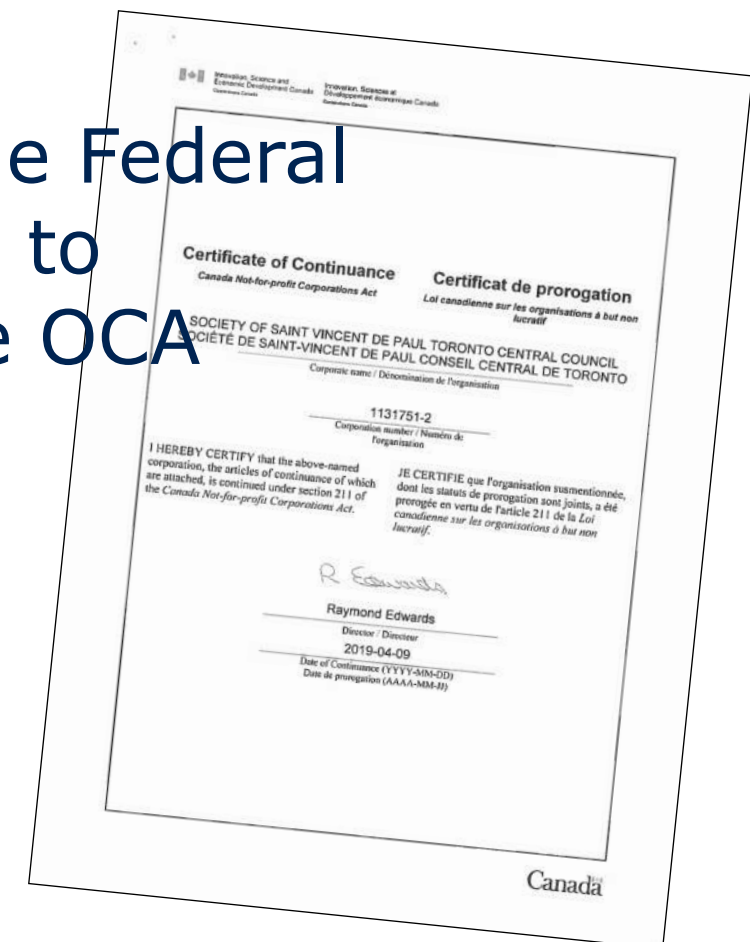
### Incorporation

**Letters Patent** granted under the current provincial Corporations Act (OCA)

**Certificate of Incorporation** granted under the Federal Canada Not for Profit Corporations Act (CNCA)

▶ **Certificate of Continuance** granted under the Federal Canada Not for Profit Corporations Act (CNCA) to organisations originally incorporated under the OCA

...annexed to which are the **Articles**



## Revisiting Governance

### Incorporation

The corporation's **Articles** set out key information including:

- ▶ The classes of membership & their voting rights
- ▶ The number of directors or the min / max numbers
- ▶ The “purposes” (previously “objects”) of the corporation
- ▶ Any restrictions on its activities



## Revisiting Governance

# Why be a charity?

### Advantages

- You can issue official donation receipts for gifts that you receive from individuals and corporations.
- You are exempt from paying income tax.
- You are eligible to receive gifts from registered charities.
- You gain increased credibility in the community.

Source: Canada Revenue Agency

## Revisiting Governance

### Why be a charity?

#### Not-for-profit:

“An organisation organized and operated exclusively for social welfare, civic improvement, pleasure, sport, recreation, or any other purpose except profit (e.g. a club, society, or association). The organisation will generally be exempt from tax if no part of its income is payable to, or available for, the personal benefit of a proprietor, member or shareholder.”

#### Charity:

“An organisation established & operated for charitable purposes that devotes its resources to charitable activities. Its purposes must fall within one or more of the following categories:

- the relief of poverty; ✓
- the advancement of education;
- the advancement of religion;
- certain other purposes that benefit the community in a way the courts have said is charitable. ✓

It must be resident in Canada and cannot use its income to benefit its members.”

## Revisiting Governance

# “Charitable” purposes

### Schedule “A”

#### **4 - Statement of the purpose of the corporation**

The purpose of the corporation is to:

1. Advance the charitable mission of Vincentians, in serving the needs of people experiencing poverty, with a focus on those within the Greater Toronto Area.
2. Co-operate with other groups and Vincentian organisations to further any work of charity in Canada that serves to address those in need.
3. Provide a stable living environment for the disadvantaged by establishing and operating:
  - (a) emergency shelters, supportive and transitional housing;
  - (b) residential housing for people of low income; and
  - (c) camps for children of low income families.
4. Provide basic supplies for the imprisoned and their families within Ontario.

## Revisiting Governance

### What is SSVP Toronto Central Council?

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but...



As such, a type of legal *persona* not contemplated by the original authors of The Rule but a practical requirement today

## Revisiting Governance

### So where does corporate governance come in?

Governance =

*“The act, manner, function of governing”*

*“The action, manner or system of governing”*

▶ ***“Direction; control; management”***

*“The way that [an organisation] is controlled by the people who run it”*

*“The process of decision-making and the process by which decisions are implemented (or not implemented)”*

Oxford English Dictionary

Collins English Dictionary

Nuttalls English Dictionary

Merriam-Webster's Learner's Dictionary

## Revisiting Governance

# Corporate governance – a Board responsibility

## Board of Directors:

“A group of people comprising the governing body of a corporation.”

### **Directors and Officers**

#### **Duty to manage or supervise management**

**124** Subject to this Act, the articles and any unanimous member agreement, the directors shall manage or supervise the management of the activities and affairs of a corporation.



## Revisiting Governance

# What are the responsibilities of a Board?

## 1. Following the Rules

### **Duty to comply**

- (2)** Every director and officer of a corporation shall comply with
- (a)** this Act and the regulations; and
  - (b)** the articles, the by-laws and any unanimous member agreement.

s. 148 (2) Canada Not-for-Profit Corporations Act

## Revisiting Governance

### What are the Rules?

#### ☐ Externally imposed

Framework set by **Incorporating Act, Income Tax Act & other legislation** e.g CNCA, Charities Accounting Act...

- typically regulate membership & powers, meeting notices, record keeping & audit requirements and Board composition. They also impose duties & responsibilities on directors

#### ☐ Internally imposed

Further refined by **Articles** (Purposes / Objects) & **By-laws**

- these specify limits and operating requirements & are drafted by the organisation itself



2 sources; 3 levels



## Revisiting Governance

### What are the Rules?

3 levels:

1. Incorporating Act etc. - overall framework

2. Articles - purposes / objectives

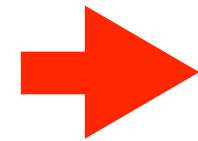
Charitable status - specific, limited & CRA approved

3. By-laws - rules of operation

## Revisiting Governance

### What are the Rules?

☒ Externally imposed



**general knowledge**

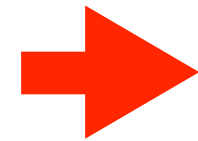
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## Revisiting Governance

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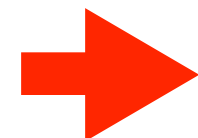


general knowledge

Framework set by **Incorporating Act, Income Tax Act & other legislation** e.g CNCA, Charities Accounting Act...

- typically regulate membership & powers, meeting notices, record keeping & audit requirements and Board composition. They also impose duties & responsibilities on directors

#### ☒ Internally imposed



detailed knowledge

Further refined by **Articles** (Purposes / Objects) & **By-laws**

- these specify limits and operating requirements & are drafted by the organisation itself

## Revisiting Governance

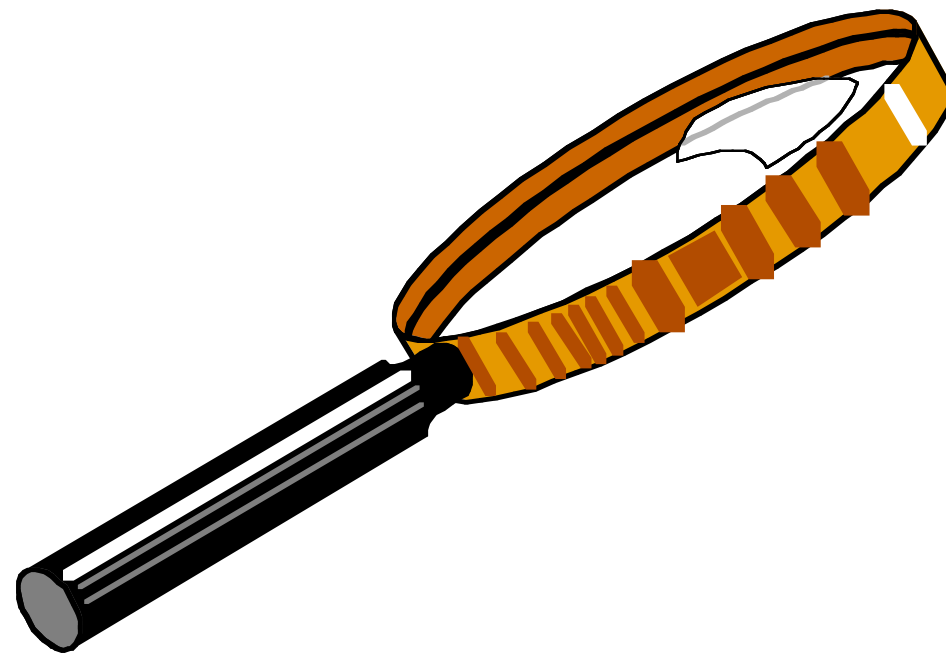
# What are the responsibilities of a Board?

1. Following the Rules ✓

2. Governance

## Revisiting Governance

Governance responsibilities: what's the focus?



## Revisiting Governance

Governance responsibilities: what's the focus?

### The five essentials

- ▶ *To establish the organisation's vision and direction and to plan and monitor performance in achieving the same*

## Revisiting Governance

Governance responsibilities: what's the focus?

### The five essentials

- ▶ *To establish the organisation's vision and direction and to plan and monitor performance in achieving the same*
- ▶ *To ensure the financial health of the organisation and to manage risk*

## Revisiting Governance

Governance responsibilities: what's the focus?

### The five essentials

- ▶ *To establish the organisation's vision and direction and to plan and monitor performance in achieving the same*
- ▶ *To ensure the financial health of the organisation and to manage risk*
- ▶ *To ensure the organisation has sufficient and appropriate human, physical and technical resources*



## Revisiting Governance

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- ▶ *To ensure the organisation has sufficient and appropriate human, physical and technical resources*
- ▶ *To formulate necessary policies & implement appropriate systems to direct and manage operations*

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- ▶ *To formulate necessary policies & implement appropriate systems to direct and manage operations*
- ▶ *To ensure effective stakeholder relations through transparency of action and open communications*

## Revisiting Governance

### Governance responsibilities: what's the focus?

#### The five essentials

- ▶ *To establish the organisation's vision and direction and to plan and monitor performance in achieving the same* “Management”
- ▶ *To ensure the financial health of the organisation and to manage risk* “Money”
- ▶ *To ensure the organisation has sufficient and appropriate human, physical and technical resources* “Means”
- ▶ *To formulate necessary policies & implement appropriate systems to direct and manage operations* “Methods”
- ▶ *To ensure effective stakeholder relations through transparency of action and open communications* “Manner”

## Revisiting Governance

Governance responsibilities: what's the focus?

### The five essentials

▶ **“Management”**

DIRECTION & PERFORMANCE

▶ **“Money”**

FUNDS & PROTECTION

▶ **“Means”**

CAPABILITY & MAINTENANCE

▶ **“Methods”**

EFFICIENCY & EFFECTIVENESS

▶ **“Manner”**

UNDERSTANDING & TRUST

## Revisiting Governance

Governance responsibilities: what's the focus?

The five essentials

**Management**

*To establish the organisation's vision and direction and to plan and monitor performance in achieving the same*

- ✓ Vision statement
- ✓ Strategic Plan
- ✓ Operating Plan & Budget
- ✓ Monthly reports

# Vision, Strategic Plan, Operating Plan & Budget

## Vision

An expression of what the organization wants to achieve in the long term

Answers the general question of “Where are we going?”

May lack precision and detail but is sufficient to facilitate decision making about general direction, resources, etc.

Distinct from:

**Mission** - what the organization does everyday

**Slogan** - engaging catch phrase

# Vision, Strategic Plan, Operating Plan & Budget

## Mission

Does this tell me, as a member of the public,  
what you (TCC) actually do and why I  
should be encouraged to give you money?

Is this mission  
– or motivation?

### MISSION STATEMENT

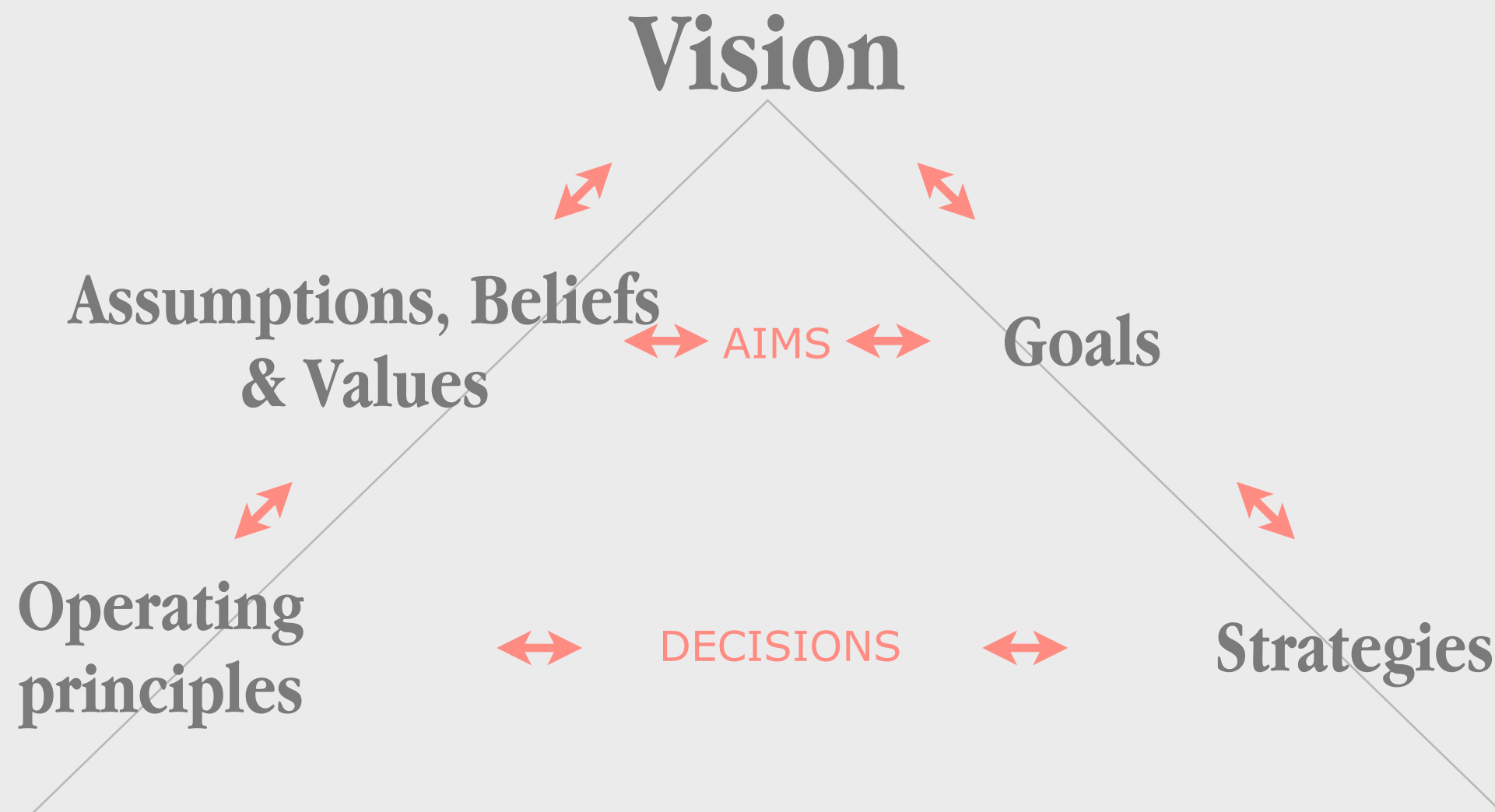
The Society of Saint Vincent de Paul is a lay Catholic organization whose mission is to live the Gospel message by serving Christ through our neighbours in need with love, respect, justice and joy.

Members of the Society are committed to turning concern into action. Toronto Central Council provides the leadership, coordination, and support required by our Vincentian volunteers and our staff to succeed in that mission.

*Toronto Central Council, of the SSVP, provides shelter, financial assistance and related programmes throughout the GTA to address the human impacts of poverty, while providing leadership, coordination and support to its local volunteers and advocacy on behalf of its clients.*

# Vision, Strategic Plan, Operating Plan & Budget

## A Framework - The Vision Pyramid





# Vision, Strategic Plan, Operating Plan & Budget



# Vision, Strategic Plan, Operating Plan & Budget



## Revisiting Governance

Governance responsibilities: what's the focus?

The five essentials

**Money**

*To ensure the financial health of the organisation and to manage risk*

- ✓ Funding strategy
- ✓ Risk management framework
- ✓ Policy documents - controls, HR, volunteers
- ✓ Education; codes of conduct
- ✓ Disaster / contingency plan

# Risk Management

## Risk identification

Employees, Volunteers, Clients, Participants, Donors, Board members...

Risks to:

People

Buildings, Equipment, Facilities, Contents, Media, Papers...

Property

Income

Donations, Membership fees, Grants, User fees, Investments...

Goodwill

Reputation, Community standing, Public image, Attractiveness to staff, volunteers, donors...

## Revisiting Governance

Governance responsibilities: what's the focus?

### The five essentials

### Means

*To ensure the organisation has sufficient and appropriate human, physical and technical resources*

- ✓ Strategic Plan - resource strategies
- ✓ Operating Plan & Budget
- ✓ Succession plans
- ✓ Inventory and asset life-cycle policies

# Inventory & asset management

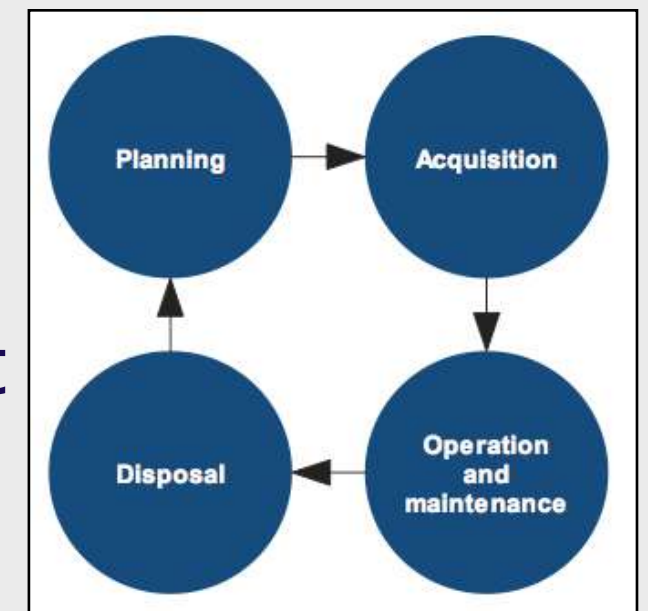
## Two key concepts

### Total Cost of Ownership



Nothing is “free”

### Life Cycle Management



Knowing what is where  
& in what state?

## Revisiting Governance

Governance responsibilities: what's the focus?

The five essentials

**Methods**

*To formulate necessary policies & implement appropriate systems to direct and manage operations*

- ✓ Policy and Procedure manuals
- ✓ Organisational & workflow documentation
- ✓ Reporting systems
- ✓ Mission metrics



## Revisiting Governance

Mission metrics: keeping the focus on purpose & outcomes


# MISSION: “HELPING STREET PEOPLE”

POLAR FLEECE BLANKET THROW

Cost  $\approx$  \$4 each



Home > Chairs > Office Chairs > Aeron Chair



**Aeron Chair**  
Designers: Bill Stumpf and Don Chadwick  
It's the most well-known ergonomic office chair ever made. With good reason. The first to replace upholstery with the breathable, form-fitting Pellicle suspension that adapts to virtually every body and keeps you cool and focused.

View Full Description

★★★★★ 4.5 / 5 (7)  
Read all 58 reviews | Write a review

Product Q&A  
52 Questions | 60 Answers  
Read all Q&A | Follow this product

**\$679.00**  
Ships in 5 business days

**\$29 Shipping**  
Learn More

Qty

Add to Cart

Add to Wish List

Current Configuration  
Graphite Base with Graphite



**Tempur-Pedic Mesh Chair, Highback, Black**

★★★★★ (0 reviews)

- Seat made with authentic Tempur® material from Tempur-Pedic®
- Mesh back with built in lumbar support
- Synchro tilt mechanism with locking feature

Item 324021  
Model TP9000-BLK

**\$279.98**  
Each

Qty.  **Ad**

Add to Favou

~~Cost difference = \$400~~

Cost differential = “100 blankets”



## Revisiting Governance

Governance responsibilities: what's the focus?

The five essentials

**Manner**

*To ensure effective stakeholder relations through transparency of action and open communications*

- ✓ Two way communication strategy
- ✓ Media training
- ✓ Market surveys & needs analysis
- ✓ Relationship managers

## Revisiting Governance

# Manner: market surveys & needs analysis

### Vincentian Survey: Summary Report to the Members January 2019

Thank you to all who participated in the recent Survey. We had an excellent response from across Toronto Central Council. The Task Force has been analyzing the data and comments made and can now summarize our initial findings.

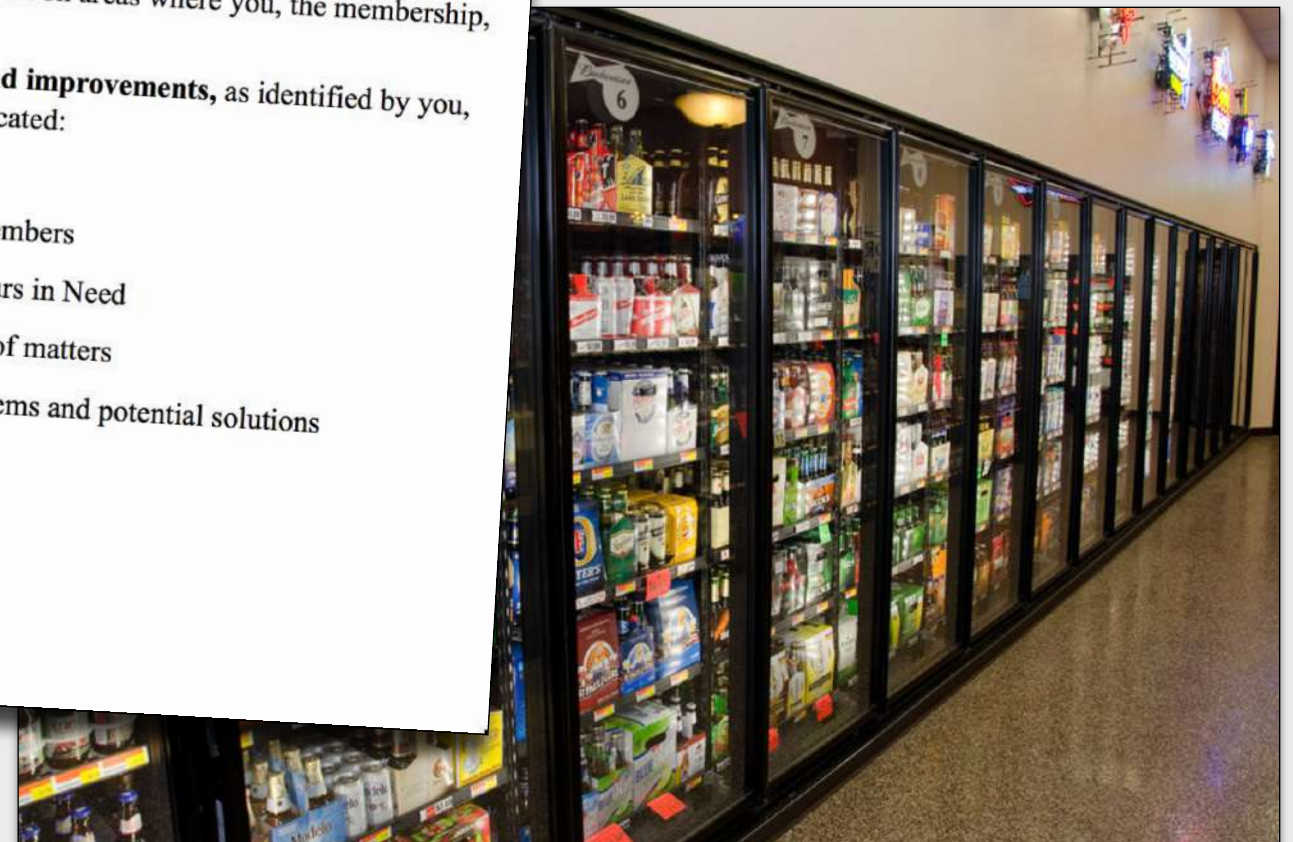
#### Feedback:

Most Vincentians appear to feel very pleased about their connection with – and the nature of – outreach provided by the Society. That is indeed good news!

That said, we did receive valuable feedback on areas where you, the membership, would like to see positive change.

The **priorities for continued support and improvements**, as identified by you, are listed in order of most frequently indicated:

- Training and Information
- Recruitment of additional members
- Added Services for Neighbours in Need
- Policy guidance on a variety of matters
- Sharing of experiences, problems and potential solutions
- Advocacy for those in need
- Succession Planning
- Technology
- Parish Relationships



## Revisiting Governance

### What are the responsibilities of a Board?

1. Following the Rules ✓

2. Governance ✓

*...but what about individual directors?*

## Revisiting Governance

# Legal duties & responsibilities of individual directors

A collective Board responsibility

An individual accountability

“Ignorance is no defence”

- Legal maxim



## Revisiting Governance

### Legal duties & responsibilities of individual directors

Legislation imposes, among other things, a **duty of care** for individual Directors:

Duties of directors and officers

**148.** (1) Every director and officer of a corporation in exercising their powers and discharging their duties shall

- (a) act honestly and in good faith with a view to the best interests of the corporation; and
- (b) exercise the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.

Canada Not-for-Profit Corporations Act  
c.f. s. 127.1 (1) *Ontario* Corporations Act



## Revisiting Governance

# Legal duties & responsibilities of individual directors



*Can you articulate where the organisation is going  
and how it plans to get there?*

## Revisiting Governance

# Legal duties & responsibilities of individual directors



*Can you name the top three priorities at the present time?*

## Revisiting Governance

# Legal duties & responsibilities of individual directors



Can you identify the biggest risks the organisation presently faces  
- and what is being done about them?



## Revisiting Governance

# Legal duties & responsibilities of individual directors



*Can you put figures to the current year's operating budget and the present variance?*

## Revisiting Governance

# Legal duties & responsibilities of individual directors



Are you exercising the “care, diligence and skill” that a reasonably prudent person would exercise in running an \$18m turnover corporation?

## Revisiting Governance

# Legal duties & responsibilities of individual directors

## **Confidentiality** - *as a Board*

Established policy required

- Topics & circumstances
- Minutes

Strictly limited applications

- Personal matters
- Personnel matters
- Financial matters
- Legal matters



## **Confidentiality** - *as an individual*

Respect Board policy & decisions

(What if it was you that was being talked about?)

## Revisiting Governance

# Legal duties & responsibilities of individual directors

## Avoiding **conflict of interest**

**141.** (1) A director or an officer of a corporation shall disclose to the corporation, in writing or by requesting to have it entered in the minutes of meetings of directors or of committees of directors, the nature and extent of any interest that the director or officer has in a material contract or material transaction, whether made or proposed, with the corporation, if the director or officer

1. (a) is a party to the contract or transaction;
2. (b) is a director or an officer, or an individual acting in a similar capacity, of a party to the contract or transaction; or
3. (c) has a material interest in a party to the contract or transaction.

Canada Not-for-profit Corporations Act



## Revisiting Governance

# Fulfilling expectations

## 1. Know your stuff

## Revisiting Governance

### Know your stuff

- ✓ Read your Board Manual
- ✓ Be familiar with the “Rules” (especially Purposes & By-laws)
- ✓ Meet with – and become knowledgeable about – key staff members
- ✓ Review the Policies Manual

## Revisiting Governance

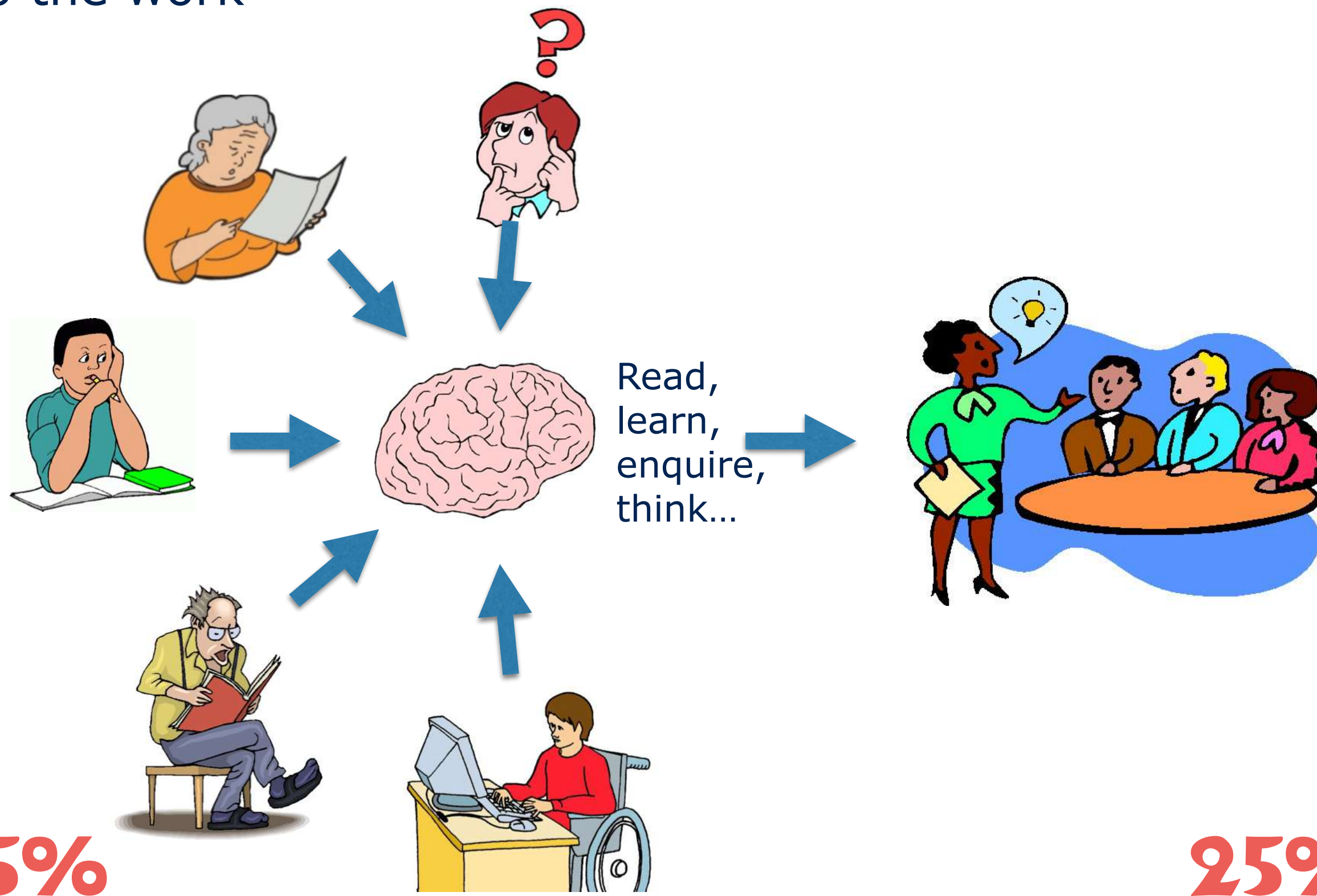
### Fulfilling expectations

- ✓ 1. Know your stuff
- 2. Do the work



# Revisiting Governance

## Do the work





## Revisiting Governance

### Fulfilling expectations

- ✓ 1. Know your stuff
- ✓ 2. Do the work
- 3. Participate fully

# Revisiting Governance

## Participate fully

Board



Committees



Events



Task  
forces



## Revisiting Governance

### Committees & tasks forces

#### Purpose:

- ▶ Getting on-going work done
- ▶ Providing specialized input

#### Mandate:

- ▶ Decide, do, recommend, advise...
- ▶ Constraints, finances, communications...

#### Membership:

- ▶ Board director as Chair
- ▶ Volunteers including non-members or ex-officio
- ▶ Staff person



## Revisiting Governance

### Committees & tasks forces

#### v. Task Forces:

- ▶ Finite need
- ▶ Project oriented



#### v. Panels:

- ▶ Informal
- ▶ Specialized experience
- ▶ Extended representation



## Revisiting Governance

### Committees & tasks forces

#### Purpose:

- ▶ Getting on-going work done
- ▶ Providing specialized input

#### Mandate:

- ▶ Decide, do, recommend, advise...
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#### Membership:

- ▶ Board director as Chair
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- ▶ Staff person



## Revisiting Governance

### Committees – the PCPC

#### Purpose:

*Animating and supporting the  
Vincentian community*

- ▶ Getting work done
- ▶ Providing specialized input

*Collectively recognized by peers as  
experienced and knowledgeable*

#### Mandate:

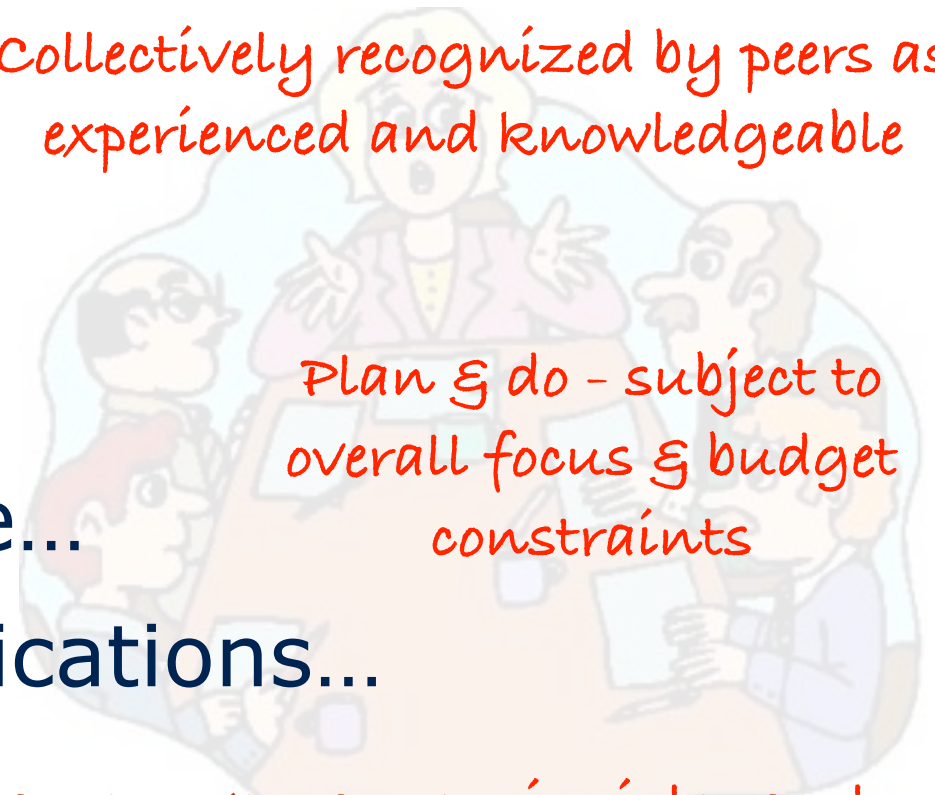
- ▶ Decide, do, recommend, advise...
- ▶ Constraints, finances, communications...

*Plan & do - subject to  
overall focus & budget  
constraints*

#### Membership:

- ▶ Board director as Chair
- ▶ Volunteers (including non-members) or ex-officio
- ▶ Staff person

*Same governance principles apply*  
*- duty of care for all aspects*  
*- 5 M's*  
*- success metric for the committee?*



# Agenda

1. Revisiting governance ✓

2. Review of implementation

3. Structural dichotomies

4. Action

## Review of implementation

### Context

“The urgency and focus should not be on producing a theoretically perfect solution but rather on implementing a good solution and then working to make it better over time.”



Review of implementation

## Observations

\* Vincentian "Council"

PCP Committee

## Review of implementation

### Observations

\* Vincentian "Council"

PCP Committee

\* Coordination Committee

Not needed

## Review of implementation

### Observations

\* Vincentian "Council"

PCP Committee

\* Coordination Committee

Not needed

\* Mandate

In progress

## Review of implementation

### Observations

\* Vincentian "Council"

PCP Committee

\* Coordination Committee

Not needed

\* Mandate

In progress

\* Board focus

Lack of "survey" equivalent

## Review of implementation

### Observations

\* Vincentian "Council"

PCP Committee

\* Coordination Committee

Not needed

\* Mandate

In progress

\* Board focus

Lack of "survey" equivalent

\* Challenges with "National"

**CENSORED**

# Problem #3. The inappropriateness of the Rule re governance

## Philosophy

What it means to be  
a Vincentian

THE RULE AND STATUTES  
OF THE  
SOCIETY OF  
SAINT VINCENT DE PAUL  
CANADA



“Help honors when, to the bread that nourishes, it adds the visit that consoles, the advice that enlightens, the friendly shake of the hand that lifts up sinking courage; when it treats the poor man with respect, not only as an equal but as a superior, since he is suffering that which we would perhaps not be able to bear ourselves; since he is among us as the messenger of God, sent to put our justice and charity to the test, and to save us by our works.”

*(Frédéric Ozanam, from an article in L'Ère nouvelle, October 21, 1848.)*

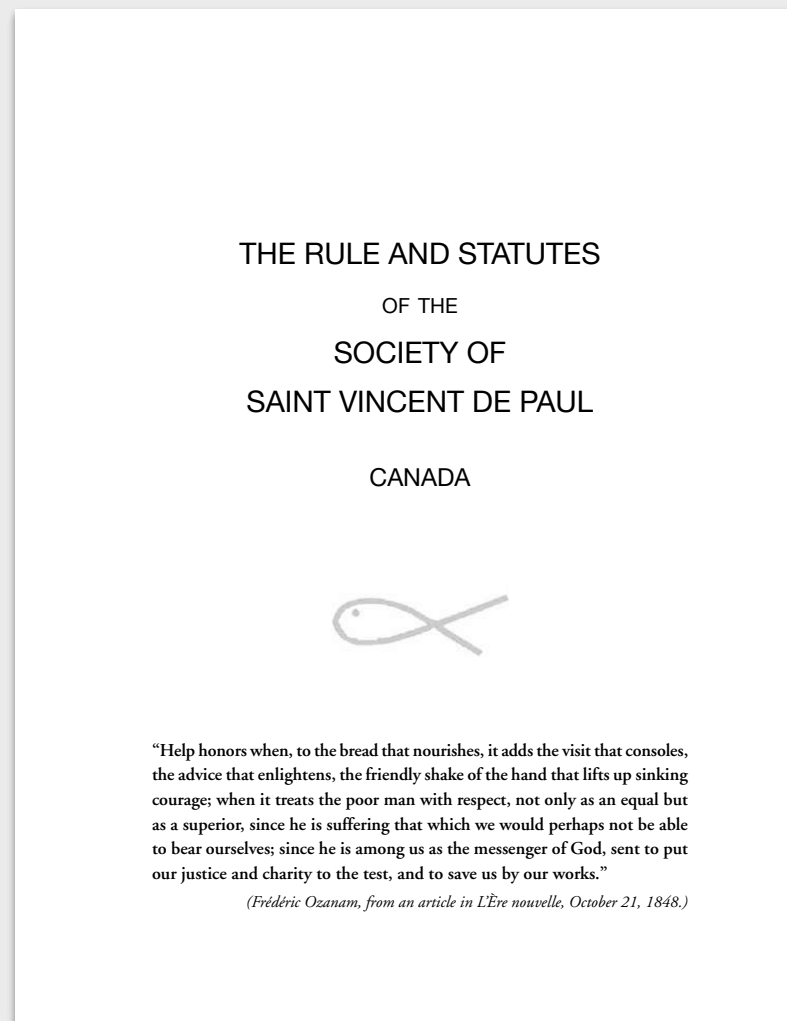
## Administration

How to operate a  
registered charitable  
corporation  
(e.g. TCC)

**Current edition  
June 2006**

# Problem #3. The inappropriateness of the Rule re governance

## The Rule



**Current edition  
June 2006**

## The Law (since June 2006)



**Corporations Act –  
16 changes**



**Regulations -  
6 changes**

## Problem #3. The inappropriateness of the Rule re governance

### The Rule - on governance

### The Law

Members elect President

**NO!**

President serves 5 years

**NO!**

Different voting rights attach to same class of members

**NO!**

Directors may send substitutes to Board meetings

**NO!**

Officers appointed by President

**NO!**

Non-voting directors

**NO!**

Proxy holders required to be members

**NO!**

...

...



Following the Rule would place every Director in breach of the CNCA s. 148.4



# Problem #3. The inappropriateness of the “Rule” re governance

## Philosophy

What it means to be  
a Vincentian

THE RULE AND STATUTES  
OF THE  
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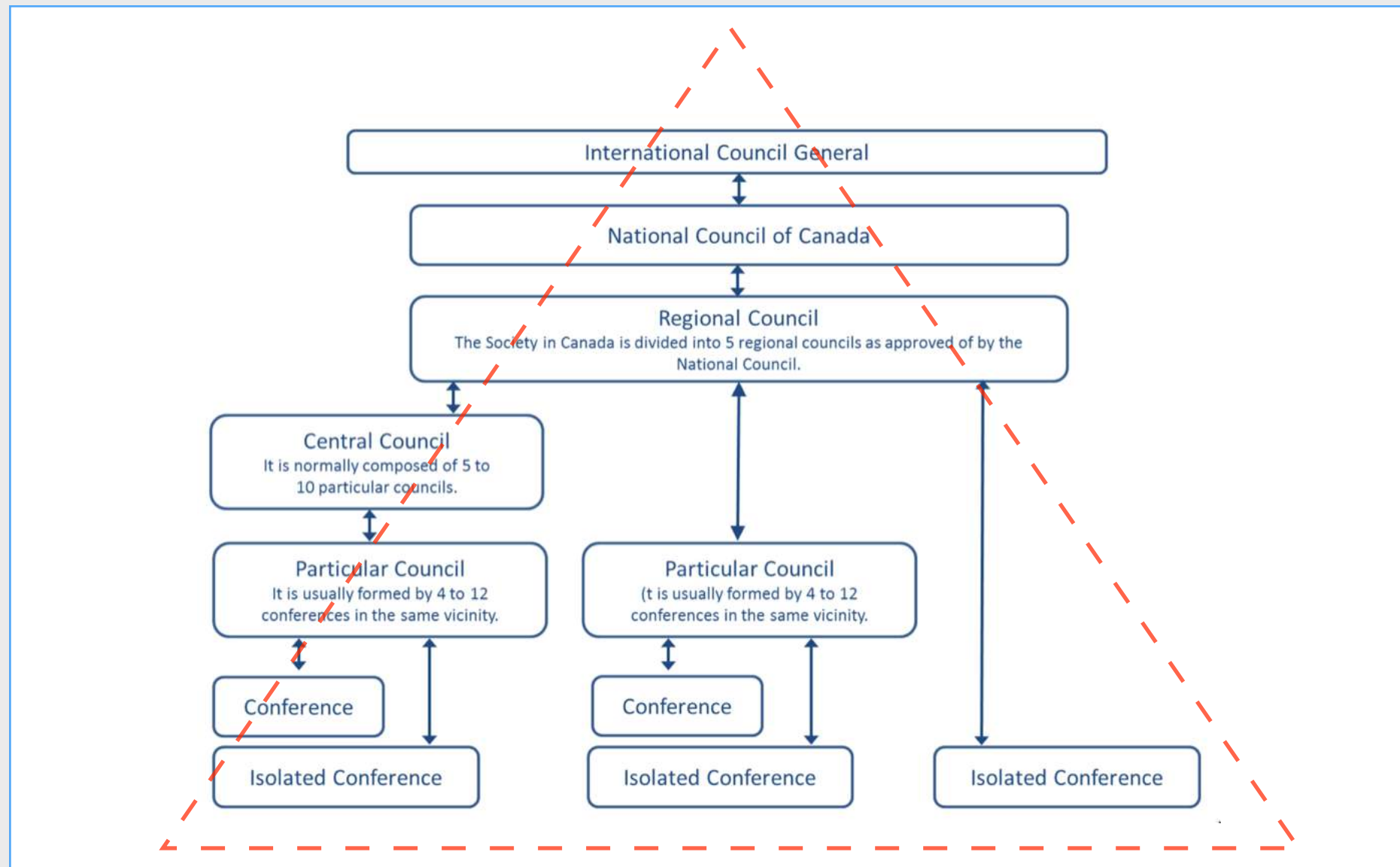
## Administration

How to operate a  
registered charitable  
corporation  
(e.g. TCC)

Referring to “The Rule” is misleading and problematic –  
references should be to the **Philosophy** and to the  
**Administrative Guidelines**

“What was in the original French version?”

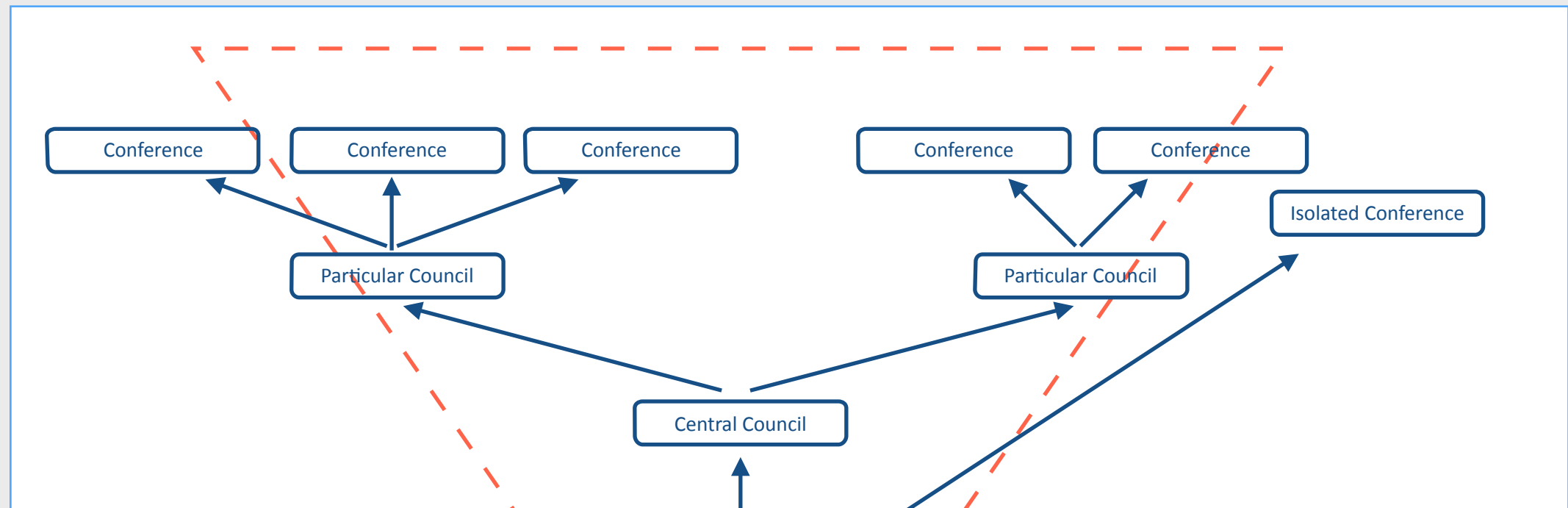
## Problem #4. Mindset - the pyramid inversion challenge



### 3.6 Councils

*Councils exist **to serve** all the Conferences they coordinate. They help the Conferences to develop their spiritual life, to intensify their service and to diversify their activities so that they may always be responsive to the needs of those who suffer.*

## Problem #4. Mindset - the pyramid inversion challenge



### 3.9 Subsidiarity and freedom of action

*The Society embraces the Principle of Subsidiarity as its basic standard of operation.*

Rule of the International Confederation of the Society of Saint Vincent de Paul

Command & control  
Supervision



Help & assist  
Support

## Review of implementation

### Observations

\* Vincentian "Council"

PCP Committee

\* Coordination Committee

Not needed

\* Mandate

In progress

\* Board focus

Lack of "survey" equivalent

\* Challenges with "National"

**CENSORED**

\* Mindset

The pyramid issue

## Review of implementation

### Mindset

*Purpose* - Support & help, not represent or control\*

*Achieved by* - Collaborative use of combined talents & experience

*Exemplifying* - "A desire to help and willingness to learn"



Board

*Focus* - Totality of TCC



PCPC

*Focus* - Vincentian Community

\*Legal considerations apart

# Agenda

1. Revisiting governance ✓
2. Review of implementation ✓
3. Structural dichotomies
4. Action

## Structural dichotomies

### “Rule” or Guidelines / Advice

**Philosophy**

**V.**

**Administration**

What it means to be  
a Vincentian

How to operate a  
registered charitable  
corporation  
(e.g. TCC)

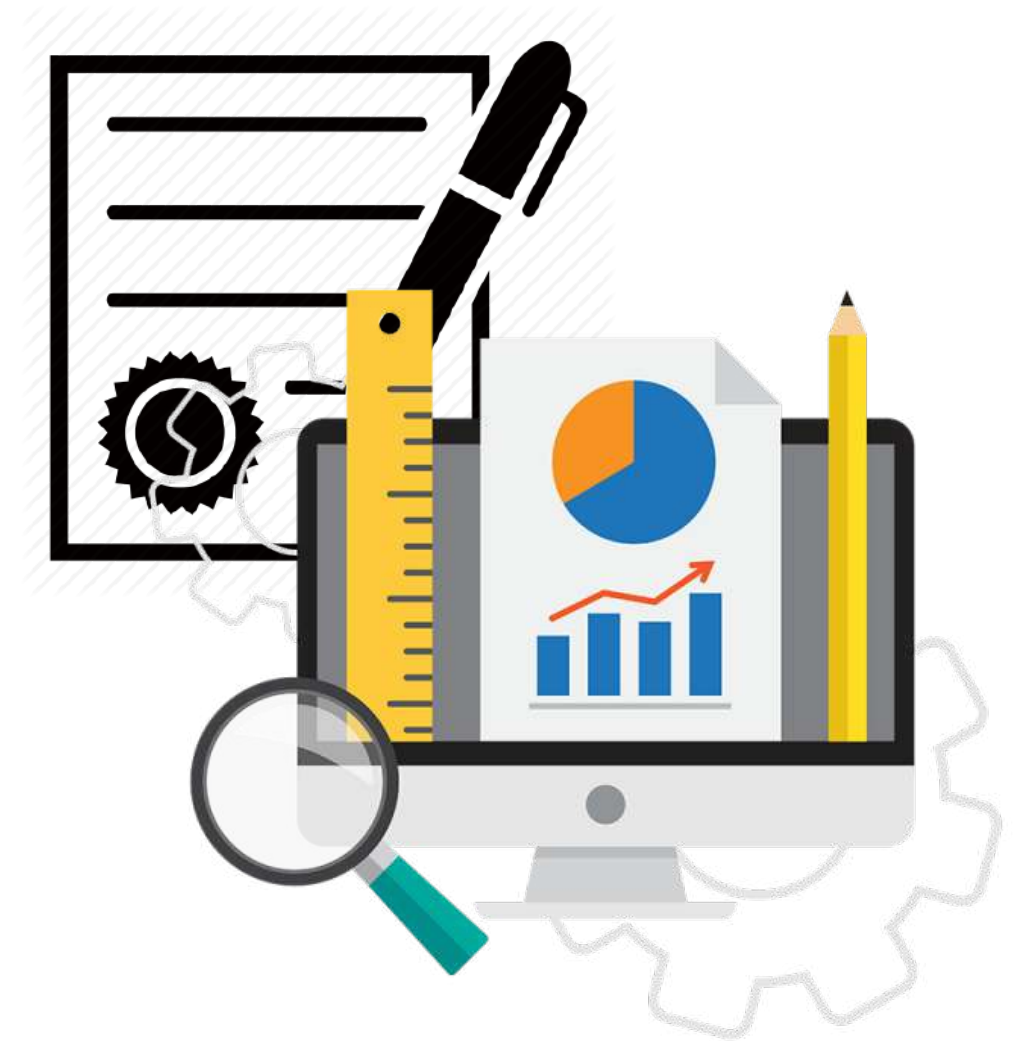
Combination into one document is confusing

## Structural dichotomies

SSVP - Community (people) or Corporation (persona)



v.



One name - two realities



## Revisiting Governance

### What is SSVP Toronto Central Council?

Answer:

A corporation originally incorporated under the *Benevolent Provident and other Societies Act*, Ontario Statutes, 37 Vict. Chapter 34 on June 4th, 1875...

and presently...

A not-for-profit corporation (#1131751-2), incorporated in Ontario and continued under the Federal *Canada Not-for-Profit Corporations Act*, SC 2009, c.23 and a registered charity

but...



As such, a type of legal *persona* not contemplated by the original authors of The Rule but a practical requirement today

## Structural dichotomies

### Membership capacity



Vincentian  
Moral philosophy

v.



TCC Member  
Secular responsibilities

## Structural dichotomies

### Servant / Leader

Reactive

Proactive



Advise

Instruct



You

Group



Structural dichotomies

Subsidiarity v. “Collective Good”



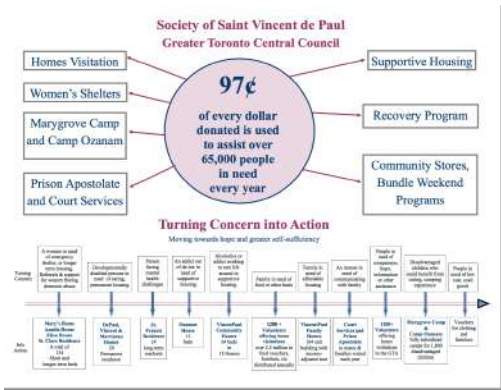
“Branding”

“It can be a logo, a symbol or even a slogan, but above all it is an identity and a reputation”



Legal

Corporation#1131751-2    Reg. Charity#11915 5133 RR0002



Financial

Pass-up's

## Structural dichotomies

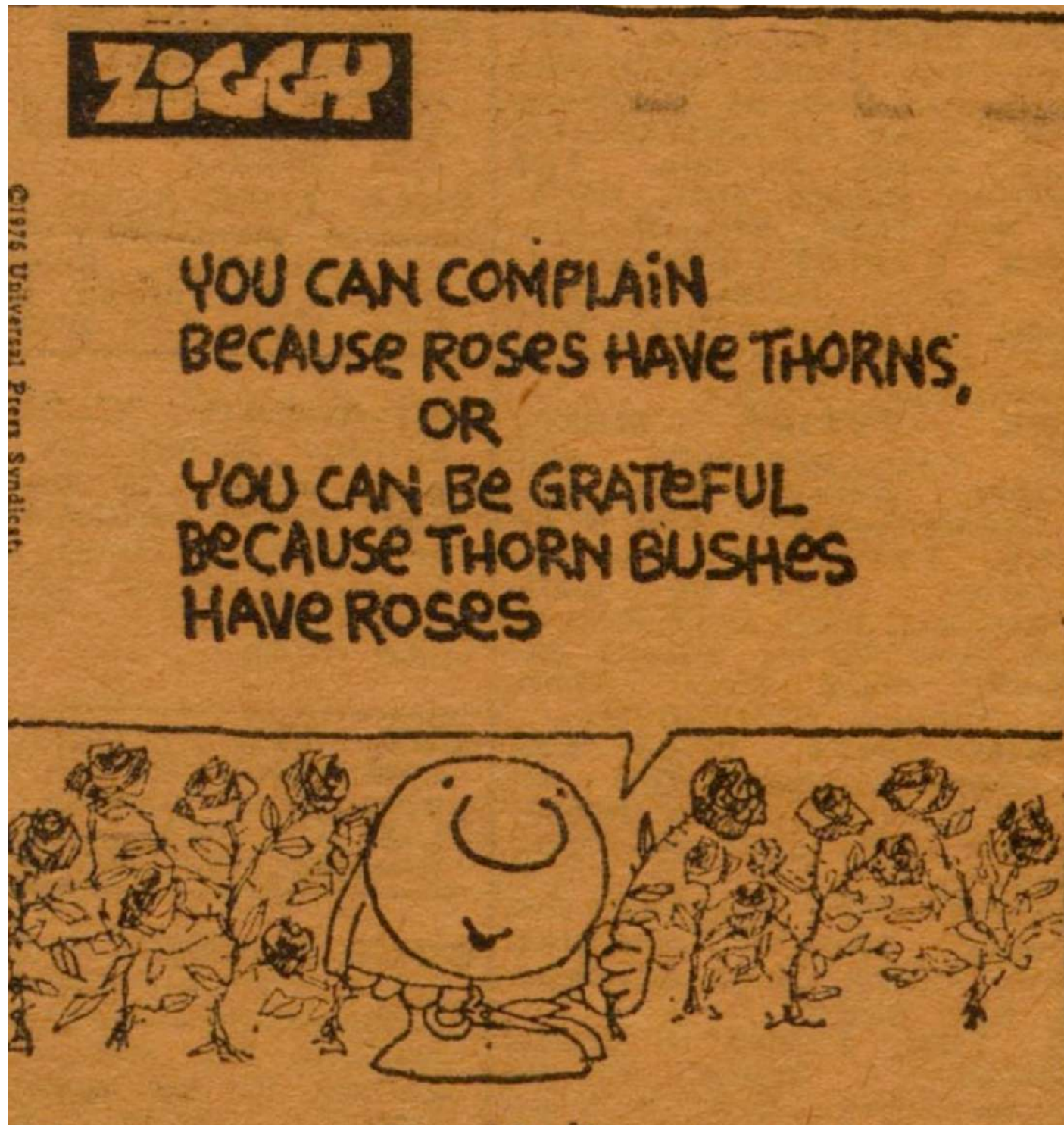
### Organisation structure

	National	Regional	Toronto
Operating budget	\$0.54m	\$0.38m	\$8.64m
Capital assets	\$0.26m	-	\$10.67m
Board members	17	50+?	9

*Who has the knowledge, practical experience and wherewithal to support who, in terms of operations & effective governance?*



## Structural dichotomies



1. Acknowledge these issues exist
2. Seek to minimise them
3. Remember what it means to be a Vincentian
4. Ask "Is this discussion helping a Neighbour in Need?"

# Agenda

1. Revisiting governance ✓
2. Review of implementation ✓
3. Structural dichotomies ✓
4. Action

## Action

*“God provides the wind, but man must raise the sails.”*

St. Augustine

*...so what's to be done?*



## Action

### Raising the sails

#### Individually:

Know the Rules / Mandate and what all your responsibilities are. Act on them

*... “with a desire to help and willingness to learn”*

## Action

### Raising the sails

#### Board:

Revisit the Vision & Mission to focus on “what” rather than “why”

Develop a “5M’s aware” strategic plan and derive an operational plan from that

Commence implementation; utilise committees, etc.

Manage by using it

## Action

### Raising the sails

#### PCPC:

Agree Mandate (to include focus and financial constraints)

Develop a “5M’s aware” plan and associated budget for approval

Commence implementation

Manage by using it

## Action

### Raising the sails

#### Meetings:

Have a shared purpose!

Establish a clear agenda

Circulate information / reports ahead of time

- Deal only with Matters Arising

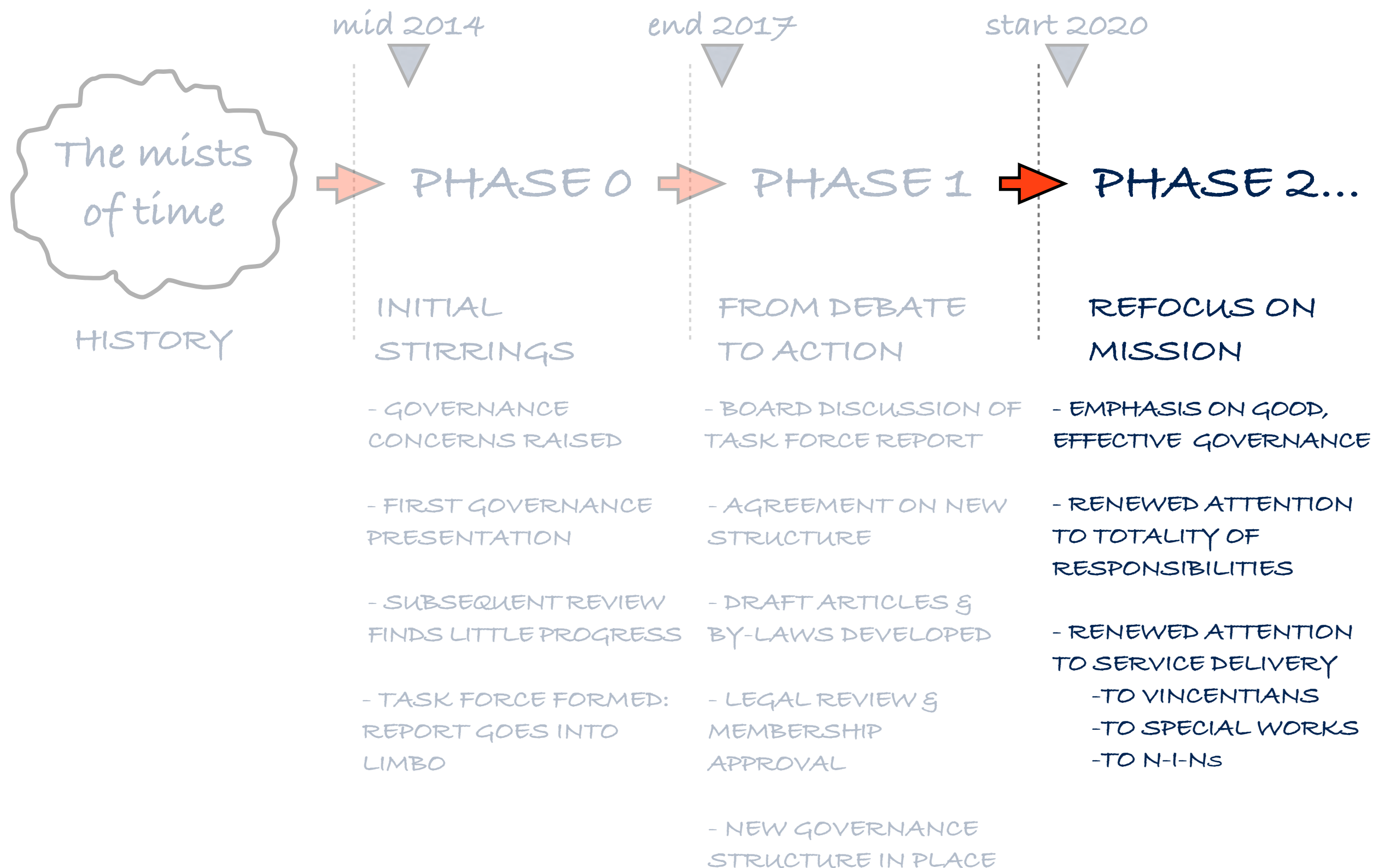
Discuss and decide

Ensure action item / responsibility assignments known

Ask: "***Who have we helped today?***"

## Action

## The Journey...



# Action

## The Journey...

