



Policy Governance Review

Curl BC

Background

John Carver describes Policy Governance as a conceptually coherent model that redesigns the logic of Board leadership.

The Board of Directors of Curl BC have agreed to migrate to a Policy Governance model over the next few years.



Policy Governance

- **Is based on Sound Principles.**
- **Frees Boards to be confident in processes, so they can focus on purpose.**
- **Enables control over staff in an effective but not intrusive manner.**
- **Enables principled answers to key questions**
 - **Role and Responsibility of Owners**
 - **Role and authority of Officers and Committees**
 - **The line between Board / CEO Jobs**
- **Allows effective delegation and assurance of accountability.**



The Board does not exist to manage the organization, it exists to Govern:

1. To determine the Purpose to be served.
2. The Ends to be pursued.
 - What Results?
 - What Worth?
 - What Priority?
3. The Values to be exercised



The Board has three Job Responsibilities

- 1. Linking the organization with its owners.**
- 2. Developing four types of policies that reflect the organization's values.**
- 3. Ensuring that the CEO complies with Board Policies and achieves the Board's defined Ends.**





The Board Policy Registry is divided into five sections:

- 1. General Information**
- 2. Board Governance Process (BG Policies)**
- 3. Board-CEO Linkages (BCL Policies)**
- 4. ENDS Policies**
- 5. Executive Limitations (EL Policies)**

The Board Policy Registry is a record of all policies that have been developed and approved by the Board.

Member Facilities of Curl BC

- Members act as owners some times.
- Members more frequently act as customers.
- The role played by the member and the appropriate organizational contact is determined by:
 - Primary Interest
 - Individual Interests (Means)
 - Collective Interests (Ends)
 - Time Perspective
 - Immediate needs (Means)
 - Future/Visionary (Ends)



Owners



Board of Directors



CEO



CCA Operations



Customers or Beneficiaries



Owners when issue is:

- In the interest of ALL
- Long term
- Proactive
- Related to values/ends

Members are both:

Customers when issue is:

- In the interest of individual **Members**
- Shorter term
- Reactive
- Related to means

The CCA Board follows the Ten Principles of Policy Governance

- **The Governance Model is designed to empower Boards of Governors to fulfill their obligations of accountability for the organization they govern.**



1. Holding the Organization in Trust for the Owners.

- **The Board, as a whole, holds the organization in trust on behalf of the owners.**
- **The Owners of Curl BC are the Boards of Directors of the Member Facilities which elect the Board to serve on their behalf.**
- **The Board's primary relationship is with the Member Facilities.**



2. Speaking with one Voice

- **The Board's policies are the Board's Voice.**
- **Single expression of diverse views, values and perspectives.**
- **The Board speaks to the CEO with one Voice through written Ends and Executive Limitations Policies.**



3. Making Board decisions through policy.

- **Board decisions are predominantly policy decisions.**
- **Policy captures vision, perspectives and values in clear statements.**
- **Board decision making is primarily an amendment or addition to existing policy.**



4. Formulating Policy by defining Values from Broadest to more Narrow.

- The Board addresses larger values before addressing smaller values.**
- Board delegates any further interpretation of its policies to the CEO.**
- The CCA Board policies reflects the increasing levels of policy details.**



5. Defining and Delegating

- **The Board defines the Ends the organization wants to produce and the acceptable boundaries within which it can delegate the achievement of those results to the CEO.**
- **Boards who truly govern do not simply ratify staff or committee decisions.**



6. Determining Ends as Key Board Role

- **The key role of the Board is determining Ends:**
 - **What benefit the organization is to produce**
 - **Who the benefits are for**
 - **How much they are worth**
- **The Board has no greater governance job than this, and it cannot be delegated.**



7. Controlling Staff Means by Limiting

- Impossible for Board to oversee all details involved in the day to day running of Curl BC.
- The Board controls staff through Executive Limitations policies which act as a “fence” within which staff may exercise their freedom and creativity.
- CEO uses his expertise to determine how best to get there within the limits of law, prudence and ethics .



Executive Limitations (ELs)



**It's not STOP until we say
"GO"**



It's GO until we say "STOP"

8. Designing Board Products and Processes

- **The Board explicitly states what it expects of itself - what value it will add to the organization, what structures it will use and what code of conduct it will follow.**
- **Two Key Board Governance Policies; Linkages with Owners and Consultation with Owners make transparent what Curl BC expects of itself in its primary relationship with the Owners.**



9. Linking within Management

- **Policy Governance sets stage for effective governance and management.**
- **The Key - Formal separation between Role of the Board and the Role of the CEO.**
- **The Board–CEO Linkage policies state how the Board will delegate to the CEO.**



Board's Linkage with Operations is through the CEO



- **No board relationship is more important for success**
- **The Board must be able to delegate to the CEO with confidence**

The board delegates authority through its policies



**Directions to
the Board**

***Board Governance
Process***

***Board – CEO
Linkage***



**Directions to
the CEO**

Ends

***Executive
Limitations***

10. Monitoring Performance based on pre-stated Criteria

- **Policy Governance** requires regular and rigorous monitoring of the Board's policies to ensure compliance.
- **Monitoring of the Board's Ends and Executive Limitations** policies provide the basis for fair performance evaluation of the CEO.
- **The Board's Governance Process** policies and **Board-CEO Linkages** policies are monitored by the Board for the purpose of **Board Evaluation**.



Monitoring Methods

- **Internal Reports**
 - Disclosure of Compliance to the Board from the CEO.
- **External Reports**
 - Discovery of Compliance Information by a disinterested third party.
- **Direct Inspection**
 - Discovery of Compliance information by the Board or its designate.



