

CSEG Governance Handbook

Version 2.1

Version 2.1 Approved on: 04 January 2017

**By the CSEG Board Committee of the
Canadian Society of Exploration Geophysicists (CSEG)**

Any change to this policy should be communicated in writing on a timely basis to all interested parties.

Table of Contents

Table of Contents 2

Overview 4

Mandate..... 4

Role of Staff and Basic Responsibilities 4

Role of the Board and Basic Responsibilities 7

 Board Function – Basic responsibilities and primary areas of governance7

 Board Structure.....7

 Board Operations Committees7

 Program Initiative Committees8

 Volunteers and Paid Staff8

 Consultants and Professional Service Providers8

 Board Culture8

 Training and Board Committee Development9

 Strategic Planning9

 CSEGRules of Procedures for Electronic Voting..... 10

 CSEG Policies and Procedures..... 12

Officer and Directors’ Roles and Responsibilities 13

 General Board Director or Officer Job Description..... 13

Director Recruitment Policy..... 15

 New Board Members – Terms and Nomination Process..... 15

CSEG Code of Ethics.....16

CSEG Code of Conduct 16

Conflict of Interest Policy 18

Anti-Harassment Policy.....19

Complaint Policy..... 21

Whistleblower Policy.....23

CSEG Board Performance and Evaluation 25

Board Self-Evaluation Questionnaire..... 25

 Board Self Evaluation Questionnaire 27

Risk Management	32
CSEG Risk Management Policy.....	34
Privacy Policy	35

Overview

The Canadian Society of Exploration Geophysicists (CSEG) is the registered not-for-profit professional society of geophysicists. The objective of the Society is to promote the science of geophysics, especially as it applies to exploration, and to promote fellowship and co-operation among those persons interested in geophysical prospecting. The CSEG is aimed at promoting the development of geophysical knowledge, education and public awareness. Based in Calgary, we are a Canadian professional society with initiatives all across Canada.

The CSEG Board oversees the strategic direction of the Society and ensures its program initiatives are carried out. As stewards of the Society's assets Directors have a fiduciary responsibility to the Society. The Directors of CSEG Board are all elected volunteers, actively participating in the governance of the Society.

The CSEG currently operates the following programs:

- CSEG Technical Luncheons
- CSEG Recorder
- CSEG Journal – peer reviewed publication
- CSEG Mentoring/Jr. Geophysicists Forum/Young Professionals
- CSEG Social Events
- Joint society **GeoConvention**
- Educational opportunities such as Doodletrain, SEG Distinguished Lecture
- Chief Geophysicists Forum

Mandate

The objective of the Society is to promote the science of geophysics, especially as it applies to exploration, and to promote fellowship and co-operation among those persons interested in geophysical prospecting.

The CSEG is associated, as a local section, with the SEG -- [Society of Exploration Geophysicists](#) -- headquartered in Tulsa, Oklahoma. A majority of our professional members are active members in the SEG and also some CSEG members are members of the EAGE -- [European Association of Geoscientists and Engineers](#). A majority of our professional members are also registered with APEGA -- [the Association of Professional Engineers, Geoscientists of Alberta](#) -- which is the licensing body for our profession in Alberta.

Activities of the CSEG are primarily directed toward the exchange of technical information. Each year the society holds Technical luncheon meetings with invited speakers and a three-day technical convention, generally held in May, with attendance of around 2,500. Attendance at these functions earns professional development credits towards APEGA's Continuing Competency and Professional Career Development. The CSEG also acts to provide feedback on technical matters to various government agencies.

Other activities in addition to the technical aspect, are directed toward social interaction between members. The Society has various committees that arrange activities such as curling, golf and skiing for the membership.

Volunteering to assist in the operation of the CSEG and its various functions is a fulfilling and enjoyable way of meeting many of the CSEG members. There are many committees with which you could provide valuable assistance. There are the Annual Joint Convention, Technical Luncheon, RECORDER, Journal, Doodlebug Golf, T-wave Golf, DoodleSpiel, Doodletrain and Symposium committees, just to mention a few.

In summary, the Canadian Society of Exploration Geophysicists is a well-supported, dynamic organization providing facility for fellowship and exchange of technical information to its members.

Role of Staff and Basic Responsibilities

Managing Director and CSEG Staff

Accountability

The Managing Director and CSEG staff report directly to the CSEG Board Committee, specifically the President.

Responsibility

The Managing Director manages the day-to-day business of the CSEG.

- Financial Management – budget preparation and control in accordance with the Director of Finance and the Finance Committee, reserve funds, audit coordination, and to ensure all necessary reports are filed.
- Assist the Director of Finance by working closely with the CSEG's accountants to ensure monthly statements are presented in a timely and accurate manner
- Partnership Development – assist the CSEG Board and committees in securing sponsorship opportunities i.e. luncheons, etc.
- Coordinate, along with the President, CSEG Board monthly meetings, as well as other related meetings when required, and necessary documents associated with those meetings.
- Assist CSEG Board and committees in maintaining focus on their initiatives i.e. strategic action plan development and implementation.
- Assisting CSEG committees who have direct involvement with the CSEG, if requested or required, with administration procedures. Marketing of the CSEG through its programs and other initiatives.
- Supervise and provide professional development opportunities for the Office Staff, and future staff if required

- Establish and maintain a good working relationship with “sister” organizations i.e. CSPG.
- Represent the CSEG, when requested or required, at various events, meetings etc.

Foundation activities

Outreach

Attend meetings

Prepare meeting documents and type minutes (occasionally)

Book booths for public outreach events and career fairs

Pack up booth for volunteers to take to events

Order supplies and brochures

Prepare invoices for sponsors

Other duties as required

Earth Science for Society (ESfS)

Support Exhibits

Support Sponsorship

Book buses

Prepare and track invoices

Coordinate CSEG credit card payments

Attend meetings, take minutes (occasionally)

Other duties as required

Role of the CSEG Board Committee and Basic Responsibilities

CSEG Board Committee Function – Basic responsibilities and primary areas of governance

The CSEG Board Committee shares overall responsibility for everything the CSEG does. The CSEG Board stewards the CSEG's resources and liabilities, establishes and monitors its long-term direction and oversees its governance.

- **Assuring integrity and accountability:** Directors and Officers members are charged with fiduciary responsibilities, always acting with the best interests of the CSEG, Community and the Foundation in mind.
- **Planning and evaluation:** programs and activities of the CSEG are regularly reviewed in committee to optimize efficient operation and alignment.
- **Acquisition and management of financial resources:** funds acquired through program sponsorship, event revenue and transfers/donations from the CSEG are regularly monitored by the Managing Director and Finance Directors. Investments follow the Investment Policy, which follows acceptable risk guidelines for not-for-profit organizations. Financial statements are audited annually by an independent auditor.

CSEG Board Committee Structure

See CSEG Bylaws for detailed information.

CSEG Board Committee size: The Committee currently has eight (8) Directors/Assistant Directors, three (3) Officer Positions consisting of Vice-President, President and Past-President and the Managing Director (non-voting role).

Note the Director/Assistant Director roles are:

Director/Assistant Director of Finance
Director/Assistant Director of Education
Director/Assistant Director of Member Services
Director/Assistant Director of Communication

CSEG Board Committees

- **Communications:** website, Recorder articles, communications, announcements, letters and final review and coordination of outgoing materials.
- **Education:** Technical Luncheon, Doodletrain, Symposium and any other educational events
- **Finance:** monitor the budget and monthly and annual financial statements.
- **Member Services:** Students, Social and coordinated Foundation events
- **Administration with President:** staff/contract performance and performance evaluation for the Managing Director.

- CSEG Board Committee Development/Orientation by Managing Director: development and training of the CSEG Board Committee and individual Officers and Directors, management of evaluation process for individual Officers and Directors and the CSEG Board Committee as a whole.

Program Initiative Committees

From time to time special program initiative committees shall be identified and given tasks/objectives by the CSEG Board. See CSEG Bylaws for further details.

Volunteers and Paid Staff

The CSEG Board Committee functions in an advisory/policy governing capacity and when needed as an operational/administrative capacity. Volunteers implement programs and services. The CSEG also provides the Foundation with administrative staff services.

Consultants and Professional Service Providers

Consultants and professionals (e.g. an accountant) may be hired by the CSEG as needed and as approved by the Board. The person, organization and their services will be researched, selected and recommended by the Managing Director and responsible director (e.g. Director of Finance).

The Managing Director and Responsible Director are responsible for:

- Recommending and managing the budgeted expenses for the consultant / professional
- Approving the consultant's / professional's expenses
- Reporting outcomes of the consultant's / professional's activities to the Board

Accountability

The consultant / professional will report directly to the Managing Director.

Authority

The consultant / professional has no authority to approve actions by the CSEG, to direct staff, or to speak on behalf for the CSEG, unless given such authority by the Board.

CSEG Board Committee Culture

The culture of the CSEG Board Committee is as important as the skills, experience and knowledge of its Officers and Directors. The Officers and Directors should have the behavioural skills to function and work effectively together as a collegial team.

These skills include:

- Ability to present opinions — to present their views clearly, frankly and constructively;
- Willingness and ability to listen – listen respectfully and make sure the listeners understand what they have heard;
- Ability to ask questions – know how to ask questions in a way that contributes positively to debates;

- Flexibility – be open to new ideas and responsive to the possibility of change;
- Dependability – prepare in advance and attend and participate in meetings.

The CSEG Board Committee should always keep the best interests of the CSEG and its members and Sponsors in mind.

Training and CSEG Board Committee Development

Individual CSEG Board Committee Officer and Director Development

Orientation

It is the responsibility of all new Officers and Directors to attend the CSEG Board Orientation. It is the responsibility of the Managing Director and the President to provide that orientation. Orientation will be provided for all Officers and Directors shortly after their election or appointment.

Orientation includes:

- Review of CSEG Governance Document and Bylaws, including responsibilities of Directors;
- Review of CSEG Mandate and Mission, Objectives;
- Overview of recent CSEG and Foundation history, including highlights and challenges;
- Discussion of CSEG strategy plans and need for balance and efficient operation of the activities of the organization;
- Question and Answer session.

CSEG Board Committee Officer and Director Training and Development

- Attend seminars or courses, as needed.

Strategic Planning

Strategic Planning is a key responsibility for the CSEG Officers and all Directors. It shall occur as directed by the Managing Director and President, but at least every two to three years. The Strategic Planning session will include the (acting) Managing Director and the CSEG Board. It shall include:

- Review of existing plan;
- Discussion of balance of operations and volunteer workload so as to efficiently operate the various activities of the CSEG;
- Discussion of budget process, funding and financial operations;
- Review and discussion of the various Director and Officer functions and Committees' actions and activities;
- Review of CSEG Board Committee efficiency and its ability to operate collegially and efficiently;
- Discussion of processes and training to improve Officers' and Directors' abilities and the CSEG Board Committee function, and action plans as necessary;
- Update of Strategic Plan as consistent with Mandate, Mission and Objectives.

CSEG Rules of Procedures for Electronic Voting

Approved by CSEG Members at the AGM, March 30, 2016.

The CSEG Bylaws state that from time to time, certain decisions can be taken by electronic voting.

At Annual and Special Meetings five percent of eligible voters attending shall constitute a quorum, provided that the entire voting membership has been duly notified at least twenty-one (21) days in advance of the meeting. If there is a need for membership voting (i.e. Bylaw changes), electronic media voting can replace AGM or Special Meeting voting given that some topics (i.e. Bylaw changes) require time to process for voting and would be too lengthy for an AGM or Special Meeting.

These rules regulate the procedure of electronic voting (specifically an “Electronic Voting Event”) and how results are calculated. The intention of these rules is to provide a fair and pragmatic way to allow the CSEG to make decisions by electronic voting.

1. Who can vote

- 1.1 All eligible members of the CSEG who are active at the time the voting period is started and have the right to cast a vote. (Only Active, Retired or Honorary Members. Student Members are not eligible to vote)
- 1.2 The prerequisite for taking part in electronic votes is a valid email address in the CSEG membership contact database.
- 1.3 The CSEG staff is responsible for capturing the members’ email address through membership renewals and subsequent database updates. The CSEG members are responsible for updating their own contact information through the Member Login process.

2. General Procedure for an Electronic Voting Event

- 2.1 An Electronic Voting Event is initiated, discussed and approved by the CSEG Board Committee. After the approval, the voting period is started. The voting is finished by calculating and publishing the voting results.
- 2.2 Results of electronic votes are effective immediately following publication of the results unless otherwise stated.
- 2.3 A CSEG Board Committee may require debate on the particular issue to be decided at a meeting, and request that the President and Managing Director stop the electronic vote.

3. Start of Voting

- 3.1 The voting is started by emailing electronic ballots to all active CSEG Members eligible to vote.
- 3.2 The ballots must include the text of the proposal which is being voted upon and any notations of revisions.

4. Voting Period

- 4.1 The voting period is started by sending out the electronic ballots. Unless specified otherwise (in special circumstances when time is of the essence), the voting period lasts for one week.
- 4.2 During the voting period, all eligible voting Members cast their votes.
- 4.3 Only votes cast within the voting period are considered for the results of the voting.

- 4.4 The Managing Director may at any time, and at their discretion, issue reminders to the Membership about the voting underway.
- 4.5 The end of the Voting Period constitutes the closure of the Electronic Voting Event.

5. Voting Report

- 5.1 After the voting period, all cast votes are counted by the third party or Managing Director and the results of the voting are reviewed with the President.
- 5.2 Unless there are any observed irregularities, the results of the vote are published to the CSEG Members in a Voting Report created by the Managing Director and approved by the President by sending them to the CSEG's members email distribution list.
- 5.3 A Motion under vote is considered passed if there are more "Yes" than "No" votes and the vote is valid according to the review by the President and Managing Director.
- 5.4 If the voting results indicate an equal number of "Yes" and "No" votes (a tie), and there is sufficient Quorum, the President will cast the deciding vote.
- 5.5 The Voting Report includes the number of members eligible to vote, the total number of votes received, the number of votes for each available voting option, and whether or not the Motion was passed. The report will also include a statement by the President that the voting process was correctly adhered to and that in his/her opinion the vote is valid.
- 5.6 The Voting Report will be entered into the Minutes of the CSEG Board Committee meeting following the completion of the Electronic Voting Event.

6. Quorum

- 6.1 The result of an Electronic Voting Event only becomes effective when the number of votes which have chosen an option of "Yes", "No", or "Abstain" is greater than 33 percent of the number of active Members eligible to vote.
- 6.2 If this quorum is not reached, the vote is considered invalid. An invalid vote can be repeated, but not before a period of two weeks has passed between publishing the results of the invalid vote and the proposal for the repeated vote.

7. Anonymity

- 7.1 Electronic votes are anonymous.
- 7.2 Information about which Officers, Directors or members participated in the vote and for which option they voted is not disclosed. The Managing Director is allowed to track this information for technically executing the vote but is forbidden to disclose confidential information.
- 7.3 The information must not be used for other purposes and must not be made available to anyone else.

CSEGPolicies and Procedures

Alcohol Policy

Approved by the CSEG Foundation Board of Directors on April 12, 2016 and the CSEG Board on April 26, 2016.

Definitions:

Commercial Host: One who sells alcohol either on their own or another's behalf. They are legally required to have a licence.

Social Host: One who provides alcohol in a private location such as their home or business. They are not legally required to have a licence.

All committees are instructed to make all attendees, by announcement at each event where alcohol will be served, very aware to "not drink and drive" and "to consume alcohol in a responsible way". Should a committee member observe that an attendee appears impaired, the member should conduct due diligence in notifying the attendee that he/she should not drive if impaired and make reasonable attempt to stop the attendee from driving if impaired.

If alcohol is a part of an event where there is a commercial host (a business profiting from the sale of alcohol), the representatives shall not provide more than 2 drink tickets to each attendee if the event is longer than 2 hours. If an event is less than 2 hours, the representatives shall not provide more than 1 drink ticket to each attendee. Organizers (CSEG committee members) should remind commercial host servers (prior to or at the commencement of the function) to not continue to serve attendees who appear impaired and to notify organizers of the apparently impaired attendees.

If alcohol is a part of an event where committee members are social hosts (hosting a private event usually in their home or another private venue), those members are instructed to make all attendees very aware, by announcement at each event, to "not drink and drive" and "to consume alcohol in a responsible way". Should a committee member observe that an attendee appears impaired, the member should conduct due diligence in notifying the attendee that he/she should not drive if impaired and make reasonable attempt to stop the attendee from driving if impaired.

References:

Bennett Jones LLP, Host Liability Booklet, Ninth Edition, June 2013

[http://www.bennettjones.com/uploadedFiles/Publications/Guides/HostLiability%20-%20December%202013%20\(9th%20Ed\).pdf](http://www.bennettjones.com/uploadedFiles/Publications/Guides/HostLiability%20-%20December%202013%20(9th%20Ed).pdf)

Field Law, Michael Doerksen, Party On? Supreme Court of Canada Rules on Liability of Social Hosts for Guests' Drunk Driving, May 2006

http://www.fieldlaw.com/articles/MGD_Party%20On%20Supreme%20Court%20of%20Canada%20Rules%20on%20Liability%20of%20Social%20Hosts%20for%20Guests'%20Drunk%20Driving.pdf

CSEG Investment Policy

The CSEG invests only CDIC protected vehicle (GIC's and High-Interest Savings Account). Rates are reviewed upon maturity by the Finance Director and Managing Director and reinvested or liquefied as required.

Officers' and Directors' Roles and Responsibilities

General Director or Officer Description

This job description applies to all CSEG Board members. See CSEG Bylaws for further details.

Position:	Director or Officer (Elected Volunteer)
Time commitment:	Approximately five to ten hours per month (meetings, preparation, consultation)
Term:	Two years for Directors, three years for VP/President/Past President role elected annually and announced at the Annual General Meeting

Accountability

The CSEG Board Committee are collectively accountable to the CSEG community, funders and other stakeholders. All Board members are accountable for the CSEG Boards' performance in relation to its mission and strategic objectives, and for the effective stewardship of financial and human resources. Each Director serves and is directly accountable to the Board and the President.

Authority

Individual Directors have no authority to approve actions by the CSEG, to direct staff, or to speak on behalf for the CSEG, unless given such authority by the CSEG Board Committee.

Responsibility

Directors are responsible for acting in the best long-term interests of the organization and the community and will bring to the task of informed decision-making a broad knowledge and an inclusive perspective. Directors are responsible for managing the funds budgeted by the CSEG Board Committee.

Principle Duties

Every member of the CSEG Board Committee is expected to:

- Prepare for and participate in CSEG Board Committee meetings;

- Adopt the Consent Agenda process for routine reporting and approval. Therefore, all applicable reports excluding financial reports must be delivered to the Managing Director 10 days before the CSEG Board Committee meeting. The Managing Director will email all reports, the previous meeting minutes (excluding the previous minutes to incoming Officers and Directors first meeting) and the agenda one week prior to the CSEG Board Committee meeting.
- Participate as a team player and respect CSEG Board Committee culture in helping to direct the CSEG;
- Constructively articulate alternative points of view and support CSEG Board Committee decisions once made;
- Participate in the review of the CSEG's mission and objectives and in the development of a strategic plan;
- Help the CSEG Board Committee to monitor the performance of the CSEG in relation to its mission, objectives and core values;
- Participate in the approval of the annual budget and investment plan, and monitor the financial performance of the CSEG in relation to the budget;
- Participate in and support the fundraising activities of the CSEG;
- Abide by the by-laws, code of conduct and other polices that apply to the CSEG Board Committee and CSEG Membership;
- Help establish, review and monitor policies that direct operational practices (e.g. financial management, human resource management);
- Recruit new Officers and Directors to be sent to the President who Chairs the CSEG Board Elections;
- Participate in the evaluation of the CSEG Board Committee itself (Officer and Director self-evaluation);
- Contribute to the work of the CSEG Board Committee as an Officer or Director;
- Attend and participate in the Annual General Meeting;
- Stay informed about community issues relevant to the mission of the CSEG and the interests of key stakeholders.

Removal of an Officer or Director

Any Officer or Director may be removed from the CSEG Board Committee by a two-thirds vote of the remaining CSEG Board Committee. (REF: Bylaws, Article 6, Section 7) Being absent from two-thirds of CSEG Board Committee meetings without reasonable cause will result in dismissal. Absences must be sent prior to a CSEG Board meeting to the President and Managing Director.

Director Recruitment Policy

New Board Members – Terms and Nomination Process

CSEG Board Election schedule

Nominations Committee = President (Chair) and 2 most recent available Past Presidents (Bylaws, Article VI, Section 2).

March – June CSEG Board nominations committee approaches members regarding standing for the CSEG Board

June – August CSEG Board nominations committee meets and finalizes list.

August 15 Bio & Pic's due Sept. 15th or mid September

October 1 CSEG Board nominations published on the website with an e-newsletter link. Call for open nominations from the membership requiring five supporting members.

November 1 Deadline for open nominations

December 1 CSEG Board elections open and profiles published in the RECORDER.

January 15 Elections closes

January 23 Election results provided to President. President notifies candidates.

February Incoming CSEG Board attend initial CSEG Board meeting.

March AGM VP and Asst. Directors join the CSEG Board team. Managing Directors sets up New CSEG Boards Orientation program and document distribution.

The Strategic alignment between the CSEG Board Committee and the CSEG Foundation Board exists through the role of the CSEG Board Representative as agreed upon by the CSEG Board Committee. The role is generally given to an incoming Vice-President on a three-year rotation for a three year term.

Code of Ethics

As in the CSEG Bylaws.

Membership of any class shall be contingent upon conformance with the established principles of business ethics. As an elaboration of these established principles of business ethics, the following Code of Ethics is enunciated. In order to maintain the dignity of your chosen discipline, it shall be every member's duty to:

1. Conduct your activity in the spirit of fidelity to clients and employers, fairness to employees and contractors within the context of personal honour.
2. Treat as confidential your knowledge of the business affairs, geophysical or geological information, or technical processes of clients or employers when their interests require confidentiality.
3. Inform a client or employer of any business connections, interests, or affiliations, which might influence your judgement or impair the disinterested quality of your services.
4. Accept financial or other compensation for a particular service from one source only, except with the full knowledge and consent of all interested parties.
5. Refrain from associating yourself with, or knowingly to allow the use of your name by, an enterprise of questionable character.
6. Advertise only in a manner consistent with the dignity of the Society, to refrain from using any improper or questionable methods of soliciting work and to decline to pay or to accept compensation for work secured by such improper or questionable methods.
7. Refrain from using unfair means to win advancement and to avoid injuring unfairly or maliciously, directly or indirectly, another member's reputation, business, or chances of employment.
8. Co-operate in encouraging and sustaining the geophysical community network by the interchange of general information and experience with your fellow members and with students and also with contributions to the work of technical societies, schools of applied science and the technical press.
9. Interest yourself in the public welfare and to be ready to apply your special knowledge, skill, experience and training on the public's behalf for the benefit of humankind.

Any member may for the good of the Society be suspended or expelled from the Society at any time as set forth under ARTICLE V of the Bylaws.

CSEG Code of Conduct

Director, volunteers, staff and consultants will adhere to the following Code of Conduct:

1. The CSEG members, the CSEG Board Committee and all its volunteers promote the mandate, mission and objectives of the CSEG in all dealings with the public, CSEG members and with the Foundation;
2. The CSEG members, the CSEG Board Committee and volunteers act with respect, fairness, honesty, integrity, accountability and openness in a trustworthy manner in all CSEG activities and relationships. The CSEG Board Committee respect others' opinions and treat all with equality and dignity without regard to any differentiating factors;
3. The CSEG provides a valued and positive experience for those volunteering, receiving services and those donating funds;
4. The CSEG Board Committee will fulfill its fiduciary obligations and duty of care in support of the CSEG including confidentiality, impartiality of interests and CSEG Board Committee requirements;

5. CSEG Board Committee, staff, and volunteers follow policies and procedures set by the CSEG;
6. CSEG committees, staff and volunteers shall report all integrity concerns to two of three individuals as follows: the CSEG President, Vice-President and Managing Director.

Implementation

Strict observance of the Code is fundamental to the activity and reputation of the CSEG and the CSEG Foundation. It is essential that all volunteers including those in face to face contact with the public, and all CSEG employees (permanent full-time, hourly, fixed term contract, permanent part-time), and any other third party service provider adhere to this Code. They will certify this by signing a Declaration that they have read and will abide by this Code.

Code of Conduct Declaration

I, _____ (*Director/Employee/Volunteer – please print*), have read, understand and agree to abide by the Code of Conduct of the CSEG and I understand that such adherence is a condition of my employment or volunteer work. I understand that a violation of the Code of Conduct may be grounds for termination as a volunteer or in the case of an employee immediate dismissal for just cause without notice or pay in lieu of notice.

Signed this _____ day of _____, 20_____.

(Director/Employee/Volunteer - Signature)

CSEG Board role

Conflict of Interest Policy

The CSEG's reputation as a not-for-profit professional society is the basis for inspiring trust among its volunteers, Sponsors, grantors, grantees and the general public in pursuit of its mandate/mission. There must be trust that CSEG Board Committee, volunteers and CSEG employees will act consistently in the CSEG's best interest for the CSEG to be successful.

Conflict of interest arises when a person participates in a decision or activity concerning a matter which may benefit or *be seen to* benefit that person because of his/her direct or indirect monetary or financial interests affected by or involved in that matter.

It is the duty of any person taking part in the operations of the CSEG to adhere to the Conflict of Interest Policy at all times. In the event that such a matter arises, the person shall formally disclose the interest, refrain from attempting to persuade or influence other persons participating in the decision, and shall not cast any vote on the matter.

Policy

All actions or decisions by the CSEG Board Committee and volunteers must be based on an impartial and objective assessment of the CSEG's interests in the situation, without regard to any gifts or favours from outside interests that could adversely affect, or be seen by others as possibly affecting, their judgement.

- Volunteers and members of the CSEG Board Committee shall disclose to the CSEG Board Committee prior to engaging in any activities that may be seen as conflict of interest, such as, but not limited to:
 - Having a vested interest in an external business that may provide materials or service to the CSEG or the Foundation;
 - Being offered services or materials as a result of position with the CSEG;
 - Making use of a position with the CSEG Board Committee to solicit services or materials for personal gain;
 - Utilizing CSEG services or materials for an external business;
 - Pursuing personal gain over the well-being or needs of the CSEG.
- CSEG volunteers and CSEG staff must avoid the appearance of favouritism in all of their dealings on behalf of the CSEG and not accept personal gifts from those doing business or seeking to do business with the CSEG.
- CSEG volunteers and staff must not commit the CSEG to any unauthorized expenditure or other liability and must ensure that all commitments are approved in accordance with the appropriate bylaws, regulations and policies including all appropriate consultations and approvals.
- Sole-sourcing of goods and services should not occur. All procurements of goods and services over \$10,000 should be subjected to at least three (3) bids if possible. Sole-sourcing is to be allowed if a known vendor with a past relationship to the CSEG is to be used.
- It is the responsibility of the CSEG Board Committee, volunteers or CSEG Employee (which ever applicable) to ensure that the costs of goods and services from a known vendor are fair and reasonable.

- If any decisions are to be made at a CSEG Board Committee level where there is a known conflict of interest present, the person(s) in question are to be removed from all discussions and decisions pertaining to the matter.

The CSEG President is responsible for final decisions on any potential or actual conflicts of interest. A Special Committee of the CSEG Board Committee will be set up to investigate any allegations or appeals and it is empowered to present any recommendation(s) on any potential or actual conflicts to the remaining CSEG Board Committee.

Guidelines

- If a potential conflict exists because of CSEG volunteer's personal related interest in a matter, the volunteer shall advise his/her responsible CSEG Board Committee Director, the CSEG President or CSEG Managing Director immediately.
- Any CSEG volunteer shall be considered to have potential conflict of interest where he/she has a direct or indirect financial interest in a matter involving the CSEG and where he/she could influence or appear to be able to influence any decision on that matter by the CSEG.

Anti-Harassment Policy

CSEG Anti-Harassment Policy as per SEG Policy

Preface

As a professional society, the Canadian Society of Exploration Geophysicists (CSEG) must provide an environment that encourages the free expression and exchange of scientific ideas. In pursuit of that environment, the CSEG is committed to the philosophy of equality of opportunity and treatment for all members. All functions of the Society must be conducted in a professional atmosphere in which all participants are treated with courtesy and respect. It is the responsibility of CSEG leaders, committee chairpersons, organizers of any CSEG meeting, CSEG staff, and of the members themselves to ensure that such an atmosphere is maintained. Furthermore, the rich diversity of the Society's membership and of the geophysical community in general is a resource that should be drawn upon when selecting organizing committees, invited speakers, and nominees for office and for awards.

Statement of Policy

It is the policy of CSEG that all participants in Society activities enjoy an environment free from discrimination, harassment, and retaliation. CSEG is committed to providing an atmosphere that encourages the free expression and exchange of scientific ideas. In pursuit of that ideal, the CSEG is dedicated to the philosophy of equality of opportunity and treatment for all members, regardless of gender, gender identity or expression, race, color, national or ethnic origin, religion or religious belief, age, marital status, sexual orientation, disabilities, veteran status, or any other reason not related to scientific merit. Harassment, sexual or otherwise, is a form of misconduct that undermines the integrity of Society meetings and activities. Violators of this policy will be subject to discipline.

Definition of Sexual Harassment

Sexual harassment refers to unwelcome sexual advances, requests for sexual favors, and other verbal or physical conduct of a sexual nature. Behavior and language that are welcome/acceptable to one person may be unwelcome/offensive to another. Consequently, individuals must use discretion to ensure that their words and actions communicate respect for others. This is especially important for those in positions of authority since individuals with lower rank or status may be reluctant to express their objections or

discomfort regarding unwelcome behavior. Sexual harassment does not refer to occasional compliments of a socially acceptable nature. It refers to behavior that is not welcome, is personally offensive, debilitates morale, and therefore, interferes with work effectiveness and social interaction. The following are examples of behavior that, when unwelcome, may constitute sexual harassment: sexual flirtations, advances, or propositions; verbal comments or physical actions of a sexual nature; sexually degrading words used to describe an individual; a display of sexually suggestive objects or pictures; sexually explicit jokes; unnecessary touching or touching that is known to the alleged harasser to be culturally unacceptable.

Definition of Other Harassment

Harassment on the basis of any other protected characteristic is also strictly prohibited. This conduct includes, but is not limited to the following: epithets, slurs, or negative stereotyping; threatening, intimidating, or hostile acts; denigrating jokes and display or circulation of written or graphic material that denigrates or shows hostility or aversion toward a particular group or an individual based on inclusion in a particular group.

Scope of Policy

This policy applies to all attendees at Society activities, including scientists, students, guests, staff, contractors, and exhibitors, participating in the scientific sessions, tours, and social events of any CSEG or associated society meeting or other activity.

Reporting an Incident

Advice for reporting sexual or other forms of harassment includes:

1. Inform the offender his/her behavior is offensive or unwelcomed and request that the behavior stop. Be sure to document for your records the unwelcomed behavior, as well as your request for it to stop, including any witnesses, and note when this occurred as well as when you documented. Document as close to the event as possible so that it is fresh on your mind.
2. Write everything down (times, places, nature of the incident, and comments made). Save emails, notes, etc. You should be prepared to write and sign an official letter of complaint, documenting the nature of the harassment and/or discrimination. Be as detailed as possible. Supporting documentation and statements from witnesses should be submitted with your letter.

Any individual who is involved in a CSEG event or is a CSEG member or volunteer is covered by this policy. Therefore, anyone who believes that he or she has been subjected to harassment should contact the CSEG Managing Director, CSEG President or other CSEG Board Directors and Officers. The CSEG Board of Directors and Officers include the President, Past President, President Elect, Director of Member Services, Director of Education, Director of Communications or Director of Finance.

The complainant is not required or expected to discuss the concern with the alleged offender. All complaints will be treated seriously and investigated promptly. Confidentiality will be honored to the extent permitted as long as the rights of others are not compromised.

The Investigation

Upon receipt of a written and signed complaint, the CSEG Board Committee will name an impartial investigator, usually a Society Board member. Any person with a real or perceived conflict of interest may not serve as an investigator. If a criminal or civil case is pending or under investigation by law enforcement regarding the alleged incident, no action will be taken by CSEG until the case is resolved.

The investigation, if deemed warranted, will proceed as follows:

1. In most cases, the complainant will be interviewed first and the written complaint reviewed.
2. The details of the complaint will be explained to the alleged offender by the investigator
3. The alleged offender will be given an opportunity to respond to the evidence of the complainant and to bring his or her own evidence.
4. If the facts are in dispute, further investigatory steps may include interviewing those named as witnesses.

5. If, for any reason, the investigator is in doubt about whether or how to continue, he or she will seek appropriate counsel.

6. When the investigation is complete, the investigator will report the findings to the CSEG Managing Director, CSEG President or other Society Officer, as appropriate.

Retaliation Is Prohibited

CSEG will not tolerate any form of retaliation against persons who file a complaint, serve as witnesses, or otherwise assist in the investigation. Retaliation is a serious violation of this policy and, like harassment or discrimination itself, may be subject to disciplinary action.

Disciplinary Action

Individuals engaging in behavior prohibited by this policy as well as those making allegations of harassment in bad faith will be subject to disciplinary action. Such actions range from a verbal warning to ejection from the meeting or activity in question without refund of registration fees and revocation of their membership. Repeat offenders may be subject to further disciplinary action, such as being banned from participating in future Society or affiliated society meetings or other activities. The CSEG Board of Directors is granted the right in its Bylaws to terminate the membership of any member.

Questions

Any questions regarding this policy should be directed to the CSEG Managing Director, CSEG President, or other Society Officers.

Complaint Policy

Complaints Policy and Procedure

This policy and procedure applies to complaints received by CSEG about any activities, programs, services, staff or volunteers.

a. Guiding Principles

- It is in the interest of all parties that complaints are dealt with promptly and resolved as quickly as possible.
- Review of complaints is fair, impartial and respectful to all parties.
- Complainants are advised of their options to escalate their complaint to a more senior Board Member if they are dissatisfied with treatment or outcome.
- Complainants are provided clear and understandable reasons for decisions relating to complaints.
- Updates are provided to complainants during review processes.
- Complaints are used to assist in improving services, policies and procedures.

b. Types of Complaints

Definition: A complaint is an expression of dissatisfaction about the service, actions, or lack of action by the CSEG as an organization or a staff member or volunteer acting on behalf of CSEG.

Examples include but are not limited to:

- perceived failure to do something agreed upon;

- failure to observe policy or procedures;
- error made by a staff member/volunteer; or
- unfair or discourteous actions/statements by staff member/volunteer;

Anyone personally affected can complain and his or her complaint will be reviewed in accordance with this procedure.

c. Complaint Receipt and Handling

A complaint may be received verbally (by phone or in person) or in writing (by mail, fax, email).

An employee or volunteer who receives a complaint should first determine the proper person to handle it. This will generally be the person who has the primary relationship with the complainant or has the specific knowledge that is needed to resolve the problem. It is the responsibility of the person who receives the complaint to either resolve it or transfer it to another person who can resolve it. If the complaint is transferred, the recipient must acknowledge to the transferor that he/she has received it and will act on it.

The person who initially receives the complaint should acknowledge to the complainant that the complaint has been received and will be acted on either by him/herself or another CSEG Director or Officer or the CSEG Managing Director. If a timeframe for action can be determined, that should be included in the acknowledgement. Basic contact information including name, phone number and email address should immediately be recorded.

d. Resolving the Complaint

Every effort should be made to resolve complaints received in a timely fashion. When receiving a verbal complaint, the Volunteer Committee Chair or Committee Members should listen and seek to understand the complaint, and may attempt to resolve it immediately. Complaints received in writing should be acknowledged within 2 business days and the Committee Chair should attempt to resolve the matter within 10 business days.

Where a complaint cannot be easily resolved, it should be escalated to the relevant CSEG Managing Director, CSEG President or CSEG Board member. If the complaint is about the CSEG President, the Managing Director and/or the Vice-President will handle it and vice versa. Complainants should be kept informed of the status of their complaint. Every attempt should be made to resolve escalated complaints within an additional 10 business days so that all complaints are resolved within a month of having been received.

e. Documenting the Complaint

It is necessary to keep a record of any complaint that involves a dispute over money as well as any complaint that cannot be resolved immediate (on the same day it is received). Information about such complaints must be recorded on a complaints tracking worksheet by the CSEG Managing Director. Information recorded on the worksheet includes a description of the complaint, who handled it, what was done to resolve the complaint, timeframe, and a description of the resolution.

A summary of the complaints received including number and type will be reported to the CSEG Board of Directors annually.

Whistleblower Policy

Whistleblower Policy

As volunteers and representatives of CSEG, we must practice honesty and integrity in fulfilling our responsibilities and comply with all applicable laws and regulations.

Reporting Responsibility

It is the responsibility of the CSEG Board Committee, all volunteers and CSEG employees to comply with the Code of Conduct and to report violations or suspected violations in accordance with this Whistleblower Policy.

No Retaliation

No CSEG Board member, volunteer or employee who in good faith reports a violation of the Code of Conduct shall suffer harassment, retaliation or adverse employment consequence. An employee who retaliates against someone who has reported a violation in good faith is subject to discipline up to and including termination of employment. This Whistleblower Policy is intended to encourage and enable volunteers and directors and others to raise serious concerns within the Organization prior to seeking resolution outside the Organization.

Reporting Violations

The Code of Conduct addresses the CSEG Complaints policy and suggests that employees, Board members and volunteers share their questions, concerns, suggestions or complaints with someone who can address them properly. In most cases, volunteer's Committee Chair is in the best position to address an area of concern. However, if you are not comfortable speaking with your Committee Chair, or you are not satisfied with your Committee Chair's response, you are encouraged to speak with the President or Managing Director, whom ever you are comfortable in approaching. Committee Chairs and Directors are required to report suspected violations of the Code to the President and/or Managing Director, who has specific and exclusive responsibility to investigate all reported violations. For suspected fraud, or when you are not satisfied or uncomfortable with following the CSEG's Complaints policy, individuals should contact the CSEG President or Managing Director directly.

President/Governance Chair

The CSEG President/Governance Chair is responsible for investigating and resolving all reported complaints and allegations concerning violations of the Code and, at the President's discretion, shall advise the CSEG Board Committee.

Accounting and Auditing Matters

The Finance Directors and Managing Director of the CSEG Board Committee shall address all reported concerns or complaints regarding corporate accounting practices, internal controls or auditing. The

Managing Director shall immediately notify the Finance Directors of any such complaint and work with the committee until the matter is resolved.

Acting in Good Faith

Anyone filing a complaint concerning a violation or suspected violation of the Code must be acting in good faith and have reasonable grounds for believing the information disclosed indicates a violation of the Code. Any allegations that prove not to be substantiated and which prove to have been made maliciously or knowingly to be false will be viewed as a serious disciplinary offense.

Confidentiality

Violations or suspected violations may be submitted on a confidential basis by the complainant or may be submitted anonymously. Reports of violations or suspected violations will be kept confidential to the extent possible, consistent with the need to conduct an adequate investigation.

Handling of Reported Violations

The President or Managing Director will notify the sender and acknowledge receipt of the reported violation or suspected violation within ten business days. All reports will be promptly investigated and appropriate corrective action will be taken if warranted by the investigation.

CSEG Board Performance and Evaluation

In order to be an effective CSEG Board Committee as possible, it is strongly recommended that Officers and Directors review and evaluate their performance on an annual basis. It is appropriate for the CSEG Board Committee to conduct a Self-Evaluation and Feedback Questionnaire, which provides the Officers and Directors the ability to evaluate their own performance as well as the overall CSEG Board Committee performance.

Self-evaluation by CSEG Board Committee members

Approximately nine months into the new term (e.g. December or early January), Officers and Directors are asked to evaluate:

- Their perception of the CSEG Board Committee's efficiency;
- Their own effectiveness by participating in a written Self-Evaluation and Feedback Questionnaire. This will provide each CSEG Board Committee member with the opportunity to provide feedback on such items as:
 - Process – are the meetings efficient, meeting goals, getting things done, friendly?
 - People – are you engaged and interact with others? Are you spending enough or too much time on your CSEG Board Committee job?
 - What could you do better? What would help you do a better job? What could be done better by the CSEG Board Committee and/or individuals?
 - What do you really like about the CSEG Board Committee and your role?
 - What would you like to see happen?

Reviews are confidential to the Managing Director. The Managing Director reports the findings to the President for review and then to the CSEG Board Committee.

Evaluation by a Facilitator

From time to time, or due to dynamics or issues, an outside facilitator might be useful or necessary. Past and present Directors can provide the CSEG Board Committee with potential resources should this be a necessary course of action.



Board Self-Evaluation Questionnaire

A Tool for Improving the Governance Practices
of the CSEG

Name _____ For period from _____ to _____

(optional)

CSEG Board Committee Self Evaluation Questionnaire

Questions should be answered by all CSEG Board Committee members. When completed individually, the results of Sections A, B and C should be compiled, shared and discussed by the whole Committee to determine an average group answer to each question and an overall section rating. Section D should be answered by each CSEG Board Committee member alone but not shared with the remaining Committee. Sections A, B and C should also be completed by the Managing Director. This questionnaire also includes Section E, which provides feedback to the President.

Circle the response that **best** reflects your opinion. The rating scale for each statement is: Strongly Disagree (1); Disagree (2); Maybe or Not Sure (3); Agree (4); Strongly Agree (5).

A. How Well Has the CSEG Board Committee Done Its Job?

- | | | | | | |
|---|---|---|---|---|---|
| 1. Our organization operates with a strategic plan or a set of measurable goals and priorities. | 1 | 2 | 3 | 4 | 5 |
| 2. The CSEG Board Committee's regular meeting agenda items reflects our strategic plan or priorities. | 1 | 2 | 3 | 4 | 5 |
| 3. The CSEG Board Committee has created or reviewed, in this period, some key governance job descriptions (e.g. Officers, Directors and committees. | 1 | 2 | 3 | 4 | 5 |
| 4. The CSEG Board Committee gives direction to staff on how to achieve the goals by setting, referring to, or revising policies. | 1 | 2 | 3 | 4 | 5 |
| 5. The CSEG Board Committee has identified and reviewed the organization's relationship with each of its key stakeholders. | 1 | 2 | 3 | 4 | 5 |
| 6. The CSEG Board Committee has ensured that the organization's accomplishments and challenges have been communicated to key stakeholders. | 1 | 2 | 3 | 4 | 5 |
| 7. The CSEG Board Committee has ensured that stakeholders have received reports on how our organization has used its financial and human resources. | 1 | 2 | 3 | 4 | 5 |

My overall rating (add together the total of the numbers circled):

Excellent (>26) Satisfactory (18-25) Poor (<18)

B. How Well Has the CSEG Board Committee Conducted Itself?

Circle the response that **best** reflects your opinion. The rating scale for each statement is: Strongly Disagree (1); Disagree (2); Maybe or Not Sure (3); Agree (4); Strongly Agree (5).

- | | | | | | |
|--|---|---|---|---|---|
| 1. As Officers & Directors we are aware of what is expected of us. | 1 | 2 | 3 | 4 | 5 |
| 2. The agenda of CSEG Board Committee meetings are well planned so that we are able to get through all necessary business. | 1 | 2 | 3 | 4 | 5 |
| 3. It seems like most Officers & Directors come to meetings prepared. | 1 | 2 | 3 | 4 | 5 |
| 4. We receive written reports to the CSEG Board Committee in advance of our meetings. | 1 | 2 | 3 | 4 | 5 |
| 5. All Officers & Directors participate in important CSEG Board Committee discussions. | 1 | 2 | 3 | 4 | 5 |
| 6. We do a good job encouraging and dealing with different points of view. | 1 | 2 | 3 | 4 | 5 |
| 7. We all support the decisions we make. | 1 | 2 | 3 | 4 | 5 |
| 8. The CSEG Board Committee assesses its composition and strengths in advance of recruiting new Officers & Directors. | 1 | 2 | 3 | 4 | 5 |
| 9. The CSEG Nomination Committee assumes much of the responsibility for director recruitment and orientation. | 1 | 2 | 3 | 4 | 5 |
| 10. CSEG Board Committee members have some interaction with external stakeholders between meetings. | 1 | 2 | 3 | 4 | 5 |
| 11. Our CSEG Board Committee meetings are always interesting. | | 1 | 2 | 3 | 4 |
| 5 | | | | | |
| 12. Our CSEG Board Committee meetings are frequently fun. | 1 | 2 | 3 | 4 | 5 |

My overall rating (add together the total of the numbers circled):

- Excellent (>45) Satisfactory (30-44) Poor (<30)

C. My Performance as an Individual Board Director (Not to be shared)

Circle the response that **best** reflects your opinion. The rating scale for each statement is: Strongly Disagree (1); Disagree (2); Maybe or Not Sure (3); Agree (4); Strongly Agree (5).

- | | | | | | |
|--|---|---|---|---|---|
| 1. I am aware of what is expected of me as a CSEG Board Committee member. | 1 | 2 | 3 | 4 | 5 |
| 2. I have a good record of meeting attendance. | 1 | 2 | 3 | 4 | 5 |
| 3. I read the minutes, reports and other materials in advance of the CSEG Board Committee meetings. | 1 | 2 | 3 | 4 | 5 |
| 4. I am familiar with what is in the organization’s bylaws and governing policies. | 1 | 2 | 3 | 4 | 5 |
| 5. I frequently encourage other Officers & Directors to express their opinions at CSEG Board Committee meetings. | 1 | 2 | 3 | 4 | 5 |
| 6. I am encouraged by other Officers & Directors to express my opinions at CSEG Board Committee meetings. | 1 | 2 | 3 | 4 | 5 |
| 7. I am a good listener at CSEG Board Committee meetings. | 1 | 2 | 3 | 4 | 5 |
| 8. I follow through on things I have said I would do. | 1 | 2 | 3 | 4 | 5 |
| 9. I maintain the confidentiality of all CSEG Board Committee decisions. | 1 | 2 | 3 | 4 | 5 |
| 10. When I have a different opinion than the majority, I state it. | 1 | 2 | 3 | 4 | 5 |
| 11. I support CSEG Board Committee decisions once they are made even if I do not agree with them. | 1 | 2 | 3 | 4 | 5 |
| 12. I promote the work of our organization in the community whenever I have a chance to do so. | 1 | 2 | 3 | 4 | 5 |
| 13. I stay informed about issues relevant to our mission and bring information to the attention of the CSEG Board Committee. | 1 | 2 | 3 | 4 | 5 |

My overall rating (add together the total of the numbers circled):

- Excellent (>49) Satisfactory (33-48) Poor (<33)

D. Feedback to the President (Optional)

Circle the response that **best** reflects your opinion. The rating scale for each statement is: Strongly Disagree (1); Disagree (2); Maybe or Not Sure (3); Agree (4); Strongly Agree (5).

- | | | | | | |
|--|---|---|---|---|---|
| 1. The President is well prepared for CSEG Board Committee meetings. | 1 | 2 | 3 | 4 | 5 |
| 2. The President helps the CSEG Board Committee stick to the agenda. | 1 | 2 | 3 | 4 | 5 |
| 3. The President tries hard to ensure that every Officer & Director has an opportunity to be heard. | 1 | 2 | 3 | 4 | 5 |
| 4. The President is skilled at managing different points of view | 1 | 2 | 3 | 4 | 5 |
| 5. The President has demonstrates versatility in facilitating CSEG Board Committee discussions. | 1 | 2 | 3 | 4 | 5 |
| 6. The President knows how to be direct with an individual Office or Director when their behavior needs to change. | 1 | 2 | 3 | 4 | 5 |
| 7. The President helps the CSEG Board Committee work well together. | 1 | 2 | 3 | 4 | 5 |
| 8. The President demonstrates good listening skills. | 1 | 2 | 3 | 4 | 5 |
| 9. The CSEG Board Committee supports the President. | 1 | 2 | 3 | 4 | 5 |
| 10. The President is effective in delegating responsibility amongst Officers & Directors. | 1 | 2 | 3 | 4 | 5 |
| 11. The President ensures the CSEG Board Committee is aware of his/her organizational activities outside of our meetings | 1 | 2 | 3 | 4 | 5 |

My overall rating (add together the total of the numbers circled):

- Excellent (>41) Satisfactory (28-40) Poor (<28)

E. Comments to the President (*Optional and Confidential*)

Provide any further comments or suggestions that you wish to share confidentially with the President.

Risk Management

The following section is for reference. One way to categorize different risks is to look at the four assets that all non-profit organizations have:

- People (directors, volunteers, employees, clients, Sponsors);
- Real property (includes buildings, facilities, equipment);
- Income (donations, membership fees, grants and contributions, investment earnings);
- Goodwill (reputation, stature in the community, ability to raise funds; appeal to prospective volunteers, Board Directors, and staff).

Risks differ depending on the CSEG and the CSEG Foundation organization's unique activities and holdings. For this reason we are dealing with specific risk management principles in the other subject specific areas, such as CSEG Board Committee Governance and Volunteer Management. A risk for an Officer or Director could be a lawsuit flowing from a CSEG Board Committee decision. A risk for a volunteer could be an accident while conducting a CSEG event. A risk for a building could be fire or water damage. A risk to office supplies could be theft. A risk to grants and contributions could be a change in government. A risk to goodwill could result from a scandal.

Risk management is not the same as insurance.

Proper insurance pays for legal fees, settlements or judgements in the event that the Society is sued. But too often insurance represents a large portion of a charity's total risk management effort. Insurance provides help after the problem or allegation has already occurred. It is necessary, but it is not enough; appropriate risk management can often stop problems from occurring in the first place.

The risk management process provides a framework for identifying risks and deciding what to do about them. It is easy to become overwhelmed by the huge list of risks facing an organization, but not all risks are created equally. Risk management is about assessing risks and deciding which require immediate attention.

Common insurance coverage, however, should include:

Commercial General Liability (CGL)

Covers: Bodily Injury and Property Damage, Personal Injury, Medical Payments (NO lawsuit), Tenants' Legal Liability, Endorsements like Non-Owned Automobile Liability

Directors' and Officers' Liability

Directors and officers of non-profit organizations are at risk as they can be held:

- Personally liable for their decisions;
- Liable for acts committed by other directors simply because they sit on the same Board.

<http://sectorsource.ca/managing-organization/risk-management>

Risk Tolerance Policy

The CSEG Board Committee sets or approves the risk tolerance policy for the organization. The risk tolerance policy sets out the amount of risk that the organization is willing to assume. It has two key components: appetite for risk and capacity for risk.

Risk appetite reflects the Society's willingness to take on risk – some are very risk averse, whereas others are more daring.

Capacity for risk reflects the ability to withstand risk and is based on the strength of the Society's finances, donor support, reputation and credibility, as well as the experience and competence of volunteers and staff.

Risk Identification

Risk is the chance of something happening that will have an impact on objectives. It is measured in terms of consequences and likelihood.

Risk management includes the culture, processes, and structures that are directed towards the effective management of potential opportunities and adverse effects.

Not-for-profit organizations are very diverse, which means that risks can vary depending on mandate, stakeholders, funding etc. In order to ensure that all applicable risks are “on the radar”, it can be helpful to consider categories of risk, such as:

Compliance risk: the risk of fines and other regulatory penalties for offences such as failure to remit payroll deductions, violation of privacy laws, etc.

External risk: the risk of becoming irrelevant, losing the support of funders or the public, or failing to respond to economic, demographic and other trends.

Financial risk: loss of funding, the risk of fraud, or inability to meet financial obligations.

Governance risk: the risk of ineffective oversight, poor decision-making or lack of direction.

Operational or Program risk: the risk of poor service delivery, day-to-day crises, and misuse or neglect of resources, including human capital.

Reputation risk: the risk of losing goodwill, status in the community, and the ability to raise funds and appeal to prospective volunteers.

Strategic risk: the risk of inappropriate or unrealistic programs and initiatives, or failure to keep the organization strong and relevant.

Risk Assessment

The next step is to identify the highest priority risks so that steps can be taken to address them. This can be done by using processes like risk mapping or scoring, which involve assigning values to risks based on the likelihood of occurrence and potential impact. The goal is to classify risks in terms of priority, which will help determine how to manage them and also pinpoint major risks of which the Board should remain aware.

Boards should not forget that risks are interconnected. The impact from one risk can affect the probability of other risks. Problems in one area can cause problems in another. Boards should also consider the effect of more than one risk coming to pass at the same time: while the organization might be prepared for the occurrence of one adverse event, the impact of two or more occurring simultaneously may be more than it is equipped to handle. Tools such as scenario planning can help in imagining these possibilities.

Risk Management

There are, essentially, four ways to manage risk:

Avoiding risk: This can be a legitimate strategy but can also result in missed opportunities. Before abandoning a promising idea, it makes sense to consider other ways to manage the risk.

Transferring risk: Share the risk with someone else, for example, by buying an insurance policy.

Mitigating risk: Develop procedures with checks and balances to detect and reduce the likelihood and/or severity of risks.

Accepting risk: Provided that the risk is unlikely or would not cause serious harm to the organization, it may make more sense to accept and monitor it.

In selecting risk management strategies, cost is an important consideration. The cost of managing a risk should generally be compatible with its potential consequences. The choice of risk management strategies should also be compatible with the culture of the organization and the risk tolerance policy as approved by the Board.

Ensuring that risk is on the Board's agenda

Risk is not something that should only be discussed once a year or only in response to a report from management. Directors should ensure that discussion of risk occurs regularly, for example, during strategic planning sessions and before motions to approve major programs or projects. Regular review of risk identification, assessment, and management should be part of the Board's work plan, and frequent reports should be requested on areas of key risk.

Oversight of risk is an integral part of good governance. It should not imply risk aversion. Rather, boards of directors can help guide their organizations by balancing opportunities and threats to achieve objectives in a way that is compatible with their values and tolerance for risk.

http://sectorsource.ca/sites/default/files/resources/files/beth_deazeley_dec_2009.pdf

CSEG Risk Management Policy

[to be developed in the next version]

Privacy Policy

The CSEG is committed to protecting the privacy of the personal information of staff, its volunteers, Officers and Directors, Sponsors and other stakeholders. We value the trust of those we deal with, and of the public, and recognize that maintaining this trust requires that we be transparent and accountable in how we treat the information that people choose to share with us.

During the course of our various projects and activities, the CSEG often gathers and uses personal information. Anyone from whom we collect such information should expect that it will be carefully protected and that any use of, or other dealing with, this information is subject to consent. CSEG privacy practices are designed to achieve this.

Defining personal information

Personal information is any information that can be used to distinguish, identify or contact a specific individual. This information can include an individual's opinions or beliefs, as well as facts about, or related to, the individual. Exceptions: business contact information and certain publicly available information, such as names, addresses and telephone numbers as published in telephone directories, are not considered personal information.

Information in the public domain is not subject to privacy legislation and as such is not included in this policy.

We consider donor and volunteer information always to be personal information, and do not disclose information about Sponsors or volunteers without consent.

The CSEG observes the following practices when collecting, maintaining and using personal information:

Consent

An individual's consent is required regarding the collection and proposed use of personal information when information is collected. Consent can be either express or implied and can be provided directly by the individual or by an authorized representative. Express consent can be given orally, electronically or in writing. Implied consent is consent that can reasonably be inferred from an individual's action or inaction. An individual's consent is required before confidential information is released to outside parties.

Limited Collection

The collection of personal information is limited to that which is relevant and necessary to our programs and fundraising efforts. The CSEG shall not make unwarranted or intrusive inquiries into a donor or prospect's gift history or personal life. The CSEG attributes all data that it collects.

Limited Use, Disclosure and Retention

Personal information shall not be used or disclosed for purposes other than those for which it was collected, except with the consent of the individual or as required by law. Personal information shall be retained only as long as necessary for the fulfillment of those purposes.

Accuracy

Personal information shall be as complete, accurate and up-to-date as possible. Sponsors are encouraged to review, correct and update personal information.

Security Safeguards

Personal information gathered by the CSEG shall be kept in confidence. The CSEG personnel shall be authorized to access personal information based only on their need to deal with the information for the reason(s) for which it was obtained.

Appropriate physical and electronic measures shall be used to ensure personal information is secure. Access to donor and volunteer records shall be limited to those who require such information to fulfill their job responsibilities. Special protection shall be given to all records pertaining to anonymous Sponsors. The confidentiality of donor and volunteer records shall continue after the relationship with the individual has ended.

Confidentiality

Sponsors who request that their name and/or the amount of the gift not be publicly released shall remain anonymous. Only the Directors who are required to know the details will be privy to this information.

Openness

Upon request, individuals shall be given access to the information in their record.