

Board Governance

The SONICS Inc Board consists of three Directors as well as committee representatives. When referring to the entire Board, *the Board* is used. When referring to individuals of the Board, *Director(s)* is used. When *Members* is used, the document is referring to any members of SONICS, who may or may not be elected Directors of the Board.

The SONICS Policy Manual Approved on February 2, 2015.

SONICS INC POLICY MANUAL

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No: GO1		Title: <i>Mission Statement</i>	
Type: Governance		Authority: Board	
Originated: 2-14-15		Review: Annually	
Amended:			

The Mission of Southern Onkwehon:we Nishnabec Indigenous Communications Society (SONICS) Inc. and their CKRZ 100.3 FM Radio Station is to foster and increase the cultural awareness of the people of the Six Nations of the Grand River and New Credit of the Mississauga communities; and to preserve, enrich, and perpetuate the languages of the Onkwehon:we and the Nishinabec.

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No: GO2	Title: <i>Constitution</i>
Type: Governance	Authority: Board
Originated: 2-14-15	Review: Annually
Amended:	

CONSTITUTION:

Preamble

This Constitution is subject to change as recommended by the SONICS Membership, Board of Directors, or governing bodies such as the CRTC.

Purpose of the Board

The purpose of the SONICS according to the Objects and Purpose statements is:

- i. To foster and increase the cultural awareness of the people of the Six Nations and New Credit communities;
- ii. To preserve, enrich, and perpetuate the languages of the Onkwehon:we and the 'Nishinabec;
- iii. To act as a communications and electronic medium for all aspects of Onkwehon:we and Nishinabec culture, and to advance the education of such to the Six Nations and the New Credit communities;
- iv. To make the adjoining communities to the Six Nations and the New Credit communities aware of our culture, and promote a cross-cultural line of communication;
- v. To operate a radio station that will serve the Six Nations and New Credit communities for the purpose of promoting Onkwehon:we and Nishinabec culture and communication;
- vi. To do all the things that are required for the operation of a radio and communications and electronic medium or to accomplish the objects above, including, but not limited to, hiring and paying staff; leasing, buying or erecting equipment; selling air time to advertisers; and seeking funds from public or private sources.

Code of Ethics Unity and Loyalty

The SONICS Board works as one body with one voice within. Once decisions are made, all members of the Board must behave with unity and loyalty to that one voice.

Organization of the Board

In accordance with the Corporations Act, the Board shall consist of no less than three and no more than five members with a fixed number held within the By-Laws, this current fixed number is three Directors. The ED, as an Officer of the Board, is bound by all by-laws, governance, and code of conduct of the Board. The Board shall appoint all Officers and Titles of the Board including a President, Secretary, and Treasurer.

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Powers and Duties of the Board

The Board shall hold regular monthly meetings with no fewer than 10 meetings held annually and one Annual General Meeting.

The President or any two members of a Board may summon a special meeting of the Board by giving at least two days' notice to each member specifying the purpose for which the meeting is called. The Board may forego the two days' notice in emergency or time sensitive matters; however, all Directors must agree to move up the deadline and quorum must be attained.

The presence of a majority of Directors constituting the Board is necessary for the transaction of business at any general or special meeting. The President of the Board may vote with the Board unless the Board determines, by resolution, to have the President not vote with the other members of the Board.

The Board shall serve without honoraria for attendance and service at meetings. This includes Board established committees. They may be reimbursed by the Board for pre-approved travel and other expenses incurred in carrying out their duties as members of the Board.

The Board may appoint and remove such officers and servants as it deems necessary, determine the terms of their employment, fix their remuneration, and prescribe their duties.

Ratified December 8, 2014

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No: GO3	Title: <i>Vision Statements</i>
Type: Governance	Authority: Board
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Amended:	

Vision for SONICS's Future

SONICS Inc and CKRZ 100.3 Station is a self-sufficient station which can support a full complement of staff and departments to provide services and programs throughout Southern Ontario with an outcome of advancing the agenda of improved awareness of Aboriginal issues, news, artists, and history.

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No: GO4		Title: <i>Purpose of the Board</i>	
Type: Governance		Authority: Board	
Originated: 2-14-15		Review: Annually	
Amended:		Previously:	
Related Policies		<ul style="list-style-type: none"> • By-laws 	
Associated Documents		<ul style="list-style-type: none"> • CRTC Type B License • Promise of Performance • Corporations Act 	
Implementation Procedures		<ul style="list-style-type: none"> • 	

The SONICS Board shall seek to provide a comprehensive and efficient broadcasting service that reflects the Six Nations and New Credit communities' unique needs.

The SONICS Board:

1. Bears legal responsibility for the SONICS Inc and CKRZ 100.3 station;
2. Determines and adopts written policies to govern the operation of the Board and the Station;
3. Understands the broadcasting-related needs of the community;
4. Determines the goals and objectives of SONICS and ensures adequate funding to fulfill these goals;
5. Fixes the dates and times for regular meetings of the Board and the mode of calling and conducting them, and ensures that full and correct minutes are kept;
6. Makes provision for insuring the Board's real and personal property;
7. Hires a competent and qualified Executive Director (ED); evaluates and fixes the rate of pay of the ED, and if necessary, dismisses the ED;
8. Works with the ED to prepare a budget adequate to carry out the SONICS's goals, the needs of CKRZ, and combined tasks and objectives;
9. Ensures that the Station is operated in accordance with the Promise of Performance (PoP), CRTC Type B License, and all Industry Canada standards.
10. Approves and submits all reports required or requested by CRTC and Industry Canada, as well as all local, provincial, and federal funders.

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No: GO5	Title: <i>Code of Conduct</i>
Type: Governance	Authority: Board
Originated: 2-14-15	Review: Annually
Amended:	Previously:
Related Policies	•
Associated Documents	•
Implementation Procedures	•

The primary goal of a director is to ensure that SONICS and CKRZ provide the highest quality service as a broadcaster. To this end, the SONICS Directors should observe ethical standards with truth, integrity, and honour.

1. All Directors of the SONICS Board are expected to behave in a manner which is professional and which upholds the safety and respect of the listeners.
2. As volunteers of SONICS, it is expected that Directors shall behave in accordance with the:
 - 2.1. Off-Air Volunteer Statement; and
 - 2.2. Code of Ethics.
3. A primary role of the Director is to ensure the safety and productive use of the SONICS assets. Therefore:
 - 3.1. Infractions should be brought to the President for consideration.
 - 3.2. In the event that the President is the responsible party, the Vice-President should be consulted in his/her place.
 - 3.3. A Special Meeting (In-Camera) should be called to discuss the conditions of the incident when members of the Board, including the responsible party, are available.
 - 3.3.1. Meetings should not be called at times where the responsible party would be excluded.
 - 3.3.2. At this meeting a discussion of the event by the concerned Directors, response by the responsible party, and resolution of a suitable course of action should occur.
 - 3.4. After discussions, the Board shall first make a determination that a course of action is necessary.
 - 3.4.1. Second, the Board shall discuss appropriate action options and finally vote on the implementation of the actions.
 - 3.4.2. In this vote the responsible party, although present, shall not have a vote.
 - 3.5. No exclusion of members should occur during discussions, deliberations, and/or voting, unless a Director deems that they themselves are in Conflict of Interest within the proceedings.
 - 3.6. Action for lesser offences may include sanctions by the Board and more significant cases would include the removal of Directors from the Board by majority vote.

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4. Guiding Principles

- 4.1 Act in the interests of listeners and the larger communities served, over and above personal interests;
- 4.2 Express individual viewpoints but work harmoniously with the Board toward consensus as much as possible;
- 4.3 Speak with "one voice" once a decision is reached and a resolution is passed by the Board;
- 4.4 Respect Board authority since individuals may not act on behalf of the Board unless specifically designated by the Board. This includes interaction with the public or the media; and
- 4.5 Refrain from individually directing the ED or other staff.

Additional Code of Conduct for SONICS Inc Board President includes:

- 4.6 Assumes no authority to make decisions outside Board-approved mandate; and
- 4.7 Assumes no authority to speak for the Board on issues not yet decided.

5. Financial Accountability

- 5.1 Avoid situations where personal advantage or financial benefits may be gained and do not use "inside information" in personal or private business;
- 5.2 Avoid using position to obtain employment for self, family, or friends; and
- 5.3 Withdraw from the Board if seeking ongoing employment with the SONICS.

6. Professional Accountability

- 6.1 Respect the agenda and abide by Board decisions on rules of order;
- 6.2 Attend regularly and inform appropriate persons about expected absences before meetings. Deal promptly as a Board with lack of interest, poor attendance, disregard of policy on the part of any individual member;
- 6.3 Be prepared for all Board and committee meetings and use meeting time productively; and
- 6.4 Consider short and long term effects of decisions.

Additional Code of Conduct for the Board President:

- 6.5 Ensures all issues that belong to Board governance are brought to the Board for consideration and all relevant material is available; and
- 6.6 Keeps deliberation fair, open, and thorough, but also efficient, timely, orderly, and to the point.

7. Personal Accountability

- 7.1 Treat others in a courteous, dignified and fair manner;
- 7.2 Encourage and respect diversity of viewpoints and skills;

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- 7.3 Take responsibility for personal professional development through continuing educational opportunities and participation in regional, provincial, and national broadcasting organizations; and
- 7.4 Support intellectual freedom in the selection of programming for the Station.

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No: GO6	Title: <i>Board Composition</i>
Type: Governance	Authority: Board
Originated: 2-14-15	Review: Annually
Amended:	Previously:
Related Policies	<ul style="list-style-type: none">• By-laws
Associated Documents	<ul style="list-style-type: none">•
Implementation Procedures	<ul style="list-style-type: none">• Appendix E: Job Fact Sheets• Appendix F: Lines of Authority

The SONICS Board is an independent group responsible for governance of the SONICS elected by the SONICS members. Roles of Governance and expectations are further described in the SONICS By-laws and in the Director Position Description: Appendix E.

SECTION I: Qualifications of Directors

1. All Directors must meet the by-law qualifications for Directorship.
2. All Directors must be current active members of SINOCS Inc.

SECTION II: Available Seats

1. According to the SONICS Inc By-laws, thee (3) Directors shall be elected with at least one Director representing New Credit and one representing Six Nations.
2. A seat becomes available when a Director resigns or when the term has reach completion.

SECTION IV: Holding of Seat

1. Members of this Board shall agree to sit on the Board for a term of three (3) years
 - 1.1. For open seats, intent to renew a seat shall be given no less than 60 days prior to the AGM.
 - 1.2. The members shall consider all interested candidates for Directorship at the AGM and vote for the appointment of any open seats.

SECTION V: Criminal Records Checks

1. All Directors are required to have a Criminal Records Check (CRC) on file.
2. New applicants shall submit a CRC as part of their application as a member.
3. Signing Officers, members of the Finance Committee and the ED must submit an updated CRC every 3 years.
4. Members of the Board are required to disclose new charges or pending charges immediately. Failure to disclose within 30 days could result in removal from the Board. Action on notification of charges is at the discretion of the Board and may include removal from the Board, suspension pending removal of charges, or acknowledgement of charges with no immediate action taken.

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5. The ED shall be required to maintain records of the Directors and their Criminal Records Checks for the Board in confidence.
 - 5.1. Records shall be maintained in a Board Dossier.
 - 5.2. A comprehensive record of date of issue shall be maintained on all active Directors, with the date of required updated, should there be one.
 - 5.3. Once an updated CRC is in place, the old CRC shall be shredded or returned to the Director.
 - 5.4. A CRC shall be shredded within one year of resignation from the Board, unless:
 - 5.4.1.1. The Director was removed by the Board and an investigation is in place; or
 - 5.4.1.2. Is involved in legal proceedings against SONICS.

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No: GO7	Title: Board Recruitment
Type: Governance	Authority: Board
Originated: 2-14-15	Review: Annually
Amended:	Previously:
Related Policies	•
Associated Documents	•
Implementation Procedures	•

1. Recruitment of Board Directors and Members of SONICS shall be an ongoing initiative of the Board.
 - 1.1. Any interested community member may submit an application for membership consideration at any time.
 - 1.2. At the time of active recruitment for positions, postings shall be made in local newspapers, on the SONICS website, and in notices available in the community. Directors are also encouraged to recruit by word of mouth.
 - 1.3. A file of all submissions shall be maintained by the ED and shall be made available to the Board at regularly scheduled meetings with discussions in-camera.
 - 1.4. For an application to be finalized by the Board, a criminal record check must be submitted. The ED shall notify all short-listed applicants for CRC submission. All CRCs must be dated within 6 months of appointment. Successful applicants shall be reimbursed for CRC.

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No: GO8	Title: <i>Roles, Responsibilities, and Training</i>
Type: Governance	Authority: Board
Originated: 2-14-15	Review: Annually
Amended:	Previously:
Related Policies	•
Associated Documents	•
Implementation Procedures	• Appendix F: Lines of Authority

SECTION I: Orientation of the Board

1. The ED shall ensure that all new Board Directors, before their first Board meeting, receive an introduction to the SONICS/CKRZ, its facilities, staff, and services.
2. Each Director shall receive a current copy of the SONICS Directors Manual. Information to be contained within this manual, includes:
 - 2.1. SONICS Policy Manual;
 - 2.2. Director job description;
 - 2.3. Current budget;
 - 2.4. Names, and contact information of other Directors and staff;
 - 2.5. A package of materials from the previous meeting (minutes, reports, etc.);
 - 2.6. Current planning document;
 - 2.7. Current copy of the CRTC License;
 - 2.8. Current copy of the Promise of Performance.
3. In addition to the original review of the Manual, the ED and President shall be available to answer questions and further discuss the by-laws, policies, and direction of SONICS following the orientation.

SECTION II: Attendance at Meetings

1. Regular attendance of all Directors at Board meetings is vital to the satisfactory conduct of Board business. In the event that a Director must be absent from any meeting, that person shall notify the Secretary prior to the day of the meeting.
2. Attendance of a meeting is preferred to be in-person, but may, in special situations, be considered by teleconference.
3. Should a Director be absent for three (3) consecutive meetings, the Board shall consider the circumstances of the absences and either
 - 3.1. pass a resolution authorizing that person to continue as a Board Director until the next meeting, or
 - 3.2. dismiss that person as a Director and appoint an interim Director to fill the seat until the next AGM.

SECTION III: Board Remuneration

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The SONICS Board aims to respect the time Directors give. The SONICS Directors, according to By-Laws and the Corporations Act, shall not receive honoraria for meetings, but may receive compensation for tasks which would otherwise be paid staff and for any pre-approved expenses.

SECTION IV: Lines of Authority

1. The Station and SONICS are organized under a Line of Authority. The communication between the Board and between the Board and Staff is described in the Authority diagram. Reporting must occur to the next level of authority (See Appendix F).
2. Reporting of the Board:
 - 2.1. The ED, who reports to the Board as a whole, communicates outside of meetings directly to the President (or Vice-President in absence).
 - 2.2. Likewise, the Directors, outside of Board meetings, should communicate information directly to the President (or Vice President in absence).
 - 2.3. Committees shall communicate on an ongoing basis in order to complete their mandate, both in and outside of regular Board meetings.
 - 2.4. In the event of outside communication with the Board, the President shall conduct phone/e-mail information dissemination. The President may request the ED to contact Directors for information dissemination purposes.
 - 2.5. In the event of phone polls for Motions, the President (or Vice-President in absence) shall conduct all phone polls. A written brief shall be submitted with:
 - 2.5.1. the script of the motion read to all Directors;
 - 2.5.2. the statement of “Carried” or “Rejected”;
 - 2.5.3. the roll call of the vote; and
 - 2.5.4. a brief statement of why the poll was required between meetings (e.g. time sensitive opportunity).
 - 2.6. Where possible an E-mail poll will be used in place of phone polls so that all Directors are ensured to receive the same information.
3. Reporting of Staff, Contractual Employees, and Consultants:
 - 3.1. The ED is responsible for the direct supervision of all staff of the Station including full time, salary, term, and fee for service.
 - 3.2. Any contractual position hired by the Board reports directly to the ED.
 - 3.3. Any Consultants hired by the Board such as Audit teams or other Board consultant’s report directly to the Board via the President (or Vice President in absence), and may be directed to work with or report to the ED by the President. Consultants may be designated to report directly to the ED and/or include the ED in formal and informal reporting, dependent on the Board mandate of the hire.
 - 3.4. No Staff or Board shall supersede the Lines of Authority unless all other avenues have been exhausted. (See Appendix F).

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SECTION V: Board Training

1. In order to be an effective Board, the Directors must have sufficient knowledge pertaining to Board governance, the CRTC Type B license, and issues that are central to the role of the broadcasting, and Aboriginal broadcasting. Ongoing training ensures that Directors focus on good governance, strategic directions, and policy implications rather than on operational details, which are the responsibility of the ED. This policy ensures that Directors have access to, and avail themselves of, training opportunities.
2. To ensure the Board has a foundation of knowledge, all new Directors shall participate in an Orientation with the ED and President.
3. To ensure ongoing education, the Board shall:
 - 3.1. Schedule time for Board training;
 - 3.2. Maintain a membership in the Canadian Association of Broadcasters or other professional organization.
4. The Board shall receive information from the ED about training and networking offered by various organizations in Ontario.
5. The cost of any training must be approved by the Board before it is undertaken.
6. Directors shall report on their participation in training events at a duly scheduled Board Meeting.
7. Directors are encouraged to participate in training opportunities that include, but are not limited to:
 - 7.1. Broadcasting;
 - 7.2. Effective governance;
 - 7.3. Planning;
 - 7.4. Advocacy;
 - 7.5. Funding development; and
 - 7.6. Decision making.

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No: GO9		Title: <i>Running of Board Meetings</i>	
Type: Governance		Authority: Board	
Originated: 2-14-15		Review: Annually	
Amended:		Previously:	
Related Policies		•	
Associated Documents		•	
Implementation Procedures		• Appendix E: Job Fact Sheets	

SECTION I: Board Meetings

1. A minimum of ten (10) monthly meetings of the SONICS Board shall be held on a regular schedule with monthly meetings a preference. Although the schedule should be a standing date and time, adjustments can be made for a legal, public, or civic holiday; Director conflicts, or conflicts with major SONICS programming, providing such arrangements are agreed upon at the preceding meeting of the Board. Regular meetings shall be held in the SONICS meeting space.
2. The President or any two Directors of the Board may summon a special meeting of the Board by:
 - 2.1. Giving each member reasonable notice by phone, e-mail, or text message;
 - 2.2. Specifying the purpose for which the meeting is called which shall be the sole business transacted at the meeting. Quorum is established when the majority of the voting Directors are present. No business of the Board shall be transacted except at a meeting at which a majority of the Board is present.
3. When the Board determines that matters should be dealt which should not be included within the public record, a motion to move into **in-camera session** must be raised, seconded and approved by a majority vote. In-Camera sessions may occur when the discussion pertains to:
 - 3.1. The security of the property of the Board;
 - 3.2. personal matters about an identifiable individual;
 - 3.3. a proposed or pending acquisition or disposition of property by the Board;
 - 3.4. labour relations or employee negotiations;
 - 3.5. litigation or potential litigation, including matters before administrative tribunals, affecting the Board; and
 - 3.6. advice that is subject to solicitor-client privilege, including communications necessary for that purpose.
4. At the conclusion of the in-camera session, a motion must be moved, seconded and approved by a majority vote to return to public session. A motion to confirm any motions approved during the in-camera session shall be made.
5. It shall be the responsibility of the ED to prepare copies of reports, minutes, and agendas prior to meetings. Further, the ED shall act as secretary of the official minutes unless he/she is removed from the meeting for an in-camera session pertaining to the ED. In this case, the President shall assign a note taker to complete in-camera resolutions and minutes which shall

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be given to the ED for inclusion in the official In-Camera minutes which shall be kept onsite but not made available for public viewing.

6. Each meeting follows the standing agenda. Certain meetings shall also have a designated Agenda Focus.

SECTION II: Quorum

1. Meetings shall be called to order as soon as the hour fixed for a meeting has arrived and a quorum is present.
2. The presence of a majority of the Board is necessary for the transaction of business at a meeting.
3. Directors who arrive late or leave early from a meeting shall be noted in the minutes.
4. As the SONICS Board is composed usually of three (3) Directors, a quorum (majority presence) is two (2) of the Directors. No business of the Board shall be transacted except at a meeting at which a majority of the Board is present.
5. Where a quorum is not present within thirty (30) minutes after the hour fixed for a meeting, the Secretary shall record the names of members present and the meeting shall stand adjourned until the next meeting or until a special meeting is called.
6. If notified by a majority of Directors of their anticipated absence from a meeting, the Secretary shall notify all members of the Board that the meeting is cancelled.
7. In the absence of the President, the Vice-President shall preside.
8. The order of business for all regular meetings of the Board shall be as follows:
 - 8.1. Call to Order
 - 8.2. Call for New Business
 - 8.3. Adoption of the Agenda
 - 8.4. Acknowledgement of Guests
 - 8.5. Declaration of Conflicts of Interest
 - 8.6. Adoption of Previous Minutes
 - 8.7. Motions of Consent
 - 8.7.1. Business Conducted in Follow-up to the Minutes
 - 8.7.2. President Report
 - 8.7.3. Committee Reports
 - 8.7.4. ED Report
 - 8.8. Finance Report
 - 8.9. Business Arising from the Minutes
 - 8.10. New Business
 - 8.10.1. Correspondence
 - 8.11. In-Camera Session [if necessary]
 - 8.12. Date of the next meeting
 - 8.13. Adjournment
9. Annual General Meetings shall have a set agenda of:
 - 9.1. Call to Order
 - 9.2. Adoption of the Agenda
 - 9.3. Declaration of Conflicts of Interest

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- 9.4. Adoption of Previous Minutes
- 9.5. President Report
- 9.6. ED Report
- 9.7. Finance Report
 - 9.7.1. Receive the Audit
 - 9.7.2. Appoint next auditor
- 9.8. By-Law Amendments
- 9.9. Election of Directors
- 9.10. Adjournment
10. All business shall be dealt with in the order of the agenda unless otherwise decided by the Board.

SECTION III: Order of Proceedings

1. It shall be the duty of the President of the SONICS Board to:
 - 1.1. Call to Order the meetings of the Board;
 - 1.2. Announce the business before the Board in the order of which it is to be acted upon;
 - 1.3. Receive and submit, in the proper manner, all motions;
 - 1.4. Put to vote all motions which are moved and seconded in the course of proceedings, and to announce the results;
 - 1.5. Decline to put to vote motions which infringe the rules of procedure;
 - 1.6. Restrain the Directors, when engaged in debate, within the rules of order;
 - 1.7. Exclude any person from a meeting for improper conduct;
 - 1.8. Enforce the observance of order and decorum among those present;
 - 1.9. Authenticate the official records, by signing policies, resolutions, and minutes of the Board;
 - 1.10. Ensure the official stamp is adhered to minutes and resolutions of the Board
 - 1.11. Inform the Board, when necessary or when referred to for the purpose, in a point of order or usage;
 - 1.12. Represent and support the Board, declaring its will, and implicitly carry out its decisions in all things;
 - 1.13. Receive all messages and communications and announce them to the Board;
 - 1.14. Ensure that the decisions of the Board are in conformity with the laws and policies governing the activities of SONICS;
 - 1.15. Liaise between the Directors; and the Board and ED;
 - 1.16. Sit ex-officio on all committees.

SECTION IV: Rules of Debate

1. In directing the course of debate, the President shall:
 - 1.1. Preserve order and decide questions of order;
 - 1.2. Designate the Director who has the floor when two or more Directors wish to speak;
 - 1.3. State all motions presented or require the Secretary to read the motion before permitting debate on the question;

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- 1.4. Put the question to a vote when all Directors wishing to speak to it have spoken once or when further debate shall not serve to advance the business before the Board.
2. In addressing the Board, no Director shall:
 - 2.1. Speak beside the question in debate;
 - 2.2. Reflect upon any prior determination of the Board except to conclude such remarks with a motion to rescind such determination;
 - 2.3. Interrupt the Director who has the floor except to raise a point of order;
 - 2.4. Speak more than once to the same question except upon the consideration of a report referred by a committee to the Board for a decision, in explanation of a statement which may have been interpreted incorrectly, or with permission of the Board after all other Director so desiring have spoken.
3. Any Director may require the question or motion under discussion to be read at any time during the debate.
4. Every Director present, when a question is put, shall vote thereon unless a Director is void from voting and discussions due to a Conflict of Interest. A Director who refuses to vote shall be deemed to vote in the affirmative.

SECTION V: Declaring a Conflict of Interest

1. A conflict of interest must be declared EACH time a SONICS Director or ED:
 - 1.1. May be seen as being motivated by considerations other than what is in the best interest of SONICS.
 - 1.2. Has a personal interest in a contract with SONICS, either as an individual or as a member of another organization.
2. When a conflict of interest is declared the President shall ask the member to withdraw from the meeting for the duration of the discussion, or to refrain from participation in the discussion, but remain in the meeting.
3. If the conflict is with the President, the Vice-President shall proceed with the meeting. If the Vice-President is also in conflict or unavailable, a member of the Board shall be named to continue the discussion.
4. If the conflict of interest is with the ED, the President may designate a member of the Board to submit minutes of the discussion for the official record.

SECTION VI: Motions

1. Making a Motion and Resolution of the Board:

- 1.1. A motion must be seconded before it can be debated, put to vote or recorded in the minutes.
- 1.2. After a motion has been properly moved and seconded, it can only be withdrawn by resolution approved by the Board.
- 1.3. A motion properly before the Board must be approved or retracted before any other motion to amend, adjourn, extend hour of proceedings, or on a matter or privilege.
- 1.4. Only one motion to amend the main motion shall be allowed.

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- 1.5. A motion for reconsideration of a question which has been decided upon but not acted upon may be made at any time by a Director who voted on the question with the majority and until the motion for reconsideration has received disposition no further discussion of the question shall be allowed.
- 1.6. The Board can waive 2nd reading on any Board motion passed which is deemed as time sensitive.
- 1.7. A friendly amendment to any motion made during the meeting may occur prior to the motion for adjournment.

2. Making a Motion In-Camera.

- 2.1. When the Board has gone into an in-camera session (see Board Policies: Running of Board Meetings #GO9) a motion can be made according to the above listed protocols.
- 2.2. Only motions pertaining to:
 - 2.2.1. Business for which the in-camera session was called or
 - 2.2.2. A motion to exit from in-camera session, thus returning to an open meeting can be made in camera.
- 2.3. Minutes shall be maintained in brief form for the motion carried and rejected in-camera. These shall be held in a separate location from the Open Board Minutes and shall not be publicly circulated.

3. Making a Resolution via Distance.

- 3.1. In the event of an emergency situation the President may require a phone or e-mail poll to immediately move on business.
- 3.2. This is seen as an extreme situation and only occurs when an emergency meeting cannot take place due to members of the Board being on holidays or other extreme cases. E-mail should be used or calls with scripted explanations. Discussions shall be limited so privileged information is not shared with one member.
- 3.3. Majority vote with no less than 2/3 of the Board must vote in affirmative for a motion to be carried.
- 3.4. The President shall vote on all phone and e-mail poll motions; and when a tie vote is present shall cast the deciding vote.
- 3.5. All motions made distance include second reading waived.

SECTION VII: Voting on Motions

1. The President may vote with the Board.
2. The ED, as an Officer of the Board, and not a member of the Board, does not cast a vote.
3. All Directors may participate in discussions, including those brought forward by committees, the President and the ED.
4. Voting shall normally be by a show of hands.
5. Upon the request of any present Director, the recorded vote shall be set into the minutes.
6. Every Director present, when a question is put, shall vote thereon unless a Director is void from voting and discussions due to a Conflict of Interest. A Director who refuses to vote shall be deemed to vote in the affirmative.

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7. Any member of the Board, or the ED may request a role call where the recorded vote for each Director is recorded in the official record.

SECTION VII: Recording of the Minutes

In the event that the Secretary is not present for all or a portion of a meeting, the President shall assign a member of the Board to assume the task for the portion of the meeting or until adjournment.

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No: GO10	Title: <i>Elected Titles within the Board</i>
Type: Governance	Authority: Board
Originated: 2-14-15	Review: Annually
Amended:	Previously: A7 6-19-08, 12-14-07; A8 6-19-08, 12-14-07
Related Policies	•
Associated Documents	•
Implementation Procedures	• Appendix E: Job Fact Sheets

SECTION I: President of the Board

1. The President of the SONICS Board acts as an official representative of SONICS Inc and in a leadership role to the Board, ensures the proper functioning of the Board and the proper conduct of Board business, in accordance with appropriate legislation and prescribed rules of procedure.
2. In addition, the President is responsible for:
 - 2.1.1. Presiding at regular and special meetings of the Board in accordance with relevant legislation, and with the rules of procedure adopted by the Board.
 - 2.1.2. Serving as an ex-officio member of all Board committees.
 - 2.1.3. Acting as an authorized signing officer of all documents pertaining to Board business.
 - 2.1.4. Representing the Board, alone or with other members of the Board, at any public or private meetings for the purpose of conducting, promoting or completing the business of the Board.
 - 2.1.5. Determining the responsibility of committees to deal with matters which arise where it is unclear which committee has responsibility, subject to eventual confirmation by the Board.
 - 2.1.6. Ensuring that vacancies on Board committees are filled as expeditiously as possible.
 - 2.1.7. Advising the Vice-President or designate, if for any reason, the President is temporarily unable to perform these functions.
3. The President shall not commit the Board to any course of action in the absence of the specific authority of the Board.
4. The term of office for the President of the SONICS Board shall be three years. The election shall take place following the AGM.

SECTION II: Vice-President of the Board

1. In the absence of the President, the Vice-President of the SONICS Board, when appointed, acts as an official representative of SONICS Inc and in a leadership role to the Board, ensures the proper functioning of the Board and the proper conduct of Board business, in accordance with appropriate legislation and prescribed rules of procedure.
2. In addition, the Vice-President is responsible for:
3. Exercising all powers and performing all duties of the President, in the absence of the President.
4. Exercising such powers and duties as may, from time to time, be assigned by the Board.

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5. The term of office of the Vice-President of the SONICS Board shall be three (3) years. The election shall take place following the AGM.
6. In the event that no Vice President is elected or president, the remainder of the Board shall appoint a Director to Chair the meeting.

SECTION III: Secretary of the Board

1. The Secretary is usually the ED, but the Board may choose to elect any member of the Board or to hire a staff person to complete the tasks of Secretary.
2. The Secretary has the primary responsibilities of:
 - 2.1. Attending all duly scheduled Board Meetings.
 - 2.2. May be required to attend Committee or other meetings for the purpose of taking minutes.
 - 2.3. Minutes Recording within Board meetings;
 - 2.4. Transcription of the minutes;
 - 2.5. Preparation of any packages of the Board meetings including compiling reports;
 - 2.6. Identify entry and exit of Director and guests during meetings;
 - 2.7. Communicating on behalf of the Board reports, resolutions, or other general correspondence; and
 - 2.8. Present minutes and/or resolutions in consumable formats to the public, when required.

SECTION IV: Treasurer of the Board

1. The Treasurer is an elected position within the Board held by either the ED or a Director.
2. The Treasurer is responsible for attending all duly scheduled Board meetings in order to:
 - 2.1. Present the monthly Trial Balances and/or Variance Income Statements;
 - 2.2. Answer all questions pertaining to the finances of the Board,
3. The Treasurer reports directly to the Board.
 - 3.1. The Quarterly Finance Report shall be presented as Information to the Board.

SECTION V: Elections

1. Elections of Director titles shall occur following the conclusion of the AGM.
2. In the event that a Director must step down from an officer position, the Directors may fill the vacancy for the duration of the term through an election.
3. In the event that the Secretary and/or Treasurer is appointed to the ED position in lieu of an elected Director, this shall be recorded in Board Resolution.

SONICS INC POLICY MANUAL

No: GO11		Title: <i>Committees of the Board</i>	
Type: Governance		Authority: Board	
Originated: 2-14-15		Review: Annually	
Amended:		Previously:	
Related Policies		•	
Associated Documents		•	
Implementation Procedures		• Appendix L: Committee Terms of Reference and Members	

SECTION I: Establishing Committees of the Board

1. The SONICS Board may use Standing or Ad Hoc Committees to further the work of the Board. This policy ensures that the Board establishes Terms of Reference (ToR) and specific duties for each of these committees, as the need arises.
 - 1.1. Committees report directly to the Board and have no authority other than to draft recommendations or prepare alternatives for the Board’s consideration.
 - 1.2. Committees operate for defined periods of time and each has a specific purpose which must be defined in written Terms of Reference.
 - 1.3. Ad hoc committees coordinate the work, do the research and draft the documents to be reviewed and adopted by the Board as a whole.
 - 1.4. An ad hoc committee that is established by the Board may include non-Board members.
 - 1.5. Meetings of committees may be called by the Chair of the committee or by a majority of the members of a committee.
 - 1.6. Committees shall not supervise or direct staff, but may request, via the ED, for staff to assist with information gathering and retrieval or in-house tasks of the Board.
2. All Committees Terms of Reference are approved with member names, mandate and duration in the Minutes and in Appendix L.

SECTION II: Establishing Standing Committees

1. The SONICS Board shall have Standing Committees to conduct the ongoing business of the Board.
2. Standing Committees are those committees of the Board which are permanent and either required in By-law or according to the Governance document. These are not Ad Hoc Committees. Standing Committees shall be entered into the Board Governance document within the Committees of the Board Policy.
3. New Standing Committees may be added if they are deemed a permanent and on-going committee of the Board.
4. Standing Committee Terms of Reference and authorization procedures shall become part of the Governance procedures and housed within the Committees of the Board Policy.
5. Standing Committees may be established by resolution and must include within the Terms of Reference:

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- 5.1. Mandate;
- 5.2. Length of member Appointment; and
- 5.3. Member names.
6. Current members, Terms of Reference, and date of renewal of membership shall be recorded in the minutes and housed, for ease of access, in Appendix L.

SECTION III: Establishing All Ad Hoc Committees

1. Ad Hoc Committees are committees of the Board which are established to complete a project or task and have a clear end of cycle.
2. They are not Standing Committees, regardless of duration of the committee.
3. Ad Hoc Committees shall be established by resolution and must include a Terms of Reference with the following:
 - 3.1. Mandate;
 - 3.2. Length of Committee or Appointment; and
 - 3.3. Member names.
4. Current Terms of Reference and Active Committees shall be recorded in Appendix L and within the Minutes of the Board.

SECTION IV: Terms of Reference for the Executive Committee [Standing]

1. The committee shall be comprised of the ED, President and one other appointed Director. If there are three Board Directors who are signing officers, a third member of this group may be added to the Executive Committee.
2. This committee shall be responsible for meeting, as needed, to prepare information for the Board.
3. This committee is available to the ED, as needed, to discuss issues between Board Meetings which are time sensitive, but not relevant enough to call a special meeting of the Board.
4. This committee may be called to meet by the ED, or may choose to meet, during the two months in which the Board does not regularly meet.
5. The executive may not make decisions on behalf of the Board.
 - 5.1. Should a recommendation be made, this shall be heard at the next duly scheduled Board Meeting.
 - 5.2. Should action be deemed immediately necessary, the Executive shall either
 - 5.2.1. Call a Special Meeting of the Board, or
 - 5.2.2. Make notice by Phone/Email Poll.
6. All activity shall be reported to the Board at the next duly scheduled meeting.

SECTION V: Terms of Reference for the ED Hiring & Evaluation Committee [Standing]

1. The committee shall consist of President, and at least one (1) additional Directors.
2. The ED Evaluation & Hiring Committee shall have two (2) responsibilities:
 - 2.1. The committee shall conduct an annual evaluation of the ED, make determinations, and present final evaluation as Information to the Board at a duly scheduled meeting. The Committee shall have the final authority pertaining to the evaluation.

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- 2.2. The second role of this Committee is to oversee the hiring of the ED. All members of the Board are encouraged to be present at Committee meetings when short listing and interviewing ED candidates. A recommendation for hire shall be made at a duly scheduled or special meeting of the Board. A resolution from the Board is required to hire an ED.
- 2.3. Should the ED request, the Committee may act as members of the Hiring Panel for staff screening and interviews. This is not required and is by the request of the ED when and at least two other staff are not available to form a hiring panel.
 - 2.3.1. When requested, the Directors shall cease to act as members of the panel.
 - 2.3.2. The ED is the Chair of the Hiring Committee panel, has a vote, and may voice additional considerations and concerns as the primary managerial and supervisory body to staff;
 - 2.3.3. Roles may include screening and interviewing applicants; and/or making an offer of hire to the best candidate.
 - 2.3.4. The ED maintains the final authority over staff hires.

SECTION VI: Terms of Reference for the Broadcasting & Programming Advisory Committee **[Standing]**

1. The committee shall consist of at least one (1) additional Director.
2. A Broadcasting Advisory Specialist, who shall be an Officer to the Board, shall be the Chair of the committee and a full voting member.
3. The Committee has the primary purpose to evaluate and recommend improvements for SONICS technologies and programs. The Committee may also:
 - 3.1. The committee shall make recommendations for programming standards including meeting the Promise of Performance and all CRTC stipulations.
 - 3.2. The committee shall be responsible for conducting any community research as requested by the Board so as to best inform the programs and services of CRKZ.
4. The committee shall meet at least quarterly but may meet more regularly as needed or requested by the ED or Board.

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No: GO12	Title: <i>ED Appointment and Responsibilities</i>
Type: Governance	Authority: Board
Originated: 2-14-15	Review: Annually
Amended:	Previously:
Related Policies	•
Associated Documents	•
Implementation Procedures	• Appendix E: Job Fact Sheet • Appendix F: Lines of Authority

1. Appointment of the ED

- 1.1. The Board, through resolution shall interview and make offer of hire to an ED.
- 1.2. The Board shall appoint the ED as an Officer to the Board.

2. Board Responsibilities to the ED

- 2.1. As an Officer of the Board, the ED reports to and is evaluated by the Board.
- 2.2. The ED is responsible for all managerial aspects of the Station. The Board does not oversee or interfere with the activities of the ED. These include:
 - 2.2.1. Day to day operations and decisions;
 - 2.2.2. Employee hire, discipline, and evaluation;
 - 2.2.3. Expensing within the Board approved budget;
 - 2.2.4. Establishing procedures, plans, and programs;
 - 2.2.5. Musical Collection Development, creating collection plans, and collection purchases;
 - 2.2.6. Accepting of donations, gifts, and in-kind (GO18);
 - 2.2.7. Applying for grants and other funding opportunities; and
 - 2.2.8. Marketing, promoting and branding of services and programs.
- 2.3. The Board shall establish a job description, hours of work, salary, and benefits for the position.
 - 2.3.1. The job description shall clearly list the duties assigned to the position and establish the reporting relationships of the ED.
 - 2.3.2. This job description shall be reviewed for amendments, updates and changes not less than every three (3) years.
- 2.4. The Board shall conduct an annual evaluation of the performance of the ED to aid in setting objectives for the next year.
- 2.5. The Board shall make notice of offer to renew or not renew contract no later than four (4) months prior to the end of the current contract.

3. ED Responsibilities to the Board

- 3.1. The ED shall normally serve as Secretary of the Board.
- 3.2. The ED shall normally service as Treasurer of the Board.
- 3.3. The ED shall be responsible for the financial bookkeeping, unless the Board appoints or contracts another agent.

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3.4. Upon receiving a notice by the Board to renew, the ED shall respond in writing within one month of intent to renew.

SONICS INC POLICY MANUAL

No: GO13	Title: <i>Policy Development, Amendment, and Review</i>
Type: Governance	Authority: Board
Originated: 2-14-15	Review: Annually
Amended:	Previously:
Related Policies	•
Associated Documents	•
Implementation Procedures	•

Preamble

The Board has the sole authority and responsibility for establishing policy. This policy directs the Board to develop and monitor policies. Policies set the framework for the governance and operations of SONICS Inc and CKRZ and provide direction to Board and staff. The policies are the tool for achieving the directed purpose and advancing the mission. Directors and staff are responsible for knowing, understanding and complying with the policies of SONICS. Procedures, Plans, Programs, Forms, and Appendices are not subject to Board approval as the development of such documents fall to the ED.

SECTION I: Types of Policies

1. The Board develops and maintains policies in four (4) areas:
 - 1.1. Board By-laws which establish the organizational structure of the Board and how it does business according to the Corporations Act.
 - 1.2. Governance policies which define the responsibilities and regulate the work of the Board. A more comprehensive interpretation of the By-laws is also included in this group of policies.
 - 1.3. Operational policies which regulate the services and day-to-day operations of the CKRZ. Within the Operational policies are all:
 - 1.3.1. Musical Collection Development policies;
 - 1.3.2. Advertising and Sales policies;
 - 1.3.3. Gaming and Bingo policies; and
 - 1.3.4. On-Air programming and broadcasting policies.
 - 1.4. Employment policies are based on the Ontario Employment Standards Act and the Health & Safety policies are based on Canada Labour Code, Part II, the and Health & Safety and provincial legislation.

SECTION II: Responsibilities

1. The Board shall:
 - 1.1. Establish a schedule to review existing policies and shall integrate this schedule into the Board agendas; and
 - 1.2. Ensure that policies comply with the Corporations Act and the CRTC Type B license, as well as any applicable by-laws and legislation.

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SECTION III: Policy Approval

1. The creation of new policies may occur at any time throughout the year.
2. New policies can only be created at a duly scheduled Board Meeting where quorum is present.
3. In the event that a new policy is created during the business of a Board Meeting, a motion and resolution shall be passed according to the current policies.
 - 3.1. This new resolution becomes policy.
 - 3.2. To change or amend current policies the Board must follow the Policy Amendments subsection of this policy.

SECTION IV: Policy Review

1. The SONICS Policy Manual shall be reviewed annually by the ED and Board, with approval and reauthorization occurring at regularly scheduled meeting.
2. The Board shall be responsible to annually review the following:
 - 2.1. All policies identified as annual or within the biennial cycle;
 - 2.2. Governance & By-law policies;
 - 2.3. New legislation affecting Employment and/or Health & Safety Policies;
 - 2.4. Salary schedules;
 - 2.5. Strategic Plan;
 - 2.6. Action Plan;
 - 2.7. Other documents of relevance to the Board's Fiduciary responsibilities including contracts and on-air volunteer agreements.

SECTION V: Policy Amendments

1. In the event that Policy Amendments are required:
 - 1.1. Notice shall have been given at the previous meeting of the Board;
 - 1.2. Said notice should be recorded in the Minutes of the previous meeting and be listed on the agenda of the meeting to which the amendment shall occur.
 - 1.3. Notice is deemed understood for any Annual Planning meetings where Policy Review is a standing agenda item.

SECTION VI: Policy Distribution

1. All policies should be documented in a standard format; numbered according to policy type and include the date of approval and the date of the next review.
2. The Board shall:
 - 2.1. Include approved policies in the *SONICS Policy Manual*;
 - 2.2. Include a complete copy of the SONICS Policies in the SONICS Staff Manual, to be available to staff;
 - 2.3. Ensure that all Board Directors and staff have access to the complete policy manual;
 - 2.4. Ensure that all Members have access to the By-laws.

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SECTION VII: Considerations

1. The development of a new policy or the revision of an existing policy can come from several sources such as:
 - 1.1. The ED;
 - 1.2. Directors;
 - 1.3. External governments (via legislation, Acts, or guidelines); and/or
 - 1.4. A member of the public.

SONICS INC POLICY MANUAL

No: GO14		Title: <i>Financial Oversight</i>	
Type: Governance		Authority: Board	
Originated: 2-14-15		Review: Annually	
Amended:		Previously:	
Related Policies		•	
Associated Documents		•	
Implementation Procedures		<ul style="list-style-type: none"> • Appendix C: Annual Finance Schedule • Appendix E: Job Fact Sheet • Appendix L: Committee Terms of Reference and Members 	

The Board is accountable to the members for the SONICS Inc and CKRZ financial affairs and asset management. The Board must ensure adequate controls are in place to manage finances and see that SONICS has adequate resources to deliver service and fulfill its mission. This policy sets out the Board’s financial practices.

SECTION I: Accountability

1. Financial year.

The Financial Year of the SONICS shall cease on the 31st day of March in each year.
2. Bank accounts.
 - 2.1. The Board shall open an account or accounts in the name of the Board in a chartered bank, trust company or credit union approved by the Board.
 - 2.2. The Board may from time to time determine the bank by resolution.
3. Signing officers.
 - 3.1. The Board shall appoint at least three signing officers, one of which may be the Treasurer.
 - 3.1.1. In accordance with auditing standards, should the ED be the primary Finance Officer, responsible for cutting cheques, the ED shall not be a signing officer. This standard of practice is deemed by Financial Auditors to be a safeguard for the ED and is not intended to limit the responsibilities of the ED.
 - 3.1.2. The ED may be the Treasurer and a signing officer, providing a separate individual, agency or department is responsible for the cutting of cheques.
 - 3.1.3. If the ED is the Treasurer, but not the Finance Officer, the ED shall be one of the three signing officers.
 - 3.2. All cheques or other orders for the payment of money in the name of the SONICS Board shall be signed by any two signing officers.
 - 3.3. Each of the Signing Officers of the Board shall pass a Criminal Records Check. Re-submission of current Criminal Records Check shall be required for Signing Officers every three (3) years).

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3.3.1. The ED shall be required to maintain records of the Signing Officers and their Criminal Records Check for the Board in confidence.

4. Budget.

- 4.1. The Board prepares annual estimates of a long-term capital budget which supports SONICS approved long term goals.
- 4.2. The Board prepares annual estimates for the fiscal year for operational purposes and ED direction.

SECTION II: Financial Monitoring

1. The Board monitors the finances in order to ensure that the ongoing financial position of SONICS is consistent with the priorities approved by the Board. The Board shall monitor the monthly financial report as prepared by the Finance Officer and Treasurer, at each meeting.
2. The accounts of the Board shall be audited, by an individual or firm with the professional authority to place judgment on the condition of SONICS financial operations.
3. Audits can be requested by any Board Member upon the death, resignation, dismissal, or other termination of the ED, Financial Officer(s) or Treasurer; and at such other times as the Board shall direct.
 - 3.1. The accounts of the SONICS Board shall be audited by an auditing firm appointed at the AGM by Member vote.
 - 3.2. An AGM Resolution should be made at the time of accepting the previous audit, so that the audit shall commence immediately following the conclusion of each financial year.
 - 3.3. The ED shall annually receive copies of the audited financial statement.
 - 3.4. The audit statements shall be made available to the ED and Board for review.
 - 3.4.1. Upon Board recommendation for approval, an AGM shall be called.
 - 3.4.2. Upon AGM approval they shall recommend to the Board the statements be approved and signatures shall follow.
 - 3.4.3. An AGM resolution is required for final approval.
 - 3.4.4. Once approved, the Audit may be released to the public and supporters.
 - 3.5. At least one (1) original signed copy shall remain on file with SONICS and be located within the financial records of the corresponding fiscal. E-copies of the completed and signed Audit shall be kept within the electronic financial records.
 - 3.6. The Board may at any time request an internal audit of the Finances and/or ED's records. It is understood by the Board that all records maintained by employees on behalf of the Board are Board property and must be available for Board business immediately and without delay.

SECTION III: Reimbursement of Expenses

1. The SONICS Board shall, upon submission of receipts, reimburse its members, Directors, or staff for pre-approved proper traveling and other expenses incurred in carrying out their assigned duties.
2. All possible expenses shall be processed through check or credit card to avoid the need for reimbursement to individuals.

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3. The ED shall maintain a petty cash accounts for both Bingo Floats and Front Desk Sales. These floats shall not exceed \$50 cash each at any time.
 - 3.1. Regular statements of expense shall be presented to the Finance Officer with supporting receipts filed within the Financial Records.
 - 3.2. Additional funds shall be requested at this time to bring the account back to the \$50 amount.
 - 3.3. These funds shall be made out in the name of the ED to deposit into the petty cash account and/or reimburse the ED for credit expenses.
4. SONICS Directors will serve without remuneration; however Directors may receive reimbursements or wages when:
 - 4.1. Directors are requested by the Board to represent SONICS, such as attending conferences;
 - 4.2. Performing SONICS functions as a member of the Board, the Director may be reimbursed for their time and expenses incurred in undertaking these activities, at a standard rate as agreed upon by the Board;
 - 4.3. Asked to perform SONICS activities that are normally paid such as interim positions, emergency replacement, or production staff, the Director may be reimbursed at the standard Staff rate.

SECTION IV: Financial Responsibilities of Executive Director (ED)

1. The ED shall submit a copy of the audited financial statement to any Ministry or Government agency requiring copies for licensure.
2. The ED is authorized to operate within the approved budget.
3. The ED may apply for any grants deemed appropriate for operations.
4. The ED may accept donations of cash, in-kind, or materials to support the operations. (See GO18)
5. The ED shall maintain Cash on Site according to the Operational Policy (See OP10).

SONICS INC POLICY MANUAL

No: GO15		Title: <i>Board Advocacy</i>	
Type: Governance		Authority: Board	
Originated: 2-14-15		Review: Annually	
Amended:		Previously:	
Related Policies		•	
Associated Documents		• .	
Implementation Procedures		•	

The Board must ensure that the Six Nations and New Credit communities are aware of the importance of the CKRZ Station and that funding bodies fully understand the important role which the Station plays to our communities. Through its advocacy work, the Board seeks to promote the profile of the Type B License and our Promise of Performance and enhance its importance to the community. This policy sets out the advocacy responsibilities of the Board.

1. The Board President (or delegate) shall be the official spokesperson for the SONICS pertaining to all issues approved by the Board.
2. In pursuing its advocacy activities, the Board and ED shall:
 - 1.1. Prepare an annual advocacy plan;
 - 1.2. Inform Six Nations and New Credit Elected Councils of the needs of within their community, the development, plans and achievements by means of annual reports;
 - 1.3. Participate regularly in activities that build relationships with individuals and organizations that share interests with those of the SONICS;
 - 1.4. Actively pursue donations and relationships that shall benefit the SONICS financially;
 - 1.5. Identify and respond to issues, concerns, and government policies that may directly or indirectly affect the SONICS and ensure that government decision-makers at all levels are aware of the value of the local broadcasting and its benefit to individuals and to the community.

SONICS INC POLICY MANUAL

No: GO16	Title: <i>Board Evaluation and Planning</i>
Type: Governance	Authority: Board
Originated: 2-14-15	Review: Annually
Amended:	Previously:
Related Policies	•
Associated Documents	•
Implementation Procedures	•

SECTION I: Board Evaluation

1. The Board shall monitor its own effectiveness in fulfilling its major responsibilities and achieving strategic goals. The evaluation process identifies key areas for improvement and the requisite follow-up action. This policy ensures that the Board assesses its effectiveness.
2. The Board shall evaluate its effectiveness on an annual basis
 - 2.1. Assessing as a Board as a whole, and
 - 2.2. Via self-assessment.
3. The President is responsible for managing the process of the evaluation.
4. The evaluation shall be done by establishing an annual Board work plan and subsequently judging performance, in the areas of:
 - 4.1. Policy Development;
 - 4.2. Planning;
 - 4.3. Advocacy;
 - 4.4. Relationship with the ED;
 - 4.5. Finance; and
 - 4.6. Board conduct and practice.
5. Brief Assessments of Meetings shall occur at the end of all duly scheduled Board meeting and may include an evaluation of individual directors and productiveness of the meeting;
6. Time shall be set aside during the Annual Planning Meeting to conduct Board evaluation.

SECTION II: Planning

1. The Board shall maintain an effective planning process for SONICS in order to fulfill its mandates. This policy establishes a formal planning process.
2. The planning process ensures that:
 - 2.1. SONICS is able to respond to changing needs and trends in the community;
 - 2.2. SONICS is able to respond to changing needs and trends in broadcasting;
 - 2.3. SONICS is able to respond to changing markets;
 - 2.4. Community input is received during the planning process;
 - 2.5. Key decision makers in the community make a long-term commitment to SONICS services;
 - 2.6. SONICS funds are responsibly expended in a deliberate and accountable manner;
 - 2.7. Continuity of services is maintained regardless of personnel changes in the Directors or staff.

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3. To this end, the Board shall:
 - 3.1. Regularly review and assess:
 - 3.1.1. Listeners needs in the community served by the Board;
 - 3.1.2. The Board's mission statement, goals and objectives;
 - 3.1.3. Current Board policy in relation to the SONICS mission statement and goals and objectives;
 - 3.1.4. The Board's effectiveness; and
 - 3.1.5. Current Board planning documents.
4. Reviewing and assessing the SONICS current environment shall be addressed through a situational analysis which may include:
 - 4.1. Community analysis - A range of community-related information with possible implications for broadcast service, including demographic data, Six Nations and New Credit community plans (or other documents), and information on local agencies and services, gathered and formally analyzed at least once every four years, and the results used in the planning of programs, broadcast needs, and SONICS Action Plans;
 - 4.2. Consultation with users – SONICS listeners and sales clients are consulted regularly concerning service provision (e.g. by means of surveys, focus groups, formal and informal interviews, open houses, suggestion box, website, etc.).

SECTION III: Strategic Planning

1. Benefits of Strategic Planning

Strategic Planning ensures that:

- 1.1. SONICS Board and staff in conjunction with their community understand what the Station and SONICS aims to achieve;
- 1.2. Board meets fiduciary responsibilities and is accountable to funders in setting priorities for the expenditure of funds allocated;
- 1.3. Continuity of service, regardless of changes in personnel, is maintained;
- 1.4. Community needs are assessed regularly and the Board and staff respond to those needs;
- 1.5. SONICS can respond to changing needs and trends in the community;
- 1.6. Key decision-makers can make a long term commitment to Broadcast services at Six Nations and New Credit, as well as our broadcasting areas.

2. Public Consultation

To maintain awareness of community needs and expectations, the public shall be consulted on a regular basis in conjunction with the on-going strategic planning process. Community consultation methods may include any or all of the following: telephone survey, community questionnaire, response forms, e-surveys, community leader interviews, focus group interviews, and public forums. Information dissemination shall primarily occur via web publishing on the SONICS and CKRZ websites.

3. The Strategic Planning Process

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- 3.1. The SONICS Inc Strategic Plan shall be developed in consultation with Board, Members, and staff, on a 10-year cycle or whatever life cycle is deemed appropriate.
- 3.2. The plan shall have an Action Plan which shall use the strategic direction of the document to identify direction for a three year process.
- 3.3. The plan shall contain the Board's *Mission Statement* and *Visions Statement*. *Strategic Directions, Objectives, Actions* and *Timelines*.
- 3.4. Each year, the ED shall formulate objectives based on the Strategic Plan and Action Plan. Achievement of these objectives shall be monitored and evaluated by the *ED Hiring and Evaluation Committee*.
- 3.5. In addition, the Board shall formulate its annual objectives to reflect the on-going monitoring, achievement, and renewal of the plan.
- 3.6. In the final year of each planning cycle, the Board and the ED shall initiate the development of new priorities, strategic directions, and actions. This shall form the basis for a renewed plan to be approved by the Board prior to the end of the life cycle of the previous plan.
- 3.7. Any Strategic Plans will be accepted as information by the Members at the next AGM.

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No: GO17		Title: <i>Leave of Absence and Bereavement</i>	
Type: Governance		Authority: Board	
Originated: 2-14-15		Review: Annually	
Amended:		Previously:	
Related Policies		•	
Associated Documents		•	
Implementation Procedures		•	

1. Leaves of Absence by Directors

- 1.1. A Leave of Absence may be accepted by the Board on personal grounds or for Compassionate Care.
- 1.2. The Board shall accept a request for a leave of three months.
 - 1.2.1. In the second month, the Director on leave shall be notified by the President to determine if they are choosing to return to the Board, in need of additional time, or resigning as Director.
 - 1.2.2. Should the person choose to resign; the succession process shall begin immediately with filling of the position in the third or fourth month.
 - 1.2.3. If a Director is on leave at the time of the AGM, the Members may vote to appoint a new Director, regardless of an active leave.
 - 1.2.4. Directors may receive multiple leaves of absence totaling more than three months, providing leaves are not requested in the same twelve month period.
- 1.3. At no time may the Board composition of Directors actively participating in the Board impact the ability to achieve the stated quorum.
- 1.4. Should extended leaves be required; or should the Board compliment be in danger of moving to a point of conflict with the quorum, the Board may reject a leave of absence or choose to appoint a replacement/fill-in Director for the period of the leave.

2. Bereavement Considerations by the Board

- 2.1. The Board shall demonstrate support of staff's and Director's immediate family loss by sending flowers or donations in the name of the SONICS Board, either to the designated funeral home or to the staff/Director directly.
 - 2.1.1. Directors in this case include those currently holding a seat, on leave, or former Directors.
 - 2.1.2. Staff includes those currently employed, on leave, or former staff.
- 2.2. The cost of flower arrangements/donations should not exceed \$100 and shall be paid out of the Board Expense account.
- 2.3. The Board may choose to send a card of compassion for extended family.

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No: GO18	Title: <i>Donations</i>
Type: Governance	Authority: Board
Originated: 2-14-15	Review: Annually
Amended:	Previously:
Related Policies	•
Associated Documents	•
Implementation Procedures	•

SECTION I: Ethics of Donations and Support

1. As a Non-Profit Organization, SONICS requires the support of individuals, businesses, organizations, and governments. As such the ED shall be responsible for:
 - 1.1. Identifying grant opportunities and applying on behalf of SONICS and the Station;
 - 1.2. Accepting monetary donations as well as those of materials and in-kind;
 - 1.3. Accepting and assisting community members in Planned Giving and Bequeaths;
 - 1.4. Working with interested partners and sponsors to support the initiatives of SONICS.
2. SONICS recognizes philanthropic gifts which support their initiatives. As such, SONICS welcomes and is thankful for monetary and material donations of any size and worth.
3. Communications and recognition of donations are donor-centered. Individuals, businesses, and organizations may make donations publicly or anonymously.
 - 3.1. Any “anonymous” donation is still recorded for auditing purpose but shall not receive a public thank you.
 - 3.2. Public donations shall be recognized in accordance with the size of the donation. This may include a letter, certificate, plaque, permanent display, or listing in public documents such as the webpage or annual reports.
4. Donors can expect to:
 - 4.1. Receive prompt acknowledgement of the gifts they make, either in person or by written acknowledgement;
 - 4.2. Have monetary donations used in the manners they request; or if no request has been made, according to the best needs of SONICS and its Station(s);
 - 4.3. In the case of large or ongoing donations, receive meaningful and measurable information on the use of their gifts and the impact within SONICS and community.
5. SONICS shall use any monetary or material donations in accordance with any conditions, limitations (e.g. 10 year donations, intended use) or requests of said donation. These conditions must be reasonable and meet the SONICS mission and goals in order to be accepted. Larger donations may include an MOU between the Board and donor.
6. SONICS does not accept any donations, partners, or sponsors as trade for any promises of ownership, control, or program management.
7. SONICS, by way of the ED, shall enter into agreements and accept donations which are legal and meet all auditing standards.
8. SONICS may reject donations, or requests for partnerships or sponsorships.

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SECTION II: Donations

1. For safe practice, the Reception Desk may not accept cash donations over \$500.
 - 1.1. Any cash donations at the desk in excess of \$50 must be accompanied by the individual's name and contact information.
 - 1.2. The Reception Desk is able to give cash receipts for any donation. These are not Qualified Tax Receipts.
2. The ED may accept cash donations below \$10,000.
 - 2.1. Donations shall be accompanied with name and contact information for the individual, group, or business donation.
 - 2.2. A cash receipt shall be given at the time of the donation. These are not Qualified Tax Receipts.
3. All donations are tracked. (e.g. An eighty-five cent sale rounded to \$1.00 shall show the change as donation and not sales revenue).
4. The ED makes all final decisions on the acceptance of monetary donations.

SECTION III: Sponsorship & Contra Deals

1. A sponsor is an individual or organization who gives cash, Contra Deal, or in-kind donation in exchange for public promotion within SONICS beyond the standard level of thanks offered to any individual or business.
2. SONICS may solicit and encourage the business community, service, and other organizations to become sponsors providing:
 - 2.1. The sponsor's product or service must not present an obvious conflict of interest with the mandate and/or operation of SONICS or Broadcasting regulations;
 - 2.2. The sponsor must have no expectation of having any impact on the overall Programming, Station operations, or any other policies or procedures of SONICS.
3. Program Sponsors are encouraged as a means of revenue and shall be approved by the ED with accompanied Terms of reference or MOU.
4. Sponsorship larger than program sponsors must be approved by the Board and be accompanied with an MOU.
5. A complete Contra Deal description and event and program sponsorship can be found within the Operational Policies.

SECTION VII: Termination of Sponsors

1. The Board reserves the right to terminate an existing sponsorship should any condition arise during the life of the sponsorship, partnership, or other agreed upon recognition that is believed or could be perceived to be in conflict with the best interests of SONICS.
2. The Board's decision to terminate any agreement is final and shall not be subject to reimbursement of any funds on behalf of SONICS or CKRZ.

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3. A Good Faith Statement explaining this clause shall be listed within the contract which states that the name associated with the Sponsorship, Partnership, and/or Naming Rights must remain in good standing during the contracted period of time, and that any negative connotations associated with the Naming shall be grounds for termination of the contract without reimbursement of funds or repossession of products. These include, but are not limited to illegal activity, charges laid, or defamation of character.
4. Should any collection, programs, or equipment cease to exist due to renovation, reprogramming, relocation or damage/loss; the contract for naming rights and recognition shall be terminated.