

NEW BRUNSWICK DENTAL ASSISTANTS ASSOCIATION
DRAFT POLICIES

February 11, 2008

SECTION 1: GOVERNANCE POLICIES

1.A. PURPOSE AND OBJECTIVES OF THE ASSOCIATION

Note: The policy document should begin with the mission, vision and strategic goals of the association. Sometimes these are referred to as Ends Policies. The Board is entirely responsible for establishing these objectives. All activity of the association, undertaken by the Board or staff, should directly relate to one or more of the stated objectives.

Mission

The NBDAA is the provincial organization for Dental Assistants that fosters opportunities for professional growth and is the voice of New Brunswick Dental Assistants.

Vision

Objectives

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1.B. GOVERNANCE PROCESS

1.B.1. Governance Principles

The Board will focus on strategic leadership that will emphasize:

- the future rather than the past;
- a clear distinction of the role of the Board and staff;
- proaction rather than reaction.

In this spirit the Board will:

- Keep its major involvement to the long-term impact of the organization, not to the means of attaining the impact.
- Direct, control and inspire the organization through the careful deliberation and establishment of policies. By being an initiator of policy and not merely a reactor to staff initiatives the Board, not the staff, will be responsible for Board performance.
- Enforce upon itself whatever discipline is needed to govern with excellence. Discipline will apply to attendance, the treatment of individual Board Directors with dignity and respect, respect of clarified roles, speaking with one voice and self-policing of tendencies to stray from rigorous governance.
- Be accountable to the membership for competent, conscientious, and effective accomplishment of its obligations as a body. It will allow no officer, individual, or committee of the Board to usurp this role or deter this discipline.
- Monitor and regularly discuss the Board's own process and performance. Ensure the continuity of improvements through systematic review and updating of governance policies.

1.B.1.A. Implementation of Governance Principles

Board Performance Review

At least annually the Board will discuss and monitor the Board's own process. The responsibility for ensuring a fair, balanced discussion will rest with the Board President. The Board calendar will note the date for this annual review.

Board Orientation

The purpose of orientation is to acquaint the Board Director with NBDAA policies and the job of an individual Board Director. While orientation should be considered an ongoing process, there are certain critical points and information that should be highlighted. A Board manual will be organized to contain this material and the Past President will review the Board information while the Office Coordinator will review information relevant to the operation of the organization.

There are three types or levels of orientation:

- Orientation to the organization
- Orientation to the Board
- Orientation to the individual role of the Board Director.

Orientation to The New Brunswick Dental Assistants Association

Orientation will cover the following:

- The broad general scope of the organization, including the mission statement, principles, values, history, and services of the organization
- The roles, relationships, and structure of the organization
- Legislation affecting the organization, Articles of Incorporation and NBDAA By-laws.

Orientation to the Board

This orientation will be done at the first meeting of new Directors. A discussion of topic items by all Board Directors will serve to re-orient existing Directors as well as introducing new Directors to these concepts. Supporting documentation such as Board governance policies will be distributed at the meeting, to be inserted into the Board manual. Discussion will focus on the following areas:

- The role of the Board as a governance unit
- A review of the Board governance model and governance policies and the basic values underlying the work of the Board
- An introduction to the Board's calendar
- The Board's relationship with other groups and organizations.

Orientation to the individual role of the Board Director

Individual expectations of Board Directors should include the following:

- Specific responsibilities, expectations, and benefits of the Board Director's job
- Level of authority and accountability of individual Directors
- Role of committees, resources available to committee Chair
- Methods of reporting and communicating
- Performance expectations for individual Board Directors.

This section of the orientation could be handled in a non-formal atmosphere.

1.B.2. Code of Conduct

The Board expects of its Directors ethical and professional conduct. This commitment includes proper use of authority and appropriate decorum in group and individual behavior when acting as Board Directors.

Board Directors must represent loyalty to the interests of the membership. This loyalty supersedes any advocacy or special interest groups, and membership on other Boards or staffs. This loyalty supersedes the personal interest of any Board Director acting as an individual consumer of the Association's services.

The Board Directors must avoid any conflict of interest with respect to their fiduciary responsibility. There must be no self-dealing or any conduct of private business or personal services between any Directors and the Association, except as procedurally controlled to assure openness, competitive opportunity, and equal access to otherwise "inside" information. The Board Directors must not use their positions to obtain for themselves, or for their family members, employment within The New Brunswick Dental Assistants Association. Should a Board Director be considered for employment, she/he must temporarily withdraw from Board deliberation, voting, and access to applicable Board information.

Board Directors may not attempt to exercise individual authority over the organization except as explicitly set forth in Board policies. Board Directors' interaction with the Office Coordinator must

recognize the lack of authority in any individual Director or group of Directors, except as noted above. Board Directors' interaction with the public, press, or other entities must recognize the same limitation and the similar inability of any Directors to speak for the Board. Board Directors' will make no judgments of the Office Coordinator or staff performance except as that performance is assessed against explicit Board policies by the official process.

Board Directors may not use Board information for their own direct benefit or advantage. This requires that the information be kept confidential whenever required in the best interest of the New Brunswick Dental Assistants Association. That part of a meeting when financial information, negotiation strategies, or intimate personnel matters may be disclosed shall be kept confidential. The proceedings of any meeting of the Board or any part of a meeting of the Board or of any committee thereof which is conducted in camera, including the minutes or any records, shall be kept in confidence by every Director of the Board and by the Office Coordinator and by any member of any committee or other person invited or permitted to attend the meeting.

Board Directors will deal with outside entities or individuals, with staff and with each other in a manner reflecting fair play, ethics, and straightforward communication.

1.B.2.A. Implementation of Code of Conduct

Board Directors must carry out duties in good faith with a reasonable degree of diligence, care and skill. If a Board Director is deemed to be negligent in carrying out their duties, given that the Board has the right to make and enforce its own laws and policies, the following guidelines will be followed:

The offending Board Director may be censured by the Board President with a letter being sent to the Board Director and his/her respective Local Affiliate outlining the circumstances and corrective actions. The offending Board Director will have an opportunity to respond to the letter

Continued offense will result in a motion of censure being brought to the Board President. This motion may result in a voluntary withdrawal or upon a vote of the majority, the Director shall be removed from all committee membership.

Continued offense by a Director of the Board will result in removal from office by a resolution as prescribed in the bylaws of the New Brunswick Dental Assistants Association. In circumstances of an extreme nature the offending Board Director will be removed from office immediately in accordance with the bylaws.

1.B.3. Role of the Board

The role of the Board is to provide strategic direction, oversight and linkage to the membership. In an association where there is no Chief Executive Officer, the Board also assumes many operational functions.

The Board defines (and redefines) the NBDAA's reason for existence. The Board determines what changes will be made, in which people's lives and at what cost, as a result of the NBDAA's existence. These are defined in the Purpose and Objectives of the Association.

The Board is responsible for the well-being of the organization. Although the Board may delegate certain functions, it is ultimately responsible for all aspects of the organization. In order to assess the state of the organization the Board requires timely and accurate information. The Board establishes policies regarding when, how and how often monitoring will occur, and who is responsible for producing this information. These are defined in the Board - Staff Relations policies.

The Board provides accountability and linkage to the ownership, that is, the NBDAA members. This requires dialogue with various constituents as to the NBDAA's definition and achievement of its mission. The responsibility is further defined in the policy "Linkage to the Ownership".

The Board defines how it will organize itself to get its work done. This requires a policy on Board resources and definition of the officer positions and committee structures. These are known as Governance Process policies.

1.B.4. Policy Process

The Board sees the development of policy as providing effective parameters and broad guidelines for the action of Board and the Office Coordinator. The following considerations will direct the Board in fulfilling its responsibility for policy-making:

In considering policy, the Board will ensure that they comply with relevant legislation or regulation and the NBDAA's mission and bylaws.

Policies will be statements of values or approaches that address:

- Purpose and Objectives - what benefits for which people or needs at what cost
- Governance Process - how the Board conceives, carries out and monitors its own tasks
- Board Means - policies that define the acceptable areas of Board and staff activity, decisions and organizational activities
- Board - Staff Relationship - the delegation of power, and monitoring the use of power thus delegated and the definition of the relationship

In setting policy, the Board will always work from the broadest, most general statement of policy, and will proceed to develop progressively more specific policies until it is satisfied that it has achieved the degree of definition necessary in that area

The Office Coordinator is responsible for the implementation of policy within the authority delegated by the Board, with the exception of policies governing the Board itself. This area is the responsibility of the Board President.

In shaping Purpose and Objectives policies, the Board will be highly visible in seeking input. Input will be sought from a variety of sources, including, but not exclusive to NBDAA members, community leaders, provincial and national stakeholders, other Boards, volunteers and paid staff members.

1.B.5. President's Roles and Responsibilities

The officers of the NBDAA will be the President, Past President and Vice President. Their duties are such as their titles by general usage indicate or as may be required by law, or as specified or assigned to them from time to time by the Board.

The President will chair all meetings of the Board and is an ex-officio member of all Board committees except the Nominations Committee. If the President is absent, unable or unwilling to act, the Vice President assumes the duties of the President.

The President's role is to ensure the integrity of the Board governance process. The President is the only person authorized to speak for the Board. The President shall ensure that the Board behaves consistently with its own rules and those legitimately imposed upon it from outside the NBDAA.

The President sets the agenda for Board meetings. Meeting deliberation will be timely, fair, orderly, and thorough, but also efficient, limited to time, and kept to the point. Robert's Rules of Order Newly Revised are observed except where the Board's bylaws supersede them. The President is empowered to chair Board meetings with all the commonly accepted power of that position (e.g., ruling, recognizing).

The President's authority extends to making executive decisions within the Purpose and Objectives policies, in cooperation with the Office Coordinator. The Board authorizes the President to supervise and direct the Office Coordinator as indicated in the Board - Staff Relations policies.

The President shall represent the NBDAA within the community in areas linked to the membership and to Board.

Inclusive of the above roles and responsibilities, the NBDAA President:

- Shall sign official documents and contracts on behalf of the Board
- Shall be responsible for calling meetings of the Board of Directors
- Shall submit a report to the Office Coordinator and newsletter editor three weeks prior to each Board meeting
- Shall hold a current membership list received from the Office Coordinator
- Shall oversee the finances of the Association in cooperation with the Office Coordinator
- Shall spend one day in the Fall and one day in the Spring in the office of the Coordinator to familiarize herself with the database and the accounting package on the computer
- Shall assist the Office Coordinator in preparing a draft budget for the Board
- Shall disburse all monies as necessary, in accordance with the Board's Financial Policies
- Shall conduct a yearly evaluation of the Office Coordinator in accordance with the Board - Staff Relations policies
- Shall be the Corporate Member representative to the Canadian Dental Assistants Association Annual General Meeting at the NBDAA's expense when finances permit, or vote by proxy
- Shall perform such other duties as may be provided in the bylaws
- Shall chair the annual general meeting and special meetings of the Association

1.B.6. Vice President's Roles and Responsibilities

The Vice President assists the President in all respects, reviews the bylaws and Board Manual yearly and recommends revisions. The NBDAA Vice President:

- Shall, in the absence or disability of the President, perform the duties of the President and shall perform such other duties as shall from time to time be imposed upon him/her by the Board

- Shall attend Board meetings and submit a report to the Office Coordinator and newsletter editor prior to the meeting
- Shall serve as Chairperson of the Bylaw and Resolutions Committee and shall be responsible to record all resolutions.
- In the absence of the immediate Past President, the President Elect shall serve as the Chairperson of the Nominations Committee
- Shall be the alternate Corporate Member Representative to the NBDAA Annual Meeting.

1.B.7. Past President's Roles and Responsibilities

The Past President acts as a resource to the Board and assumes responsibilities assigned from time to time by the Board. The NBDAA Past President;

- Shall assist the President as requested, in the performance of his/her duties
- Shall serve as Chairperson of the Nominations Committee
- Shall serve as Chairperson of the Awards Committee
- Shall attend Board meetings and submit a report to the Office Coordinator and newsletter editor prior to the meeting

1.B.8. Linkage to the Ownership

The Board acts in trust for all NBDAA members and serves as the legitimizing connection between members and the Association. Board Directors represent the interests of the profession as a whole across New Brunswick, while maintaining responsibility to ensure that the interests of the members in their Local Affiliate are adequately presented to the NBDAA.

The legal owners of the NBDAA are the members in good standing. Board Directors behave in the belief that they are trustees for the owners. This intention establishes a frame of mind that leads the Board to appropriate considerations and loyalties when resolving issues.

In order to make informed decisions on behalf of the owners the Board gathers statistical evidence of the owners' concerns, needs and demands of the NBDAA. The Board may further enhance their knowledge by reviewing articles in the media, inviting external stakeholders to present at Board meetings, engage in discussions with other Boards or public officials, and solicit opinions from key community advisors.

1.C. BOARD MEANS

The Board of Directors, working with staff, seeks to achieve the outcomes identified in the Purpose and Objectives policies. There are practical and ethical limits on the manner in which the Board achieves these outcomes. These limitations are identified in the following policies. (It is understood within Governance Process policies that the Board delegates authority to the President to work directly with staff in implementing these policies.)

1.C.1. Staff Treatment

With respect to treatment of paid and volunteer staff, the Board may not cause or allow conditions that are inhumane, unfair, or undignified. Accordingly, the Board may not:

- Discriminate among staff on other than clearly individual job-related performance and/or qualifications
- Subject staff to unsafe or unhealthy conditions
- Operate without a written staff personnel manual
- Recruit and select staff other than by a fair and open process
- Prevent staff from approaching the Board with a grievance.
- Fail to inform staff of significant policies and guiding principles of the NBDAA or significant changes affecting the NBDAA.

1.C.2. Financial Priorities

The Board wishes to ensure the long-term stability of the NBDAA, plan for orderly growth and still maintain the flexibility to respond to opportunities. In relation to these needs the Board shall not fail to allocate income according to the following priorities:

- Support to existing programs providing the need continues to be demonstrated
- Respond to new initiatives only after Board-sanctioned objectives and prerogatives are sufficiently provided for and only if new initiatives comply with Board constraints on Financial Planning and Financial Conditions
- Build a reserve fund, and
- Apply funds to retiring long-term debt such as mortgages or loans.

1.C.3. Financial Planning

With respect to planning fiscal events, the Board shall not deviate significantly from its stated Purpose and Objectives policies, or jeopardize the fiscal integrity of the NBDAA.

Accordingly, the Board may not cause or allow budgeting which:

- Contains too little information to enable accurate projections of revenues and expenses, separation of capital and operational items, cash flow and subsequent audit trails, and disclosure of planning assumptions
- Plans the expenditures in any fiscal year of more funds than are conservatively projected to be received in that period
- Allows the current assets to drop below the level required to meet the NBDAA's short term liabilities
- Provides less than sufficient funds, as defined by the President, for Board prerogatives during the year
- Deviates materially from Board-stated priorities and Purpose and Objective policies in its allocation among competing budgetary needs.

1.C.4. Financial Reserves

The NBDAA wishes to protect itself financially against unforeseen loss of income or unanticipated expense. The NBDAA also wishes to maintain a cash reserve that can be used from time to time to fund aspects of the NBDAA's operations. In relation to these needs the Board shall not fail to maintain reserve funds in an account known as the Board Reserves Fund and shall not fail to:

- Direct each years' annual surplus to reserves

- Account for the Reserves Fund in the annual financial statements of the the NBDAA
- Limit the use of the Reserves Fund to further the direct achievement of objectives according to Board-defined priorities. Any other expenditure involving use of financial reserves must be specifically authorized by the Board.

1.C.5. Financial Condition

With respect to operating the NBDAA in a sound and prudent fiscal manner, the Board may not cause nor allow the development of fiscal jeopardy or loss of allocation integrity. Accordingly, the Board may not:

- Expend more funds than have been received in the fiscal year to date unless the debt guideline (below) is met
- Indebt the NBDAA in an amount greater than can be repaid by certain, otherwise unencumbered revenues within sixty days
- Allow the President to commit on her/his own authority to any expenditure of greater than \$5,000
- Use any long term reserves, except as outlined in the Financial Reserves Policy
- Allow cash to drop below the amount needed to settle payroll and debts in a timely manner
- Allow actual allocations to deviate significantly from the Purpose and Objectives policies
- Disburse and receive funds under controls insufficient to meet Board-appointed auditor's recommendations
- Allow tax payments or other government ordered payments or filings to be overdue or inaccurately filed
- Fail to comply with guidelines of contractual obligations.

1.C.6. Asset Protection

The Board may not allow assets to be unprotected, inadequately maintained nor unnecessarily risked. Accordingly, the Board may not:

- Fail to insure against theft and casualty losses to at least seventy-five percent of replacement value
- Fail to insure against liability losses to Board Directors and staff or to the NBDAA itself in an amount for comparable organizations
- Subject property and equipment to improper wear and tear or insufficient maintenance
- Unnecessarily expose the NBDAA, the Board or staff to claims of liability
- Receive, process or disburse funds without using generally accepted accounting procedures
- Invest or hold funds in insecure instruments, including insecure or equity instruments, current accounts and bonds of less than AAA rating, or non-interest bearing accounts except where necessary to facilitate ease in operational transactions
- Acquire, encumber or dispose of real property.

1.C.7. Compensation and Benefits

With respect to employment, compensation, and benefits to employees, consultants, contract workers, and volunteers, the Board may not cause nor allow jeopardy to the NBDAA's fiscal integrity or public image. Accordingly, the Board may not establish current compensation and benefits for staff which:

- deviate significantly from the geographic or professional market for compensation and employee benefits for the skills employed
- Create obligations over a longer term than revenues can be safely projected, in no event longer than one year and in all events subject to losses of revenue
- Cause unfunded liabilities to occur or in any way commit the NBDAA to benefits, which incur unpredictable future costs
- Provide less than some basic level of benefits to all full time employees, through differential benefits to encourage longevity in key employees are not prohibited
- Allow any employee to lose benefits already incurred from any foregoing plan.

1.C.8. Communication and Advice to the Board

The Board delegates certain authority to the President and staff. However it retains ultimate responsibility for the Association. Therefore, with respect to providing information and advice to the Board, the President may not cause or allow the Board to be uninformed or misinformed. Accordingly, the President may not:

- Keep the Board unaware of relevant trends, significant staff issues, public events of the NBDAA, significant external and internal changes, particularly changes in the assumptions upon which any Board policy has previously been established.
- Fail to provide a quarterly report to the Board outlining activities of the NBDAA Office.
- Fail to gather staff and external points of view, issues, and opinions as needed for fully informed Board choices
- Fail to submit an annual report to the Board, detailing the status and progress of operations, projects and Board-defined objectives of the Association.

1.C.9. Officer Backup

With respect to protecting the Board from sudden loss of the President's services, the President may not cause nor allow insufficient officer backup.

Accordingly, the President shall ensure that a designated staff person be familiar with Board and President issues and processes. In the prolonged absence of the President, the Vice President will be responsible to delegate appropriate duties to staff in order to ensure operational continuity of the association.

The President, working with the Office Coordinator, will ensure that all essential operational information will be written and secured for availability on an emergency basis.

The Board designates the Office Coordinator as custodian of all Association records. The Office Coordinator has custody of the funds and securities of the Association; keeps full and accurate accounts of all assets, liabilities, receipts and disbursements; and assumes all responsibilities assigned by the Board.

D. BOARD - STAFF RELATIONS

1.D.1. Delegation

The Board job is generally confined to establishing topmost policies, leaving implementation and subsidiary policy development to the President and Office Coordinator. The Purpose and Objectives policies direct the Board to achieve certain results; Board Means policies constrain the Board to act within acceptable boundaries of prudence and ethics. All Board authority delegated to staff is delegated through the President, so that all authority and accountability of staff can be phrased insofar as the Board is concerned as authority and accountability of the President.

The Board may, by extending its policies, "undelegate" areas of the President's and Office Coordinator's authority, but will respect their choices so long as the delegation continues. This does not prevent the Board from obtaining information about activities in the delegated areas.

1.D.2. Office Coordinator's Job Description

The Office Coordinator serves as Secretary to the Board. In this capacity the coordinator shall:

- attend and take notes of all board and annual meetings
- keep all reports of all meetings in an organized fashion
- send minutes of the last annual meeting to Spring newsletter
- handle all correspondence of the Association as requested by the Board of Directors
- provide minutes of the previous meeting when required
- hold all correspondence of the association to be submitted to the provincial archives at the end of the secretary's term

Furthermore the Office Coordinator:

- Shall administrate all new memberships and membership renewals
- Shall collect all proof of points from membership
- Shall be responsible to notify the members of late penalty fees from the members for dues not received by October 1st
- Shall make all bank deposits
- Shall disburse all monies as necessary, approved and countersigned by the President
- Shall spend one day in the Fall and one day in the Spring with the President in order to familiarize the President with the database and financial statements
- Shall send monthly financial statements to the President
- Shall deal with all inquiries
- Shall direct inquiries about licenses to the NB Dental Society
- Shall direct dental assistant, new to the province, to the appropriate Affiliate
- Shall prepare and distribute all membership lists to the Board, Affiliates and the Office Coordinator of NBDS
- Shall provide membership packages to all students at Holland College, Oulton College and the Dental Assisting Academy of New Brunswick
- Shall submit a report as required prior to each board meeting, Annual General Meeting and newsletter Editor
- Shall collect reports from all board member and send board package to all Directors at least two (2) weeks prior to the meeting
- Shall perform all other administrative functions deemed necessary by the Board of Directors
- Shall attend all Board of Directors meeting as a non voting member
- Shall be an archivist that collects, edits and updates all NBDAA Board position portfolios

- Ensure that the filing and cataloguing system of the achieves is properly maintained
- Shall assume the duties of newsletter editor when deemed necessary by the board
- Shall collect the President's binder every two (2) years
- Shall assume the duties of Newsletter Editor when deemed necessary by the board
- Shall hold the seal, display booth, and gavel when not being used by the chairperson
- Shall assist the President in preparing a proposed budget for the annual meeting

1.D.3. Monitoring of Staff

The Board delegates responsibility for monitoring of staff to the President. Once a year the President will undertake a performance evaluation of the Office Coordinator and report this to the Board.

1.D.4. Staff Compensation

The Office Coordinator's compensation should reflect the current and appropriate salary based on the geographical and associational market.

The Board should determine the education, skills and core competency required by the Office Coordinator of the Association and the market value and compensation of these competencies, education and skills should reflect the same. The regular setting of compensation does not preclude the Board recognizing extraordinary circumstances of Office Coordinator performance. Staff compensation must be in compliance with Board Means financial limitations.

1.D.4.A. Staff Compensation - Implementation

The President and the Vice President form a committee to review compensation. The Office Coordinator prepares information for the committee including the current contract, current candidate profile and review of the Survey of Benefits and Compensation published annually by the Canadian Society of Association Executives.

The committee then negotiates a contract with the Office Coordinator to mutual satisfaction and makes a recommendation to the Board.

1.D.5. Role of Staff on Committees

A successful committee is reliant on individual Directors operating in the interest of the committee as a group and consequently the NBDAA as a whole. All Directors of a committee share responsibility in building group cohesiveness, and while respecting confidentiality, also promote openness and awareness of committee operations to the internal and external community. The role of staff on a committee is to provide consultation and support to the committee. Staff are not considered as full Directors of the committee. They are not eligible to vote. The following guidelines will apply to the role:

- Staff will assist in the preparation of committee agendas and providing pertinent data required to operate an effective committee meeting
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- Staff Directors will report monthly to the committee chairperson how many hours have been spent of the committee allocation. Extra staff hours may only be requested through the approval of the President.

SECTION 2: COMMITTEES AND REPRESENTATIVES

2.A. Committee Principles

The Board may establish committees to help carry out its responsibilities. Board committees will be used sparingly and will support the Board policy development function. Board committees may not speak or act for the Board except when formally given such authority for specific and time-limited purposes. Such authority will be carefully stated in order not to conflict with authority delegated to the President or Office Coordinator.

Board committees cannot exercise authority over staff, and in keeping with the Board's focus on the future, Board committees will ordinarily not have direct dealings with current staff operations. Further, the Board will not impede its direct delegation to the President or Office Coordinator by requiring approval of a Board committee before executive action. The Office Coordinator works for the Board, never for a Board committee or officer.

The Board will use ad hoc committees, as required, for the purpose of gathering information related to policy issues and outlining various options, and the implications of optional courses of actions. Ad hoc committees of the Board:

- shall be chaired by a Director of the Board
- may include in their composition, individuals who are not on the Board
- will receive written terms of reference from the Board
- will be disbanded once they have completed the specific tasks assigned to them.

2.A.1. Education Committee

- Shall promote and organize continuing education courses as directed by the Board
- Shall inform all Local Affiliates of any upcoming continuing education courses
- Shall keep an annual record of all educational courses offered, and sign in sheets of members attending said courses shall be submitted to the Office Coordinator for point tracking.
- Shall study and make recommendations in the field of continuing education as it relates to dental assisting
- Shall submit a report to the Office Coordinator and newsletter editor three weeks prior to all Board meetings
- The provincial Education Chairperson shall require the affiliate Education Chairperson to confirm with their signature the authenticity of proof of continuing education points for the NBDAA membership renewals. In the absence of affiliate education chairperson, the affiliate President may sign.

2.A.2. Nominations Committee

- Shall be composed of the immediate past president, who shall serve as Chairperson. In the absence of the immediate past president, the president will appoint a chairperson
- Shall be composed of two Board members and one member of the Association at large excluding the President
- Shall prepare and circulate a list of elected offices and eligibility criteria to be submitted to the newsletter before elections

- Shall ensure that there is at least one eligible nominee for each vacancy and make nominations as required.
- Shall be responsible for in ensuring all absent nominees signify in writing the nominee is willing to accept the position for which they have been nominated
- Shall circulate a list of nominees to all members present at the Annual General Meeting
- Nomination from the floor will be accepted at the AGM for any office

2.A.3. Convention Committee (Annual General Meeting)

- The Chairperson shall be appointed annually by the President in the location of the convention
- Shall develop and administer the requirements of the Provincial Convention annually including a full financial report and convention committee guidelines
- Shall function in consultation with the President Elect
- Local host receive a forgivable float to be determined year to year by the Board of Directors
- The affiliate hosting the Annual Provincial convention shall absorb any deficit exceeding the determined float.

2.A.4. Bylaws and Resolutions Committee

- Shall be composed of four or more certified NBDAA members
- Shall be responsible to review the current provincial bylaws and make the necessary amendments every year
- Shall function with the Vice President as chairperson. In the absence of the Vice President the President shall be the chairperson
- Shall serve the necessary term as dictated by the project

2.A.5. National Dental Assistants Week Committee

The NBDAA Board Member shall be responsible for promoting and coordinating Dental Assistant Recognition Week activities.

2.B. Representatives

The Board of Directors may be called upon to occasionally select a representative for various internal or external committees or projects. Such appointees will be directly responsible to the Board and as such she/he will consult with the Board prior to making any commitments on behalf of the Board.

Occasionally the NBDAA will receive a request to locate a suitable representative of dental assisting 'at large' to sit on an external committee. On such occasions the President will be responsible for locating the representative. The appointee will NOT represent the NBDAA or the Board of Directors. Such appointees are selected for their pertinent experience, and provide advice to the external committee as they see fit. They are not obligated to report to the Board, but are expected to regularly report to the Office Coordinator.

2.B.1. CDAA Director from New Brunswick

- Shall be an elected position with nominations being received from the Board.
- Shall be a certified member in good standing and have experience on a provincial or affiliate level
- Shall follow the CDAA's "Board Member Responsibilities"
- Shall be responsible for the coordination of Dental Assistants Week activities in the province
- Shall submit a report to the Board following all CDAA meetings or conference calls.
- Shall hold a current membership list provided by the Office Coordinator
- Shall attend board meetings and submit a report to the Office Coordinator and newsletter editor prior to the meeting
- The alternate representative shall be the immediate past CDAA representative
- Shall be a voting member of the NBDAA Board of Directors
- The CDAA Board member may not be elected for more than two consecutive terms of three years each

2.B.2 New Brunswick Dental Society

The NBDAA executive committee shall select three resumes in order of preference for submission to the New Brunswick Dental Society for appointment of that position. Local, provincial or National Board experience would be an asset

- Shall submit a report, attend and serve as official voting representative to all NBDS Board meetings
- Shall attend all board meetings and submit a report to the Office Coordinator and newsletter editor prior to the meeting
- Shall in regards to voting matters of NBDS Board of Directors meetings, consult if feasible with the NBDAA Board of Directors
- Shall hold a current NBDAA membership list as provided by the Office Coordinator
- The alternate rep shall be the immediate past NBDS rep
- Shall be a voting member of the NBDAA Board of Directors
- Shall be allowed to vote by proxy at the NBDAA Annual General Meeting
- The NBDS Representative shall serve a one three-year term not exceeding two consecutive terms.

SECTION 3: FINANCIAL POLICIES

3.A. Financial Procedures

3.A.1. Accounting

NBDAA financial records are kept and updated through a computer book-keeping system, using standard and generally accepted accounting principles. The Office Coordinator is directly responsible to ensure the proper maintenance of procedures and security.

Besides regularly maintaining the general cash and disbursement journal, a monthly reconciliation of the NBDAA's accounts must be performed, and kept on file in preparation for the year-end audit.

3.A.2. Bill Payments

All NBDAA payments are processed (only) from invoices received at the NBDAA office. Payments are not generated from account statements. Invoices received can be posted as payables if payment is to be made at a later time, or else they can be posted with payment. Cheque requisition forms must accompany payments for signatory approval, and all paid invoices must be retained by the NBDAA after posting to the ledgers.

Two signatures are required on all transactions. The signing officers for NBDAA accounts will be the President, Vice President, Past President and Office Coordinator.

Cheques with complete payee and amount information are sent with cheque requisitions and invoices to appropriate signatories for approval. Unless physically absent or unable to perform this duty, the Office Coordinator is to be the final signatory for any organizational payment. It is understood, however, that Governance Policies prohibit the Office Coordinator from attributing personal approval to any payment exceeding \$10,000.

Besides payroll, the following regular payments must be processed on time:

- Remittances to Receiver General (by 15th of each month)
- Rent (by the 1st of each month)
- Postage Advances (as required through Postage meter)
- Payroll (on the 15th and final day of each month).

3.A.3. Cash Deposits

Cash Deposits are performed from time to time as the Office Coordinator sees fit. Cash deposit sheets are prepared from the Daily Reports generated from the NBDAA database over a certain period (including all membership and Continuing Education transactions). Cheques or cash received from transactions outside the database must be accompanied by a stub or explanatory note regarding their origin. Cash deposits are only posted to the ledgers at the time or after the deposits have been performed.

3.A.4. Credit Card Deposits

Credit Card Deposits (Visa and Master Card) are performed on a daily basis, from the office, directly into the NBDAA's account. Postings of these deposits are performed from the Daily Report sheets generated from the NBDAA database. Merchant copies of all credit card sales slips are kept on-hand.

3.A.5. Contracts

NBDAA contractual obligations with outside organizations must be honoured and kept up to date. Current signed contracts will be kept on-site in the NBDAA office in a secure location.

Typical NBDAA contracts requiring periodic or regular attention include:

- Lease Agreement
- Leaseholder Insurance
- Board of Directors Liability Insurance
- NBDAA Printing Contracts
- Short-term Employment Contracts
- Administrative Consulting Agreements

3.A.6. Payroll

Payroll is performed according to NBDAA employment contracts and guidelines outlined in NBDAA Personnel Policies.

- Payroll cheques are signed and approved in the same manner as invoices, with cheque requisitions and supporting documents (contract, payroll summary) as required by signing authorities. Calculations of payroll deductions and employer contributions (tax, EI, CPP, vacation pay, etc.) are documented and made available to signatories or recipients. Postings of payroll cheques may be performed using a special payroll program or as general journal entries.
- Current employment agreement, contract, payroll and deduction information for each NBDAA employee must be contained within individual NBDAA personnel files.
- Information pertaining to NBDAA staff job descriptions, performance appraisals, contracts of employment, salaries, benefits and personnel policies are to be kept strictly confidential.

3.A.7. Receivables

NBDAA invoices for out-sourced products and services are generated internally and processed as receivables (crediting appropriate revenue or expense accounts). When payments for those invoices are received, they are posted as such, crediting "receivables."

3.A.8. Investments

From time to time, the President may decide to invest NBDAA's liquid assets in short-term investments (Guaranteed Investment Certificates). If the NBDAA's cash assets for the coming month exceed its expected disbursements by \$10,000, the excess may be placed in a short-term investment so as to accrue interest. The President alone may authorize such investments.

3.A.9. Budgeting

According to Governance Policies, the Board is responsible for the planning, updating and proper execution of all NBDAA budgets. Governance policies outline the restrictions placed on the President and Office Coordinator in changing and allocating proper amounts for operations and projects.

3.A.10. Budget Statements

The Office Coordinator will distribute a budget statements to the Board at the end of each month.

3.B. Reimbursement for Expenses & Lost Wages

3.B.1 Expenses

The NBDAA is responsible for the expenses of its Board members. The NBDAA will incur 100% of the eligible costs related to transportation and accommodation for Board members' physical attendance at each board and Annual General Meeting.

Individual members are responsible for 100% of the costs related to their attendance at the NBDAA Annual General Meeting.

The NBDAA will reimburse all Board members 100% of costs for authorized expenses (as outlined) incurred while on authorized business for the Association. A completed NBDAA expense form including original receipts attached is required to process a request for reimbursement. The purpose of the expense must be indicated on the receipt (e.g. postage, etc.).

Cumulative expenses must be submitted by December 31. The NBDAA reserves the right to refuse claims received after the year-end of any given year.

The NBDAA reserves the right to refuse unauthorized claims and to ask for substantiation of claims.

It is NBDAA policy to provide financial reimbursement for expenses incurred only and not for the purpose of individual profit. Expense reimbursement received from other organizations will be deducted from the amount payable by the NBDAA.

The Office Coordinator will process all expense claims within 14 days of receipt.

3.B.2. Eligibility

The following officers, directors, employees, members, and persons associated with the NBDAA shall be eligible for financial reimbursements and/or expense coverage.

- All NBDAA Board directors
- All Officers of the NBDAA
- All employees of the NBDAA
- All Committee Chairpersons
- All Appointees of the NBDAA
- Authorized Guests and/or Consultants, as determined by the Board

3.B.3. Authorized Expenses

3.B.3.a. Transportation

Taxis

Taxi fares to and from individuals' homes or offices to the airport as well as taxi fares to and from the hotel or meeting place will be reimbursed upon submission of original receipt. You must indicate on the receipt the destination of the travel. All other fares are ineligible unless directly related to NBDAA business activities.

Car Mileage

If individuals elect to use personal automobiles for their mode of transportation while traveling on NBDAA business, total expenses will be reimbursed at \$0.47 per kilometer. This is to include gasoline, wear to vehicle, etc. Travel greater than 800 km must be justified as the most inexpensive mode of transportation and pre-approved by the Office Coordinator.

3.B.3.b. Accommodation

All accommodations will be reimbursed at 100% of a standard room rate for hotel or motels. Shared accommodations are optional. Suites and other upgraded rooms will not be reimbursed fully, rather at the appropriate rate for a standard room.

Room rate and taxes will be billed to the NBDAA's master account whenever possible and are the only room charges eligible for reimbursement. All incidentals or additional room expenses are to be billed directly to the individual. (e.g. personal phone calls, dry cleaning bills, sundry items)

3.B.3.c. Daily Living Allowance

In circumstances where an individual is traveling on NBDAA authorized business, a maximum meal allowance of \$60.00 per day (including tax and gratuities) is provided. This financial allotment does not, and will not, cover the cost of any alcoholic beverages. Additional expenses may be reimbursed at the discretion of the President.

On those occasions where meals are provided (by the NBDAA via a Master Account) during meetings, the cost (to the NBDAA) of those meals provided will be deducted from the \$60.00 maximum daily allowance. When possible, information on the amount of the re-calculated daily allowance for said meeting days will be provided to participants ahead of time or upon arrival at the meeting venue. Claimants with questions are invited to contact the Office Coordinator Director ahead of time.

3.B.4 Expenses Related to Director and Officer Positions

All expenses incurred throughout the year relative to Board and committee work will be reimbursed as submitted with proof of expense. These expenses must be directly related to NBDAA business. These expenses to include:

- Telephone and facsimile
- Parking
- Office supplies
- Postage and shipping
- Courier
- Child daycare

Applicants must indicate the purpose of the expense on the receipt (e.g. postage, etc.). All expense claims will be processed by the Office Coordinator within 14 days. Cumulative expenses must be submitted by December 31, at each year end using the applicable expense form. The NBDAA reserves the right to refuse claims received after the year end of any given year. The NBDAA reserves the right to refuse unauthorized claims and to ask for substantiation of claims.

3.B.5 Lost Wages

Directors, officers and representatives of the NBDAA to external organizations shall request in writing compensation for wages lost while attending board related business. Lost wages requests must be verified by the employer. This amount will be determined year to year by the Board.

3.C. Annual Audit

- The accounts of the Association shall be reviewed annually by an non-dental individual approved by the Board
- The Office Coordinator and the President must submit the reviewed financial statements at the Annual General Meeting.
- The reviewed financial report shall be published in the newsletter thirty (30) days prior to the Annual General Meeting

SECTION 4: ADMINISTRATIVE POLICIES

4.A. Membership Records

4.A.1. General Processing

Membership Records are to be processed internally, using the NBDAA database. In general, only memberships that are accompanied with payment are processed. Membership records are to be processed and payments deposited as promptly as possible.

4.A.2. Confidentiality

It is understood that all membership records and information are considered confidential. The NBDAA membership list, in whole or in part, is not to depart the NBDAA office in any form, unless with the specific approval of the President.

4.A.3. Security

NBDAA membership computer files are to be kept solely within the NBDAA office, in password-protected form. This password is to be kept confidential among all NBDAA staff, and shared with the current President. The NBDAA membership database is to be backed up every business day, and back-up files stored in a secure location.

4.B. Secured Documents

The President and Office Coordinator are to have regular access to the NBDAA safe. The Office Coordinator will ensure that at least one set of keys to any locked NBDAA file cabinet or desk, and one copy of the combination to the safe are kept off-site in a secure location.

The following documents, items and files are also to be kept secured in the NBDAA office safe, and accessed solely by the President or the Office Coordinator:

- Current Personnel files
- Current NBDAA Insurance Policies
- Current NBDAA Lease
- NBDAA Corporate Seal
- The Letters Patent (original and supplementary)
- Current NBDAA By-Laws
- Recent (less than 6 months old) hard copy and computer back-up file of the complete NBDAA membership database
- Back-ups of current and past Financial Files on computer disc
- Current NBDAA Administrative and Personnel Policies
- Any other files and contracts of a secure or confidential nature.

4.C. Archival Procedures

4.C.1. Board Minutes & Policies

All approved Minutes, policies and reports from NBDAA Board meetings and all Audited Financial Statements are to be kept permanently at the NBDAA office, readily accessible at any time.

4.C.2. Financial Records

All past NBDAA financial invoices, bills, cancelled cheques, deposit books and ledgers are to be kept for a period of at least five years. All deposit books and financial ledgers in either computer or hard copy form are to be retained permanently by the NBDAA at the office or off-site in a secure location. All NBDAA financial records less than two years old are to be kept at the NBDAA office in a secure location.

4.C.3. Membership records

At the end of each year, one computer copy and one hard copy of the entire membership database are to be generated and kept in a secure location at the NBDAA office.

4.C.4. General Files

NBDAA reports (not associated with Board meetings), correspondence and background files are to be retained in a secure location for at least five years.

4.D. Correspondence Procedures

All outgoing correspondence on the part of the organization must be on NBDAA letterhead, with one copy retained in NBDAA files for archival purposes. The author to whom the correspondence is attributed must approve any outgoing correspondence.

Incoming correspondence will be sent to the intended addressee by the NBDAA office, with a copy retained for the NBDAA files. Incoming correspondence marked "Personal" "Private" or "Confidential," will be circulated directly and solely to the addressee without prior viewing or copy retained.

4.E. Emergency Procedures

In case of an emergency, the following steps are to be taken:

The Office Coordinator is to be notified immediately and will be responsible for:

- Assessing the situation – if it is one that puts any person in danger, the office will be vacated immediately
- Ensuring proper authorities (police, fire department, ambulance, security, insurance) are notified as soon as possible from a secure location
- Taking legal steps to resolve the situation and secure the NBDAA office as soon as possible
- Reporting the incident to the President once the office is again secured
- Following up with any reports or meetings, cooperating fully with authorities on behalf of the NBDAA.

4.F. Privacy Policy

4.F.1. NBDAA Responsibility

The NBDAA is responsible for protecting member personal information in its possession, including personal information that has been received from a third party in the course of commercial activities for processing or other purposes to which the member has consented.

4.F.2. Use and Disclosure of Information

The NBDAA collects, uses and discloses personal information to communicate effectively with members and provide you with association information and services.

The following are some specific uses:

- To open an Individual Member account
- To verify Member Identity
- To keep track of Member activity, including use of products and services
- To distribute the NBDAA newsletter and other communications
- To provide NBDAA web site access to Members
- To provide information and access to NBDAA Affinity programs and services
- To provide Member information to the Canadian Dental Assistants Association
- To distribute receipts
- To allocate appropriate educational credits
- To compile statistics
- To conduct market research

Personal information may be collected, used or disclosed for any of the purpose set out above. We will not use or disclose information for any other purpose without obtaining additional consent.

THE NBDAA DOES NOT ALLOW THE DISTRIBUTION OF MEMBER INFORMATION TO THIRD PARTY VENDORS. THE NBDAA ONLY DISTRIBUTES MEMBER INFORMATION TO THIRD PARTIES WHO ARE ENGAGED AS DISTRIBUTORS OF NBDAA COMMUNICATIONS MATERIAL AND ARE CONTRACTUALLY OBLIGATED TO THE NBDAA TO RETAIN FULL PRIVACY OF INFORMATION.

4.F.3. Type of Information

The NBDAA collects the following information for each Individual Member. Note that in certain instances not all of this information will be complete.

- Last Name
- First Name
- Address
- Home Phone
- Work Phone
- Fax Number
- Provincial ID number
- NDAEB ID Number
- Email address
- Password
- Gender

- Date of Birth
- Financial transactions
- Educational credits
- Transactions

Members have access to this information at any time by logging on to the Canadian Dental Assistants Association website at www.cdaa.ca/members/. Members have the right to know which third parties have received their information from the NBDAA.

Member Consent

Members consent to the use of their personal information for the purposes previously mentioned. Further specific member consent is required before the NBDAA may collect, use or disclose their personal information for any other purpose, except in special circumstances where required by law.

Members may withdraw their consent at any time upon reasonable notice, subject to legal or contractual restrictions. Please note that withdrawing consent may affect the NBDAA's ability to provide programs and services. To withdraw consent, Members must contact the Office Coordinator by regular mail (not by fax or e-mail).

4.F.4. Forms of Consent

We accept any of the following as consent for the NBDAA's use and future collection, use and disclosure of Member personal information for the previously identified purposes:

- Member's signature on forms
- Member's express written consent as obtained through an application process
- Member's consent as provided by the provisions of transfer agreement with the New Brunswick Dental Society

4.F.5. NBDAA Records

Personal information is retained only as long as the NBDAA requires it to effectively provide products and services to members, and for a reasonable length of time thereafter in order to comply with potential contractual, legal or government requirements. The NBDAA uses appropriate care when storing or destroying member personal information in order to prevent unauthorized access.

4.F.6. Protection of Information

Whether in electronic or paper-based format, the NBDAA maintains a strict security system to safeguard member personal information from unauthorized access, disclosure or misuse. When no longer needed, we take great care to ensure the complete destruction and disposal of personal information.

In the event that NBDAA transfers personal information to a third party we contractually require such persons or organizations providing services on our behalf to protect our members' confidentiality in a manner consistent with our own internal measures and as required by law.

The NBDAA makes every reasonable effort to ensure that our Member information is accurate and up to date. Members can access and update their personal information via the CDAА web site or by contacting the Office Coordinator at the address below.

4.G. Harassment Policy

In order to promote harmonious work relationships and maintain a professional atmosphere, the NBDAA has a zero tolerance policy, prohibiting all forms of harassment of fellow workers and volunteers. All forms of harassment which create an offensive working environment are not acceptable, including, but not limited to, insulting, intimidating or discourteous conduct, as well as derogatory jokes or comments relating to race, colour, religion, sex, age, disability, national origin, sexual orientation, or other protected status under applicable employment laws.

It is the NBDAA's policy to investigate thoroughly and remedy any incidents of harassment.

4.G.1. Complaints Procedure

If you feel you are being or have been harassed or otherwise discriminated against based on any prohibited ground, you should take the following actions:

- Clearly inform the offender that the behaviour is unwanted or unwelcome or otherwise inappropriate. A direct statement to the offender may put an end to it.
- If you are reluctant to confront the offender (because you fear reprisal or lack of support from the offender), let any other senior volunteer with whom you are comfortable with know of the offensive conduct.
- Document the events, complete with times, dates, locations, witnesses and details. A written account will assist the investigation process if such action becomes necessary.

All parties involved in the investigation will maintain confidentiality to the extent possible. If the complaint is unfounded, nothing will be recorded on the personnel file of the alleged offender. No one will be retaliated against by the NBDAA for pursuing or assisting in a valid complaint of discrimination or harassment, or cooperating in an investigation. However, invalid or fabricated claims, brought for improper or ulterior purposes, may result in disciplinary action up to and including termination or being struck from the membership. Anonymous complaints will not be investigated or otherwise acted upon.

Upon being informed of an allegation of discrimination or harassment, the NBDAA President will:

- Interview the following individuals as soon as possible:
 - the complainant and alleged offender; any witnesses, including individuals suggested by the complainant or the alleged offender; any others who might possess relevant information about the complaint.
- Gather any relevant documentary evidence, including notes made by the complainant.
- Document all aspects of the complaint and the investigation accurately and completely.
- Within 30 days, determine an appropriate resolution that is fair and consistent.
- Notify all interested parties of the outcome of the investigation, although not necessarily all details of the investigation or actions taken.
- Document any findings of harassment or discrimination in the alleged offender's personnel file.
- Take the appropriate disciplinary action (up to and including termination).

In an appropriate case, the NBDAA may request that an external investigator investigate the allegations.

Any employee or volunteer who has been found after appropriate investigation to have harassed another volunteer or employee will be subject to appropriate sanctions depending on the circumstances, up to and including termination or being stricken from the membership.

4.H. Publication & Communication Policies

4.H.1. Newsletter

Shall develop and administer the requirements for the publication of the provincial newsletter in a professional manner

Publication costs will be covered by the Provincial Association for an amount to be determined by the Board of Directors from year to year

Shall be responsible to obtain advertisements as specified in the guidelines

Shall appoint a co-editor when deemed necessary

Shall update newsletter guidelines at the end of each term

When deemed necessary by the NBDAA board, the office Coordinator shall assume the duties of Newsletter Editor

4.I. Awards

All nominations and supporting documents are to be submitted to the Chair of the Awards Committee 60 days prior to the Annual General Meeting.

4.I.1. Anne Coughlan Award

This award is in honor of Anne Coughlan, our first President and Honorary Member.

Candidates for this award:

- Must be a member of the NBDAA
- Active on a local or provincial level (holding a position on the executive is an asset)
- Promote the provincial association by attending three consecutive annual meetings (unless written reasons for absence are considered valid by committee)
- Attend at least $\frac{3}{4}$ of the local meetings

Each local will determine the list of applicant(s) and forward a resume for each which includes:

- Name and address
- Educational background
- Continuing education attended in the last 12 months
- Association involvement

All resumes must be submitted for print in the newsletter prior to the Annual General Meeting. The award is to be presented annually by Anne Coughlan or by the previous recipient. A committee of three persons will select the winner prior to the day of the presentation. The committee will include the NBDAA Past President and Vice President; in case one of the two is nominated, the President will appoint committee members from the Board of Directors.