

AGENDA

CRANBROOK AND DISTRICT COMMUNITY FOUNDATION

Regular Meeting Wednesday, May 18, 2016

RDEK Board Room

1. **Adoption of Agenda**
2. **Adoption of Minutes**
3. **Delegation**
4. **Committee Reports**
 - 4.1 Executive
 - 4.2 Financial
 - 4.3 Fund Development and Promotions
 - 4.4 Governance
 - 4.5 Grants
 - 4.6 Nominating: 2016 Board of Directors
5. **Administrative Updates**
 - 5.1 Executive Director
 - 5.2 Fund Development Coordinator
6. **Correspondence**

Sam Steele Days
7. **Business Arising**
 - 7.1 Fernie Community Fund Resolution
 - 7.2 Committee Terms of Reference: Governance, Grant Making and Fund Development
 - 7.3 Donor Stewardship
8. **New Business**
 - 8.1 Policy Amendment: Loan
 - 8.2 Annual General Meeting Date: Tuesday, June 14, 2016
 - 8.3
9. **Round Table**
10. **Adjournment**

MINUTES

CRANBROOK AND DISTRICT COMMUNITY FOUNDATION

The Regular Meeting of the Cranbrook and District Community Foundation was held Tuesday, April 12, 2016 at 5:30 p.m. in the RDEK Board Room.

PRESENT: President Wayne Eburne
Director Michele Bates
Director Lorraine Frocklage
Director Kirk Green
Director Ken Lo
Director Dave Struthers
Director Ron Webb

ABSENT: Director Neil Cook
Director Carol Murray
Director Jim Wavrecan
Councillor Norma Blissett
Riley Wilcox, Executive Director

IN ATTENDANCE: Jody Jacob, Fund Development Coordinator
Livia Lara, School Works Program

CALL TO ORDER: President Eburne called the meeting to order at 5:30 p.m.

AGENDA (1) **ADOPTION OF AGENDA**

APRIL 12, 2016

Moved by Director Struthers and seconded

THAT the Agenda for the April 12, 2016 Regular Monthly Meeting be revised to include: Item 7.2 – Donor Friends and Item 7.3 – Grant Funding.

Carried Unanimously.

REG. MEETING (2) **ADOPTION OF MINUTES**

MARCH 8, 2016

Moved by Director Green and seconded

THAT the Minutes of the March 8, 2016 Regular Monthly Meeting be adopted.

Carried Unanimously.

(3) **DELEGATION**

Nil

(4) **COMMITTEE REPORTS**

EXECUTIVE

President Eburne thanked Director Struthers for chairing the Board Meeting during his absence and also thanked him for sponsoring a table for Directors at the Chamber of Commerce Business Awards celebration.

President Eburne congratulated directors and staff for being selected as Non-Profit Organization of Year (Jim Pattison Broadcast Group).

FINANCIAL

2015 Balance Sheet and 2015 Profit and Loss statements with previous year comparisons were provided for review. Directors felt that this information was not what had been discussed and negotiated between the Executive Director and BDO.

GRANTS

Ten grant applications meeting our requirements were received and will be reviewed for 2016. The committee has invited two Fernie Community Fund board members to attend and observe the granting process.

EXECUTIVE
DIRECTOR

(5) ADMINISTRATIVE UPDATES

Riley Wilcox will be returning from a medical leave April 28th.

FUND DEVELOP.
COORDINATOR

Jody Jacob reviewed her written report with Foundation Directors.

Ms. Jacob tendered her resignation to the Board effective August 31, 2016. She advised that she has decided to start her own business and will not have time to commit to the Foundation.

President Eburne, on behalf of the Foundation, thanked Jody for her dedication and hard work.

STRATEGIC
PLANNING

(6) CORRESPONDENCE

Ms. Jacqueline Arling, RPP, MCIP, Arling Consulting Ltd. provided a work breakdown structure and project schedule regarding facilitation of outstanding Strategic Planning Action items.

Directors agreed that they would like the follow-up workshop to be conducted in two sessions of approximately two hours each. President Eburne would like to conclude these sessions prior to May 31st and will make the arrangements.

VITAL SIGNS

(7) BUSINESS ARISING

Ms. Livia Lara, School Works Program advised that her contract expires April 30th. With staff absence and time constraints, work on Vital Signs has not been possible.

CBT INVESTMENTS

Investing with Columbia Basin Trust will need to be made in the form of a loan per the Trust's draft loan agreement circulated to Directors for review.

Information regarding conformity with CDCF policy(s) is required prior to any decision being made.

FERNIE FUND

(Draft) Governance Policy 1.11 – Fernie Community Fund Governance Committee—Terms of Reference and (Draft) Governance Policy 1.12 – Fund Development and Promotions Committee –Terms of Reference were presented to CDCF, Fernie Community Fund members, the Sparwood Futures Society members and the Elkford Committee for their information and consideration.

The Fernie Community Fund Committee (FCFC) has requested that Ms. Aysha Haines (FCFC) be appointed to the CDCF board with two members serving as alternates.

GRANTS

Questions concerning the interest calculated on endowment funds for grant making purposes have arisen. Clarification is required before commencement of the 2016 Grant cycle.

COMM. FDN.
PROV. MTG.

(8) NEW BUSINESS

The BC Community Foundation Provincial Gathering hosted by the Vancouver Foundation will be held April 21st and 22nd in Richmond. Unfortunately, CDCF will be unable to send a delegate due to staff constraints and late notification.

DONOR FRIENDS

President Eburne requested that Directors consider choosing an Endowment Donor and establish a relationship with that person(s) to foster interest in the Foundation and encourage their continued participation.

(9) ROUND TABLE

Director Bates wished Jody Jacob well with her future endeavours.

Director Green advised that Salvation Army officials will be meeting shortly and will review the Homeless Shelter proposal. The BC government is willing to provide establishment/construction dollars but are unwilling to fund operational costs.

Ms. Livia Lara advised that the Student Works Program sponsored by the College of the Rockies ends April 30th. She thanked Directors for their support and encouragement.

President Eburne wished both Livia and Jody every success in the future.

(10) ADJOURNMENT

ADJOURN

Moved by Director Webb

THAT the Regular Meeting of April 12, 2016 be adjourned at 7:36 p.m.

President

Secretary

Executive Director Report – March 8, 2016

Columbia Basin Trust: Director Lo CDCF representative

Anonymous Donor: Budget project terms redrafted by donor, we are encouraged to provide feedback prior to authorizing. Please see attached.

Cranbrook History Centre: May 25th, 1:00pm at Cranbrook History Centre presentation of \$15,000 gift from Hanemayer Donor Directed Fund

Cranbrook Boys and Girls Club Opportunity Fund: Fund had grown to \$5000 since February launch.

2016 Grants Cycle: Director Bates will join the committee for the 2016 to replace Director Murray's absence. A total of 12 applications were received by CDCF. One application was returned as the organizations did not have charitable status and was unable to secure an agency agreement through a sponsoring charity.

BDO: Initial billing of \$2756.25 for bookkeeping services, and a progressive billing of \$3307.50 for audit of 2015 financial statements.

DRAFT

Prepared By:

MP 04/14/2016

Amendment Agreement (the "Agreement")

REVIEWED BY:

between

RB

 (the "Donor")

and

Cranbrook and District Community Foundation (the "Donee")

Date: *****
Re: Grant Agreement dated September 30, 2014 (the "Original Grant Agreement") as amended on June 19, 2015
Project Title: Supporting Communities to Build Capacity (File: #8639)
Grant Amount: up to \$280,000 (\$CDN) (the "Grant Funds")
Investment Period: January 1, 2015 to March 31, 2018 (the "Investment Period")

NOTE: This Agreement replaces in entirety the terms and conditions set out in the Original Grant Agreement, as amended on June 19, 2015. All changes are noted by underlined or strike-through text as applicable. All payments made to date under the Original Grant Agreement (and as amended on June 19, 2015) are noted in the respective payment section under Section 2.2. All reporting received to date is noted in the Reporting Schedule to the Amendment Agreement.

INTRODUCTION

- A. Whereas the Donee has described the Results it expects to achieve through Operations and the Donor desires to invest in the achievement of those Results, this amended Agreement (this "Amendment Agreement") sets out the terms and conditions upon which the Grant Funds will be paid and used.
- B. **DEFINED TERMS:** This Amendment Agreement uses the following defined terms:
- (a) **Administration Budget:** the two-page, untitled administration budget attached to the Application, as updated by administration budget(s) provided under **Section 2.2**;
 - (b) **Application:** the Donee's certified *General Operating Application, Organization Profile Requirement* and attachments, as updated by the electronic correspondence dated May 26, 2015 that forms part of the Application, and as amended by electronic correspondence of February 17, 2016 and February 24, 2016 (with attachment), all of which have been considered by the Donor;

[Signature]

- (c) **Authorized Officer(s):** the individual(s) identified by the Donee in writing as being authorized to bind it in the following respective ways:
- (i) executing grant documents,
 - (ii) making payment requests,
 - (iii) providing financial reports;
- (d) **Eligible Communities:** includes Sparwood, Fernie and South Country, BC, which are communities that do not have access to a community fund, wherein the Donee will establish a community fund, as described in greater detail in the Application;
- (e) **Donor Contribution Limit:** the following maximum percentage(s) of actual Operations expenditures that may be funded with monies received under this Amendment Agreement:
- (i) not more than **40%** of total Operations expenditures in Year One,
 - (ii) not more than **35%** of total Operations expenditures in Year Two,
 - (iii) not more than **30%** of total Operations expenditures in Year Three;
- (f) **Investment Period:** the organization's fiscal years to which the Grant Funds invested by the Donor may be allocated for accounting purposes;
- (g) **Matching Funds:** funds received from non-Donor sources in support of the development of new community funds for communities that do not have access to a community foundation, excluding funds received from the Columbia Basin Trust, as described in greater detail in the Application;
- (h) **Operations:** the Donee's provision of philanthropic services to Regional District Areas B and C of East Kootenay in southeast B.C., aiming to: attract, develop and manage permanent endowment funds through responsible stewardship; engage in community leadership; assess and respond to existing and emerging community needs through grants to qualified recipients; support other community foundations throughout the East and West Kootenay area; and initiate collaborative work and developing partnerships to advance the provision of services to the community, as described in greater detail in the Application;
- (i) **Reporting Period:** the period in which the Donee is required to report to the Donor with respect to its use of Grant Funds and the achievement of its Results, as referenced in **Section 2.4** and the Reporting Schedule;
- (j) **Results:** the following results the Donee expects to achieve:
- (i) by December 31, 2017, advance organizational priorities by:
 - (aa) increasing the value of the endowment fund by \$509,432 from \$1,769,569 (2013-2014) to \$2,279,000,
 - (bb) developing community funds in the communities of Sparwood, Fernie and South Country with a combined value of \$300,000,

- (ii) by December 31, 2017, increase the numbers served by approving at least one grant in each of Sparwood, Fernie and South Country as a result of the creation of the community funds in these communities;
- (k) **Secured:** funds received or written confirmation of an irrevocable pledge from an organization in good standing;
- (l) **Term One:** January 1, 2015 to March 31, 2016;
- (m) **Term Two:** April 1, 2016 to March 31, 2017;
- (n) **Term Three:** April 1, 2017 to March 31, 2018;
- (o) **Terminating Event:** for the purposes of this Amendment Agreement, a "Terminating Event" has occurred if the Donee:
 - (i) is in breach or default of its obligation to maintain anonymity under **Section 2.1**,
 - (ii) is in breach or default of its obligation to use Grant Funds as authorized under **Part 2** or **Part 3**,
 - (iii) ceases to conduct Operations,
 - (iv) is in breach or default of its continuing obligations under **Section 2.5**,
 - (v) has knowingly provided an incorrect or false written representation to the Donor,
 - (vi) has funded or facilitated terrorism or terrorist activities, or is included on an official terrorism watch list,
 - (vii) ceases to be a body corporate, or
 - (viii) ceases to have tax-exempt status under the *Income Tax Act* (R.S.C.).

PART 1 DONOR OBLIGATIONS

- 1.1 PAYMENT:** The Donor will pay the Grant Funds to the Donee in scheduled instalments within 30 days of receipt of a payment request that satisfies all requirements under **Section 2.2**, unless the Donor's obligation to pay has ended as outlined in **Section 1.3**.
- 1.2 EARLY PAYMENT:** The Donor may, in its discretion, make earlier payment of all or part of the Grant Funds.
- 1.3 END OF OBLIGATION:** The Donor has no obligation to pay the Grant Funds under **Section 2.2** if this Amendment Agreement:
 - (a) has been terminated under **Part 4**; or
 - (b) has not been fully executed and returned to the Donor in accordance with **Part 5**.

HRJ Budget X CDCF Expenses

	Budget Term 1	Operational Expenses	Results	Year 2	Year 3
Wages & MERC					
Wages Executive Director / \$25/hour @ 35 hours per week	\$ 63,700.00	\$ 59,484.00	\$ 4,216.00	\$ 51,979.00	\$ 53,020.00
Wages Fund Developer / \$20 hour at 21 hours per week	\$ 28,563.00	\$ 35,051.00	\$ 6,488.00	\$ 24,950.00	\$ 24,950.00
Sub-total	\$ 92,263.00	\$ 94,535.00	\$ 2,271.00	\$ 76,929.00	\$ 77,970.00
Capital Costs					
Printer & Laptop/Projector	\$ 2,500.00	\$ -	\$ 2,500.00	\$ -	\$ -
Software Upgrades-Accounting & Gifts	\$ -	\$ -	\$ -	\$ 1,000.00	\$ -
File Cabinets	\$ 625.00	\$ -	\$ 625.00	\$ -	\$ -
Sub-total	\$ 3,125.00	\$ -	\$ 3,125.00	\$ 1,000.00	\$ -
Administrative Operations					
Auditing & Accounting	\$ 7,063.00	\$ 11,147.13	\$ 4,084.13	\$ 6,200.00	\$ 6,200.00
D&O and content insurance	\$ 2,375.00	\$ 2,577.50	\$ 202.50	\$ 2,000.00	\$ 2,100.00
CFC membership fees	\$ 625.00	\$ 1,485.00	\$ 860.00	\$ 500.00	\$ 500.00
Annual Strategic Planning session and facilitator	\$ 3,125.00	\$ 1,851.30	\$ 1,273.70	\$ -	\$ 1,500.00
Office supplies	\$ 2,500.00	\$ 1,934.67	\$ 565.33	\$ 2,500.00	\$ 2,000.00
Printing	\$ -	\$ 441.94	\$ 441.94	\$ -	\$ -
Post office box renewal and Postage	\$ 625.00	\$ 145.73	\$ 479.27	\$ 600.00	\$ 600.00
Bank charges	\$ -	\$ 305.65	\$ 305.65	\$ -	\$ -
Office Rent	\$ 6,000.00	\$ 5,407.50	\$ 592.50	\$ 4,800.00	\$ 4,900.00
Board Development	\$ 1,250.00	\$ 1,631.96	\$ 381.96	\$ 1,500.00	\$ 3,000.00
Business Modelling Assessment & Strategy	\$ 2,500.00	\$ -	\$ 2,500.00	\$ 3,000.00	\$ 4,000.00
Phone and Internet	\$ 1,625.00	\$ 2,465.09	\$ 840.09	\$ 1,400.00	\$ 1,450.00
Grant Gala / Special event	\$ 1,250.00	\$ -	\$ 1,250.00	\$ 1,200.00	\$ 1,250.00
Training & Program Initiatives	\$ 1,875.00	\$ 153.92	\$ 1,721.08	\$ 500.00	\$ 500.00
Volunteer/board recognition	\$ 1,625.00	\$ -	\$ 1,625.00	\$ 1,200.00	\$ 1,200.00
Sub-Total	\$ 32,438.00	\$ 29,547.39	\$ 2,890.61	\$ 25,400.00	\$ 29,200.00
Promotional Communications & Projects					
Promotional Travel & Delegations	\$ 3,750.00	\$ 7,831.21	\$ 4,081.21	\$ 2,500.00	\$ 1,500.00
National CFC Conference-Western Canada	\$ 625.00	\$ -	\$ 625.00	\$ 6,000.00	\$ -
Promotional Communications & Projects	\$ 10,000.00	\$ 12,693.73	\$ 2,693.73	\$ 10,500.00	\$ 8,500.00
Website Upgrades	\$ 2,500.00	\$ 154.00	\$ 2,346.00	\$ 2,000.00	\$ -
Sub-Total	\$ 16,875.00	\$ 20,678.94	\$ 3,803.94	\$ 21,000.00	\$ 10,000.00
TOTAL OPERATIONAL COSTS (Before Transfers)	\$ 144,701.00	\$ 144,761.33	\$ 60.33	\$ 124,329.00	\$ 117,170.00
40%	\$ 57,880.40	\$ 57,904.53			
60%	\$ 86,820.60	\$ 86,856.80			
Endowment Transfers					
Elk Valley & South Country	\$ 50,000.00	\$ 40,000.00	\$ 10,000.00	\$ 50,000.00	\$ 50,000.00
Cranbrook & District	\$ 55,000.00	\$ 157,103.32	\$ 102,103.32	\$ 55,000.00	\$ 55,000.00
	\$ 105,000.00	\$ 197,103.32	\$ 92,103.32	\$ 105,000.00	\$ 105,000.00
TOTAL OPERATIONAL COSTS	\$ 249,701	\$ 341,865	\$ 92,164	\$ 229,329	\$ 229,329

	2015	2016	Total
General Operations Revenue	\$ 34,270.70	\$ 11,167.05	\$ 45,437.75
General Operations Donations	\$ 5,870.03	\$ 6,286.60	\$ 12,156.63
Gifts that Give Hope	\$ 5,179.61	\$ 100.00	\$ 5,279.61
Credit Interest (Main account)	\$ 1,805.17	\$ 434.61	\$ 2,239.78
Credit Interest (Project account)	\$ 2,646.95	\$ 708.69	\$ 3,355.64
Adminstration Fees	\$ 12,518.33	\$ 3,120.00	\$ 15,638.33
Income from Operational Endowment Fund	\$ 1,938.95	\$ 517.15	\$ 2,456.10
Income Projects	\$ 4,311.66	\$ -	\$ 4,311.66

	2015	2016	Total
	\$ 118,653.33	\$ 53,449.99	\$ 172,103.32
Opportunity Funds	\$ 28,072.73	\$ 26,419.00	\$ 54,491.73
Endowed Funds	\$ 6,600.14	\$ 27,030.99	\$ 33,631.13
Fund raise for Projects	\$ 83,980.46	\$ -	\$ 83,980.46

\$ 157,103.32

		Deposits	Projects	Pay Pal	Total
OPF	Opportunity Funds:	\$ 26,419.00	\$ -		\$ 26,419.00
OPF1	Friends of Children	\$ -			
OPF2	Arts, Culture and Heritage	\$ 100.00			
OPF3	Cranbrook Public Library	\$ 3,019.00			
OPF4	Boys and Girls Club	\$ 3,250.00			
OPF5	Melodie Hull Fund	\$ 50.00			
OPF6	Fernie Community Fund	\$ 10,000.00			
OPF7	Cranbrook History Centre	\$ 10,000.00			

EDF	Endowed Funds:	\$ 16,748.31	\$ 10,282.68		\$ 27,030.99
EDF1	CDCF General Endowment Fund	\$ 1,876.00	\$ 5,141.34		\$ 7,017.34
EDF2	Friends of Fort Steele Fund	\$ 11,822.31			
EDF3	Salvation Army Soup Kitchen	\$ 3,000.00	\$ 5,141.34		\$ 8,141.34
EDF4	Mark Mahovlic Memorial Fund	\$ 50.00			

GOP	General Operations	\$ 5,795.10	\$ 591.50		\$ 6,386.60
GOP1	General Operations Donations	\$ 5,695.10	\$ 591.50		\$ 6,286.60
GOP2	Gifts that Give Hope	\$ 100.00			

PRJ	Projects:	\$ 21,090.00			\$ 21,138.90
PRJ1	Stone Soup Challenge	\$ 10,870.00			\$ 10,870.00
PRJ2	Miracle on Baker Street	\$ 10,220.00		\$ 48.90	\$ 10,268.90

INC	Endowment Income (VF)	\$ 13,710.99
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	Jan	fev	Mar	
Credit Interest (Main account)	\$ 158.02	136.33	140.26	\$ 434.61
Credit Interest (Project account)	\$ 235.39	226.57	246.73	\$ 708.69

Jody Jacob
Fund Development Coordinator
Cranbrook and District Community Foundation

Networking/Donor Relations

- May 4 – Assisted with Integra Air, B104 Total Country and the Drive FM spur-of-the moment fundraiser to raise cash and donations for Fort McMurray.
- Lunch with Corinne Friesen
- Continuing to work with Colin J Campbell on establishing a Scholarship/Opportunity Fund. Process moving slower than anticipated.

Media

- Wrote media release for Sustainable Community Builder. Interviewed Robert Williams. Trying to arrange presentation of award just prior to May 30 regular City council meeting.

Sparwood

- April 20 – Presented to Sparwood Community Futures. The SFS voted unanimously to support the development of a Sparwood Community Fund, and will be looking this fall at how they can support it financially. Contact is Danny Dwyer. Hoping to recruit him to governance committee.
- May 2 – Presented to District of Sparwood. Went great. Eric Johnstone of EKC showed up in support.
- May 2 – Connected with Barb Nunes, trying to recruit her for Sparwood Governance Committee, former CFO of the District of Sparwood (newly retired) and current board member of EKC. Community foundation on her "bucket list."
- Working on setting up presentation with the Lions Club.
- Sparwood could take shape fast.

Other

- Working on 2015 Annual Report
- Acquired significant amount of overtime from January through May, most related to Stone Soup work and Riley's LOA (about 40 hours). I work 21 hours a week. I have scheduled the following:
 - Away from the office May 16 to 20.
 - Away from the office June 27 – July 1 (getting hitched)
 - Away from office July 18 to 22.
 - Will have an additional 3.5 days to take before end of August....
- Gave notice to the Community Foundation for Aug 31, 2016.

Cranbrook and District Community Foundation

Community Fund Resolution

RESOLUTION TO ESTABLISH THE *Fernie Community Fund (the "Fund")*

The Cranbrook and District Community Foundation (CDCF) commits to managing the **FERNIE COMMUNITY FUND**, subject to the following conditions:

1. Any donations received for the Fund shall be accounted for and designated by the CDCF as the **FERNIE COMMUNITY FUND** (the "Fund").
2. The CDCF will issue receipts valid for income tax purposes for all charitable donations to the Fund received by it.
3. The CDCF will invest all capital contributions in accordance with its investment policy and provisions of the CDCF bylaws.
4. Contributions to the Fund may be made at any time by anyone in any form acceptable to the CDCF.
5. The CDCF will appropriately memorialize the Fund in the CDCF annual report and other publications and will identify Fund distributions to beneficiaries as coming from the CDCF and the Fund.
6. The CDCF is permitted to charge for its expenses in administering the Fund, a reasonable fee equal to that for other funds of similar nature and size.
7. The amount of income to be distributed will be determined annually in accordance with the CDCF policy relating to the long-term preservation of capital within all Funds.
8. Income from the Fund shall be disbursed by the CDCF to projects that benefit Fernie and the surrounding geographical area of Morrissey, Fernie Alpine Resort, Dicken Road, and Hosmer. Grant recipients shall be selected in accordance with the CDCF policy on Grants & Allocations.
9. The Board of the CDCF will enlist the support and direction of the Fernie Community Fund Committee to help advise on the development of the Fund and on granting from the Fund, in addition to other responsibilities as outlined in the Fernie Community Fund Committees Governance, Grant Making and Fund Development Terms of Reference.
10. This Agreement may be amended in the future where the Board of the Foundation deems it necessary to amend any of the terms governing the Fund in order to carry out the purpose(s) of the Fund, provided that in no event shall any such amendment derogate from the following:
 - a. The capital of the Fund and any additions to the fund shall be held "permanently" by the Foundation and managed in accordance with the Financial Management Policies of the Foundation in force from time to time;
 - b. The capital and investment earnings of the Fund shall only be used to support charitable activities or qualified donees (as defined by the Income Tax Act (Canada) whose activities are within the objects of the Foundation.
11. The Fund shall be considered created on the date of this signed agreement.

The Cranbrook and District Community Foundation hereby commits to the conditions thereof.

Cranbrook and District Community Foundations

Mr. Wayne Eburne, President

Date



**Cranbrook & District
Community Foundation**

GOVERNANCE POLICY

Fernie Community Fund Governance Committee – Terms of Reference

1. Mandate

The Fernie Community Fund Governance Committee is a standing committee of the CDCF. The mandate of the Fernie Community Fund Advisory Committee is to draft bylaw amendments and policies as directed by the Board, and to provide guidance to the Board on matters of governance and compliance with bylaws and policies.

2. Functions and Responsibilities

The functions and responsibilities of the Governance Committee are as follows:

- (1) The Fernie Community Fund Governance Committee provides insight and advice to the CDCF Board regarding community needs and the community in Fernie.
- (2) Provide guidance to the Board to ensure compliance with CDCF bylaws and policies.
- (3) Regularly review CDCF bylaws, policies, terms of reference, and procedural documents and, when deemed necessary, recommend changes.
- (4) Ensure that reviews required by bylaws and policies are undertaken in accordance with those documents.

3. Membership

The Governance Committee shall consist of at least three and up to seven members, appointed by the President, one of whom must be Board member. The President shall appoint one CDCF Board member from Cranbrook to the Fernie Governance Committee. The Committee members designate the Chair who will be responsible for chairing all meetings of the Governance Committee and for ensuring the information and reports required under this Terms of Reference are prepared and presented to the Board.

4. Terms of Office

The terms of office for all members of the Governance Committee shall be two years commencing on the day of appointment of the individual members.

5. Quorum

A simple majority shall constitute a quorum of the Governance Committee.

Approved/Reaffirmed by the CDCF Board:



**Cranbrook & District
Community Foundation**

GOVERNANCE POLICY

Fernie Community Fund Grant Making Committee – Terms of Reference

1. Mandate

The Fernie Community Fund Grant Making Committee is a standing committee of the CDCF. The mandate of the Grant Making Committee is to solicit grant applications and to review and recommend grants to eligible groups within the Fernie Community Fund geographic area.

2. Functions and Responsibilities

The functions and responsibilities of the Grant Making Committee are as follows:

- (1) Develop and recommend to the Board, grant eligibility criteria taking into consideration the needs of donors, recipients, and the CDCF.
- (2) Regularly review grant-related policies and, when deemed necessary, recommend changes.
- (3) Develop and implement an equitable, transparent and responsive method to evaluate grant applications.
- (4) Recommend to the Board, after consultation with the Finance Committee, the total dollar amount to be disbursed to approved applicants each year.
- (5) Conduct a public solicitation of grant applicants from a broad range of groups within the geographic area of the CDCF.
- (6) Using the approved evaluation method, consider all grant applications which qualify under the CDCF granting criteria.
- (7) Recommend to the Board the grants to be made to qualified applicants and the amount of each grant.
- (8) Respond to all funders/donors with relevant and requested grant information and provide follow-up documentation.
- (9) Provide monthly reports to the Board on grant making activities.

3. Membership

- (1) The Grant Making Committee shall consist of up to seven members, up to three of which must be Governance Committee members.

- (2) Based on the recommendations of the Fernie Community Fund Governance Committee, the President shall appoint the Board members to serve on this Committee and shall report to the Board on the appointments made.
- (3) The Committee Chair shall appoint to the Committee at least two members of the public, representing a broad cross-section of the people living in the Fernie Community Fund geographic area, and shall advise the Board of such appointments.
- (4) Based on the recommendations of the Fernie Community Fund Governance Committee, the President shall designate the Chair who will be responsible for chairing all meetings of the Grant Making Committee and for preparing and presenting the information and reports required under this Terms of Reference.

4. Terms of Office

The terms of office for all members of the Grant Making Committee shall be one year commencing on the day of appointment of the individual members.

5. Quorum

A simple majority shall constitute a quorum of the Grant Making Committee.

Approved/Reaffirmed by the CDCF Board:



**Cranbrook & District
Community Foundation**

GOVERNANCE POLICY

Fernie Community Fund Fund Development and Promotions Committee – Terms of Reference

1. Mandate

The Fernie Community Fund Fund Development and Promotions Committee is a standing committee of the CDCF. The mandate of the Fund Development and Promotions Committee is to develop Fernie Community Funds in accordance with established financial goals and to develop promotional strategies with the CDCF.

2. Functions and Responsibilities

The functions and responsibilities of the Fund Development and Promotions Committee are as follows:

Fund Development:

- (1) Based on the financial goals set by the CDCF Board, identify, prioritize and contact potential donor organizations and individuals.
- (2) Meet with potential donor organizations and individuals to provide information on the CDCF, respond to questions, and provide the potential donors with informational and promotional materials.
- (3) Make contact with organizations to provide information on the CDCF and, where applicable, request that the organizations' clients or members be informed of the CDCF and its activities.
- (4) Provide guidance to CDCF staff on matters related to fund development.
- (5) Regularly review fund development-related policies and, when deemed necessary, recommend changes.
- (6) Provide monthly reports to the Board on fund development activities.

Promotions:

- (7) Provide advice on special promotional, media relations and communications initiatives.
- (8) Coordinate any major community special events undertaken.
- (9) Report to the Board on promotional activities.

3. Membership

- (1) The Fund Development and Promotions Committee shall consist of at least five members.
- (2) In consultation with Committee members and the President, the Fernie Committee Chair may appoint non-Board members to the Committee and shall report to the Board should such appointments be made.
- (3) The Fund Development Coordinator shall be an ex-officio, non-voting member of the Committee.
- (4) Based on the recommendations of the Fernie Governance Committee, the President shall designate the Chair who will be responsible for chairing all meetings of the Fund Development and Promotions Committee and for preparing and presenting the information and reports required under this Terms of Reference.

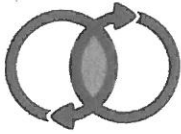
4. Terms of Office

The terms of office for all members of the Fund Development and Promotions Committee shall be two years commencing on the day of appointment of the individual members.

5. Quorum

A simple majority shall constitute a quorum of the Fund Development and Promotions Committee.

Approved/Reaffirmed by the CDCF Board:



**Cranbrook & District
Community Foundation**

Investing in Community For Good and For Ever

DONOR DIRECTED FUND HOLDERS

1. Casey and Corrine Hanemayer
2. Jon and Mon Mahovlic
3. Katherine Hough and Gordon Ingalls
4. Melodie Hull
5. Rob and Jessica Niedermayer

BUSINESSES AND ORGANIZATIONS

1. East Kootenay Community Credit Union (major donor: Soup Kitchen Fund and Fernie Community Fund)
2. City of Fernie (Major donor to Fernie Community Fund)
3. BDO Canada LLP (Holds annual fundraiser for Homeless Shelter Project)
4. Rockies Law Corp. Staff and Marko Maryniak (Major Donors to Mahovlic Fund)
5. Cranbrook Townsman (Contributed \$5,000+ advertising)
6. Jim Pattison Broadcast Group (Contributed \$10,000+ advertising)
7. East Kootenay Foundation for Health
8. Kootenay Granite – Title Sponsor: Stone Soup Challenge
9. Regional District of East Kootenay (Major Donor to Homeless Shelter project and Friends of Children Fund)

AGENCY FUND HOLDERS

1. Community Connections Society of Southeast BC
2. Cranbrook Bugle Band
3. Cranbrook History Centre
4. Cranbrook Public Library
5. Cranbrook Boys and Girls Club (newly established opportunity fund)
6. Friends of Children (East Kootenay Branch)
7. East Kootenay Foundation for Health
8. Symphony of the Kootenays
9. Friends of Fort Steele Society



**Cranbrook & District
Community Foundation**

Date May 16, 2016
Author Lee-Ann Crane
Subject Amendment to Policy 2.01 – Investment Policy – Long Term

BACKGROUND

Columbia Basin Trust (CBT) has offered an investment option to Community Foundations within the Columbia Basin. The way it is structured is that CBT will borrow money from Foundations on an unsecured basis and will pay interest at the rate of 5% per annum, payable on each fiscal quarter. Funds will remain with CBT until such time as the Foundations demand repayment.

POLICY

Policy No. 2.01 – Investment Policy – Long Term outlines the CDCF's investment principles and provides some guidelines related to investment of funds. Under Roles and Responsibilities, the policy states that *"No part of the Fund will be loaned directly to any individual or company."* A copy of Policy No. 2.01 is attached for your reference.

BYLAW

Section 3.01(c) of CDCF Bylaw No. 1 gives the Corporation the authority to *"...give directly or indirectly financial assistance to any persons by means of a loan, guarantee or otherwise on behalf of the Corporation..."* Therefore, amending the policy to allow the giving of a loan is not in contravention of the CDCF Bylaw. A copy of Section 3 of Bylaw No. 1 is attached for your reference

POLICY AMENDMENT

For the CDCF to take advantage of the investment option being offered by CBT, an amendment to Policy No. 2.01 is required. The following motion must be passed by the Board before proceeding:

THAT Policy No. 2.01 – Investment Policy – Long Term be amended by striking the following clause: *"No part of the Fund will be loaned directly to any individual or company."*

The amendment may be passed at a regular Board meeting provided there is a quorum. It does not need to be presented at the AGM.

NEXT STEPS

Authority to lend money must receive the approval of a 60% majority of the members. This is discussed in the next report.



**Cranbrook & District
Community Foundation**

Date May 16, 2016
Author Lee-Ann Crane
Subject Process for Lending Funds

BACKGROUND

As noted in the previous report, Columbia Basin Trust (CBT) has offered an investment option to Community Foundations within the Columbia Basin. The way it is structured is that CBT Commercial Finance Corp. will borrow money from Foundations on an unsecured basis and will pay interest at the rate of 5% per annum, payable on each fiscal quarter. Funds will remain with CBT Commercial Finance Corp. until such time as the Foundations demand repayment.

POLICY

Policy No. 2.01 – Investment Policy – Long Term outlines the CDCF's investment principles and provides some guidelines related to investment of funds. Under Roles and Responsibilities, the policy states that *"No part of the Fund will be loaned directly to any individual or company."* The previous report outlined the amendment required to allow the giving of a loan to CBT.

BYLAW

Section 3.01(c) of CDCF Bylaw No. 1 gives the Corporation the authority to *"...give directly or indirectly financial assistance to any persons by means of a loan, guarantee or otherwise on behalf of the Corporation..."* The caveat as stated in Section 3.01 is that authorization from a **60% majority of the members** is required in order to lend money. So this is not simply a quorum or a majority of the directors in attendance to vote at a meeting; it is a 60% majority of **all members**.

Section 1.01 of Bylaw No. 1 defines "member" as *any person admitted to membership in the Corporation in accordance with Section Eight of this by-law*. Basically, a person continues to be a member as long as they pay their annual membership fee.

AUTHORIZING THE LOAN

The following resolution (or something similar) is required to lend funds to CBT and, as stated earlier, must be approved by at least a 60% majority of the members:

THAT the President and Treasurer be authorized to execute a loan agreement with the following basic terms:

Borrower	CBT Commercial Finance Corp.
Amount	\$
Fund from which money is to be lent	
Interest	5% per annum payable on each fiscal quarter
Term of loan	No fixed term
Security	Unsecured
Repayment	On demand

And further, that the President and Treasurer be authorized to negotiate such other terms as may be beneficial to the CDCF.

