



Policy Section 1: GOVERNANCE

Policy #: 1.1

Policy: Statement of Governance Style

Revision: Rev 4

Approval: August 10, 2022

1. Purpose:

- 1.1 To describe The Flower Cart's Board of Directors approach to and style of governance.

2. Definitions:

3. Detailed Policy Statement:

- 3.1 The Board focuses on strategic leadership, Board policies and key operational matters through long-term planning and direction. The Board governs with an emphasis on an outward vision and strengthening the current work of the Society. It establishes and respects distinctions between Board and employee roles and manages any overlap between these respective areas in a spirit of partnership that supports employees and maintains proper lines of accountability. The Board defines the organization's values, operating principles, and the parameters within which it expects the Chief Executive Officer to manage The Flower Cart's operations.
- 3.2 The Board is bound by federal and provincial legislation applicable to not-for-profit/charitable organizations and is registered under the Societies Act of Nova Scotia.

4. Implementation:

- 4.1 The Board directs, controls, and inspires the organization through careful deliberation and establishment of strategic direction and policies.
- 4.2 The Board provides ongoing education and the information necessary to fulfill the Directors' responsibility for the good governance of The Flower Cart. The Board monitors and periodically discusses its own processes, progress, and performance.
- 4.3 The Board is accountable to The Flower Cart Society for competent, conscientious, and effective accomplishment of its obligations as a body.

- 4.4 The Board ensures that all business of The Flower Cart is conducted in a transparent, legal, and ethical manner.
- 4.5 The Board holds itself accountable for governing with excellence. This self-discipline applies to attendance, preparation for meetings, adherence to policymaking principles, respect of roles, and maintaining a unified front as a Board. The Board monitors and corrects any tendency of Directors to stray from the principles of governance adopted by its policies.

5. Applicability:

- 5.1 Board of Directors

6. Policy Authority:

- 6.1 The Memorandum of Association and The Flower Cart By-Laws provide the Board with the authority to establish Board policies.
- 6.2 The Board of Directors of The Flower Cart is the approving body for all policies.

7. Related Policies, Procedures and Documents:

- 7.1 Policy 1.2 – Policy Development Framework
- 7.2 Policy 2.1 – General Duties of the Board of Directors
- 7.3 Policy 2.1.1 – General Duties of Individual Directors
- 7.4 Policy 2.2 – Directors Code of Conduct
- 7.5 Policy 2.2.1 – Procedural Guidance for Directors Code of Conduct
- 7.6 Policy 2.3 – Conflict of Interest
- 7.7 Policy 2.3.1 – Procedural Guidance for Conflict of Interest
- 7.8 Policy 2.3.2 – Director’s Acknowledgement for Conflict of Interest
- 7.9 Policy 2.4 – Confidentiality of Information
- 7.10 Policy 2.4.1 – Director’s Agreement for Confidentiality of Information
- 7.11 Policy 2.5 – Social Media
- 7.12 Memorandum of Association
- 7.13 Societies Act

7.14 The Flower Cart By-Laws

8. Record of Amendments:

Revision #	Summary of Revision	Date Approved
Rev 0	Original Issue	September 2005
Rev 1	Revised	September 27, 2011
Rev 2	Reformatted and Updated	February 28, 2017
Rev 3	Reviewed and Updated	April 27, 2021
Rev 4	Changed Executive Director to Chief Executive Officer	August 10, 2022