



# Policies

May 14, 2024

# ASSOCIATION POLICIES

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# **Section 1**

## **GOVERNANCE PROCESS**

## 1-A

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: GOVERNING STYLE**

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The Council will approach its task with a style which emphasizes: outward vision rather than an internal preoccupation, encouragement of diversity in viewpoints, strategic leadership more than administrative detail, clear distinction of Council and staff roles, future rather than past or present, and proactivity rather than reactivity.

In this spirit the Council will:

1. Focus chiefly on organizational priorities as determined from our ENDS and not on the administrative or programmatic means of attaining those priorities.
2. Initiate policy based on the ENDS.
3. Direct, control and inspire the CEO (and therefore the staff) through careful establishment of the ENDS and policies.
4. Enforce upon itself whatever consistent behaviour is needed to govern with excellence. This will apply to matters such as attendance, policy-making principles, respect of clarified roles, speaking with one voice, and self-policing any tendency to stray from the governance principles set out in Council adopted policies.
5. Monitor and regularly discuss the Council's own process and performance. Maintain the continuity of its governance capability through retraining and professional development of the Council. The Council, not the CEO or the staff, will be responsible for Council performance.

Approved:	September 11, 2017
Note:	Reviewed and accepted – Feb 26&27, 2018 / Feb 13&17, 2019/ Feb 17, 2020 / Feb 15 & 16, 2021 / Feb. 06 & 07, 2021/Feb 21, 2021, Feb 24, 2023
Monitor Date:	February each year
Monitoring	This policy shall be reviewed and discussed by the Council.

## 1-B

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: COUNCIL JOB DESCRIPTION**

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The Council's role is ensuring proper governance and management and being accountable to the membership.

The role of the Council shall be:

1. To act as trustee of members' interests.
2. Establishment of written governing policies which at the broadest levels address:
  - a) **Priorities and Objectives:** Ensures ENDS are aligned with a regularly reviewed strategic plan based on organizational priorities and goals.
  - b) **Executive Limitations:** Constraints on executive authority which establish boundaries.
  - c) **Governance Process:** Specification of how the Council conceives, carries out and monitors its governance and legal obligations.
  - d) **Council-CEO Relationship:** Hiring the CEO and determining how authority is delegated and its proper use monitored.
  - e) **Fiduciary Responsibility:** Review and approval of the annual budget and the provision of financial oversight.
3. The measurement of CEO performance against Council policies, priorities and objectives.

Approved:	September 11, 2017
Note	Reviewed and accepted – Feb 26&27, 2018 / Feb 13&17, 2019/ Feb 17, 2020 / Feb 15 & 16, 2021/ Feb 21, 2022/ Feb 24, 2023/Feb 9, 2024
Monitor Date:	February each year
Monitoring	This policy shall be reviewed and discussed by the Council.

## 1-C

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: PRESIDENT'S ROLE**

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1. The job output of the President is to ensure that the Council behaves consistently with its own rules and those legitimately imposed upon it from outside the organization. The role of the President is to manage the Council, *not* the organization. Accordingly, the President shall ensure:
  - a) That meeting discussion content will only be those issues which, according to Council policy, clearly belong to the Council to decide, not the CEO.
  - b) That the agenda for meetings of Council reflects and is consistent with the policies, practices and priorities of the Council.
  - c) Deliberation at meetings of Council is timely, fair, orderly, respectful and thorough, but also efficient, limited to time and kept to the point.
  - d) Robert's Rules of Order are to be observed except where the Council has superseded them.
2. The authority of the President consists of making any decision on behalf of the Council provided that it falls within or is consistent with Council policies on Governance Process and on the Council-CEO relationship.
  - a) The President is empowered to chair Council meetings with all the commonly accepted power of that position (e.g. ruling, recognizing).
  - b) The President's authority does not extend to making decisions within Executive Limitations policy areas, each of which is within the scope of the CEO.
  - c) The President's authority does not extend to interpreting Council policies, or setting directives or initiatives not directed by the Council.
  - d) The President's authority does not extend to supervising or directing the CEO. Supervising and directing the CEO is the responsibility of the Council as a whole.

3. The President shall serve as the official spokesperson for the Council.
4. The President's role is to represent the Council in its relationships with members and other related organizations.
5. The President maintains direct contact with the CEO on behalf of the Council and provides advice to the CEO consistent with Council policy and directions. The CEO and President will strive to communicate weekly, but no less than twice per month.
6. The President shall attend, on behalf of the organization, the following events each year:
  - Alberta Association of Optometrists AGM
  - Alberta College of Optometrists AGM
  - British Columbia Doctors of Optometry AGM
  - Saskatchewan Association of Optometrists AGM
  - Manitoba Association of Optometrists AGM
  - Western Canadian Presidents' meetings
  - Canadian Association of Optometrists Congress and AGM
  - Canadian Council of Provincial Presidents meetings
  - Optometric Leaders Forum or equivalent
  - Alberta Association of Optometrists strategic planning session
7. The President shall inform Council in a timely manner of information coming to their attention that may impact Council's priorities and policies.

Approved:	September 11, 2017
Note:	Reviewed and accepted Feb 13&17, 2019/ Feb 17, 2020 / Feb 15 & 16, 2021/ Feb 21, 2022/ Feb 24, 2023
Monitor Date:	February each year
Monitoring Type:	The Board Development and Nominations Committee Chair shall call a select number of Council members and CEO to seek their input with regard to the President's compliance with this policy. The Chair shall also facilitate a survey of Council members to evaluate the performance of the President.

## 1-D

### POLICY TYPE: GOVERNANCE PROCESS

### POLICY TITLE: PRESIDENT ELECT'S ROLE

The President Elect's role is recognized in the Bylaws of the Association. First and foremost, they shall perform the duties of the President in the President's absence or inability, or at the President's request.

In addition to these duties and those of all Board members, the President Elect shall be:

- 1) Accountable for coordinating the annual CEO review, whether it be internal, by committee, or external;
- 2) Accountable for planning the Council's strategic planning retreat; and
  - i. The president-elect may delegate this task or work with a team.
- 3) When available (Optional):
  - i. Attend the Optometric Leadership Forum (OLF) during their second year as president-elect so they may begin to interact with other national leaders, participate in national meetings such as the Canadian Council of Provincial Presidents (CCPP), and become familiar with activities on the national stage.
  - ii. Engage in other events or duties as agreed upon between the President and the President Elect.

Approved:	June 12, 2023
Note:	
Monitor	February each year
Monitoring Type:	The Board Development and Nominations Committee Chair shall call a select number of Council members and CEO to seek their input with regard to the President Elect's compliance with this policy. The Chair shall also facilitate a survey of Council members to evaluate the performance of the President Elect.

1-E

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: COMMITTEE PRINCIPLES**

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The Council may establish committees or task forces to help carry out its responsibilities. To preserve Council holism, committees will be used sparingly. Committees will be used so as to minimally interfere with the wholeness of the Council's job and so as never to interfere with delegation from the Council to the CEO. Accordingly:

1. The Council shall establish policy setting out terms of reference for each Council committee or task force, including: purpose of the committee; whether standing or ad hoc; accountability of committee; responsibilities; committee composition; chair selection process; terms of office; frequency of meetings; reporting requirements, and name of staff liaison.
2. The Council shall review the terms of reference and composition of each Council committee on an annual basis in accordance with the policy monitoring schedule.
3. Council committees shall speak or act for the Council only 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 CEO.
4. Council committees are to help the Council do its job, not to help the CEO to do their job. Committees will assist the Council chiefly by preparing policy alternatives and implications for Council deliberation. The Council will not create a committee to advise staff.
5. Council committees shall not exercise authority over staff. In keeping with the Council's focus on the future, Council committees will ordinarily have no direct dealings with current staff operations. Further, the Council will not impede its direct delegation to the CEO by requiring approval of a Council committee before an executive action. The CEO works for the Council, never for a Council committee or an officer.
6. This policy applies only to Council committees which are formed by Council action, whether or not the committees include non-Council members. It does not apply to committees formed under the authority of the CEO.

Approved:	September 11, 2017
Note:	February 26/27, 2018 – New #2 added to the policy. Reviewed and accepted Feb 13/17, 2019 / Feb 17, 2020/ Feb 15&16, 2021/ Feb 21, 2022/ Feb 24, 2023
Monitor Date:	February each year
Monitoring Type:	The Council President shall call the Chair of each committee established by the Council to discuss this policy and seek evidence of compliance with same. In addition, the Council President shall discuss this policy with the CEO to determine if any of the committees may be overstepping their authorities

1-F

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: COUNCIL MEMBER CODE OF CONDUCT AND ETHICS**

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1. Council and committee members of the AAO may have other interests that could affect a decision made while serving in their capacity on AAO Council or an AAO committee. This duality of commitments can raise the potential for a conflict of interest or a conflict of loyalty. Interests may go beyond personal interests and include interests of a close friend, family member, business associate, corporation or partnership in which they hold a significant interest, or a person whom they owe an obligation.

All individuals serving on the AAO Council and its committees are asked to question whether or not their affiliations, activities, interests, and influences are impacting their ability to act in the AAO's best interest and/or represent the AAO fairly, impartially, and without bias. In addition, all individuals serving on the AAO Council are asked to question whether or not their affiliations, activities, interests, and influences are compatible with the respective duties to the Council.

a) Definitions

A conflict of interest is when you or someone you know would, or could be perceived to, benefit or be harmed financially from a decision or action of the AAO.

A conflict of loyalties exists when your actions or decision could benefit or harm someone you know or something you care about/believe in. There does not have to be a financial consequence for a conflict of loyalty to exist.

It is important to understand that a conflict of interest or loyalties exists if the decision or action could be influenced; it is not necessary that the influence takes place. If a reasonably well-informed person could have the perception that you are making a decision or taking an action on behalf of the AAO that promotes your personal interests, or the interests of someone you know, it is the "appearance" of a conflict of interest.

b) Requirements

Council and committee members of the AAO are in a position of fiduciary trust with the AAO. As such, they are required to disclose interests, holdings, relationships, etc that might result in a conflict of interest. This would include

affiliations with other bodies that do business with the AAO (buying groups, corporations, other associations, etc.), particularly if these affiliations provide a personal benefit to the council member or committee member. This would include being an officer of or holding shares or stocks in such a company, consulting agreements, and other activities that would benefit the council or committee member or those associated with the council or committee member.

This disclosure must occur as soon as the conflict of interest or loyalty is known, even if that is after the discussion has occurred, decision has been made, or action has been taken.

The information contained on this document must be updated annually or sooner if the council or committee member becomes aware of any previously unmentioned or new conflicts.

c) Procedures

When a conflict arises, the individual should declare the conflict to other Council/committee members immediately. After the disclosure, members of Council will discuss if any action is required. A member of Council or a committee with a real or perceived conflict of interest or loyalty on a particular issue need not necessarily be excluded from discussions or voting unless they choose to do so voluntarily or are asked to do so by the majority of Council members. This exclusion could range from simple silence and voting abstinence to exiting the room, depending in the importance of the issue and collective will of Council and the individual.

d) Access

In order to facilitate open conversation and to increase awareness of conflicts, the conflicts listed in the Conflict of Interest document by members of AAO Council will be shared with other AAO Council members as well as with the CEO of the AAO. Conflicts listed on this document by members of AAO committees will be shared with the other members of the same AAO committee, AAO Council and the CEO of the AAO. This information will be kept on file at the AAO office and will not be made available to the general public.

2. Council members may not attempt to exercise individual authority over the organization (CEO and staff members) except as explicitly set forth in Council policies.
  - a) Council members' interaction with the CEO or with staff must recognize the lack of authority in any individual Council member or group of Council members except as noted above.

- b) When a Council member is delegated to act on behalf of the Council, their interaction with the public, media or other entities must only reflect that which is consistent with and set forth in Council policies.
  - c) Council members will make no judgments of CEO or staff performance except as that performance is assessed against explicit Council policies by the official process.
3. Council members are to treat information deemed by the organization to be confidential as such. Council members must annually complete and sign an oath of confidentiality form and a conflict of interest form.

Approved:	September 11, 2017
Notes:	Updated 1 (d) to be consistent with the Oath of Confidentiality. Reviewed and accepted Feb 13/17, 2019/ Feb 17, 2020/ Feb 15&16, 2021/ Feb 21, 2022/ Reviewed, amended, and accepted – Feb 24, 2023
Monitor Date:	June each year
Monitoring Provision:	The Board Development and Nominations Committee shall facilitate a survey of individual Council members (peer to peer) to evaluate the performance of each Council member based on the criteria set out in this policy.

## 1-G

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: MEMBER CONSULTATION AND STRATEGIC PLANNING**

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The Council will remain in touch with members and stakeholder needs and wants. Council will ensure the organization's resources are allocated to the achievement of strategic goals that are based on external and internal information.

Accordingly:

- A member needs survey shall be conducted, at minimum, annually, unless determined otherwise by the Council.
- Survey results, internal and external trends, information from the Emerging Trends Committee and other information will assist the Council in establishing a strategic plan for the organization.
- In June of each year, the CEO shall advance for Council approval an annual business plan and companion budget, based on the priorities identified in the Council's strategic plan.
- The CEO shall report on the status of the business plan at every meeting of the Council.

Approved:	September 11, 2017
Note:	Reviewed and accepted – Jun 11, 2018 Policy 1-F was amended June 11, 2018, to add italicized text: Survey results, internal and external trends, information from the Emerging Trends Committee and other information will assist the Council in establishing a strategic plan for the Reviewed and Accepted Feb 13&17, 2019/ June 15, 2020/ June 22&23, 2021/ Sept 12, 2022
Monitor Date:	February each year
Monitoring	This policy shall be reviewed and discussed by the Council.

## 1-H

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: COUNCIL MEMBER PERFORMANCE  
EXPECTATIONS/COUNCIL MEETING PROCESS**

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The Council acknowledges it has an important job to do. The Council is further committed to respecting and valuing the commitment required by individual Council members.

With these thoughts in mind, and the knowledge that poor performance left unaddressed will lead to additional poor performance, the Council agrees to the following.

At meetings, the President (or, in their absence, the individual chairing the Council meeting) shall:

- Start the meeting on time (or as soon thereafter as a quorum is present) and strive to end the meeting on time;
- Control the meeting, and respond to the following unacceptable behaviours: repetition; side conversations; dishonesty; monopolizing discussion; interrupting; disrespectful and/or unprofessional behaviour; and, straying off topic;
- Endeavour to encourage and invite opinions, discussion and innovation while respecting the agenda and timeframe of meeting, inviting all to speak and contribute; and,
- Take action to ensure discussions come to an appropriate conclusion (i.e. identify consensus, seeking motions, etc.).

At meetings, Council members shall:

- Arrive on time and prepared (having read and understood the Council package prior to arrival) and be prepared to discuss and comment on the issues;
- Avoid distractions (i.e., ringing phones, using computers for personal matters during meetings);
- Ask for more information if required for Council to make an “informed” decision; and,
- Constructively participate.

At all times:

- Council members shall attend all meetings and honour all other commitments they make to the Council;
- Council members shall be engaged and attentive to the business of the Council;
- All Council members shall be familiar with all Council policies, the bylaws, strategic goals, etc.;
- Council members shall act in the interest of the Association and support the decisions of the Council regardless of how the Council member may have voted;
- The Council will not call meetings unless there is a demonstrated need; and,
- Council members shall notify the Council should personal or business affairs preclude their active participation in Council activity.

In an effort to monitor individual Council member performance and commitment, the following shall transpire when a Council member significantly breaches any of the above-noted performance expectations:

- After two significant breaches, the President shall privately discuss this policy and related performance with the Council member in question.
- After three significant breaches, the President shall raise the performance of the Council member in question with the full Council, and seek their direction on further action. Such discussion will be held with Council members only (staff shall be excused) and the minutes of said meeting shall record only the action steps to be taken. The Council member shall be invited to attend and participate in the meeting where their performance is under discussion.

Approved:	September 11, 2017
Note:	Reviewed and accepted Feb 13&17, 2019/ Feb 17, 2020/ Feb 15&16, 2021/ Feb 21, 2022/ Feb 24, 2023
Monitor Date:	December each year
Monitoring Type:	The Board Development and Nominations Committee shall facilitate a survey of individual Council members (peer to peer) to evaluate the performance of each Council member based on the expectations set out in this policy.

## 1-I

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: IN-CAMERA MEETINGS OF THE COUNCIL**

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The Council is committed to acting in an open and transparent manner. There may be occasions, however, when public disclosures may prejudice the interests of the Association or some party to whom the Association has an obligation to protect. If a matter arises during a meeting that triggers the need for confidentiality, the Council may move any meeting or part of a meeting to an in-camera session. Topics that may be addressed in-camera include:

- legal advice and litigation;
- proprietary information or commercially sensitive information pertaining to a member, firm or its employees;
- matters regarding staff related to terms of employment, performance evaluation and discipline;
- the sale, purchase, lease or exchange of property; and
- the disclosure of intimate personal or financial information about an identifiable person.

In-camera sessions will exclude management (the CEO and other staff) when the issues to be addressed are specific to management (i.e., annual performance evaluation, terms of employment, etc.).

Minutes of in-camera meetings shall be created and kept separate from other records to maintain confidentiality as long as warranted.

With regard to in-camera sessions, Council members shall not:

- disclose to any member of the public any confidential information acquired by virtue of their position as a Council member;
- use any confidential information acquired by virtue of their position on the Council for their personal financial or other benefit or for that of any other person; or,
- permit any person unauthorized by Council to inspect or have access to any confidential documents or other information.

The obligation to protect such confidential matters from disclosure continues even after the individual member is no longer serving on the Council.

Approved:	September 11, 2017
Note:	Reviewed and accepted Feb 13&17, 2019/ Feb 17, 2020/ Feb 15&16, 2021/ Feb 17, 2022/ Feb 24, 2023
Monitor Date:	December each year
Monitoring	This policy shall be reviewed and discussed by the Council.

1-J

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: THE ANNUAL REVIEW OF THE BOARD DEVELOPMENT AND NOMINATION COMMITTEE**

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The Council acknowledges that constant attention must be paid to good governance practices, board development, and the Association's nomination process. To achieve that end, the Council has established a Board Development and Nomination Committee.

The purpose of the Committee is to

- Conduct general oversight of the board of directors.
- Propose candidates for election to the board of directors based on their qualifications.
- Identify and recommend appropriate corporate governance practices to the board.
- Examine the framework for assessing board performance and the board's self-evaluation.
- Committee members oversee reputation and conduct risks that fall within their responsibility.

As the Committee has its own terms of reference that guide it, the Council shall review said terms of reference annually to ensure the Committee is meeting its obligations to the council and the membership.

Approved:	September 11, 2017
Note:	October 18, 2017 / February 2021 Oct 2017 – changed to combine the Nomination Committee in the Bylaws and the Board Governance Committee roles and appointments. Reviewed and accepted – December 05, 2018 / December 04, 2019/ April 06, 2020/ December 07, 2020 February 15&16, 2021 – Wording added to the “Plan of Work and Budget” section Reviewed and accepted - December 06&07, 2021/ April 11&12, 2022
Monitor Date:	April each year
Monitoring Type:	The Council President shall call the committee Chair to discuss this policy and seek evidence of compliance with same.

## 1-K

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: COUNCIL REMUNERATION**

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### **Guiding Principles**

1. As Alberta is a leader in optometry across Canada, the compensation of Council should reflect that principle too.
2. Being on Council is not a job, but no undue hardship should be placed upon the Council member that it would cause financial difficulties.
3. Though Council members do receive some compensation, there are numerous hours that are donated.
4. Time is time – it is important to recognize there is no difference between time spent doing Council work during the week or weekend, or day or night.
5. Compensation should be within the budget that the Association can afford.

(2014 Compensation Committee)

### **Per Diem Rates and Stipends for Council Meetings or Business Calls**

Per Diem rates for Council business whether in-person or electronic, will be \$550 for 2 - 4 hours, \$800 per day over 4 hours, including travel time for Council meetings only. Per Diem rates for Council meeting that are over one hour and under two hours in length is \$200.

Per diems will be paid out as follows:

- Regardless of day of the week;
- For any meeting of council;
- For the AGM; and
- If clarification is required for an event that could be considered incidental or billable, it shall come before Council for a decision.

Per diems will not normally be billable for:

- Attendance at expected events, such as Political Dinners, MLA functions, or meetings with elected officials as a member of the Government Relations Committee;
- Attendance at out of province Think Tank/Planning Sessions;
- For any committee or division work done outside of scheduled meetings except with prior approval by the Council; and/or
- Attendance at Association continuing education programs.

### **Council Member Per Diems for Attendance at Non-Council Events**

Per Diem rates for Council business will be \$550 for 4 hours or less, \$800 per day over 4 hours, including travel time. This would include:

- Association business for which a Council member is required to attend as per AAO bylaws, AAO policies, or at the request of Council;
- Attendance at events such as provincial or national optometric conferences or congresses, Optometric Leaders Forum;
- Participation in or on bodies outside of optometry where a Council member has been requested;
- Training or Legislature Lobby Days; and/or
- If clarification is required for an event that could be considered incidental or billable, it shall come before Council for a decision.

The President receives a stipend of \$500/month to compensate for such time communicating with the Association office and meetings, as well as, for other aspects of their time and meetings. The President shall also receive a honorarium of \$1,500 per month, which is increased by 3% the second year they serve.

The President-Elect receives a stipend to compensate for their time and meetings related to their respective positions. They shall receive a stipend of \$750 per month to cover other costs and incidentals that are not associated with a meeting. This would be in lieu of the \$500/month Council stipend.

Council Members are provided a monthly stipend of \$500 to cover other costs and incidentals that are not associated with a meeting.

Monthly stipends are to cover costs and incidentals that are not to be associated with a meeting, such as:

- Reviewing and responding to emails;
- Preparation of council reports;
- Member contact on behalf of Association;
- Responding to member phone calls; and
- Committee work, other than actual meetings.

**Technology Fee:** Council members are required to have access to email and software programs which are compatible with those used by the Association. Council members will be paid an annual stipend of \$500 to assist in offsetting the cost of computer/line hook up/purchase and /or maintenance costs.

Approved:	September 11, 2017
Note:	Reviewed and accepted – April 23, 2018 / April 15, 2019/ April 06, 2020 Amendments made to clarify the policy - December 07, 2020. Reviewed and accepted – April 12, 2021/ April 11&12, 2022/ April 3&4, 2023
Monitor Date:	April each year
Monitoring	This policy shall be reviewed and discussed by the Council.

## 1-L

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: COUNCIL EXPENSES**

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### **Travel Expenses:**

- *Automobile Travel* – reimbursed at \$0.505 per kilometer
- *Air Travel* – Fares should be booked as far in advance as possible. The Association will be responsible for the lowest economy fare available, and any upgrades or change costs (unless necessitated by the Association) will be the responsibility for the council member
- *Taxi/Cab/Shuttle* – reimbursed upon submission of receipt

### **Accommodation and Meals:**

Reimbursement for accommodation will be made for standard hotel accommodation. Where there are additional hotel accommodation charges for a spouse or guest, the Association is responsible for the expenses incurred by the member only.

A Council member who must leave before 7 a.m. to attend an Association meeting or on attending an Association Meeting and cannot make it back home before 10 p.m. will have the option to have their accommodations covered.

Reasonable meal costs will be reimbursed in full, including a reasonable gratuity (not to exceed 15%). Meal costs and gratuities for spouses or personal guests are not the responsibility of the Association. Reimbursement for meal costs will be made upon submission of receipt.

Cost incurred for the entertainment of guests as part of Association business will be reimbursed, and should be clearly delineated on the expense report.

### **Other Expenses:**

- *Telephone/Fax Charges/Internet*: The costs of long distance calls, faxing, and internet services for Association business will be borne by the Association, upon the submission of receipts, on an Expense Report form.
- *Conference Costs*: When attendance at a conference is directed or approved by Council, the attending member will be reimbursed for registration fees and related costs.
- *The Association Conference Registration* fee will be waived for the Association President and Conference Chairperson. Tickets for meals and social functions, for friends or family members will be at their expense.

- *Office Supplies:* Where possible, the Association office and staff should be utilized for correspondence, postage, photocopying, etc. However, when it is more expedient to have these services provided elsewhere, they will be reimbursed at cost.
- *Luncheon and Dinner Meetings:* Recognizing that practitioner's active in Association affairs must, for economic reasons, minimize the amount of practice time devoted to Association matters, it is frequently necessary for business to be conducted during lunch hours or in the evening. It is also recognized that lunches and dinners often provide a more congenial atmosphere during which to develop the desired relationships with others. Legitimate committee member costs for such occasions will be reimbursed on the same basis as meals. Similarly, it is occasionally necessary for committees made up entirely of optometrists to meet over lunch or dinner. However, dinner meetings, in particular, should be the exception rather than the rule.
- *Other Expenses:* There may be on occasion, other expenses legitimately and properly charged to the Association for special items such as gifts and acknowledgement of service, or for membership in other organizations. Such expenses should be pre-approved by Council or where that is not practical, the approval of the President or President Elect would be in order.

#### PROCEDURE FOR REIMBURSEMENT

1. All expenses should be submitted on an Association Expense Form. Each item must be supported by a voucher or receipt.
2. For purposes of financial control – expenses will be charged to the appropriate committee or code. To assist the Association office in this regard, members are requested to submit a separate expense form for each Committee or Council function.
3. Members are asked to submit statements within 30 days for the expense being incurred. Council expenses are reimbursed through electronic funds transfer, and new Council members should ensure this process is properly in place as soon as possible.

Failure to submit expense claims in a timely way causes month end financial statements to be less than accurate and could result in non-payment by the Association. Therefore, all expense claims must be submitted within ninety (90) days of the incurred expenses. The Association may refuse payment for claims which exceed this time frame.

Approved:	September 11, 2017
Note:	<p>Reviewed and accepted – April 23, 2018 /  Was revised April 23, 2018, to clarify that Internet services required to do AAO business will be covered by the Association.</p> <p>Reviewed and accepted - April 15, 2019/ April 06, 2020</p> <p>Reviewed, small amendment, and accepted – April 12, 2021</p> <p>Reviewed and accepted – April 11&amp;12, 2022/ April 3&amp;4, 2023</p>
Monitor Date:	April each year
Monitoring	This policy shall be reviewed and discussed by the Council.

## 1-M

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: ENDS DEVELOPMENT, REVIEW AND COMPLETION**

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The Council has an obligation to establish ENDS policies that will help guide the Association, the Council and the membership. These ENDS act as the strategic objectives of the Association and describe the purpose of the organization in cost- benefit-beneficiary terms.

Accordingly:

- Council will review the ENDS annually to ensure they meet the vision, mission and values of the Association.
- Council will review the ENDS annually to ensure they meet the purpose of the organization in cost-benefit-beneficiary terms.
- If required, the Council will amend the ENDS by adding or deleting strategic objectives that help guide the Association.
- ENDS that require Council to complete as a deliverable will be reviewed and completed according to the monitoring date.

Approved:	April 15, 2019
Note:	Reviewed and accepted – April 06, 2020/ April 12, 2021/ April 11&12, 2022/ April 3&4, 2023
Monitor Date:	April each year
Monitoring	This policy shall be reviewed and discussed by the Council.

**1-N**

**POLICY TYPE: GOVERNANCE PROCESS**

**POLICY TITLE: COUNCIL RISK MANAGEMENT POLICY**

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Council has an obligation to its stakeholders to manage risk in a way that best benefits its members.

In this spirit the Council will:

1. Have a risk identification and mitigation guide which is reviewed as per the monitoring schedule; and
2. Develop risk management strategies to limit Council's exposure when it is in the best interest of the AAO and its stakeholders.
3. Follow the monitoring schedule of the Risk Management Policies as noted in Section 4 of this document.

Approved:	June 12, 2023
Note:	
Monitor Date:	September each year
Monitoring Type:	This policy shall be reviewed and discussed by the Council. The Council shall have a risk identification and mitigation guide which is reviewed as per the monitoring schedule outlined in Section 4 of this document.

# **Section 2**

## **COUNCIL-CEO RELATIONSHIP**

## 2-A

**POLICY TYPE: COUNCIL-CEO RELATIONSHIP**

**POLICY TITLE: DELEGATION TO THE CEO**

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The Council's job is to establish primary policies, leaving implementation and operational policy development to the CEO.

The Council's policies and priorities direct the CEO to achieve certain results, and Executive Limitations policies constrain the CEO to act within acceptable boundaries of prudence and ethics.

All Council authority delegated to staff is delegated through the CEO. All authority and accountability of staff is affected insofar as the Council is concerned through the authority and accountability of the CEO.

In this spirit:

1. The CEO is authorized to make all decisions, take all actions and develop all activities which are true to the Council's policies. The Council will ensure the CEO's independence relative to the prescribed duties as outlined in policy. Notwithstanding, the Council, at its discretion, may change policies that may alter or impact upon the CEO's authority.
2. No individual Council member, officer or committee has authority over the CEO. Information may be requested, but if such request, in the CEO's judgment, requires a material amount of staff time and resources that will affect other priorities, the CEO may propose alternatives or suggest the request be referred to the Council for possible reallocation of priorities and timing.
3. The CEO may not perform, allow, or cause to be performed any act which is contrary to Executive Limitations policies. Should the CEO violate a Council policy, they shall immediately inform the Council who will debate the nature of the violation and determine if corrective or disciplinary action is necessary.

Approved:	September 11, 2017
Note:	Reviewed and accepted – October 17, 2018 / September 16, 2019/ Sept 14, 2020/ Reviewed, amended, and accepted – Sept. 13, 2021 Reviewed and accepted – September 12, 2022/
Monitor Date:	September each year
Monitoring	This policy shall be reviewed and discussed by the Council.

## 2-B

**POLICY TYPE: COUNCIL-CEO RELATIONSHIP**

**POLICY TITLE: CEO JOB DESCRIPTION AND CODE OF CONDUCT**

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As the Council's single official link to the organization, the CEO is accountable for all organizational performance and exercises all authority transmitted into the organization by the Council. CEO performance will be considered to be synonymous with organizational performance as a whole.

Consequently, the CEO's job contributions can be stated as performance in only two areas:

1. Organizational accomplishment of the priorities and objectives set out annually by the Council.
2. Organizational operation within the boundaries of prudence and ethics established in Council policies on Executive Limitations.

The CEO shall also comply with the following code of conduct (adapted from the Canadian Society of Association Executives' code of conduct for association executives):

- Serve the Association faithfully, respecting confidentiality, and avoiding conflicts of interest and activities for personal gain at the expense of the Association or its members;
- Act with fairness, integrity and dignity and in a manner not detrimental to the interest of the public, the Association, or its members;
- Advise the Council concerning any contemplated action or decision which they know to be illegal or unethical, and further advise the Council of the possible consequences of proceeding with such actions or decisions; and,
- Serve all members of the Association impartially, provide no special privilege to any individual member, and accept no personal compensation from a member except with the knowledge and consent of the Council.

Approved:	September 11, 2017
Note:	Reviewed and accepted – October 17, 2018 / September 16, 2019/ September 14, 2020/ September 13, 2021/ September 12, 2022
Monitor Date:	September each year
Monitoring	This policy shall be reviewed and discussed by the Council.

## 2-C

**POLICY TYPE: COUNCIL-CEO RELATIONSHIP**

**POLICY TITLE: MONITORING CEO PERFORMANCE**

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Monitoring CEO performance is synonymous with monitoring organizational performance against Council policies, priorities and Executive Limitations. Monitoring will be as automatic as possible, using a minimum of Council time so that meetings can be used to create the future rather than review the past.

1. The purpose of monitoring is simply to determine the degree to which Council policies, priorities and objectives are being fulfilled.
2. A given policy, End, and/or objective may be monitored in one or more of three methods:
  - **Internal report:** Disclosure of compliance information to the Council from the CEO;
  - **External report:** Discovery of compliance information by an impartial external auditor, inspector or judge who is selected by and reports directly to the Council. Such reports must assess CEO performance only against policies of the Council, not the external party, unless the Council has previously indicated the party's opinion to be the standard; and/or
  - **Direct Council inspection:** Discovery of compliance information by a Council member, or a committee of the Council as a whole, appointed by the Council for this purpose. This is a Council inspection of documents, activities or circumstances directed by the Council which allows a "prudent person" test of policy compliance.
3. Each Executive Limitations policy of the Council will be classified by the Council according to frequency and method of regular monitoring, however, upon the choice of the Council, any policy can be monitored by any method at any time.
4. Performance shall be measured annually in accordance with pre-defined objectives.

Approved:	September 11, 2017
Note:	Reviewed and accepted – October 17, 2018 / September 16, 2019/ September 14, 2020/ September 13, 2021/ September 12, 2022
Monitor Date:	September each year
Monitoring	This policy shall be reviewed and discussed by the Council.

## 2-D

**POLICY TYPE: COUNCIL-CEO RELATIONSHIP**

**POLICY TITLE: ANNUAL CEO PERFORMANCE EVALUATION**

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The Council, through ongoing monitoring of policy compliance and achievement of the goals outlined in the annual business plan, constantly tracks CEO performance. On a more formal basis, the Council, on an annual basis, will address CEO performance in the following manner:

1. At the first meeting of a new fiscal year, the full Council shall convene in-camera to discuss and document CEO performance by responding to the following questions:
  - a. Did the CEO achieve the goals outlined in the business plan for the previous fiscal year?
  - b. Did the CEO comply with all Council policies that apply to the CEO?
  - c. Did the CEO achieve budget targets for the previous fiscal year?
2. The Council shall appoint at least two individuals who shall meet with the CEO prior to the next meeting of the Council to share the Council's performance assessment and discuss related matters such as terms of employment, professional development, etc, including compensation.
3. At the second meeting of a new fiscal year, the Council shall convene in-camera to receive a report from those who met with the CEO on the evaluation meeting and consider any recommendations that may arise as a result of those discussions.

Approved:	September 11, 2017
Note:	Reviewed and accepted – October 17, 2018 / September 16, 2019/ September 14, 2020/ September 13, 2021/ September 12, 2022/
Monitor Date:	September each year
Monitoring	This policy shall be reviewed and discussed by the Council.

## **Section 3**

# **CEO Limitations**

### 3-A

**POLICY TYPE: CEO LIMITATIONS**

**POLICY TITLE: GENERAL CEO CONSTRAINT**

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The CEO shall not be the cause of, or knowingly allow any violation of good Association business practices and professional ethics.

Approved:	September 11, 2017
Note:	Reviewed and accepted – December 05, 2018 / February 26/27, 2018/ December 04, 2019/ December 07, 2020/ December 06&07, 2021/December 12, 2022/
Monitor Date:	December each year
Monitoring Type:	The CEO shall provide the Council with a signed statement of compliance with this policy.

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### 3-B

**POLICY TYPE: CEO LIMITATIONS**

**POLICY TITLE: TREATMENT OF MEMBERS**

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With respect to treatment of members, the CEO shall not cause or allow conditions to occur which are unfair or undignified. Nor shall the CEO allow disclosures of what may be considered privileged or confidential information.

Approved:	September 11, 2017
Note:	Reviewed and accepted – December 05, 2018 / February 26/27, 2018/ December 04, 2019/ December 07, 2020/ December 06&07, 2021/December 12, 2022/
Monitor Date:	December each year
Monitoring Type:	The CEO shall provide the Council with a signed statement of compliance with this policy.

### 3-C

**POLICY TYPE: CEO LIMITATIONS**

**POLICY TITLE: STAFF TREATMENT**

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The CEO shall foster a positive work environment where employees and volunteers are treated with dignity and respect. Consequently, the CEO shall not cause or allow conditions to persist which are inhumane, unsafe, unfair or undignified.

The CEO shall not knowingly violate any legislative standard such as the Alberta Human Rights Act, the Alberta Employment Standards Act or Code, the Personal Information Protection Act, Occupational Health and Safety (OH&S) or any legislation governing pay equity, employment equity, and/or workplace health and safety.

Approved:	September 11, 2017
Note:	Reviewed and accepted – December 05, 2018 / February 26/27, 2018/ December 04, 2019 / December 07, 2020/ December 06&07, 2021/December 12, 2022/
Monitor Date:	December each year
Monitoring Type:	The CEO shall provide the Council with a signed statement of compliance with this policy.

### 3-D

**POLICY TYPE: CEO LIMITATIONS**

**POLICY TITLE: COMPENSATION AND BENEFITS**

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With respect to planning fiscal events (budgeting for all or any remaining part of a fiscal period), the CEO may not jeopardize the fiscal integrity of the Association.

Accordingly, the CEO shall not:

1. Change their own compensation and benefits.
2. Promise or imply permanent or guaranteed employment.
3. Establish current compensation and benefits which deviate materially from the geographic or professional market for the skills employed.
4. Fail to conduct a formal performance evaluation for every employee every year.
5. Omit conducting a formal salary review for every employee at least once every two years.
6. Forego employing a competency-based and unbiased process for the recruitment of all employees.

Approved:	September 11, 2017
Revised:	December 05, 2018 – Items 4 & 5 the phrasing was written in the negative. December 04, 2019 – Item 6 phrasing was written in the negative February
Note:	Reviewed and accepted - February 26/27, 2018/ December 05, 2018/ December 04, 2019 Reviewed, amended and accepted – December 7, 2020 Reviewed and amended – December 6&7, 2021 Reviewed and amended – December 12, 2022 Reviewed, amended and accepted – February 24, 2023.
Monitor Date:	December each year
Monitoring Type:	The CEO shall provide the Council with a signed statement of compliance with this policy.

### 3-E

**POLICY TYPE: CEO LIMITATIONS**

**POLICY TITLE: FINANCIAL PLANNING**

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With respect to planning fiscal events (budgeting for all or any remaining part of a fiscal period), the CEO may not jeopardize the fiscal integrity of the Association.

Accordingly, the CEO shall not:

- 1) Fail to create a credible projection of revenues and expenses, separation of capital and operational items, subsequent audit trails, and disclosure of planning assumptions.
- 2) Plan for the expenditure in any fiscal year of more funds than are conservatively projected to be received in that year, unless approved by Council.
- 3) Allocate funds that deviate from Council-stated priorities and objectives.
- 4) Jeopardize the integrity of the services provided by the Association.

Approved:	September 11, 2017
Note:	September 16, 2019 Reviewed and accepted – April 23, 2018 / April 15, 2019 Reviewed, amended, and accepted – September 16, 2019 Reviewed and accepted – June 15, 2020 Reviewed and amended – April 12, 2021 Reviewed and amended – June 22&23, 2021 Reviewed and accepted – April 11&12, 2022 Reviewed and amended – February 24, 2023 Reviewed and amended – June 12, 2023
Monitor Date:	April each year
Monitoring Type:	The Council will review this policy each year in concert with the budget approval process, and seek confirmation from the CEO that this policy was adhered to

### 3-F

**POLICY TYPE: CEO LIMITATIONS**

**POLICY TITLE: FINANCIAL CONDITION AND OPERATIONAL RESERVE**

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With respect to ongoing financial health, the CEO shall not cause or allow fiscal jeopardy.

Accordingly, they shall not:

1. Expend more funds in the fiscal year to date than have been received in the cash flow, cash advances, or are provided for in any Council authorized line of credit without Council approval.
2. Use any long-term reserves without Council approval.
3. Allow cash to drop below the amount needed to settle payroll and debts in a timely manner.
4. Allow actual allocations to deviate materially from Council priorities and objectives.
5. Authorize a line of credit without approval of the Council.
6. Allow the operating reserve to fall below a minimum set by Council.

With respect to the Association's operating reserve, the Council has determined that the operating reserve shall be established and maintained at a minimum of three (3) months of annual operating expenses.

Should the operating reserve fall below a minimum of three (3) months, the CEO shall then advance a plan to Council for approval to re-achieve the minimum of three (3) months reserve.

The Council reserves the right to modify the above during the annual budget approval process should special circumstances or the needs of the organization demand in order to maintain a balanced annual budget.

Approved:	September 11, 2017
Note:	Reviewed and accepted – April 23, 2018 / April 15, 2019/ April 6, 2020/ April 12, 2021  Reviewed and amended – June 22&23, 2021/ April 11&12, 2022
Monitor Date:	April each year
Monitoring Type:	The Council shall be provided with revenue and expense statements (consolidated and by program), in addition to a balance sheet. The Council shall receive and approve the annual external auditors report and financial statements

### **3-G**

**POLICY TYPE: CEO LIMITATIONS**

**POLICY TITLE: INVESTMENTS**

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The basic goal underlying the establishment of the AAO's investment policies is to ensure that the assets of the Investment Plan, along with expected future contributions, will be invested in a prudent manner to be sufficient to meet the obligations of the Plan as those obligations come due. The objective is to maximize returns subject to this requirement.

Accordingly, the CEO shall not:

1. Allow the Investment Plan to violate the requirements of the Income Tax Act (Canada) and rules and regulations there under.
2. Administer the Investment Plan without qualified investment advice and a Certified Financial Planner including any mutual or pooled funds operated by such manager(s) appointed by the Council from time to time.
3. Allow more than 12 months between Investment Plan reviews by Council.
4. Allow the Investment Plan to deviate from the Policy's stated level of risk tolerance.
5. Allow the Investment Plan assets to deviate from the Policy's stated list of Eligible Investment vehicles.

#### **Review**

It is anticipated that the investment policy strategy will be reviewed regularly (at least annually) and may be changed based on altered economic conditions. The Council may amend or modify the policy at any time, and the CEO shall notify the Investment Manager of any such amendment or modification.

#### **Risk Tolerance**

This portfolio is designed with the primary focus on long-term capital growth. It is possible that a negative return may be experienced. Risk of price fluctuations within asset classes, and the uncertainty of future economic and investment scenarios, dictate that prudent diversification be undertaken through investment in asset classes whose expected return correlation provides overall risk reduction for the portfolio.

#### **Asset Mix and Eligible Investments**

The asset mix allows for variable asset portfolios as long as it does not expose the AAO to risk beyond the aforementioned risk profile. The Investment Manager will be cognizant of the nature of the Plan and inform the Council when it is believed that particular strategies may be required in order to enhance the

Plan's funded status.

The permitted variations in the asset mix are set out below:

Global Balance Mandate  
% of Market Value of Assets

	Minimum	Maximum
Cash	0	100
Canadian Bonds	10	50
International Bonds	0	50
Canadian Equities	20	40
U.S. Equities	15	40
International Equities	15	40

**Asset Classes Eligible for Investment**

The Investment Plan assets shall not deviate from the following list of Eligible Investment vehicles:

- 1) Publicly traded common or preferred equity shares, rights or warrants;
- 2) Convertible debentures or preferred securities;
- 3) Bonds, debentures, mortgages, notes or other debt instruments of government agencies or of corporations;
- 4) Cash, or money market securities issued by government or corporations; and
- 5) Pooled funds which may invest in any or all of the above instruments or assets.

Approved:	September 11, 2017
Note:	Reviewed and accepted – April 23, 2018 / April 15, 2019/ April 6, 2020/ April 12, 2021/ April 11&12, 2022/ April 3&4, 2023 Review and amended – June 12, 2023
Monitor Date:	April each year
Monitoring Type:	The Council shall receive and approve the annual external auditors report and financial statements.

### 3-H

**POLICY TYPE: CEO LIMITATIONS**

**POLICY TITLE: ASSET PROTECTION**

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With respect to proper stewardship of organizational assets, the CEO shall not risk losses beyond those necessary in the normal course of business unless authorized by the Council.

Accordingly, the CEO shall not:

1. Fail to insure related property, premises and activities against property/liability losses and shall not fail to insure Council members and staff against liability losses arising from their agency related duties and activities.
2. Knowingly expose the Association, the Council or its staff to claims of liability.
3. Approve any purchase or make budgeted economic commitments exceeding \$15,000.00 for a single purchase of goods and services without conducting an open and fair procurement process.
4. Fail to reasonably ensure that adequate measures are taken to protect the integrity and continuity of the Association and its records.
5. Divest and purchase real estate holdings without Council approval.

Approved:	September 11, 2017
Note:	Reviewed and accepted – April 23, 2018 / April 15, 2019/ April 6, 2020/ April 12, 2021/ September 11&12, 2022/ April 3&4, 2023 Increase of procurement bids up to \$15,000 – June 17, 2024
Monitor Date:	April each year
Monitoring Type:	The front page of insurance policies shall be provided to the Council by the CEO who shall also provide the Council with a report of measures taken to uphold the principles of this policy. The CEO shall maintain a procurement log for procurements over \$15,000.00 which may be inspected by the Council.

### 3-I

**POLICY TYPE: CEO LIMITATIONS**

**POLICY TITLE: CEO SUCCESSION  
CONTINUITY OF EXECUTIVE SERVICES**

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In order to protect the Council from the sudden or unexpected loss of CEO services, the CEO shall not have less than one other staff member familiar with Council and CEO issues and processes, and shall not fail to maintain appropriate records and documentation in the Emergency Succession Plan which would facilitate continuity of operations. The Emergency Succession Plan be reviewed yearly by the Council.

Approved:	September 11, 2017
Revised:	September 10, 2018
Note:	September 10, 2018 - With the acceptance of the Emergency Succession Plan, Council wanted to update Policy 3-I to reflect the practice of the Emergency Succession Plan being reviewed annually. New wording above.  Reviewed and accepted – June 11, 2018 / June 24, 2019/ June 15, 2020/ June 22&23, 2021/ June 13, 2022
Monitor Date:	June each year
Monitoring Type:	The CEO shall provide the Council with a signed statement of compliance with this policy.

### 3-J

**POLICY TYPE: CEO LIMITATIONS**

**POLICY TITLE: ADVICE TO THE COUNCIL**

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With respect to providing advice to the Council, the CEO shall not cause or allow the Council to be uninformed or misinformed.

Accordingly, the CEO shall not fail to:

1. Provide best and timely advice to the Council on strategic matters.
2. Inform and advise the Council in a timely manner of relevant trends, material external or internal changes, particularly changes in the assumptions upon which any Council policy, priority or objective has been previously established.
3. Gather staff and external points of view, as well as issues, options and advice as needed for fully informed Council choices.
4. Inform and advise the Council on program changes or staff changes related to services offered.

Approved:	September 11, 2017
Note:	Reviewed and accepted – June 11, 2018 Reviewed, amended and accepted – September 16, 2019 Reviewed and accepted – June 15, 2020/ June 22&23, 2021/ June 13, 2022
Monitor Date:	June each year
Monitoring Type:	The CEO shall provide the Council with a signed statement of compliance with this policy.

### 3-K

**POLICY TYPE: CEO LIMITATIONS**

**POLICY TITLE: MEDIA RELATIONS/CRISIS MANAGEMENT**

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The President and/or the CEO serves as the Association's official spokesperson and conveys the official association position on issues of general industry impact or significance and responds to situations that are of a particularly controversial or sensitive nature.

Inquiries from the media about such issues shall be referred to the CEO. Depending on the specific circumstances, the CEO may designate another individual to serve as spokesperson on a particular issue.

In the event of a crisis or emergency situation, where the CEO is unable to determine the Association's preferred public policy position on a given issue, the CEO shall:

- a) Develop a "holding statement" that will provide enough detail to ensure the media and/or public that the Association is aware of the situation, is reviewing, and will provide a further response;
- b) Conference call a pre-appointed Crisis Communications Team, which will include the CEO as Chair, the AAO President or their delegate, and the Communications Manager. Legal representation and/or special knowledge members may also be included, if required;
- c) The Crisis Communications Team will develop an appropriate statement/response based on the detail available, and circulate the document to all Council members urging quick endorsement of the proposed response; and
- d) Upon receiving approval from a majority of Council members, the designated spokesperson may proceed to respond to media and advance the Association's view on the issue.

Approved:	September 11, 2017
Note:	Reviewed and accepted – June 11, 2018 Reviewed, amended, and accepted – September 16, 2019 Reviewed and accepted – June 15, 2020/ June 22723, 2021/ June 13, 2022 Reviewed and amended – June 12, 2023
Monitor Date:	June each year
Monitoring Type:	The CEO shall provide the Council with a signed statement of compliance with this policy.

### 3-L

**POLICY TYPE: CEO LIMITATIONS**

**POLICY TITLE: COUNCIL INFORMATION NEEDS**

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The CEO shall not fail to provide the Council with information on a regular and timely basis. Such information shall include:

- a) Information on external trends and issues that may impact on the organization and its members and/or stakeholders;
- b) Internal strengths and weaknesses;
- c) Public expectations;
- d) Information on internal trends (i.e. increased or decreased utilization of the organization's products or services);
- e) Reports by governments or external agencies containing recommendations that may have an impact on the association and/or its members and/or stakeholders;
- f) Information to support and monitor strategic and business plans;
- g) Financial and operational reports to enable the Council to monitor and evaluate plans and ensure accountability;
- h) Information required by the Council to monitor compliance with its policies;
- i) Information to help Council members promote the Association;
- j) Copies of articles, presentations, best practices and information from websites or publications relating to governance that might help the Council enhance its governance capacity;
- k) Copies of all correspondence and communication from Associations or organizations of which the Council itself is a member or subscriber.
- l) Information gathered from membership surveys completed on a regular basis.

Approved:	September 11, 2017
Note:	Reviewed and accepted – June 11, 2018 / June 24, 2019/ June 15, 2020/ June 22&23, 2021/ June 13, 2022 Review and amended – June 12, 2023
Monitor Date:	June each year
Monitoring Type:	The CEO shall provide the Council with a signed statement of compliance with this policy.

### 3 - M

**POLICY TYPE: EXECUTIVE LIMITATIONS**

**POLICY TITLE: HARDSHIP DUES REDUCTION**

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The Council acknowledges the need to provide financial relief to those members who may be experiencing severe financial hardship or facing other extenuation circumstances and request a reduction in their membership dues.

Accordingly, the Council authorizes the CEO to take action on its behalf to initially adjudicate any requests for reinstatement. Should a member seek to appeal the decision rendered at the operational level, there is an appeal to Council available to the member.

The CEO shall not fail to ensure:

- a) That a protocol is in place with criteria setting out the type of cost offset AAO is prepared to offer a member, dependent on the nature and severity of the hardship.
- b) All requests are received in writing with the member fully stating the nature of the hardship.
- c) Any financial concession offered to the member is a one-time only situation for the fiscal year in which the member is applying.
- d) Prior to any consideration, a profile of a member's history is retrieved, demonstrating that the member is in good standing.
- e) That recorded upon resolution of the situation, a detail of the type of financial relief granted to the member is placed in the member's file for future reference.

Approved:	February 17, 2020
Note:	Reviewed and accepted - June 22&23, 2021/ Reviewed and amended – September 13, 2021 Reviewed and accepted – June 13, 2022
Monitor Date:	June each year
Monitoring Type:	The CEO shall provide the Council with a signed statement of compliance with this policy.

### 3 - N

**POLICY TYPE: EXECUTIVE LIMITATIONS**

**POLICY TITLE: DONATIONS**

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With respect to third party donations, the CEO shall ensure all donations made are consistent with the Vision, Mission and Values of the AAO. The AAO will consider donations that focus on improving the vision health or well-being of Albertans, educating Alberta Doctors of Optometry on innovative or educational advancements in vision health, educating the Alberta public about the benefits of eye health; and/or events, programs or services that helps the AAO fulfill its mandate.

Accordingly, the CEO shall not:

1. Fail to ensure that the recipient of the donation is registered with the provincial or federal government as anon-profit or charitable organization;
2. Donate more money than has been budgeted by Council for the fiscal year;
3. Donate to a political party or candidate;
4. Donate to service or social clubs or activities that entail individual pursuits;
5. Donate to advocacy or social interest groups (such as employee organizations);
6. Donate to organizations that practice racial, social or religious discrimination;
7. Donate to missions or projects abroad or any other projects taking place outside of Canada;
8. Donate to missions or projects outside the areas of interest of the Association; or
9. Donate to individuals seeking funds for personal endeavours.

Approved:	June 12, 2023
Note:	
Monitor Date:	December each year
Monitoring Type:	The CEO shall provide the Council with a signed statement of compliance with this policy.

# **Section 4**

## **POLICY MONITORING PROVISIONS AND SCHEDULE**

## POLICY MONITORING PROVISIONS AND SCHEDULE

POLICY NUMBER/TITLE	ANNUAL REVIEW DATE	MONITORING PROVISION
<b>1-A Governing Style</b>	<b>February</b>	<b>This policy shall be reviewed and discussed by the Council. The Council shall assess their adherence to the policy over the past year through the Council self-evaluation, and consider whether any amendments are appropriate.</b>
<b>1-B Council Job Description</b>	<b>February</b>	<b>This policy shall be reviewed and discussed by the Council. The Council shall assess their adherence to the policy over the past year through the Council self-evaluation, and consider whether any amendments are appropriate.</b>

<p><b>1-C President's Role</b></p>	<p><b>February</b></p>	<p><b>The Board Development and Nominations Committee Chair shall call a select number of Council members and seek their input with regard to the President's compliance with this policy, and, shall call the CEO to seek only evidence of compliance with aspects of this policy that relate to them.</b></p> <p><b>The Board Development and Nominations Committee shall facilitate a survey of Council members to evaluate the performance of the President based on the criteria set out in this policy. The Chair of the Board Development and Nominations Committee shall call the CEO to seek only evidence of compliance with aspects of this policy that relates to them. The results of the evaluation will be shared with the Council.</b></p> <p><b>The President shall speak to the Council about the obligations of the position, the time required to perform the duties set out in this policy, and any learning opportunities that may be helpful to future occupants of the position of President.</b></p>
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<p><b>1-D President Elect's Role</b></p>	<p><b>February</b></p>	<p><b>The Board Development and Nominations Committee Chair shall call a select number of Council members and seek their input with regard to the President Elect's compliance with this policy, and, shall call the CEO to seek only evidence of compliance with aspects of this policy that relate to them.</b></p> <p><b>The Board Development and Nominations Committee Chair shall facilitate a survey of Council members to evaluate the performance of the President Elect based on the criteria set out in this policy. The Chair of the Board Development and Nominations Committee shall call the CEO to seek only evidence of compliance with aspects of this policy that relates to them. The results of the evaluation will be shared with the Council.</b></p> <p><b>The President Elect shall speak to the Council about the obligations of the position, the time required to perform the duties set out in this policy, and any learning opportunities that may be helpful to future occupants of the position of President Elect</b></p>
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<p><b>1-E</b> <b>Committee Principles</b></p>	<p><b>February</b></p>	<p>The Council President shall call the Chair of each committee established by the Council to discuss this policy and seek evidence of compliance with same, as well seek a progress report on the committee's annual work plan.</p> <p>In addition, the Council President shall discuss this policy with the CEO to determine if any of the committees may be overstepping their authorities. The President shall then report the findings to the Council.</p>
<p><b>1-F</b> <b>Council Member Code of Conduct and Ethics</b></p>	<p><b>June</b></p>	<p>The Board Development and Nominations Committee shall facilitate a survey of individual Council members (peer to peer) to evaluate the performance of each Council member based on the criteria set out in this policy. The results will be shared with only each individual Council member.</p> <p>The President shall follow-up with all Council members to discuss their evaluation.</p>

<p><b>1-G</b>  <b>Member Consultation and Strategic Planning</b></p>	<p><b>February</b></p>	<p>This policy shall be reviewed and discussed by the Council. The Council shall assess their adherence to the policy throughout the past year, and consider whether any amendments are appropriate.</p> <p>The Council shall further confirm that they have approved an operational plan for the year and are receiving regular reports from the CEO on the status of the plan.</p>
<p><b>1-H</b>  <b>Council Member Performance Expectations / Council Meeting Process</b></p>	<p><b>February</b></p>	<p>The Board Development and Nominations Committee shall facilitate a survey of individual Council members (peer to peer) to evaluate the performance of each Council member based on the expectations set out in this policy. The results will be shared with each individual Council member, the President and the members of the Chair of the Board Development and Nominations Committee.</p> <p>The President shall follow-up with all Council members on an individual basis to discuss their evaluation.</p>

<b>1-I In-Camera Meetings of Council</b>	<b>December</b>	<b>This policy shall be reviewed and discussed by the Council. The Council shall assess their adherence to the policy throughout the past year, and consider whether any amendments are appropriate.</b>
<b>1-J Role of the Board Development Committee</b>	<b>April</b>	<b>The Council President shall call the committee Chair to discuss this policy and seek evidence of compliance with same.</b>
<b>1-K Council Remuneration</b>	<b>April</b>	<b>This policy shall be reviewed and discussed by the Council. The Council shall assess their adherence to the policy throughout the past year, and consider whether any amendments are appropriate.</b>
<b>1-L Council Expenses</b>	<b>April</b>	<b>This policy shall be reviewed and discussed by the Council. The Council shall assess their adherence to the policy throughout the past year, and consider whether any amendments are appropriate as per the Association Bylaws.</b>

<b>1-M ENDS Development, Review and Completion</b>	<b>April</b>	<b>This policy shall be reviewed and discussed by the Council. The Council shall assess their adherence to the policy throughout the past year, and consider whether any amendments are appropriate.</b>
<b>1-N Council Risk Management Policy</b>	<b>September</b>	<p><b>This policy shall be reviewed and discussed by the Council. The Council shall have a risk identification and mitigation guide which is reviewed as per the following monitoring schedule.</b></p> <ol style="list-style-type: none"> <li><b>1. #1-4 should be reviewed in September.</b></li> <li><b>2. #5-8 should be reviewed in October.</b></li> <li><b>3. #9-12 should be reviewed in December.</b></li> <li><b>4. #13-16 should be reviewed in February.</b></li> <li><b>5. #17-21 should be reviewed in April.</b></li> <li><b>6. #22-24 should be reviewed in June.</b></li> </ol>
<b>2-A Delegation to the CEO</b>	<b>September</b>	<b>This policy shall be reviewed and discussed by the Council. The Council shall assess their adherence to the policy throughout the past year, and consider whether any</b>

		amendments are appropriate.
<b>2-B CEO's Job Description and Code of Conduct</b>	<b>September</b>	<b>This policy shall be reviewed and discussed by the Council. The Council shall assess their adherence to the policy throughout the past year, and consider whether any amendments are appropriate.</b>
<b>2-C Monitoring CEO Performance</b>	<b>September</b>	<b>This policy shall be reviewed and discussed by the Council. The Council shall assess their adherence to the policy throughout the past year, and consider whether any amendments are appropriate.</b>
<b>2-D Annual CEO Performance Evaluation</b>	<b>September</b>	<b>This policy shall be reviewed and discussed by the Council. The Council shall assess their adherence to the policy during the past year, and consider whether any amendments are appropriate.</b>

<b>3-A General CEO Limitations</b>	<b>December</b>	The CEO shall provide the Council with a signed statement of compliance with this policy.
<b>3-B Treatment of Members</b>	<b>December</b>	The CEO shall provide the Council with a signed statement of compliance with this policy.
<b>3-C Staff Treatment</b>	<b>December</b>	The CEO shall provide the Council with a signed statement of compliance with this policy.
<b>3-D Compensation and Benefits</b>	<b>December</b>	The CEO shall provide the Council with a signed statement of compliance with this policy.
<b>3-E Financial Planning</b>	<b>April</b>	The Council will review this policy each year in concert with the budget approval process, and seek confirmation from the CEO that this policy was adhered to during the budget formulation process.
<b>3-F Financial Condition and Operational Reserve</b>	<b>April</b>	<p>The Council shall be provided with revenue and expense statements (consolidated and by program), in addition to a balance sheet.</p> <p>The Council shall receive and approve the annual external auditors report and financial statements.</p>

<b>3-G Investment</b>	<b>April</b>	<b>The Council shall receive and approve the annual external auditors report and financial statements indicating compliance with this policy.</b>
<b>3-H Asset Protection</b>	<b>April</b>	<p><b>The front page of insurance policies shall be provided to the Council by the CEO who shall also provide the Council with a report of measures taken to uphold the principles of this policy.</b></p> <p><b>The CEO shall maintain a procurement log for procurements over \$10,000.00 which may be inspected by the Council.</b></p>
<b>3-I CEO Succession</b>	<b>June</b>	<b>The CEO shall provide the Council with a signed statement of compliance with this policy.</b>
<b>3-J Advice to the Council</b>	<b>June</b>	<b>The CEO shall provide the Council with a signed statement of compliance with this policy.</b>
<b>3-K Media Relations/Crisis Management</b>	<b>June</b>	<b>The CEO shall provide the Council with a signed statement of compliance with this policy.</b>
<b>3-L Council Information Needs</b>	<b>June</b>	<b>The CEO shall provide the Council with a signed statement of compliance with this policy.</b>

<b>3-M Hardship Dues Reduction</b>	<b>June</b>	<b>The CEO shall provide the Council with a signed statement of compliance with this policy.</b>
<b>3-N Donations</b>	<b>December</b>	<b>The CEO shall provide the Council with a signed statement of compliance with this policy.</b>

## Chronology of Amendments to Policies

<u>Date</u>	<u>Activity</u>
September 11, 2017	Policies formally passed by the Association Council.
October 18, 2017	Policy 1-I - Changed to combine the Nomination Committee in the Bylaws and the Board Governance Committee roles and appointments.
November 30, 2017	Minor amendments to the document to reflect grammar, wording, and consistency in policies with Bylaws.
February 26, 2018	Policy 1 – D – New item #2 added calling for annual reviews of committees.
April 23, 2018	Policy 1-F – To insert in the second bullet the words after external trends, “info from Emerging Trend Committee, and other” and before the words information will. The sentence now reading, “Survey results, internal and external trends, information from the Emerging Trends Committee, and other information will assist the Council in establishing a strategic plan for the organization.” Policy 1-K - revised to clarify that Internet services required to do AAO business will be covered by the Association.
June 11, 2018	Policy 1-F - amended to add italicized text: Survey results, internal and external trends, <i>information from the Emerging Trends Committee and other information</i> will assist the Council in establishing a strategic plan for the organization.
September 10, 2018	With the acceptance of the Emergency Succession Plan, Council wanted to update Policy 3-I to reflect the practice of the Emergency Succession Plan being reviewed annually
December 05, 2018	Policies 1-I, 3-A, B, C, and D be moved and annually reviewed in December. Policies 1 - A, B, C, D, E, F, G and H be moved and annually reviewed in February. Policies 2 - A, B, C, and D be moved and annually reviewed in September. Policy 3-D. Items 4 & 5 the phrasing was written in the negative.
April 15, 2019	Policy 1 – K was discussed, passed and subsequently added to Section 1.

September 16, 2019	Policy 2-D – Item 2 had the words “including compensation” added. Policy 3-E – Amended so the phrasing of items 1 – 4 were in the negative. Policy 3-J – Title and content amended to reflect CEO was providing “advice”. 3-K – Items a, b, c, and d were amended to better reflect the steps to be taken in an “emergency situation/crisis communications”.
December 04, 2019	Policy 3-D – Item 6 phrasing was written in the negative.
February 17, 2020	Policy 3-M – New policy passed by Council.
June 15, 2020	Policy 3-K
December 07, 2020	Policy 1 – J - Amendments made to clarify compensation provisions in the policy - December 07, 2020.
February 15, 2021	Policy 1 – I – Amendments were added to the “Plan of Work and Budget” section outlining a process for the Chair of the Nominating Committee to follow when discussion succession of Council members through the chairs.
June 22, 2021	Policy 3 - E – amendments were made to move to negative language relative to the responsibility of the CEO. Policy 3 – F – add item #6
September 13, 2021	Policy 3-L – added item (I) in the sequence of shall nots.
April 12, 2021	Policy 1-K – substitute President Elect for Secretary-Treasurer.
September 13, 2021	Policy 2A – Item 1 – remove words “true to” and substitute “reasonable interpretations”. Policy 3L – “Shall not’ added to the first sentence. Policy 3M – Substitute “extenuating” for “extenuation”.
June 13, 2022	Policy 3-M – changed the policy to a ‘Shall not’ statement.
June 12, 2023	Policy 1-E – amended to reflect the verbiage in the Conflict of Interest document Council members have to sign. Policy 3-G – substantive changes to reflect new objectives of monitoring the investment fund.
February 24, 2023	Policy 3-E - “Shall not’ added to the first sentence.
June 12, 2023	Policy 3-L – added item (I). Policy 3-E – amended to better reflect language in the negative among the subsections.
December 04, 2023	Policy document underwent extensive review and amendments and was accepted by Council on this date.
February 09, 2024	Policy 1-B (2-a) amended with new wording.

June 17, 2024	Policy 3-H - Increase of procurement bids up to \$15,000 – June 17, 2024