



拿省华人协会

## **Policy and Recommendation Manual**

*(Second Edition)*

Board of Directors of the Chinese Society of Nova Scotia

September 2007

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### **1. Introduction**

#### **1.1 Concept of the Board of Directors**

The concept of a board of directors of the Chinese Society of Nova Scotia (Society) was first introduced by Fred Lee, a longstanding Society member. Since the Executive Committee of the Society is elected new each year, he was concerned that operational policies may not be consistent from year to year and that such a deficiency may be circumvented by having a board of directors. He also believed that a board of directors would provide advice and guidance to the Executive Committee. Subsequently, his idea was incorporated in the newly drafted by-laws. At the Annual General Meeting (AGM) on October 3, 2004, the draft by-laws were approved with some minor amendments by about 83% of the Society members. The first Board of Directors (Board) was elected by the General Membership at the January 2005 special meeting, in accordance with Articles 26-37 of the 2004 By-Laws (By-Laws).

#### **1.2 Powers of Directors**

Article 38 of the By-Laws stipulates that “The formulation of policies and future directions of the Society shall be vested in the Board which, in addition to the powers and authorities by these By-Laws or otherwise expressly conferred upon them, may exercise all such powers and do all such acts and things as may be exercised or done by the Society and are not hereby or by Statute expressly directed or required to be exercised or done by the Society in general meeting.”

### **2. Policy on Official Guests at the Chinese New Year Banquet**

#### **2.1 Preamble**

In the annual Chinese New Year Banquet, official guests were invited to attend the event. The guests usually included officials from the various levels of governments. This yearly function has been gaining more attention from the general public and the



politicians. As a consequence, problems like who should be invited as official guests, who should be given the opportunity to bring official greetings and who should extend an invitation on behalf of the Society frequently arose. These issues need to be addressed and the invitation process formalized.

These issues were discussed at the February 5, 2005 Board meeting.

## **2.2 Policy**

The list of official guests in all future banquets will be the Prime Minister of Canada, the Premier of Nova Scotia, the Lieutenant Governor of Nova Scotia and the Mayor of the Halifax Regional Municipality (HRM). The invitation to the Prime Minister should be extended to the Prime Minister Office (PMO). If an official guest is unable to attend, with the exception of the Lieutenant Governor of Nova Scotia, his/her office has the discretion to have someone else to represent him/her and to extend official greetings at the banquet. The President of the Society should extend the invitations on behalf of the Society. Since every person attending the banquet is a “very important person (VIP)”, there is no need to designate a particular group of attendees.

This policy was approved by the General Membership at the October 9, 2005 AGM and reaffirmed at the September 22, 2007 AGM.

## **3. Policy on Official Use of the Society Name**

### **3.1 Preamble**

The Board was advised in February 2005 that some members of the Society were corresponding with outside sources using the name of the Society and/or the Society letterhead. The Board felt that this practice could misrepresent the Society official view and may even damage the reputation of the Society.

This issue was discussed at the February 5, 2005 Board meeting.

### **3.2 Policy**

Any external correspondence written on the Society letterhead and signed by the Executive Committee (individually or as a whole) or the President, the subject matter at hand should be thoroughly researched and discussed in a formal manner before the issue is to be considered as the official view of the Society. A majority of the Executive Committee should approve the final draft of said correspondence before it is issued on behalf of the Society. Furthermore, the use of the Society letterhead must be carefully scrutinized.

This policy was approved by the General Membership at the October 9, 2005 AGM.

## **4. Policy on Sponsorship and Tag-On Business at Society**

### **Organized Events**

#### **4.1 Preamble**

A member suggested to the Board to set up a policy on the extent a sponsor can use its name for advertising and business purposes at Society organized events.

This issue was discussed at the September 24, 2005 Board meeting.

#### **4.2 Policy**

Sponsorship should be acceptable at Society organized events. However, if a logo is used by a sponsor, its design should be approved by the Executive Committee prior to



its use. In any event, the Society's logo should be more prominent/larger in size/dimension than the sponsor's logo. Tag-on business at Society organized events should be approved in advance by the Executive Committee and if not approved, the tag-on business would be asked by the Society to leave the premise and/or the event. This policy was approved by the General Membership at the October 9, 2005 AGM.

## **5. Policy on Request for Official Support of the Society**

### **5.1 Preamble**

The Board was advised by the Executive Committee that a local Chinese resident proposed to the HRM to have a street named after a Chinese family surname and requested the Society to lend its support. The Executive Committee asked the Board for guidance.

This issue was discussed at the September 30, 2006 Board meeting.

### **5.2 Policy**

Any requests from individuals or organizations for official support of the Society should be accomplished by a formal written statement including background information and rationale for the request and submitted to the Executive Committee for review. A verbal request is not sufficient for consideration. Final approval of the request by the Executive Committee should only be made after consultation with the Board. If it is deemed necessary by the Board, the request would be forwarded to the General Membership for a vote at a general meeting.

This policy was approved by the General Membership at the October 8, 2006 AGM.

## **6. Policy on the Size of Society Donations to Charitable Organizations**

### **6.1 Preamble**

Prior to February 2005 the Society had no specific guidelines regarding donations to charitable organizations. It was considered important for the Board to formulate a policy on this matter.

This issue was discussed at the February 5, 2005 Board meeting.

### **6.2 Policy**

Only in exceptional cases, not more than 5% of the budget surplus in each year can be used as charitable donations to worthy organizations with the approval of the *entire* Executive Committee, i.e., not by any one of the Executive Committee members, and that any amount in excess of this figure must be approved by the General Membership.

This policy was accepted by the General Membership at the October 9, 2005 AGM.

## **7. Policy on Request of Use of the Capital Fund**

### **7.1 Preamble**

The ultimate use of the Capital Fund has been raised by a number of members. While the Board did not have a specific discussion on how the fund should be used, it was considered advisable to have policy on the procedure of submitting proposal for use of the fund.

This issue was discussed at the October 28, 2006 and May 20, 2007 Board meeting.



## **7.2 Policy**

If a member would like to see the Capital Fund put to a specific use, he/she should submit a formal request to the Executive Committee for review. Depending on the request, the Executive Committee can forward it to the Board for further review and recommend-

ation. If the Board supports the request, approval of the General Membership at a general meeting will be required.

This policy was accepted by the General Membership at the September 22, 2007 AGM.

## **8. Policy on Nomination for Replacement of Retiring**

### **Directors**

#### **8.1 Preamble**

In order to encourage members to serve as Directors, it was considered desirable to notify members about any vacancies on the Board prior to and not at the AGM.

This issue was discussed at the October 28, 2007 Board meeting.

#### **8.2 Policy**

When vacancies occur as a result of Directors retiring at the end of their terms, the General Membership should be notified by the Board at least three months in advance of the AGM, if possible. The notification could be published in the Society Newsletter and/or posted on the Society website.

This policy was accepted by the General Membership at the September 23, 2007 AGM.

## **9. Policy on Replacement for Mid-Term Resigned Executive**

### **Committee Members**

#### **9.1 Preamble**

It is not unusual for members of the Executive Committee to resign before their terms of office expire. In order for the Society to function fully, the Board agreed that the position being vacated should be refilled as soon as possible.

This issue was discussed at the May 20, 2007 Board meeting.

#### **9.2 Policy**

When an Executive Committee member resigns prior to the expiration of his/her term, the Executive Committee should nominate another Society member for the Board to appoint for the period that is left vacant.

This policy was accepted by the General Membership at the September 22, 2007 AGM.

## **10. Recommendation on Carrying Out a Feasibility Study**

### **On Establishing a Home for the Society**

#### **10.1 Preamble**

In his report to the Board, the President of 2004-2005 stated that the Executive Committee felt that a "home" is essential to the continued existence, growth and future development of the Society and every effort should be made to make the dream come true. It was reported by the President that several real estate agents were approached to locate a suitable site for the home but without success. A long and serious deliberation on the possible financial burden on the Society by renting a space as home was held.



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This issue was discussed at the September 24, 2005 Board meeting.

### **10.2 Recommendation**

While the Board supports the idea and recognizes the desirability and significance of having a place for the Society to call home, it also wishes to emphasize the importance of first having an in-depth and professional feasibility study to ensure the Society can maintain such a home financially and in the long term. The Board unanimously recommended that the Executive Committee form a committee to investigate the feasibility of having a home for the Society and that Fred Lee would chair the committee because of his strong desire and immense interest in the issue. The Committee is to report the final findings to the Board, after the report is accepted by the Executive Committee.

This recommendation was accepted by the General Membership at the October 9, 2005 AGM.

## **11. Recommendation on Closer Communication Between The Society and the Chinese Benevolent Association of Nova Scotia**

### **11.1 Preamble**

Due to the fact that many of the Society members are also members of the Chinese Benevolent Association of Nova Scotia (CBANS) and that many CBANS members have been very helpful to the Society for organizing events, such as the Multicultural Festival and Dragon Boat Festival, the issue of having the two organizations to work even closer for the benefits of the Chinese community was discussed.

This issue was discussed at the November 19, 2005 Board meeting.

### **11.2 Recommendation**

While the Board recognizes that it is not feasible at this time for the two organizations to integrate into one body representing the Chinese population in the region, it believes that close communication should be established between the Society and CBANS. For this reason, the Board recommended that the President of the Society attend the executive meetings of CBANS and *vice versa* on a regular basis. The Executive Committee should propose this recommendation to the executives of CBANS for their consideration.

This recommendation was accepted by the General Membership at the October 9, 2005 GAM.

## **12. Recommendation on Total Investment Portfolio and Financial Statements**

### **12.1 Preamble**

In the presence of a member of the Capital Fund Committee (Kam Chung), the Board had a long discussion on the investment strategy of the Fund and the reporting of the Society investment portfolio to the proper authority for taxation purposes.

This issue was discussed at the September 24, 2005 Board meeting.

### **12.2 Recommendation**



The Board recommended to the Capital Fund Committee that the total investment portfolio be invested in balanced portfolio and copies of all year end portfolio statements be forwarded to the Board and tax slips and tax reporting documents to the Executive Committee for it to report to Canada Revenue Agency, if necessary.

This recommendation was accepted by the General Membership at the October 9, 2005 AGM.

### **13. Recommendation on Liability Insurance**

#### **13.1 Preamble**

The Board was concerned about liability insurance for non-members attending Society functions, especially sport activities at the Fairview Junior High School on Friday evenings. Discussion was centered on how to limit the liability of the Society in the event when accident occurs. The Board agreed that the Executive Committee should clarify with the School Board if the rental contract between the Society and the School Board covers liability.

This issue was discussed at the October 28, 2006, May 20 and September 15, 2007 Board meetings.

#### **13.2 Recommendation**

The Board recommended to the Executive Committee to make sure that the Society has a sufficient insurance coverage for its activities and that a disclaimer of responsibilities is to be posted on the Society website or any other suitable places.

This recommendation was accepted by the General Membership at the September 22, 2007 AGM.

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### **14 Policy on the number of the Board of Directors**

#### **14.1 Preamble**

Section 26 of By-Laws stated, "Unless otherwise determined by the membership at the AGM, the number of directors is four (4)." Section 37 of By-Laws ruled that, "In the event of an equality of votes, he/she (Chair of the Board) shall have a casting vote in addition to the vote to which he/she is entitled to as a Director."

The current Board of Directors found that, in the event of more than one absence of Directors, the Board's voting function could be impaired for presenting a majority. In addition, By-laws didn't rule whether, at the absence of the Chair of the Board, an Acting Chair had the same casting vote.

#### **14.2 Policy**



The Board recommended to the 2014 AGM to increase the number of the Board of Directors from four to five as a solution to 14.1.

## **15. Policy On Names Circulation Among Society Members**

### 15.1 Preamble

A member of our society requested to receive a list of names of our members from the EC. The Board was asked to rule whether a circulation of members' names among our Society members would violate Canada's Privacy Laws.

### 15.2 Policy

As any non-profit organization, names of officers of this Society, including the members of the EC and the BOD, can be released to the public, e.g. through printings and websites. Contact phone numbers, home addresses and email addresses of an officer can be released to the public, unless an officer has requested privacy, in writing, to the Secretary of the EC upon his/her appointment. To encourage communication between our members, the Board suggests that the names list be released to a member, upon his/her request. Other information of members should not be released to general members. The Board doesn't recommend giving a member's home address and email address, even among the Society's own members. A member can request to hide his contact phone number from the names circulation at their membership registration. A member cannot hide their name from a names circulation, e.g. to be a 'secret' member.

## **16: Accounting and Auditing of Annual Financial Report**

### Preamble

Items 57 and 58 of the By-laws of the Chinese Society of Nova Scotia require the Treasurer of the Society to present an annual financial report at the AGM. The financial report has to be reviewed by two members of the Board, and a clear statement whether the accounting for the fiscal year meets the standard as spelled out in the by-laws should be made by the reviewers.

To maintain accuracy and consistency of the Society's financial reports, the Board recommends the following financial accounting and auditing policy clauses to the 2016-2017 AGM for voting.

### Policy

An annual financial report to the AGM has to include the following two statements: i) an account balance statement, and ii) an account operating statement.

- i) An Account Balance Statement should include summaries of incomes, expenses, outstanding, miscellaneous and balance of current fiscal year and previous fiscal year.
- ii) An Account Operating Statement should include details that support the items in the Account Balance Statement. Receipts of purchase, records of issued cheques, records of receivables, bank statements and other financial records should be attached with the Account Operating Statements. These records should be kept for a period of no less than 10 years.
- iii) Any expenses above \$200 must be approved by the majority of the EC members. The approval can be casted through electronic voting such as email or wechat. Other



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expenses can be decided by at least two of the EC members who have signing authorities.

iv) The Account Balance and Operating Statements should be submitted to the Board fifteen (15) days prior to an AGM date. Two members of the Board will be appointed to review the draft statement reports, and may request additional documents from the Treasurer or from the President of the CSNS. A review report by the Board has to be presented to the AGM according to Item 58 of the By-laws.

v) The departure Treasurer should prepare and deliver the current and past financial records to the newly elected Treasurer at the presence of the newly elected President of the Society. Transfer of these financial records should be completed no later than fifteen (15) days after a new Treasurer is appointed. It's Treasurers' obligation to inform the EC and Board of any glitches or mistakes in previous accounting documentation. This information must be conveyed to the Board through an EC resolution.

This policy was accepted by the General Membership at the October 18, 2014 AGM.

#### **APPENDIX – Members of Boards of Directors**

##### **January 2005 – September 2005**

Paul Liu (1-year term), Shawna Seto Moore (2-year term), Oscar Wong (3-year term) and David Yung (3-year term, Chair and Secretary)

##### **October 2005 – September 2006**

Paul Liu (new 3-year term, re-elected), Shawna Seto Moore (1 year remaining), Oscar Wong (2 years remaining) and David Yung (2 years remaining, Chair and Secretary)

##### **October 2006 – September 2007**

Paul Liu (2 years remaining), Shawna Seto Moore (new 3-year term, re-elected, Chair), Oscar Wong (1 year remaining) and David Yung (1 year remaining, Secretary)

##### **October 2007 – September 2008**

Zhongmin Dong (new 3-year term), Kim Lam (new 3-year term), Paul Liu (1 year remaining, Secretary) and Shawna Seto Moore (2-year remaining, Chair)

Approved by the Board and at the 2007 Annual General Meeting.



## Policy 19 Associate Membership of CSNS

### Preamble

When looking back at the history of the CSNS, the Board revealed that, although a large amount of local community people was interested in, and participated in, the CSNS activities, there were only a small number of these people who applied for or finally joined the Society. There apparently are two reasons; the Society has a lack of an invitation mechanism to welcome these potential members; and an applicant has to be actively making his/her application to the Society without a taste of the Society's activities, member's benefits and this group's environment. Many of our members made their great efforts to bring their friends, relatives and workmates to our events, it becomes difficult for them to collect membership fees from those potential applicants. The Board of the CSNS is bringing this proposal to the AGM for our member's support of establishing a new category of the CSNS Membership – the CNSN Associate Membership. The purpose of this membership is;

- (1) to create a new model of membership application - easy join, taste and enjoy for a year, make your decision when you are ready.
- (2) To facilitate our general member's efforts of bringing in new prospective members.
- (3) To build up a strong CSNS that truly represents Chinese community in Nova Scotia.

### Policy 19 Associate Membership of CSNS

1. A local resident of Nova Scotia who agrees to be bounded by the Bylaw of the CSNS is welcome to join the Society.
2. A member of CSNS who had at least a year of membership of the Society is encouraged to invite potential members joining the Society.
3. An Associate member can be either an individual membership or a family membership.
4. Upon his/her registration at the CSNS, an Associate Membership receives a complimentary membership fee during his/her first year of Associate Membership. This benefit only applies to a new single or a new family applicant(s) of Associate Membership.
5. An Associate membership receives all the benefits and rights of a general member has except the right to vote and the right to be elected.
6. AGM (Annual General Meeting) of the CSNS is the commencement of a new membership year. An Associate member is encouraged to pay his/her membership fee at their first attendance of an AGM. An Associate membership can not be extended after the following year AGM if she/he requires additional time to make their decisions.
7. As soon as a membership fee is received by the Society, this Associate member will be registered at the Society as a general member of the CSNS.
8. The total number of this category of membership should not exceed the total number of the CSNS general membership in the previous fiscal year.



(Policy 19 was approved at the AGM of October 2nd, 2022)