

General Policy Binder

Pride Toronto

POLICY CODE REFERENCES	
Rm	Risk Management - Occupational Health and Safety/Emergency Preparedness (3)
Co	Communications (1)
Sp	Sponsorship (1)
Gov	Governance (5)



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Emergency Lockdown Policy	
Rm - 01 Last Approved by Pride Toronto Board of Directors: April 6th, 2021	
Purpose	<p>Pride Toronto strives to keep staff, clients, students, volunteers and visitors safe in unforeseen circumstances. As a result, Pride Toronto has an emergency lockdown procedure in place and will be followed in the event of an emergency that poses an imminent danger and prevents safe evacuation of the building.</p> <p>In a lockdown, where there is danger in the building, all occupants are kept inside and as far away from danger as possible. Where there is danger in the community and a lockdown has been implemented, all occupants are kept inside until instructed otherwise by external emergency personnel.</p> <p>This policy will be enacted when there is:</p> <ol style="list-style-type: none">1. An immediate danger or threat in the building or neighbourhood that puts staff and visitors at risk (i.e. risk of explosion, someone with a firearm, etc.). <p>For successful lockdown practices, Pride Toronto will conduct an annual review with the Staff and the Board of its lockdown procedures. Procedures during a lockdown situation are based on the premise that it is safe to do so and may vary depending on the specific situation.</p>
Enactment & Procedures	<p>Procedures:</p> <p>Emergency Lockdown</p> <p>If it is safe to do so, the first person who encounters the emergency will announce to those in the office: "Attention Staff And Visitors. For Your Safety, This Building Has Been Placed On Emergency Lockdown. This Is Not A Drill, This Is An Emergency Lockdown, I Repeat, This Is An Emergency Lockdown."</p> <ol style="list-style-type: none">1. The person will state the location and nature of the emergency if appropriate and safe to do so.2. If it is safe to do so, staff should call 911.



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	<ol style="list-style-type: none">3. If it is safe to do so, staff will then instruct everyone to go to the Boardroom and stay where they are until they receive further notice from emergency services personnel or management.4. No persons are permitted to leave the room/building until an all clear signal has been heard. <p>Follow Up after Lockdown</p> <ol style="list-style-type: none">1. A debrief will be conducted when it is safe to do so after the emergency (within 24 hours).2. An incident report will be completed and reviewed by the leadership team.3. The Board of Directors will be notified by the Executive Director when there is a major disruption in service or when the public or press may become involved.
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Evacuation Policy	
Rm - 01 Last Approved by Pride Toronto Board of Directors: April 6th, 2021	
Purpose	Pride Toronto will have an evacuation plan that all staff are knowledgeable of, to ensure the orderly, safe evacuation of the building where there is an immediate danger to people (e.g. chemical spill, bomb threat, fire, etc.). Fire marshals and the management team are expected to take a leadership role in case of an emergency evacuation.
Enactment & Procedures	Emergency Procedures <ol style="list-style-type: none">1. In case of fire, activate the pull-station if the alarm is not already ringing. Refer to Fire Safety Policy for more information.2. The staff member first aware of an emergency situation that may require the evacuation of the building will issue the following announcement: "This building must be evacuated immediately."3. Emergency procedures are posted on the Occupational Health and Safety board at each site location. Each procedure identifies key people, duties of key people, and staff duties.4. Key people are floor fire marshals and the management team. Duties of Key People Floor Fire Marshals Duties of Floor Fire Marshals include: <ol style="list-style-type: none">1. Ensuring that staff and visitors leave the floor in a calm, orderly manner;2. Ensuring all doors are closed and all people are out of the area responsible for checking.3. Designating staff for specific duties during a fire drill or fire emergency;4. Having knowledge of the location of personal protective equipment and emergency safety equipment; and5. Providing input to fire drill reports.

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	<p>Management Team</p> <p>Management duties include:</p> <ol style="list-style-type: none">1. Calling 911 as required;2. Ensuring staff, and visitors leave by the nearest exits;3. Communicating with emergency personnel;4. Directing staff to designated meeting area;5. Assigning staff to deal with traffic, as necessary; and6. Completing fire drill reports. <p>Staff Duties</p> <ol style="list-style-type: none">1. Leave the building through the nearest exit; close all doors behind you. Do not use elevators.2. Assist visitors as necessary.3. If a visitor in a wheelchair or for any other reason, is unable to go down the stairs or unable to leave a location without assistance, fire marshals should note the location and continue to safely exit the building.4. Do not re-enter the building until it is declared safe by the fire department and or management.
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<p>Fire Safety Policy</p> <p>Rm - 01 Last Approved by Pride Toronto Board of Directors: June 15th, 2021</p>	
Purpose	<p>All buildings must have a fire safety plan for which the building owner is responsible. This policy also outlines the expectations of staff, volunteers, and visitors in the event of a fire or fire alarm, and their obligations in assisting other persons that may require assistance.</p>
Enactment & Procedures	<p>Fire Safety Plan</p> <ol style="list-style-type: none"> 1. Fire safety plans should include floor diagrams, fire alarms and fire drill requirements. Fire drills are held twice annually. It is the responsibility of property management to maintain the fire safety plans and implement the requirements. <p>Responsibilities</p> <ol style="list-style-type: none"> 1. Directors, or designate, are to be knowledgeable of the above fire safety plans. 2. The members of the Joint Health and Safety Committee, in consultation with the Directors or designate, will assign a staff member to act as Fire Marshal to ensure Fire Marshal duties are being met. 3. Directors or designates and Floor Fire Marshals are to have knowledge of: <ol style="list-style-type: none"> 3.1. Initiating any smoke control or other fire emergency systems installed in the building in the event of a fire (e.g. fire alarm). 3.2. Confining, controlling and extinguishing fire only after ensuring that the fire alarm has been raised and the Toronto Fire Services notified. 3.3. If the fire cannot be easily extinguished with the use of a portable fire extinguisher, leave the area and confine the fire by closing the door. 3.4. The types of fire extinguishers on premises (fire extinguisher to be used for small fires only). <p>Floor Fire Marshals</p>



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	<ol style="list-style-type: none">1. Ensuring that staff and visitors leave the floor in a calm, orderly manner;2. Ensuring all doors and windows are closed and all people are out of the area they are responsible for checking.3. Designating staff for specific duties during fire drill or fire emergency;4. Having knowledge of location of personal protective equipment and emergency safety equipment; and5. Providing input to fire drill reports. <p>Fire Safety Response</p> <ol style="list-style-type: none">1. Sound fire alarm by activating pull station.2. Call 911 and alert the operator to your location.3. Leave the fire area through the closest exit, taking any persons with you if it is safe to do so. Do not use the elevators. Close doors behind you.<ol style="list-style-type: none">3.1. All staff are to report to the parking lot in front of Henderson Brewery, 128 Sterling Road. In the event there is an obstruction, the backup evacuation site is 2 Perth Road. In the event a staff member has to go to the backup evacuation site, get in touch with your supervisors immediately.4. If a staff or visitor in a wheelchair or for any other reason is unable to go down the stairs or unable to leave a location without assistance, the staff or visitor is to wait in the Board Room.5. If staff encounter smoke in the stairwell, return to the floor and use alternate exit.6. Proceed to the designated meeting area.7. Upon safe exit of the building, update firefighters of the situation and provide information on the locations where persons require assistance.8. Do not re-enter the building until it is declared safe by the fire department. <p>Upon Hearing the Fire Alarm</p> <ol style="list-style-type: none">1. Call 911 and alert the operator to your location.
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	<ol style="list-style-type: none">2. Exit the building via stairs taking any persons with you if it is safe to do so. Do not use the elevator. Close doors behind you.3. If a staff or visitor in a wheelchair or for any other reason is unable to go down the stairs or unable to leave a location without assistance, the staff or visitor is to wait in the Board Room.4. All staff are to report to the parking lot in front of Henderson Brewery, 128 Sterling Road. In the event there is an obstruction, the backup evacuation site is 2 Perth Road. In the event a staff member has to go to the backup evacuation site, get in touch with your supervisors immediately.5. Provide firefighters with information on the locations where persons require assistance.6. Do not re-enter the building until it is declared safe by the fire department.
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Media Contact Policy	
Co - 01 Last Approved by Pride Toronto Board of Directors: April 6th, 2021	
Purpose	<p>The Executive Director holds primary responsibility for interfacing with public news media and legal officials in all circumstances, except where and when otherwise delegated. The Executive Director may delegate this responsibility on a case by case basis to the Board or Director/designate. In the event of a crisis, the Executive Director or designate will be the voice and face of the organization.</p> <p>All inquiries from the media (i.e. newspapers, radio, television, etc.) shall be directed to and handled by the Executive Director or designate.</p> <p>Staff shall not disclose information to the media with respect to the agency, its operation and services without prior approval of the Executive Director or designate, who will be immediately advised of any requests of this nature. The Executive Director or designate shall also be alerted if it is anticipated that a program or service may attract media attention.</p> <p>It is important that media contacts present a clear, consistent, and professional image of Pride Toronto and that the organization does not take, or is seen to be taking, a partisan position on issues of public policy. Pride Toronto will always prioritize Queer and Trans issues. As a result, the following principles shall be embraced and guidelines followed in relations with media:</p> <ol style="list-style-type: none">1. Information given to the media should be based on knowledge from the work experience at Pride Toronto.2. Public statements should be non-partisan.3. Individuals and groups are encouraged to represent their own interests; and4. Personal Statements do not reflect the view of the entire organization.
Enactment & Procedures	When representing Pride Toronto and its programs and/or services:

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	<ol style="list-style-type: none">1. Any contact with the media shall be reported to the Director or designate, and in their absence, to the Executive Director, as soon as the contact is known.2. Any media contact that is potentially contentious shall be reported to the Executive Director immediately (via a Director or designate).3. If in contact with the media, there are unusual requests, sensitive information, or doubts about the appropriate contact, the details must be reported to the Executive Director or Director or designated immediately.4. Staff shall be aware at all times of their responsibility to uphold the reputation of Pride Toronto in what and how they communicate with the public.5. No staff member shall communicate, as representing Pride Toronto, to the media, at a conference, or at a political meeting without authorization from the Executive Director. In the case of articles or letters, a review by the Executive Director or Directors must take place. <p>When representing issues:</p> <ol style="list-style-type: none">1. With approval by the Executive Director, staff will support community members who choose to speak with the media.2. With approval by the Executive Director, when different stakeholders are in conflict or hold different views on any given issue, efforts will be made to represent the issues in a balanced way and to acknowledge the divergent views of stakeholders.3. When using the media to promote Pride Toronto and or its concerns:<ol style="list-style-type: none">3.1. Requests from the media for Board members to speak on behalf of the organization must be made through and approved by the Executive Director3.2. Any direct media requests received by a member of the Board must be reported to and approved by the Executive Director3.3. Contacts with the media to promote a position taken by Pride Toronto must be coordinated by the Executive Director and overseen by the Board of Directors.
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Partnership Policy Sp - 01 Last Approved by Pride Toronto Board of Directors: June 15th, 2021	
Purpose	<p>Pride Toronto is committed to working in partnership with organizations, community groups, and funders to ensure the effective and efficient use of resources that address community needs.</p> <p>Criteria for engaging in a partnership include:</p> <ol style="list-style-type: none">1. Partnership opportunities are consistent with the organization’s mission, vision, values and strategic directions;2. Partnership opportunities are mutually beneficial to partner organizations, community groups, and/or funders; and3. Partners commit to conditions within a partnership agreement, including but not limited to, allocation of resources, term of the partnership, reporting guidelines, implementation, and evaluation.
Enactment & Procedures	<p>All potential operational partnership and sponsorship opportunities must be approved by the Director of Sponsorship and Strategy in consultation with the Executive Director. All Governance Partnerships must be approved by the Board of Directors in consultation with the Executive Director.</p> <ol style="list-style-type: none">1. New partnerships and sponsorships are communicated to the Board of Directors as part of the Executive Director’s monthly report.2. Any significant investment of financial and/or human resources pertaining to a partnership or sponsorship requires the approval of the Executive Director or Board of Directors, as appropriate. Any adjustment or change to staff responsibility or time commitment requires approval of the Executive Director.3. Partnerships that create back office efficiencies are encouraged and should be communicated to the Board once approved by the Finance Committee and Senior Leadership Team.4. As appropriate, memorandums of understanding or legal agreements will be put into place to confirm partnerships.5. Partnership activities are monitored and evaluated on a regular basis to ensure that the partnership continues to be in the best interests of Pride Toronto.

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Sponsorship Policy Sp - 01 Last Approved by Pride Toronto Board of Directors: February 23rd, 2021	
Purpose	To ensure that all of Pride Toronto's sponsors and partners align with the mission, vision and values of the organization and follow the guidelines on how to qualify as an authentic sponsor or partner of the organization.
Enactment & Procedures	<p>Guidelines to qualify</p> <ol style="list-style-type: none">1. All parties interested in becoming a Sponsor/Partner of Pride Toronto must agree to adhere to Pride Toronto's mission, vision and values.2. All potential sponsors and partners must review the Sponsor guidelines and complete an application form for review. All application forms are evaluated on a point system.3. All applicants will be subject to review by the Sponsor Committee.4. Applications scoring 20 points or more will be approved. Applications scoring between 15-19 points will be subject to review and approval by the Board of Directors. Applications scoring below 15 will be rejected. <p>Consequences for breaching this policy</p> <ol style="list-style-type: none">1. The Sponsor/Partner in question will receive a written notice of the incident.2. The incident will be reported to the Sponsor Committee for review.3. The Sponsor/Partner will be allotted time to speak with the Sponsor Committee.4. The Sponsor Committee will report their conclusion about the incident to Pride Toronto's Board of Directors.5. Pride Toronto's Board of Directors will vote on any penalties, subject to the <i>Sponsorship Policy</i>, which may include termination. <p>Termination</p> <p>The following termination clause will be included as part of the signed sponsor contracts:</p> <p>Pride Toronto may also, at any time before the end of the Term, immediately terminate this Agreement upon written notice to the Sponsor if:</p> <ol style="list-style-type: none">1. the Sponsor becomes insolvent or is made the subject of bankruptcy, conservatorship, receivership or similar proceeding;

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	<ul style="list-style-type: none">2. the Sponsor changes, or currently holds, a vocation or objects such that Pride Toronto would no longer wish to provide support to the Sponsor; or3. the Sponsor breaches any provision of this Agreement or the Schedules attached hereto. <p>If this Agreement is terminated, all benefits accruing to Pride Toronto and all payments and support to be made by Pride Toronto as set out in Schedule “A” shall also terminate. If this Agreement is terminated, every item not completed to the satisfaction of Pride Toronto pursuant to this Agreement, five percent (5%) of the financial support provided in Schedule “A” will be retained by Pride Toronto or reimbursed by the Sponsor within thirty (30) days following termination of the Agreement, and all other payments or support to be made by Pride Toronto as set out in Schedule “A” shall also terminate.</p>
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Board Evaluation Policy Gov - 01 Last Approved by Pride Toronto Board of Directors: April 6th, 2021	
Purpose	The Board of Directors of Pride responsible for evaluating its own performance on an annual basis.
Enactment & Procedures	The Board of Directors assesses its performance in the following ways: <ol style="list-style-type: none">1. Completion of an evaluation at the end of each Board meeting to assess the effectiveness of Board meetings.2. Completion of a Board Governance Survey on an annual basis. The tool used will include areas to assess performance as prescribed by Pride Toronto’s governance policies.3. The Board will address issues of governance as required.



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Board Orientation Policy	
Gov - 01 Last Approved by Pride Toronto Board of Directors: April 6th, 2021	
Purpose	<p>Pride Toronto will provide appropriate and timely orientation to new Board members. All existing Board members shall endeavour to participate in the annual Board Orientation program. The Board Orientation Program is initiated immediately following the date of election or appointment, prior to the first regular scheduled Board meeting, and includes:</p> <ol style="list-style-type: none">1. Guide for the Board of Directors2. Board of Director Data Management system3. Orientation Session4. Organizational Tour
Enactment & Procedures	<p>Guide for the Board of Directors</p> <p>Each new Board member will be provided with a “Guide for the Board of Directors” at the Annual General Meeting or as soon as possible following the date of election or appointment. The guide is provided in electronic format and will include two sections:</p> <ol style="list-style-type: none">1. A Board of Directors Orientation manual that is regularly updated with each orientation and aligns with the information presented as part of the orientation session.2. Governance Policy and Procedures Manual. <p>Orientation Session</p> <p>An orientation session for new Board members occurs no later than the second meeting after appointment or election.</p> <p>The Board Co-Chairs or designate will introduce new Board members to Pride Toronto through a review of the following key components, at a minimum, in detail:</p> <ol style="list-style-type: none">1. The Strategic Plan2. Governance and accountability3. Funding, finances and the fiscal stewardship role4. The Board structure and processes5. The Bylaws and relevant legislation

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	<ul style="list-style-type: none">6. Board policies and procedures7. Pride Toronto stakeholders and key relationships8. Operating initiatives and statistics, including an overview of programs and services <p>Each Standing Committee Chairs will be requested to take an active role in the Board Orientation Program, specifically attending the orientation session to present information with respect to the mandate and Terms of Reference of the Committee for which they are accountable.</p> <p>All existing members of the Board will be invited to participate in the orientation session.</p> <p>Organizational Tour All new Board members will be provided with a tour of the organization and site locations, as appropriate, by the Executive Director or designate. All existing members of the Board will be invited to participate as well.</p> <p>Evaluation All Board members completing the orientation will complete an evaluation on the orientation following attendance of a minimum of two regular Board meetings and at least one Standing Committee meeting.</p>
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Board And Staff Communications Policy Gov - 01 Last Approved by Pride Toronto Board of Directors: April 6th, 2021	
Purpose	<p>The Board and Staff Communications Policy provides direction on appropriate access of staff by Board members and vice versa.</p> <p>The Board of Directors and the Executive Director work as a collaborative team to fulfil the strategic objectives of Pride Toronto. Strategic planning and governance oversight are the key roles and responsibilities of the Board, while the Executive Director is responsible for the overall day-to-day operational management of Pride Toronto.</p> <p>The Board of Directors recognizes, welcomes, and values staff contributions to Pride Toronto, and acknowledges that Board members may work closely with staff on special projects as delegated by the Board and with the Executive Director's full knowledge and consent.</p>
Enactment & Procedures	<p>Role of the Executive Director</p> <p>All communications between the Board and staff will be channeled through the Executive Director, unless otherwise agreed upon by the Board and Executive Director, or as otherwise specified in Pride Toronto's policies (e.g. written complaints about the Executive Director).</p> <ol style="list-style-type: none">1. Board members may communicate directly with the Senior Leadership Team by email (and vice versa), with the Executive Director copied.2. Board members may communicate directly with staff by email, with the Executive Director copied, only for the purposes of general information sharing (e.g. meeting location, broken links for documentation, volunteer introduction, etc.).3. Staff, with exception of the Senior Leadership Team, are not permitted to initiate communications with Board members and must communicate to the Board through the Executive Director, unless otherwise specified in Pride Toronto's policies.4. The Executive Director may be removed from email communications, and other modes of communications as permitted between Board members and staff, for special projects, as delegated by the Board and with the Executive Director's full knowledge and consent. <p>Role of the Board of Directors:</p>

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	<p>Unless otherwise specified by By-Law No. 1 and Pride Toronto’s policies, or as delegated by the Board and with the Executive Director’s full knowledge and consent, a Board member may exercise the powers of the Board only in formal Board meetings.</p> <ol style="list-style-type: none">1. With exception to the provisions noted above, a Board member is not permitted to provide direction to or make special requests of staff members, aside from general information sharing.2. With exception to the provisions noted above, a Board member is considered a regular volunteer outside of formal Board meetings. <p>Role of the Executive Assistant: Direct communications between the Executive Assistant and Board members is permitted in providing board management support on behalf of the Executive Director, which includes but is not limited to agenda development, minute-writing, managing accessibility needs, etc.</p> <p>Special Provisions Board Committee Meetings: With the approval of the Executive Director, the Senior Leadership Team may join Board committees. All other staff are not permitted to join Board committees but may participate on an ad hoc basis, by invitation of the Executive Director.</p> <p>Board Presentations: Staff may provide presentations to the Board at the invitation of the Executive Director.</p> <p>Community Consultations: Any Board member participating in operational community consultations is treated as a regular Pride Toronto member and cannot speak on behalf of the Board.</p> <p>Executive Director Performance Review: In accordance with Pride Toronto’s <i>Executive Director Performance Review Policy</i>, the Board is responsible for evaluating the Executive Director’s performance on an annual basis, and may communicate directly with staff to seek confidential feedback.</p> <p>Training Seminars and Workshops: The Board and staff may jointly participate in seminars and workshops, and must refrain from communicating about Pride Toronto business which is not relevant to the seminar/workshop subject matter.</p>
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	<p>Conflicts of Interest Any real or perceived conflicts of interest must be brought to the attention of the Executive Director and/or Board Co-Chairs, and will be addressed in accordance with Pride Toronto's Conflict of Interest Policy.</p>
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<p>Board Recruitment Policy Gov - 01 Last Approved by Pride Toronto Board of Directors: September 21st, 2021</p>	
<p>Purpose</p>	<p>The purpose of this document is to establish a policy and set out a standard process for recruitment and identification of potential candidates to join the Board of Directors of Pride Toronto.</p> <p>This policy and process is to be used for ongoing recruitment of Board Members in order to always have diverse representation and a full complement of Board Members.</p> <p>The board recruitment process detailed below applies to vacancies for election to a full-term at a Membership Meeting, as well as midterm vacancies.</p>
<p>Enactment & Procedures</p>	<p>Board Composition As per By-Law No. 1, the Board of Directors shall have a minimum of five (5) directors and maximum of twelve (12) members. The Board shall decide the numerical composition of the Board within these parameters.</p> <p>All potential candidates and recruitment initiatives for the Board of Pride Toronto should be considered in the context of the needs of the organization, including the need for diverse community representation on the Board of Pride Toronto.</p> <p>In order to be effective and productive, members of the Board should reflect diverse skill sets and experiences in order to meet the needs of a complex organization and diverse stakeholders. Some skills/experiences key to the continued effectiveness of the Board include, but are not limited to:</p>

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- Strategic Planning
- Community, Government, and Stakeholder Relations
- Arts & Culture Management
- Communications and Public Relations
- Legal / Governance
- Accounting / Financial Management
- Human Resources Management
- Experience with the 2SLGBTQ+ communities

The Board will strive to reflect the diversity of Pride Toronto's stakeholders, including Toronto's 2SLGBTQ+ communities. This includes a balance of genders, gender identities, and gender expressions, in addition to other considerations of diversity such as racial, ethnic, and cultural backgrounds, ability, and socio-economic class or status.

Selection Committee

Role

The Selection Committee is a special committee of the Board of Directors, responsible for planning and executing the work of board recruitment ahead of an upcoming Membership Meeting where Board Director elections will be held.

Striking the Committee - Annual General Meeting

The Selection Committee shall be struck annually no later than the September board meeting to plan and execute the work of board recruitment ahead of the upcoming Annual General Meeting.

Striking the Committee - Special General Meeting

In cases where Board Director elections will be held at a Special General Meeting, the Selection Committee will be struck as soon as possible.

Striking the Committee - Mid-year Vacancies

At the discretion of the Board of Director, a Selection Committee may be struck to fill a Board Director position on an interim basis.

Composition

The Selection Committee shall be composed of five (5) Directors, with the Executive Director serving as an ex officio member. It is recommended, but not required, that members of the Selection Committee also serve on the Governance and Policy Committee.

Chair of the Selection Committee

The Selection Committee shall choose one chair from among the voting

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	<p>members at its first meeting.</p> <p>Conflict of Interest For purposes of conflict of interest, a Board Director who is up for election or reelection at an upcoming Membership Meeting shall not serve on the Selection Committee.</p> <p>Advertisement of Available Positions on the Board and Targeted Community/Stakeholder Outreach Pride Toronto will post advertisements for a minimum of two (2) weeks in a variety of appropriate media, including Pride Toronto’s website, social media platforms, and forums used for recruiting board members for not-for-profit and charity boards. This may include direct community and stakeholder outreach, as determined by the Selection Committee.</p> <p>Applications Candidates will be required to submit to the Selection Committee a current copy of their résumé and responses to any application questions, as set by the Selection Committee.</p> <p>Screening of Applicants The Selection Committee will review written applications to identify suitable candidates to be interviewed.</p> <p>When suitable candidates are identified, the Chair of the Selection Committee will schedule interviews (virtual or in-person) to assess their suitability for a Board position based on their skills, experience and qualifications specified in the skills matrix and by using the Pride Toronto Board Director job description.</p> <p>Board Slate Recommendations Once candidates have been interviewed, the Selection Committee will assess the applications and interview assessments, and make recommendations to the Board as to which candidates should be put forward to stand for election or selected to fill a vacancy.</p> <p>Board Approval The Board will make the final determination on which candidates are approved to be put forward to stand for election or to be appointed to fill a vacancy.</p> <p>Current Board Members Standing for Re-Election</p>
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Eligible Board Members must submit their intention to stand for re-election in writing to the Selection Committee no later than 90 days before the Annual General Meeting during which an election will be held.

An eligible Board Member who has complied with this requirement is not required to participate in the selection process described in Sections 4 and 5 above.

In the event that the board recruitment process is completed ahead of 90 days before the Annual General Meeting, and where intention to stand for re-election is received after completion of the process (i.e. board approval of the slate), the Board reserves the power to accept or reject the candidacy for re-election.

In cases where the board recruitment process is less than 90 days, particularly if a Membership Meeting where Board Director elections will be held is scheduled within this timeframe, the deadline to submit intention to stand for re-election shall be the same deadline for applications from non-incumbent candidates, as set by the Selection Committee.

Applicants Not Selected for the Board Slate

All candidates who are not selected to be put forward for election will be notified in a timely manner. This includes those individuals interviewed by the Board and those who were not selected for an interview.

Applicants not put forward by the Board may have their name added to the list of approved candidates (i.e. the ballot) if they provide, in writing, the support of at least 10 other members at least 48 hours in advance of the election. Such written evidence of support must be submitted to the Secretary of the Board, or their delegate.

This provision does not apply in circumstances where the Board appoints a Board Director to fill a mid-term vacancy. However, this provision would apply if the Board chooses to hold a virtual election to fill a midterm vacancy.

Election Process

The Board shall determine the method for election at a Membership Meeting, which shall be disclosed in the notice provided to members prior to a Membership Meeting at which Board Directors are to be elected.

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	<p>Board Term</p> <p>As per By-Law No. 1, Board Directors elected at a Membership Meeting (i.e. Annual General Meeting or Special General Meeting) are elected for a full term of office. Any midterm vacancies filled by Board appointment or by a virtual election serve an interim term, with the term ending at the next Annual General Meeting.</p>
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<p>Executive Director Succession Planning Policy</p> <p>Gov - 01 Last Approved by Pride Toronto Board of Directors: April 6th, 2021</p>	
<p>Purpose</p>	<p>Stability and accountability of the organization during executive leadership change is a key governance responsibility of the Board of Directors.</p> <p>The Board of Directors is responsible for selecting and appointing the Executive Director and providing succession planning for this position.</p>
<p>Enactment & Procedures</p>	<p>Succession Planning</p> <ol style="list-style-type: none">1. In order to provide for continuity of leadership for the organization, the Board requires that the Executive Director maintain a documented process for succession should the Executive Director position become vacant due to sudden loss, resignation, retirement or termination.2. The succession plan will specify the process for appointing an interim Executive Director, should the Executive Director be absent from the organization for an extended leave of absence due to personal, health or other reasons.3. The Executive Director will document a succession plan that includes the potential for internal succession. The Executive Director is expected to report on this annually to the Board Co-Chairs during the annual evaluation process. The report will include a review of the internal candidates who have the potential to assume the position at Pride Toronto and the

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	<p>developmental plans to enhance the capabilities of the internal candidates.</p> <p>4. The Board Co-Chairs will confirm annually with the Governance Committee receipt of the above-mentioned report.</p> <p>Sudden Vacancy (e.g. death, resignation, termination, extended leave)</p> <p>1. The Executive Director will identify to the Board Co-Chairs at the beginning of each fiscal year which member(s) of the Senior Leadership team is recommended to fill the role of interim Executive Director if a sudden loss of the Executive Director occurs.</p> <p>2. The appointment of an interim Executive Director will be subject to approval by the Board.</p> <p>Planned Vacancy (e.g. retirement)</p> <p>The Board will establish an Executive Director Search Committee consisting of at least the Board Co-Chairs and three other Board Directors. Other persons may be appointed at the Board’s discretion and with Board approval. Support for the Executive Director Search Committee will be provided by Pride Toronto’s Human Resources department unless directed differently by the Board Co-Chairs.</p> <p>The Executive Director Search Committee will be chaired by one of the Board Co-Chairs or a designate appointed by the Board.</p> <p>The Search Committee may, at its discretion and with Board approval, select a search firm to assist with the process.</p> <p>The Search Committee will interview a short-list of candidates and recommend to the Board their candidate of choice.</p> <p>The work of the Executive Director Search Committee will include, but not be limited to, establishing and clarifying criteria to be used in the selection, overseeing the process to obtain candidates, interviewing candidates and agreeing on a process to make a final recommendation.</p>
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	<p>In the event that a new Executive Director has not been appointed prior to the departure of the incumbent Executive Director, the board will appoint an interim Executive Director.</p> <p>An offer will be subject to submission of a declaration that the candidate has no conflict of interest consistent with Pride Toronto policy.</p> <p>Short Term Absence (e.g. out of country vacation)</p> <ol style="list-style-type: none">1. The Executive Director will identify a member of the Senior Leadership team to act in the capacity of Acting Executive Director during any short-term absence. This selection shall be at the discretion of the Executive Director at the time of the absence. The Executive Director shall advise the Board Co-Chairs of the selection prior to departure.2. Board Oversight and Support to Acting Executive Director.3. The Acting Executive Director reports directly to the Board of Directors.4. The Board of Directors provides training and support as required or requested by the Acting Executive Director.5. The Board of Directors undertakes a performance review of the Acting Executive Director as required and at a maximum of ninety (90) days.6. The Acting Executive Director is compensated accordingly.
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In-Camera Meeting Policy	
Gov - 01 Last Approved by Pride Toronto Board of Directors: April 6th, 2021	
Purpose	<p>The Board of Directors and Board Committees carry out their fiduciary responsibility and stewardship of the organization Pride Toronto primarily through meetings. Meetings are most effective face to face, but conference call/web conferencing are also acceptable when circumstances limit attendance.</p> <ol style="list-style-type: none">1. There are situations in which Board members are required to meet among themselves in private, without and sometimes with management present at the invitation of the Board, and without the recording of minutes. These meetings are referred to as “in-camera.” They may take place at the conclusion of a meeting between the Board and management or as a stand-alone meeting.
Enactment & Procedures	<p>In-Camera Meetings</p> <ol style="list-style-type: none">1. A motion is required to move into and out of an in-camera session to discuss confidential or sensitive items.2. All matters brought before an in-camera session remain confidential until they are moved by the Board of Directors or Board Committee to an open session. A resolution should be passed with respect to those items that are to be moved to an open session.3. During an in-camera session, all individuals who are not Board members shall be excluded from the meeting unless otherwise approved by the board of Directors.4. A separate agenda shall be prepared for in-camera sessions indicating the items to be considered during the session. The agenda and any supporting materials shall be clearly marked confidential and shall be handled and secured in a manner that respects the nature of the material.5. Voting during an in-camera session shall take place according to the regular provisions governing Board meetings.

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	<ul style="list-style-type: none">6. Minutes of in-camera sessions shall be recorded and shall be marked confidential and shall be secured in a manner that respects the nature of the material.7. Minutes of an in-camera session shall be presented for approval at a subsequent in-camera session. <p>Examples and Considerations</p> <ul style="list-style-type: none">1. The Executive Director or designate is present at and for the duration of all Board Meetings. The Executive Director would only be excused for in-camera proceedings when the Board of Directors is dealing with the Executive Director’s performance or compensation, or when the Board of Directors meets with the external or internal auditor without management in attendance.2. Exceptions to this practice will apply in circumstances where the Board of Directors deems it necessary to withhold access to records of deliberations and/or decisions from management, staff and/or the public. An example of such an exception would be a circumstance in which the Board of Directors decides to conduct a confidential investigation into the conduct of another Board member.3. A regular in-camera agenda item at the beginning and/or end of each Board and Committee meeting affords the opportunity to consider and, when applicable, hold an in-camera session.
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