ETC Cooperative

Governance Manual

March 11, 2020

Table of Contents

ETC Cooperative

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ETC Cooperative

Governance Framework

Overview

Non-Profit Governance is aimed at achieving organization goals and objectives, and can be described as a set of responsibilities and practices, policies, and procedures used to provide strategic direction, ensure objectives are achieved, manage risks and use resources responsibly and with accountability.

Good governance is fundamental to achieving our mission. The Ethereum Classic Cooperative ("ETC Cooperative" or "ETC Coop") Governance Framework is designed to assure adequate accountability to our stakeholders and to encourage performance improvement while meeting our obligations and regulatory requirements. It is intended that this Framework will assist Ethereum Classic Cooperative staff to understand and apply the principles of good governance.

Principles

The framework is based on six (6) good governance principles:

1. Clear understanding of expectation in **roles and responsibilities**
2. **Regulatory Framework**
3. **Policies and Forms**
4. **Transparency and accountability** of individuals and the Cooperative
5. **Monitoring and Evaluation** are expressed in measurable terms and reported upon in an accurate, reliable and timely manner
6. **Continuous improvement** with an emphasis on recognition, learning and improving.

The Mechanisms

The mechanisms are the practices, policies, processes and documents associated with each of the principles, which are used to drive and support good governance in practice. The mechanisms and their alignment to the six governance principles are noted in the figure below. Some of these mechanisms are mandatory for the Cooperative, for example, because they are required under legislation, while others represent good practice.

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Mechanisms

1.	2.	3.	4.	5.	6.
• Planning • Performance Management • Stakeholder Engagement • Risk Management	• Board • Organization Structure • Legislation	• Role Descriptions • Policies/Checklists • Documentation and evaluation	• Performance Management Framework • Organizational Governance • Stakeholder Engagement • Reporting to Public	• Annual Vision and Planning Reports • Monitoring and Reporting • Quarterly Transparency Reports • Board packages and communication	• Evaluation • Risk Management • Organizational Development

Process Improvement

The governance, management, and operational success of the organization will rely on regular process improvement.

Governing Practices and Procedures

Mission Statement

The mission of ETC Coop is to steward the development of the Ethereum Classic ("ETC") protocol and to support the growth of a mature ecosystem around that protocol.   There are three pillars, which undergo continuous improvement:

- **Foster collaboration** between ecosystem participants including developers, miners, investors, enterprises and end-users.
- **Accelerate Adoption** of ETC technology by individuals and enterprises through effective branding, marketing and education.
- **Mature Governance and Transparency** – efficient and transparent governance framework, including use of funds.

Code of conduct

https://www.contributor-covenant.org/version/2/0/code_of_conduct

A Code of Conduct for Open Source Projects

The ETC Cooperative endeavors to adopt a code of conduct, that is consistent with those seen for other open source projects.

In 2020, we will look at submitting a pull request and becoming adopters of the "Contributor Covenant", instead of creating a new independent code of conduct.

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Management Duties and Responsibilities

Role of the Executive Director

The Executive Director is involved in the day to day operations of the organization and is the key person to execute the policies, programs, and initiatives of the Ethereum Classic Cooperative.

Staff Management

The Executive Director hires, supervises, and motivates the staff

Day to Day Operations

The executive director directly oversees all day to day operations, such as financial functions, purchasing, reviewing of vendors and projects, grant-making, fundraising, communications etc.

Development and Management of Policies and Programs

The executive director works with the staff to develop policies to guide the organization and programs to fulfill its purpose

Staff Liaison to the Board of Directors

The executive director must also keep the board informed of what the organization is doing. The executive director attends board meetings and maintains open lines of communication with the board of directors

Key Documents: *Monthly Board Package*

Shared Responsibilities

Strategic Plan

The board and executive director work together to create strategic plans, such as the annual roadmap and beyond documents, that help guide the organization

Fundraising Plan

The executive director should develop a fundraising plan to ensure the organization has the resources needed to fulfill the strategic plan, but the board should help management achieve success with the fundraising plan and strategy
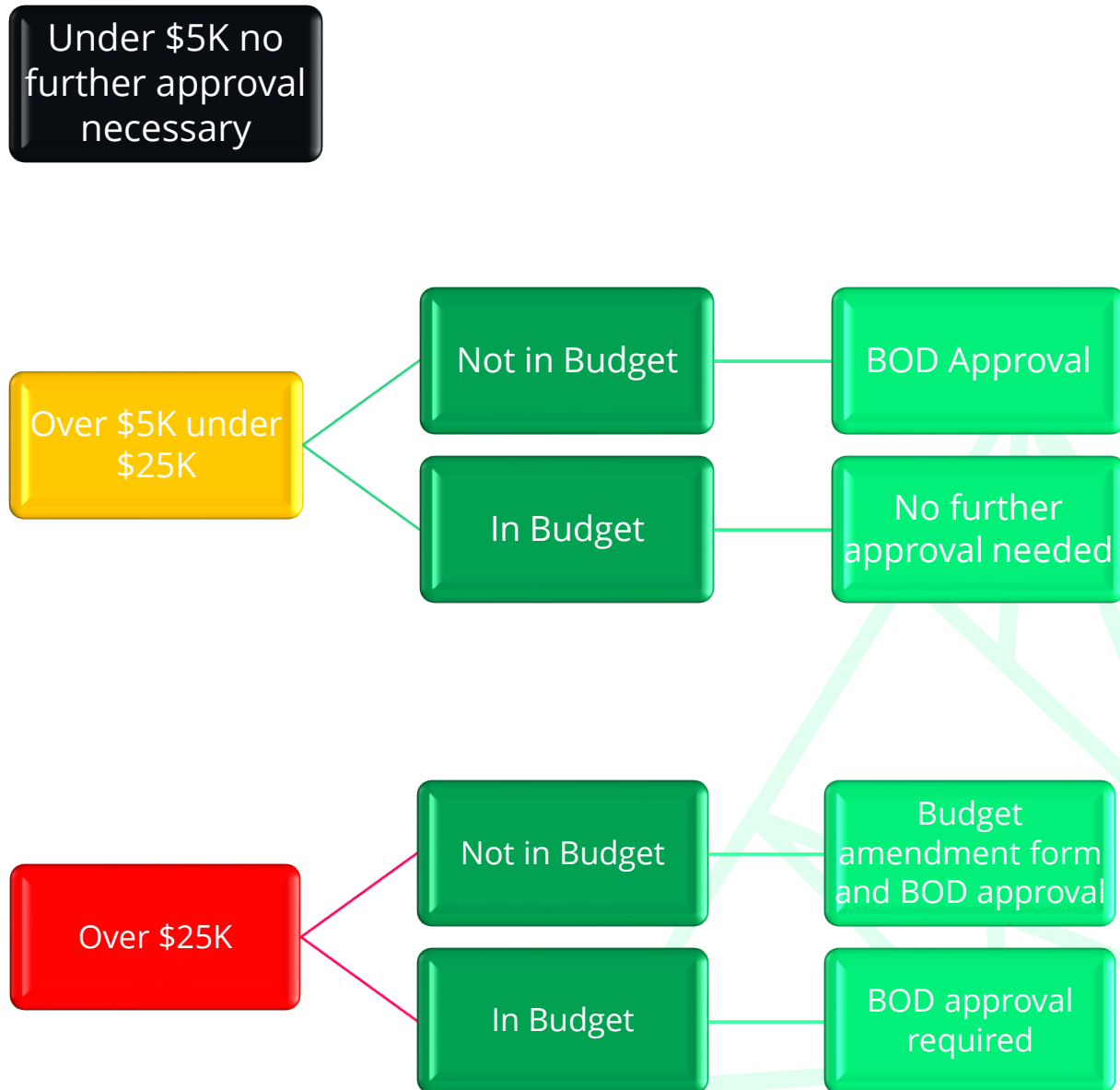
Evaluation of the Organization

The board and executive director implement periodic evaluations of the organization to ensure that the non-profit remains true to its mission and is effective.

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Responsibility Chart

Area	Board	Executive Director/Employees
Strategic Planning	Sets Strategic direction and approves Strategic plan (annual roadmap and vision)	Provides inputs
Day to Day Operations	None	Makes all management decisions
Budget	Approves budget	Develops and recommends
Purchases	Approves budget as part of planning process and approves expenditures in line with the authorization matrix	Develops and implements policy, acts within approved budget and maintains an audit trail
Hiring of Employees	Hires executive director and approves based on Hiring guidelines in this manual	Hires all other employees within an approved budget based on Hiring guidelines in this manual
Employee Assignments	Establishes annual goals and work plan with executive director	Establishes for all other employees within an approved budget
Firing of Employees	Makes final termination decision for executive director	Makes final termination decision for all other employees
Personnel Policies	Approves	Develops and implements policy
Employee salaries	Establishes executive director's salary budget as part of the budget process	Approves employee salaries with recommendations from supervisory employees, within approved budget
Employee evaluations	Evaluates board member roles and executive director role	Evaluates other employees
Monitoring	From a governance and overall management perspective	From a managerial perspective

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Spending Authorization Matrix

The following matrix shows the authorization levels for the organization

Under $5K no further approval necessary

Over $5K under $25K		
	Not in Budget	BOD Approval
	In Budget	No further approval needed

Over $25K		
	Not in Budget	Budget amendment form and BOD approval
	In Budget	BOD approval required

Note that this only applies if there is relevant budget room left. For example, if a budget of $10,000 is approved for legal services, with a $9,000 budget remaining, under this matrix the ED could approve up to $9,000 without further approvals. If there was no budget, under $5,000 could be approved by the ED, as long as there are currently cash balances available. In 2019, under this approach, the grant projects, website spending, hiring of a financial controller, and

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other marketing spend, would have required further board approval. The purpose of this process is to have a high level of scrutiny of expenditures, without making it impossible to conduct day to day business. Based on the current model, if the budgeting process is done well and is robust in nature, most of the larger expenditures, should be captured in the budget and not need additional approval mechanisms, unless it is over $25,000.

Executive Director Responsibilities

Governance & Reporting		
Category	Key Document	Frequency
Planning & Oversight	Strategic Plan	Annually reviewed and updated
Planning & Oversight	Annual Roadmap	Annual
Planning & Oversight	Budget	Annual
Regulatory	Form 990	Annual
Policies & Procedures	ETC Policies	Annual sign-off and checklist Additional policies Ad Hoc
Communications	Board Reports	Monthly
Performance Evaluation	Milestones against Strategic Plan/Roadmap	Quarterly Milestone Reports
Performance Evaluation	Individual Performance Evaluation – Self Assessment & Board Review	1-2 times annually
Grantmaking	Grant templates/reports	Ad hoc

Financial		
Category	Key Document	Frequency
Purchasing & Payables	Banking & Payables to Vendors	Weekly
Financial Close	Book keeping	Monthly
Financial Reporting	Financial statements/package	Monthly
Transparency Reports	Transparency Reports	Quarterly

Form 990 Requirements

Part of the Executive director's responsibilities are to ensure that the Cooperative is in compliance with Form 990 requirements. This includes having the following policies in place and ensuring requirements from the Board are also kept up:

ETC Cooperative

- Maintain Corporate minutes of all board meetings and committee meeting (Part VI, Section A, line 8)
- Annually review a written policy and complete the questionnaire about conflicts of interest
- Approve the executive director's compensation and benefits and document how the board determined that the compensation is appropriate, and not excessive (Part VI, Section B, line 15)
- Require the board to review a copy of the IRS Form 990 before it is filed (Part VI, Section B, line 11).
- Disclose to the public the non-profit's three more recently filed annual returns with the IRS, as well as its application for tax-exemption and related correspondence and attachments.

Additional Governance Policies

- Written Whistleblower policy (Part VI, Section B, line 13)
- Written document retention policy (Part VI, Section B, line 14)
- Written gift acceptance policy

Action Plan for IRS 501(c) Form 990 Compliance

- Draft policies have been completed for review and approval
- Conflict of interest annual checklist completed for review and approval
- Form 990 filed with IRS, will be uploaded by the end of F2019
- IRS Determination letter and attachments uploaded by the end of F2019
- Corporate minutes are maintained, however there are infrequent meetings. This will be contemplated elsewhere
- Any changes to the executive director's salary will be approved and documented in compliance with Part VI, Section B, line 15
- On an annual basis before filing the Form 990, management should complete the form "governance checklist" to ensure all requirements have been met.

Human Resources

Due to the small size of the organization and the fact that staff are independent contractors, (as compared to employees), there are currently no formal HR procedures or anyone to enact them. However, there should still be procedures and processes, to ensure staff are support and the organization is aligned and prepared for future growth.

Work Hours

Generally, the working hours should be 40 hours a week, 9am-5pm in the time zone of the staff member. Due to the need to have calls and meetings, with participants around the world, there will often be hours worked outside of this

ETC Cooperative

There will also be special projects and deliverables on tight deadlines, that will require working longer hours. This, however, should not be the norm and expectation, for regular day to day work. If a staff member is consistently working outside of the hours and is finding that it is affecting their mental health, they should talk to their supervisor about a work plan, to alleviate the need, for regular and consistent overtime.

Hiring Staff

These processes refer to staff members that work a standard 40-hour week or receive a monthly base rate salary. Any contractors or part time work, that has hours that are at the discretion of the ED, are not considered staff and do not have to follow the employee or staff guidelines. Instead, these people would be treated as contractors and would follow any vendor guidelines.

Replacement staff members

If there is turnover of a staff member and management determines that this role is still required, without a 10% change in current salary, then no further approval is necessary. The ED should conduct a fair and transparent job search.

Additional staff members

If additional headcount, was included and approved in the budgeting and planning process, no further Board approval is required, unless the proposed compensation is more than $100,000 US annually. The executive director, would determine the need for an employee and create a job description. All full-time roles, should be advertised on the ETC Cooperative's website as well as other appropriate job banks. If a position would require compensation over $100,000 US annually, the BOD needs to approve the hire and review the comparable figures and documentation, showing that this is the industry baseline for this role. This requirement is due to the compensation section in the Form 990, that requires all employees earning over this figure to be disclosed and is best practices.

Any role that is under $100,000 US, but was not budgeted and approved, should also be reviewed and approved by the BOD. Management should detail why this position is required in a Memo, with changes to budget categories, if the total annual budget will not be changed, just movement between categories.

If annual funding is required, then a proposed budget increase document should be completed.

Key Documents: *TBD*

Job Descriptions

Current Roles

Executive Director

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The employee will perform duties hereunder exclusively through the services of Bob Summerwill, who shall act as Executive Director, including the following assignments and such other assignments as Company shall direct:

a) Develop the annual budget
b) Hire team and manage employees
c) Oversee fundraising efforts to ensure the financial health of the ETC Cooperative
d) Work with the Board to fulfill the ETC Cooperative's mission, including providing monthly Board updates
e) Keep accurate, up to date financial records for the ETC Cooperative
f) Build relationships throughout the blockchain community which are beneficial to the ETC network and ecosystem
g) Enhance communication and encourage transparency with all major stakeholders in the ETC ecosystem
h) Clearly distill messages about ETC developments, community, and other major news on the ETC ecosystem
i) Communicate ETC's core value propositions and the importance of blockchain fundamentals
j) Develop and execute awareness campaigns to better improve the public's knowledge of ETC
k) Support conference planning and development
l) Build strong relationships with journalists across a variety of media, including broadcast, digital, and print
m) Occasionally attend conferences on behalf of the ETC cooperative where appropriate

Contractor shall use his best efforts to affect the four priorities of the ETC Coop in 2019:

1) host another successful Annual ETC summit
2) Design and put in place a new governance structure for the ETC Coop (which includes independence from DCG/Grayscale,
3) Develop an intake and decision-making framework for how the ETC Coop evaluates ideas and spends money
4) Develop a fundraising strategy that puts the ETC Coop on a path to "breakeven" by the end of 2019 (meaning, expenses don't exceed contributions/sponsorship each year).

Director of Developer Relations

The employee will perform the following assignments and such other assignments as Company shall direct.
a) Aid the development of various software and hardware projects as directed by the Company, including but not limited to:
    a. Software developed principally by the Company for the benefit of the Ethereum Classic network and its users.
    b. Software developed by 3rd parties which may benefit from improved support of Ethereum Classic.
b) Perform outreach to build relationships with various developer communities within the blockchain ecosystem.

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c) Manage various infrastructure related to the Ethereum Classic network, including but not limited to:

        a. A block explorer

        b. A public facing API node

        c. Various community-based websites

        d. Managing various services such as DNS, Cloudflare, and VPS.

d) Author and improve technical documentation and user guides related to the Ethereum Classic network.

e) Perform analyses on the Ethereum Classic network to better understand token flow, ownership, and other factors (ex. Gini coefficient).

Past Roles

Director, US Operations

The Contractor will perform the following assignments and such other assignments as Company shall direct:

    a) Oversee the use of capital the Ethereum Classic Cooperative receives form Grayscale Investments, LLC as well as any other individuals or entities who wish to contribute to the Ethereum Classic Cooperative through its funding platform.
The Contractor is responsible for prudently engaging with the various constituents of the Ethereum Classic community to deploy capital into the Ethereum Classic ecosystem in a manner consistent with the short term and long-term goals of the Ethereum Classic cooperative, which include but are not limited to:

       i) Directly supporting the development of the Ethereum Classic protocol, infrastructure, and associated, and associated applications;

       ii) Accelerating the adoption of Ethereum Classic based technologies for sue by individuals, business operators, an enterprise through effective branding, marketing, advertising, education and outreach, and

       iii) Fostering a sense of community and collaboration between the various Ethereum Classic constituents including developers, miners, investors, and business operators through events and meetups.

    b) Find developers, markers, event coordinators, and other project contributors which will require Contractor to:

       i) Locate and recommend outside contractors for development projects prescribed by the Company, and develop and submit for company approval budgets for such projects; and

       ii) Locate and recommend for employment by the Company employees for such projects prescribed by the Company, and develop and submit for Company approval budgets for such projects.

    c) Review work product of any outside contractors and employees, which will require contractor to: review the work product of such outside contractors and employees and advise and make recommendations to the Company as to any changes in the scope and/or execution of such work product and the corresponding projects.

    d) Monitor, evaluate and report on the success of the use of the Company's capital on a quarterly basis, including providing details around:

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i)   The used of capital in the Ethereum Classic Cooperative fund over the proceeding quarter;

ii)   Evidence of how the Company is operating to meet the Ethereum Classic Cooperative Goals;

iii)   Planned uses of capital in the quarter forthcoming

Goals and Performance Evaluation

Goal setting and metrics to determine both organizational and individual performance evaluation are initiated during the planning phase. As the strategic plan and annual roadmap are put together, the strategic themes, goals, strategy, tactics, and resources are mapped. This will then lead to the formation of an action plan with organizational goals that are self-assessed on a quarterly basis.

Once the organizational goals are set, they are monitored and tracked. Milestone reports on the organizational roadmap and goals are done on a quarterly basis and can be made public. Tracking of these goals, would include a self-assessment, with input and feedback from the Board or stakeholders committee for the ED or ED for staff. Direction on any changes/pivots in priorities would then be communicated on a quarterly basis.

Creating organizational goals, will help management and the board with their decision-making frameworks. Funding and resources should be allocated to those projects or deliverables that help advance the Coop, towards its mission and targeted objectives. This will be a critical piece of the grant evaluation process, as well as for day to day spending and resource allocation.

Key Documents: *Organization goals and Milestone & Progress reporting*

Governance Reporting

Annual Roadmap & Vision

The annual roadmap and vision are produced on an annual basis and provides direction for the upcoming year. It is produced by the executive director and reviewed and approved by the board of directors. The roadmap is used to help develop the organizational goals and annual budget. The timing of the annual roadmap should be Q4. Ideally, the roadmap will be reviewed and approved by the end of the fiscal year, but should be approved by/at the annual general meeting.

Quarterly Transparency Reports

On a quarterly basis (beginning in F2020), the ETC Cooperative aims to produce quarterly transparency reports, that will be made available to the public. The purpose of these reports is illustrating the governance principles of transparency and accountability as well as highlight to all stakeholders the following:

- Activities of the Cooperative
- Accomplishments
- Challenges
- Path Forward

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- Financial Condition and Financial Analysis
- Milestone Progress on Strategic plan/Roadmap KPI's

The goal is that these reports can be published within 6 weeks of each quarter-end, but will depend on the direction of the board and Grayscale stakeholders' group.

Governing Policies

The governing policies are policies that are either required by a 501(c) listed non-profit or add appropriate levels of governance to ETC Cooperative workflow.

Records Retention & Destruction Policy – 990 Policy

- See Policy

Conflict of Interest Policy – 990 Policy

- See Policy

Whistleblower Policy – 990 Policy

- See Policy

Gifts & Donations - 990 Policy

- See Policy

Conflict of Interest Checklist

- See Policy

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Financial Reporting and Procedures

Annual authorization of signers

On an annual basis, management should review if the signing authorities of the Cooperative are current and if any changes need to be made.

As the current account is held by Grayscale, the signing authority are Grayscale staff. When the bank account is moved to Signature, the original signing authorities will be:

- Bob Summerwill, Executive Director
- Alison Alexis, Financial Controller

After setting up the account, an additional Grayscale staff member, will be added as a signing authority. View access will be given to Grayscale staff as well.

Book-keeping and financial close

The day to day book-keeping is currently done by Grayscale/DCG staff. This will be transitioned to Alison Alexis in early 2020, with the bank account being the biggest challenge. As there are not many transactions or balances, the transition plan, is very straight forward, but is being planned for January 1st, for ease of transition. The current plan is to transition to Xero accounting software, with Expensify for the expense tracking, as this integrates with the software.

The books and accounts will be completed and reconciled on a monthly basis, with reports described below. A chart of accounts will be created for the transition plan, in December 2019.

Invoice Approval and Coding

The process for 2020 and beyond is as follows:

- All invoices require review and approval by the ED
- The Coop will use SignRequest or similar software to approve invoices. The ED will sign off and date, as well as supply the coding. The Financial Controller will review, the coding and enter the invoice for payment. All invoices/contracts should be approved within the guidelines and framework of the Authorization matrix.

Banking

The plan is to move the banking to Signature Bank and change the signing authorities, as described above. Banking should be kept up to date and any account reconciled on a monthly basis.

Annual Budget & Planning

A planning phase should occur in the last quarter of the fiscal year, with final budget approval by the AGM date. The planning phase would include completing the annual roadmap and accompanying budget scenarios (or single budget if not necessary) A risk assessment should be done on the lean and base scenarios, so that the Board and stakeholders' group are aware

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of the associated risks and whether there are any risk mitigation plans, if more than one budget is prepared (if necessary to do a risk assessment).

The monthly board package should provide financial information, that compares actual figures to budget figures, with accompanying variance analysis.

To link back to the spending authorization matrix, a robust budgeting process should occur at least annually. The budget should be detailed enough to directly identify larger projects or outflows. Smaller and more general expenses should be aggregated in way that gives enough granularity, without making it problematic from an accounting and tracking standpoint.

Financial Reporting

Full financial statements compliant with US GAAP or IFRS standards will not be prepared, unless the Cooperative undergoes a process, that will require such statements. Financial data may not be in compliance with such standards, but care should be taken to follow generally accepted accounting practices. If an independent review is ever required, this will be approved by the board or stakeholder group.

Vendor Review Form

See form

Contributions

Donations should be in accordance with the gifts and donations policy. See policy.

Board of Directors

Board Composition

The ETC Cooperative Bylaws, stipulate that up to 15 board members (minimum of 3) are allowed on the board. However, the optimal board size would like be between 3-6 members, considering the size of the organization. On an annual basis, the board members should be re-elected in or terminated from the board.

Currently, new board members need to be recommended by current board members. Per the current bylaws:

"To become a Director, a person shall be nominated by a Director and elected by a majority of the Board."

"*The number of directors shall be fixed by resolution of the Board of Directors, but such action by the Board shall require a vote of a majority of the entire Board and no decrease shall shorten the term of any incumbent Director*".

Our recommendation, is that a nomination process for potential board members, should take place and not be restricted to the current board members, when it is determined that a board member is needed (i.e in the event of a resignation or if the Board decides to increase the

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number of board members). The final decision on new board members, after a more egalitarian nomination phase, should come down to majority decision by the current board members. Note that this would require a change in current bylaws.

Currently, Grayscale is not represented on the Board, other than via Barry Silbert. Based on the fact that the majority of funding is derived from Grayscale, they should have more representation on the board. We recommend that at a minimum one more Grayscale employee join the Board of the Coop.

The composition of the Coop, is currently made up of more technical members or entrepreneurs. We would recommend that any additional members have a legal and/or financial background, which is normally seen in traditional board compositions.

The section below outlines the Board responsibilities and expectations. If a board member feels they cannot commit to the responsibilities, which would include responding to emails in a timely manner, they should consider resignation.

Board Responsibilities

In general, the board of directors provides oversight and guidance to the executive director and the other Ethereum Classic staff members. The board ensures that the organization stays aligned with its mission and values in addition to complying with all federal and state laws. Specifically, the board has legal, management, financial, and program oversight, as described below.

- 1. Approving mission and strategic directions
- 2. Monitoring organizational Performance
- 3. Overseeing program effectiveness
- 4. Overseeing financial conditions and public reports
- 5. Selecting, supervising, evaluating, and compensating the Executive Director
- 6. Assessing organizational risks and opportunities
- 7. Managing the Board's own governance
- 8. Communication

The Board focuses on its broad strategic and monitoring roles and does not become involved in the day to day operations of the Cooperative. However, as the ETC Coop is a non-profit, the Board members are not paid in any capacity. The Coop will need to find Board members who are committed to the role, yet balance this with the fact that Board members time is highly valuable. Please see section "Managing the Board's own governance"

Mission, vision, values and strategic directions

Any changes to the stated mission or vision statement, should be approved by the Board, prior to changing any ETC Coop documentation. The strategic direction will be reviewed when there are any significant changes to the mission, value, or direction of the Coop. It should be noted that for the ETC Coop, the mandate and industry move so quickly, that a 3-5-year plan, is not appropriate. Currently, management is working on a 2020 roadmap, which would satisfy this requirement.

Key Documents: *Roadmap*

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Monitoring Organization Performance

The Board is responsible for ensuring, that the Executive Director has adequate processes in place, for providing the Board, with the information necessary to monitor whether the plans and objectives set for the ETC Cooperative are complied with. To fulfill this mandate, the ED will present an annual roadmap with a budget, for the upcoming year, to be approved by the Board. This will then be reviewed and evaluated against organizational goals, on a quarterly basis, with adjustments to the roadmap, if goals or objectives change, throughout the year.

The Board is responsible for ensuring that there is appropriate compliance with legislative standards, specifically the five Form 990 items, included in the form 990 requirements section. A checklist will be completed on an annual basis to ensure compliance with regulations.

Key Documents: *Roadmap*, *Policy Checklist*

Overseeing program effectiveness

The board should review and monitor the progress of the organization and the effectiveness of the programs and strategies. During the KPI and financial reviews, both management and the board, should review against milestones, to ensure projects should be maintained or continued.

Key Documents: *Monthly board packs and transparency reports*

Financial Conditions and Public Reports

The Board is responsible for approving the content of all major reports to the public, this would include, but not limited to the following **key documents**:

1. *Quarterly Transparency Reports*
2. *Board packages (if being disseminated to the public)*
3. *Roadmap*
4. *Strategic Plans (if applicable)*

The Board will authorize management to speak for the ETC Coop in all communications with stakeholders including employees, government, and the public.

Evaluation of the ED

The Board shall establish a process to evaluate the ED. The evaluation will be based on the success of the Cooperative in achieving its outcomes and adhering to its policies, as well as the deliverables the ED received as part of his (her) job offer. The Board should provide feedback to the ED on a quarterly basis, but a formal evaluation should be done annually.

Key Documents: *Organizational Goals*

Risks

The Board needs to be aware of the principal risks and changes in risk exposure. The ED is responsible to keep the Board informed of such risks and mitigation plans and actions during the annual planning process, with updates to the Risk matrix.

Key Documents: *Risk Matrix (if applicable)*

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Managing the Board's own governance & Expectations

Due to the Board not being compensated most of the correspondence will be via email. Monthly board/stakeholder packages will be sent via email, with a time for comments/question from any of the board members. The expectation is that each Board member will read the report, send any comments, if necessary, and approve it for public dissemination (if required).

There should be 1-2 formal board meetings a year, however those may be done via videocall, rather than in person.

For formal board meetings, Board members will be provided draft minutes of the previous meeting for approval, from the Secretary. Official Board meeting minutes, needs to be stored in the ETC Coop Dropbox.

There will be no minimum time commitment required, however, the Board needs to be able to fulfil their duties and oversight, by being active participants in the governance of the Coop. If a Board member is not able to fulfil their duties or is not actively communicating with the management team, via email, there should be a process for removal.
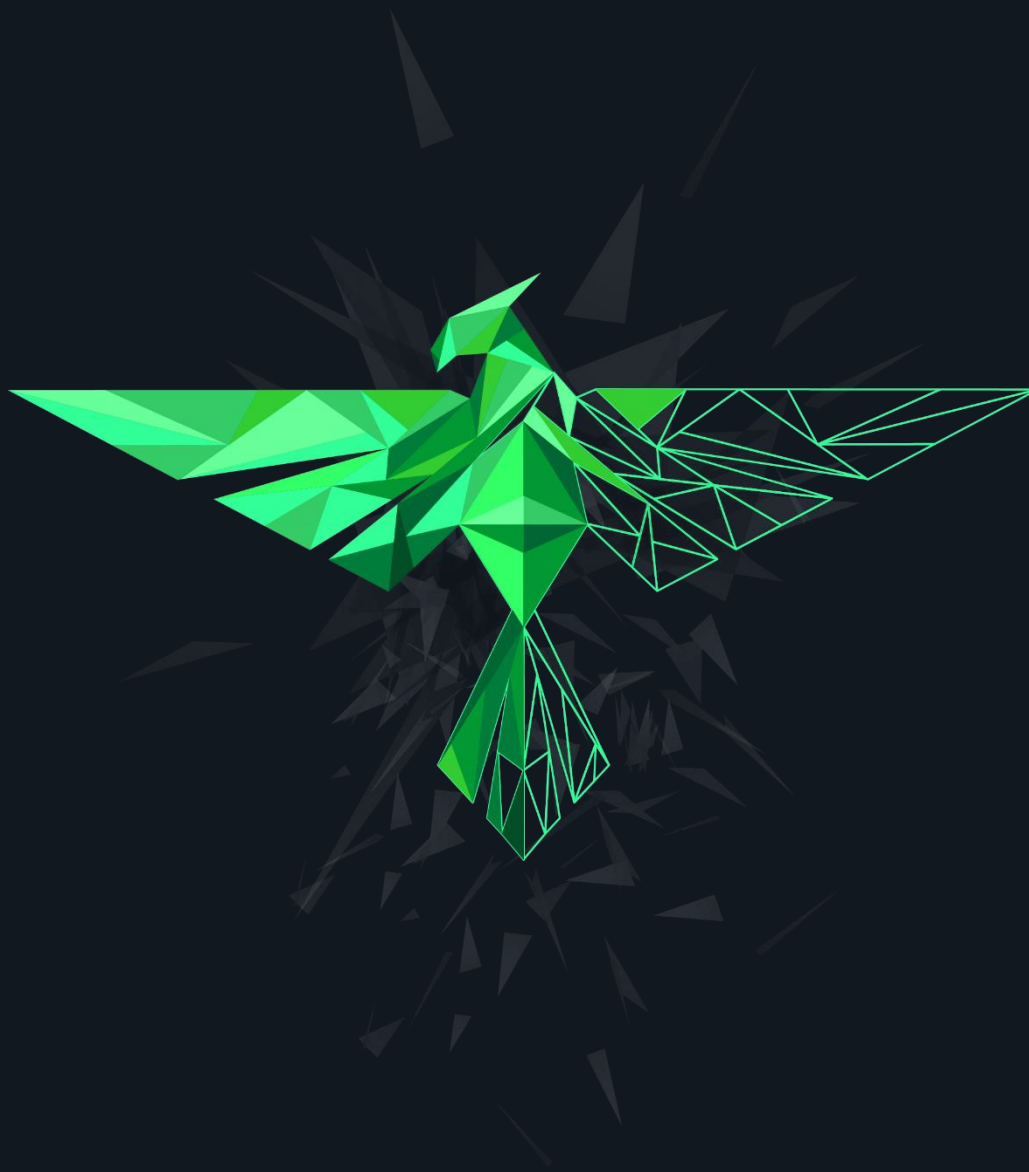
Expectations of the Board:

1. Attends the AGM via videocall
2. Attends any other formal meetings via videocall (except with valid reason)
3. Reviews and signs any ETC Coop formal resolution within 2 weeks (except with valid reason)
4. Reviews and comments on monthly board packages, annual budget, quarterly or annual reports, and annual Form 990 within an acceptable timeframe (usually within 2 weeks, unless otherwise stipulated).

Key Documents: *Board meeting minutes, Bylaws*

Communication

The board needs to be made aware of activities, challenges, accomplishments, funding concerns, financial reporting, and other metrics of the organization. Communication should be scheduled on a regular basis. On a monthly basis, the Executive Director and his team, should present a monthly board package, that updates the board on all relevant items.

Key Documents: *Monthly Board Pack*

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