

April 8, 1998

BOARD POLICIES AND PROCEDURES

These Board policies and procedures seek to codify the most significant Board's practices, in addition to those outlined in the By-laws of the Canadian Environmental Law Association (CELA). Where these policies and procedures differ with the by-laws, the by-laws will govern.

BOARD MEETINGS

1. The Board meets generally on the first Monday of each month, with the exception of July and August at which time the Board will set a specific summer date for the Board meeting.
2. Due notice will be forwarded to each Board member prior to the meeting together with an agenda and any relevant attachments.

BOARD ORIENTATION

3. There shall be an orientation package given to each new board member for the purpose of outlining the roles and responsibilities of board members.

ATTENDANCE

4. It is expected that every board member attend each board meeting, and if unable to attend a board meeting, the board member is expected to inform the CELA office.
5. Any board member may bring a motion to have another board member removed where a board member has failed to attend three (3) consecutive board meetings.

CONFLICT OF INTEREST

6. Where the board is about to discuss any matter, and a board member has an actual or potential conflict, that board member shall excuse himself or herself from deliberations of the matter and the minutes shall so record the fact that the board member was absent from such deliberations and did not vote on that matter. The matters to be discussed are outlined at the beginning of the Legal and Priorities Committee report to the board so such conflicts, if any, can be identified.
7. CELA staff members on the board shall not vote on any personnel and salary matters and shall excuse themselves from deliberations from these matters.

COMMITTEES

8. The board shall elect its Executive Officers consisting of the President, Chair, Secretary and Treasurer at the first board meeting following the annual general meeting.
9. The board shall constitute a Management Committee, a Legal and Priorities Committee and a Personnel Committee.
10. The Management Committee of the Board shall consist of the President, Past President, Treasurer, Executive Director and the Coordinator.
11. The Personnel Committee shall address all matters arising from the application of the Personnel Policy.

Procedures Concerning Conflicts For Staff and Board Members Who Have or May Continue to Work For Government and Other Organizations

In addition to the preceding rules and guidelines special circumstances may arise concerning the appropriate role of staff and Board members who recently, or continue to, work for government or other organizations in areas of environmental law and policy.

Where such experience has involved the development of policy and/or regulation, it may be inappropriate for such individuals to assume work at CELA that would require them to be critical of such policies/regulation. Under such circumstances the matter will be considered by the Legal/Priorities Committee. Similarly it may be inappropriate for them to otherwise represent CELA, or a CELA client, on a matter related to their work for government.

Where any staff or Board member has some concern that a conflict of this nature, either real or perceived, may arise, that staff or Board member shall ask the Legal/Priorities Committee to consider the matter.

Given the potential for such conflicts to arise in a variety of circumstances, and recognizing the need to balance the effective use of CELA staff resources with the risks associated with such potential conflicts, it is important to consider several factors in resolving issues that may arise in this context. Therefore in addressing any concern for conflict of interest that may be brought to its attention, the Legal/Priorities shall consider the following factors:

1. The extent and history of CELA's commitment to the particular issue - is the issue a priority for CELA, has its position been clearly developed and publicly stated?
2. The proximity of the association that the staff or board member has had with the issue - both within and outside the ambit of CELA's activities. How closely associated is the individual with a particular initiative? How proximate in time is that association?
3. The availability of other human resources, either within CELA or in the larger environmental community, that might be substituted for the work of the staff person confronting a conflict situation.
4. The importance of CELA's role in the work, and whether other groups are involved.
5. Whether the relevant policies of a government are ones that CELA supports.
6. If other environmental groups are actively involved with the issue, whether CELA's position consistent with the views of those groups, and how prominent a role would CELA have in as part of a collective effort.
7. Any other factors the Legal/Priorities Committee considers relevant.

If it is concluded, after weighing these factors, that it is appropriate to limit the role that a staff person may play with respect to a particular matter or initiative, the Committee shall

make recommendations to the Board concerning the extent of that limitation, any conditions that might apply to the work of the staff member, and the rationale for those constraints.

The Board may also wish to take any of the above-noted factors into account when considering a request by a staff member for a leave of absence, before the Board decides whether to grant that request, or whether to do so subject to conditions.

May 1994

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COMPLAINTS POLICY

On January 29, 1990 CELA's Management Committee reviewed the OLAP model complaints policy in the Policy and Procedures Manual. This model will serve as CELA's Complaint Procedure. At the Board of Directors meeting on February 5, 1990 these policies approved by Management Committee will be reviewed again.

April 8, 1998

OUTSIDE CLINIC WORK

It is hereby the policy of the Canadian Environmental Law Association (CELA) that CELA full-time permanent lawyers shall not be allowed to undertake legal representation or carry on a legal practice outside of the clinic unless specifically authorized by the Board.

From time to time, CELA staff may be invited to sit on advisory boards. Participation on these boards is determined by the Legal and Priorities Committee. Any remuneration for this work will revert to CELA educational activities.

LEGAL DISBURSEMENT POLICY

Once a case has been approved by the Legal/Priorities Committee of the Board, all legal disbursements made on behalf of the client are recorded.

Each client is asked for an initial retainer which reflects the extent of the disbursements likely to be incurred. These monies are placed in the client trust account. All internal disbursements (photocopying, delivery, long distance phone and fax, supplies and postage) are initially made from the legal disbursement account. Clients are billed regularly. Once a bill goes out funds are recovered from the trust account to the legal disbursement account.

External disbursements (experts fees, travel accommodation) may be paid directly from the client trust account once the clients have approved these expenditures. To alleviate cash flow problems in the legal disbursement account loans from CELA's General Accounts and other funds may be made from time to time to that account.

Where client disbursements cannot be recovered those debts may be written off to close the file with the approval of the Legal/Priorities Committee.

Reviewed by the Management Committee of the Board of Directors on January 29, 1990.

CASEWORK POLICY - 1998

CELA reviews and updates the policy for casework each year prior to their application for funding. This is the most recent revision.

a. Casework Objectives

CELA will continue to evaluate all representations requests as they arise according to staff resources available, the need of the client, and the merits of each case.

CELA will continue to use test cases where necessary and cases which are not necessarily precedents to serve low-income clients.

CELA will continue to intervene to protect important legal precedents, points of law, legal rights and tools which allow the public to seek environmental justice.

CELA will continue to consider the environmental significance of cases as well as financial eligibility criteria.

To compensate for diminished opportunities and access to boards and tribunals in some areas CELA will explore alternatives such as: private prosecutions, civil litigation, judicial review, environmental mediation, and challenges arising from provisions of Ontario's *Environmental Bill of Rights*.

CELA anticipates a continuing need to increase use of mechanisms for access to information through the use of Freedom of Information requests and *Environmental Bill of Rights* investigations.

The recent changes to the *Environmental Assessment Act* allow for partial referrals to the Environmental Assessment Board. A potential result will be the re-commencement of hearings but of a more circumscribed and limited scope. CELA will need to prepare staff and clients for the changing character and parameters of these hearings.

Full financial requirements of cases will have to be carefully reviewed with clients because of the loss in 1996 of intervenor funding for public intervention.

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SUPERVISION POLICY

- (1) All requests for legal representation are referred to the Legal/Priorities Committee for consideration. The Legal/ Priorities Committee meets monthly and consists of eight non-staff members of CELA's Board of Directors. Any decision that has to be made prior to the monthly meeting will be made by CELA lawyers in consultation with members of the Legal/Priorities Committee.
- (2) The lawyer responsible for a file reviews all files before they are closed.
- (3) Legal/Priorities Committee reviews all open clinic files twice yearly.
- (4) CELA's researcher (CLW) does not represent any client before tribunals or courts.
- (5) All letters sent by the articling student where legal advice is given are reviewed by the lawyer supervising the file.
- (6) The lawyer responsible for a file is available for one-to-one case discussions on an as needed basis.

Reviewed by the Management Committee of the Board of Directors on January 29, 1990.

March 25, 1998

GEOGRAPHICAL GUIDELINES

The Canadian Environmental Law Association is incorporated federally in recognition that environment problems respect no borders.

CELA's clinic casework ranges throughout the whole province of Ontario in both urban and rural settings.

In setting case and law reform priorities the Board has recognized that protecting Ontario's environment may also require intervention in federal or international courts and tribunals and law reform initiatives.



CANADIAN ENVIRONMENTAL LAW ASSOCIATION TERMS OF REFERENCE

BOARD OF DIRECTORS

Legal and Priorities Committee - meets monthly prior to the Board meeting to review all applications for representation and advice received in the clinic. Updates are also given with respect to ongoing files. Recommendations of the Committee go to the Board of Directors for final approval.

Management Committee - meets monthly prior to Board meeting with the clinic co-ordinator and executive director to give direction and guidance on financial matters.

Personnel Committee - meets as needed to assist clinic staff in amendments to the Personnel Policy; to form hiring committees when a job opening becomes available and acts as an objective mediator when problems arise concerning conflict with clinic staff.