

28.0 Alberta Retired Teachers Charitable Foundation

- 28.1 The Charitable Foundation (also called the Society in this section) is constituted under the Societies Act and has status as a Charitable Organization under the Canadian Revenue Agency (CRA).
- 28.2 Composition and Election of Board of Directors
 - 28.2.1 All members of the ARTA Board of Directors are voting members of the Charitable Foundation (unless having asked to be excused.) They are ineligible to be directors of the Foundation.
 - 28.2.2 At any Society meeting, nominees to be “associate members of the Society” may be approved. Associate members of the Society once approved, are eligible for nomination for election as Charitable Foundation directors.
 - 28.2.3 The Charitable Foundation’s Board of Directors shall be comprised of non-voting members of the Society, elected in accordance with the provisions established in the Society’s Bylaws.
 - 28.2.4 Elections for replacement Charitable Foundation directors shall occur annually at the AGM of the Charitable Foundation .
 - 28.2.5 The Society shall set the number of Charitable Foundation directors in accordance with the Bylaws of the Charitable Foundation.
 - 28.2.6 Each elected member shall serve a term of four (4) years.
 - 28.2.7 Charitable Foundation directors will not normally be appointed or re-elected for more than two terms.
 - 28.2.8 Nomination procedures shall be consistent with those detailed in Section B: 9.8 of ARTA’s Policies and Procedures.
 - 28.2.9 In the event of a vacancy on the Charitable Foundation Board of Directors, the board may continue with reduced membership, or may request the ARTA Board of Directors to convene a special meeting of the Society to appoint a non-voting member of the Society to serve the balance of the year until the next election for the Charitable Foundation Board of Directors.
 - 28.2.10 Normally, employees of ARTA will not serve as Charitable Foundation directors.
 - 28.2.11 The chair of the Charitable Foundation Board of Directors shall be elected annually by its Board of Directors.

28.3 Roles and Responsibilities

- 28.3.1 The roles and responsibilities of the Charitable Foundation Board of Directors are defined in the Bylaws of the Charitable Foundation.
- 28.3.2 Directors of the Charitable Foundation should have the following characteristics:
 - 28.3.2.1 Be trustworthy and able to maintain confidentiality;
 - 28.3.2.2 Have the ability to communicate effectively;
 - 28.3.2.3 Be willing to continue further education related to the role of a director or other pertinent information;
 - 28.3.2.4 Be willing to commit time to prepare for Foundation meetings; and
 - 28.3.2.5 Be willing to place the affairs of the Foundation as a high priority.
- 28.3.3 The Alberta Retired Teachers Charitable Foundation Board of Directors collectively should possess the following skills and perform the following duties:
 - 28.3.3.1 Have knowledge of bylaws, policies and pertinent legislation relating to the Charitable Foundation;
 - 28.3.3.2 Have some experience as a director or trustee of a moderate to large organization;
 - 28.3.3.3 Manage bank accounts, reserves, investments and appropriate trusts of the Charitable Foundation;
 - 28.3.3.4 Ensure appropriate insurance contracts are in place;
 - 28.3.3.5 Ensure completion of an annual audit of the accounts of the Charitable Foundation; and
 - 28.3.3.6 Ensure all required reports are submitted as scheduled to relevant government agencies and the AGM of the society.

28.4 Reporting

- 28.4.1 The Chair of the Charitable Foundation or a person designated by the Chair of the Charitable Foundation shall be invited to report to all scheduled quarterly meetings of the ARTA Board of Directors.