GOVERNANCE PLANNING
AND
TRAINING RETREAT

November 2002

Summary Report

TABLE OF CONTENTS

INTRODUCTION

Since its founding in 1988 the Ontario Trails Association (OTC) has grown from a coalition of trail user organizations to include trail management organizations and others with similar interests and values. For the past eight years OTC was the sole agent for The Trans Canada Trail in Ontario and was heavily involved in securing routes and build ing and registering trails in over 100 locations. OTC has evolved from this role to one of being the key organization in the development of the Trillium Trail Network. This network will ultimately create a connected, province-wide system of trails that a re closely linked with the Trans Canada Trail.

Each stage of organizational growth and development has brought with it considerable challenges in maintaining a meaningful role in the changing nature and growing importance of recreational trails. Of part icular significance is the role that OTC will play in developing the Trillium Trail Network as its capability grows with respect to: providing technical support; assisting communication between investors, stakeholders and user groups; and acting as a mechanism for financial sustainability.

A stage of organizational maturity has been achieved that requires the organization to review how it governs its affairs and build alignment around a new or reinforced strategic direction as well as establish a governan ce model more consistent with a staffed rather than a purely voluntary corporate office.

To this end the Board engaged David A. Clark Consulting Inc. to design and facilitate a weekend board retreat to conduct the review, provide training in governance and strategic planning and to assist the Board in defining roles, responsibilities and committee structure.

This report is a summary of the decisions reached during the weekend retreat and provides a "blueprint" for the new Executive Director, board memb ers and general membership for detailed initiative planning and execution of a successful governance model.

The report contains six sections:

1. A review of current mandate, priority roles, actions and strategies.
2. Assessment of organizational culture.
3. Planning the future.
4. Governance model, organizational structure and governance issues.
5. Appendix of relevant background and support materials.
6. Conclusion.

The board has created a governance model and planning environment in which the OTC can continue to evolve and is committed to re -positioning the organization to meet challenges of the trail community. The results of the weekend retreat will be utilized as a "jumping off" point for moving forward and meeting the challenges of the trail community "head on". T he results will reposition the OTC as a committed and influential partner in promoting the creation, development, preservation, management and use of recreational trails".

REVIEW - OTC MANDATE

Overview

A challenge of effective governance is ensuring th at the mandate of an organization and the roles and responsibilities of those involved in governance are clear to board members, staff and the general membership. If the stakeholders are not adequately informed individual and group expectations for success will not be met and frequently organizations will become involved in initiatives that truly do not reflect the intent of the mission and vision statements.

Additionally organizations inadvertently evolve their mandate scope so that it may infringe on initiatives of other organizations and government agencies involved in similar activities. This infringement ultimately can lead to duplication of service and internal and external jurisdictional conflicts.

For the purposes of this governance review the mission, vision, and organizational framework of the OTC was reviewed. Priority roles, actions and strategies from the Strategic and Business Plans were reviewed and an assessment of organizational culture conducted. The results of this review and assessment are contained in this section of the report.

Mission

It has been some time since the OTC "re -visited" the mandate of the organization to validate its positioning in the trails community. A review resulted in a minor change being made that will ultimately result in improved organizational focus and narrowing of activities.

Mission Statement (original)

> "The Ontario Trails Council is an organization which promotes the creation, development, preservation, management and use of an integrated recreation al trail network".

Mission Statement (revised)

> "The Ontario Trails Council is an organization which promotes the creation, development, preservation, management and use of recreational trails".

OTC Vision (from the Strategic & Business Plans)

The vision supports the mission statement.

Ontario's trail system of the future will be:

- **Connected and Coordinated:** The communities of Ontario will be inter -connected by a network of local links called the Trillium Trails Network, including the Trans Canada Trai l. Different groups and communities will have the capacity to work together in a coordinated manner to ensure the effective and efficient development and maintenance of a coordinated system of trails.

- **Accessible:** Trails will be easy to get to, and for m ost Ontarians, trails will be close to home, accessible within a half hour or less.

- **Safe, Secure and Enjoyable:** Trails will be designed, built and actively maintained so that users feel safe and secure, and have an enjoyable and fun experience.

- **Visible and Identifiable:** People will know the trails network. Trails will be clearly identified with appropriate signage, and people (both citizens of Ontario and visitors to the Province) will know how to get to the trails and what the trails have to offer.

- **Understood and Valued:** The full economic, social, health, environmental and community -building value of trails will be understood. Communities, users and others will value trails enough to commit the necessary resources to ensure their ongoing development and maintenance.

- **Inclusive:** There will be room in Ontario's trail system for both shared use and single use trails. The definition of a trail will be a broad one, reflecting the nature of the community through which it passes, and the distinct geography across the Province (e.g. rural, urban, northern). The trail system will serve the needs of all Ontarians and visitors as well.

- **Harmonious Use:** Different user groups will work together to ensure the harmonious use of shared trails. Potential conflicts between user groups will be resolved thoughtfully with consideration for the needs of the different groups.

- **Conservation Based:** Trails will be developed and maintained in such a way that the environment and heritage through which they pass will be conserved for future generations.

- **Sustainable:** Sufficient human and financial resources will exist to sustain the trails system. Trail organizations will have the capacity to ensure the future of the trail system.

Organizational Framework (from the Strategic & Business Plans)

To achieve the vision, various organizations in Ontario will need to work together to make it happen. The desired features of the overall organizational framework for the trails system in Ontario includes:

- **Clarity of Purpose:** The various organizations involved in the trails system should have clear mandates and responsibilities and be organized effectively to do their work.

- **Strong Partnerships:** Strong partnerships should exist among trails organizations and with other groups including the public and private sectors.

- **Advocates:** The trails system should have a group of strong advocates in leadership positions at the community, regional and provincial levels.

- **Community Based Management:** Trails initiatives should be grass roots and community based whenever possible.

- **Regional Capability Supporting Community Based Management:** Each region of the Province should have a regional network and capability to support and coordinate community based initiatives.

- **A "Focal Point" For Leadership and Coordination:** There should be a focal point which "pulls it all together" (i.e. a clear leadership organization for trails in the Province).

- **Clear Policy and Standards:** The development and maintenance of the trails system should be guided by clear policies and standards.

- **Good External Information, Education and Promotion:** There needs to be a system to educate and inform people about the value of trails, the need for cooperation and respect among trail users, and the trails opportunities within th e Province.

- **A Strong Organizational Network:** A strong network should exist among trails organizations and those interested in trails for the exchange of information and sharing of insights and experiences.

Stakeholders

1. Provincial trail user organizatio ns
2. Trail management groups
3. Trail related businesses
4. Individual trail users
5. The general public

Priority Roles (From The Strategic & Business Plans)

Table 1

STRATEGIC PLAN	BUSINESS PLAN
Planning: Key leadership role, working with partners • Provincial Coordination of route identification and selection • Standards development • Policy development	**Planning: Key leadership role, working with partners** • Provincial Coordination of route identification and selection • Standards development • Policy development
Communications and Networking: Focal point for communications • Internal communications among trails groups and user groups • External communications with public, government etc. • Technology based communications including the development and maintenance of an electroni c network and a web page	**Communications and Networking: Focal point for communications** • Internal communications among trails groups and user groups • External communications with public, government etc. • Technology based communications including the development and maintenance of an electronic network and a web page
Community advice and support: support development of trails • Establishment and nurturing of regional and local groups (community based organizations).	**Community advice and support: support development of trails** • Establishment and nurturing of regional and local groups (community based organizations)
Funding sustainability: key role in developing strategy • Identify options for sustainable funding • Disbursing funds as they become available	**Funding sustainability: key role in developing strategy** • Identify options for sustainable funding • Disbursing funds as they become available
Marketing and promotion: leadership in marketing and promotion • Marketing strategy for provincial network • Establishing sign standards • Maintain a web page • Distribute marketing materials	**Marketing and promotion: leadership in marketing and promotion** • Marketing strategy for provincial network • Establishing sign standards • Maintain a web page • Distribute marketing materials

Actions and Strategies (from the Strategic & Business Plans)

Table 2

STRATEGIC PLAN	BUSINESS PLAN
Funding Base: • Broaden membership • Review fees • Pursue range of sources • Explore user funding options	**Sustainability** • Establish a business structure for system to be self sustaining in maintenance and management

Stakeholder Services:
• Conflict resolution
• Insurance coverage
• Networking
• Access to research
• Network coordination
• Education
• Advocacy
• Government interface
	Stakeholder Services:
	• Establish centre of information
	• Facilitate province-wide consensus on standards and guidelines for trail safety and physical design
	• Ongoing education program
	• Training:
	  • Risk management
	  • Construction
	  • Maintenance
	  • Planning trails
	  • Organizing volunteers
	  • fundraising

Strengthen Organization: • Review board representation • Establish regional picture • Hold elections • Establish effective committees • Build staff • Review and update board bylaws	**Strengthen Organization**
	Marketing • Develop a marketing strategy for Ontario's trails • Publish financially viable magazine
	General: • Leadership in Planning and standards • Focal point for communications and networking • Provide guidance in community relations and finance • Take lead in marketing and promotion of trails

Report Card – Strategies and Actions

From the Strategic Plan:

> The majority of strategies and actions have been either initiated or completed with the exception of establishing effective committees. This is seen as important by the OTC board and will be further explored in 2003 as outlined in The Future Sectio n (Pg. 8) of this report.

From the Business Plan:

> The majority of strategies and actions have been either initiated or completed with the exception of establishing a business structure for system to be self -sustaining in

maintenance and management. The Trillium Trail Network project will provide the base funding and organizational structure to progress in this area over the next three years.

ORGANIZATIONAL CULTURE

A critical component of governance review is to identify the key elements of the "cultur e' of an organization. The 'culture" may change periodically depending upon recent circumstances and events of both a positive and negative nature. A brainstorming exercise captured how the board members, individually and as a group, felt about the organ ization (the detailed listing is in Appendix A to this report):

<table>
<tr><td align="center">POSITIVE</td><td align="center">NEGATIVE</td></tr>
<tr><td>

• Co-operative, accommodating, open
• Talented, professional
• Honest, committed
• Diverse experience

</td><td>

• Incohesive, confused
• Not strategic, paralyzed
• Guarded, turf protective
• Remote

</td></tr>
</table>

While this snapshot captured the feelings of the board at this point in time, OTC has been dealing with a number of complex issues (e.g. insurance coverage, user fees, privatization of trails, and board member dismissal) that have impacted negatively fo r one reason or another upon the effectiveness of board governance.

Therefore the "snapshot" may not be truly reflective of how the board feels about their culture. This was further validated upon completion of a brainstorming session that determined r ecent past successes and the factors that contributed to the successes. Table 3 below clearly indicates that the board does work together to achieve success and that the negative themes in the "culture" exercise might be less important than the board firs t realized.

This weekend workshop helped to "clear the air" and focus the board on the more important issues and challenges it will be facing over the next few years. It reaffirmed that the individuals on the board have a sincere dedication to ensuring t he organization continues to be effective.

Achievements/Factors That Contributed To Success

Table 3

<table>
<tr><th align="center">ACHIEVEMENTS</th><th align="center">FACTORS</th></tr>
<tr><td>

• Success over the past four years with the Trans Canada Trail Network (TCT)
• Organized several successful training workshops
  • Provincial policy
  • Northern trails
  • Owen Sound National Conference
  • Trillium Trail Network (Belleville)
• Founding participant in the Canadian Trails Ass.
• Trail mapping
• Relay 2000 project for TCT
• Pilot project on user pay
• Stability of office location
• Etiquette guidelines
• Attendance at trade shows with display/booth

</td><td>

• Individual tenacity
• Opportunistic board (lending credibility to groups and initiatives)
• Belief in benefits of trails on a broad scale
• Credibility with stakeholders (stature)
• Passion/commitment
• Ability to articulate clear goals
• Terrific organizational skills (map, TCT 2000 Relay
• Dedication from board members to keep eye on the prize – people involved in trails, being together, appreciation, awareness

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ACHIEVEMENTS	FACTORS
• Web site renewal • Northern Ontario trails initiative (MNDM) • Greenways published • Insurance researched • Grant dollars • Information centre/resources established • Trails Day/Week project	

THE FUTURE

Overview

The board engaged in considerable discussion regarding priority areas for OTC to address over the next year and beyond. Table 4 summarizes the results of a prioritization exercise conducted as a result of the discussion and lists initiatives the board will undertake to fulfill its mission and vision. Many of the initiatives will be addressed through the commitments , strategies and actions outlined in the Trillium Trail Foundation grant application.

Strategic Thrusts Of The TTN Project

- **Build the organizational capacity of the OTC** (through improved provincial representation, increased human resources, working comm ittees of the board, strengthened and new Regional Trails Councils, partnerships etc).
- **Implement the Trillium Trails Network (TTN)** as Ontario's trails centerpiece (through a formal trail registration program, piloting of the Trails Marketing Registry, tracking/monitoring etc).
- **Developing and delivering resource products/tools** to provide needed technical and management resources to Regional Trails Councils, local organizations, and other partners (TTN marketing/training materials, Trillium Trails Map, techni cal and management guidelines, Ontario Trails book etc).
- **Increase revenue** by establishing new revenue streams and increasing revenues from existing sources (memberships, private donors, corporate sponsorships etc).

Deliverables:

1. TTN Business, Communicati ons, Fundraising and Information Technology Plans.
2. Board development, governance and strategic planning/training.
3. Evolve to a fully staffed organization with clearly defined Board and staff roles.
4. Formalize relationship between Regional Councils and OTC.
5. Draft user fee implementation and present to general membership.
6. Ongoing working relationship with the Provincial Government regarding consistency in trail development.
7. Production and circulation of a quarterly newsletter and web site maintenance.
8. Present annually two regional workshops one of which will be held in Northern Ontario.

Priority Service Areas

Overview

The mission statement essentially directs the OTC to promote the creation, development, preservation, management and use of recreational trails . The operative word in the statement is clearly to "promote" recreational trails and the board recognizes that changes will need to be made in annual service priorities if it is to adequately fulfill its role in the trail community.
The board reflected on the current services offered and determined that its past focus has been more broadly defined, and that it has become more focused on "project" based initiatives rather

than on the promotion of trails. This has created considerable confusion regarding r oles within and amongst the organizations represented by board members and the broader trail community.

The role OTC played in these initiatives was required at the time and valuable to the trail community, but the board now realizes it is important to be come more focused on 'bigger picture" issues. Through a prioritization exercise conducted during the weekend retreat the board adjusted its 2003 and 2004 priorities to more adequately fulfill its role. Table 4 reflects the results of the exercise.

Table 4 - Prioritization results

INITIATIVE	Rank 2003	Green Dots	Red Dots	Rank 2004
Marketing and Promotion – education, ongoing education, communication strategy	1	14	2	6
Business structure and sustainability	2	13	3	5
Planning – grant goals and Trillium Trail Network	2	13	2	6
Community advice, support and centre of information	3	9	5	3
Advocacy – to government and the utilities	4	8	4	4
Membership consultation	5	5	9	2
Deliver training	6	4	12	1

Annual Work Plans

The board will attempt to concentrate wo rk activities on "policy based" rather than "project based" initiatives that have an impact on the broader trail community. This will be achieved through effectively implementing changes to governance structures, broader representation on the board and effective board meeting management.

The Executive Director with input from designated board members will develop annual work plans for the initiatives in the Ontario Trillium Foundation (OTF) application, Table 4 above and the governance issues outlined on Table 7 in the Governance Section of this report. The work plans will be presented to the Executive and the full board for further clarification and input early in 2003. It will be important that the work plans reflect "the big picture" and allow for me aningful involvement of other trail community stakeholders in achieving the OTC's mandate.

The change in mission statement content and the organizational structure don't reflect a radical change in direction but may require membership discussion and ratif ication prior to becoming official. In the short term the board should notify the general membership and other key trail stakeholders of the decisions reached through the weekend retreat and in the meantime continue to proceed with the work plan outlined in the OTF contract and other service initiative action planning.

It will also be important for the board to focus initiatives on increasing OTC's credibility in the trail community and "demonstrate" the value of OTC to its members. This "perceived value " will be particularly important to increase current membership representation from non -member individuals and organizations already involved in the regional trail structure.

GOVERNANCE

Overview

A significant responsibility of the board is to govern aff airs of the organization effectively. In the past there have been periods of "unrest" and/or lack of solidarity within the board. This has created an environment in which it has been difficult to achieve annual work priorities and represent the membership effectively. The board recognized the need to review the current governance model and practices, identify areas of board and board member performance that require improvement and determine new methods of governing that will increase the level of consistency and success in the work the board undertakes.

The following working definition of "governance" and support material will help to clarify the importance of good governance to an organization and can be used as a basis upon which future evaluation of governance effectiveness can be completed by the OTC.

> **GOVERNANCE**
>
> **THE PROCESS BY WHICH STAKEHOLDERS ARTICULATE THEIR INTERESTS, THEIR INPUT IS ABSORBED, DECISIONS ARE TAKEN AND DECISION MAKERS ARE HELD ACCOUNTABLE.**

Institute on Governance

Boards assume responsibility for influencing, controlling, and directing the development and administration of policy…the Board of Directors help guide the organization's day -to-day activities. It is key that everyone on the board understands each other's responsibil ities and how accomplishments will be measured.

Good governance brings: participation; transparency; responsiveness (in/out); consensus; equity; effectiveness/efficiency; accountability; and strategic vision.

With good governance comes:

- Progress to the strategic direction;
- Clarity in board/staff relations;
- Policy development;
- Board member recruitment/retention;
- Training and development;
- Meeting management;
- Decision making and conflict management;
- Accountability/understanding of legalities;
- Team building; and
- Evaluation and measurement.

Governance Review

Overview

The OTC board recognizes the importance of good governance and the need for implementing changes to the existing model to ensure that it persists into the future. To initiate these chang es the board:

- Completed and reviewed the results of a confidential board governance questionnaire (summary in Appendix B);
- Reviewed and discussed the results of a general membership governance survey (summary in Appendix C);
- Identified key governance issu es during the workshop (Table 7);
- Identified barriers to board effectiveness (Table 8);
- Reviewed and discussed eight potential governance models (Appendix D); and
- Reviewed mission statement and key roles, strategies and actions contained in the Strategic and Business Plans.

Much of the information generated through the above input mechanisms is addressed in one way or another in this report. Issues and suggestions not dealt with during the weekend but which are deemed important to the future "health" of the organization will require further board input and decision at a later date. These issues and suggestions include:

From the confidential board governance questionnaire:

- Issues identified in question 1.
- Document responsibilities of the board, board m embers and staff as outlined in question 28.
- Meeting management improvement at all levels as commented on in the Other Comments You May Have Regarding Governance section.

From the General Membership Survey:

- Broader communication of vision, mission, manda te as outlined in questions 1 & 2.
- Review responses and suggestions for broader stakeholder representation outlined in question 4.
- Act on the suggestions regarding OTC structure as outlined in question 6.
- Consider suggestions for being more responsive to c hanges taking place that impact on the planning, development and maintenance of trails as outlined in question 9.
- Review and implement if appropriate other suggestions for governance outlined in question 10.

Preferred Governance Model

Overview

As a result of this review the board has identified a "preferred" model of governance that will be implemented over the next several months and has revised the organizational structure. These decisions are summarized in the next section of the report.

Table 5 outlines the elements of the Preferred Governance Model OTC will implement. It is a consolidation of the key elements of Traditional, Collective, Representational, Advisory, and Governance For Results models of governance (descriptions contained in Appendix D) that the board believes are appropriate to the OTC.

The OTC will need to discuss and agree on the "operating parameters" of a **Council** in the context of the role and mission of the organization. This discussion will ensure that board members review and discuss issues and undertake initiatives in the context of good governance and not become involved in matters secondary to achieving its mandate.

Table 5

Authority	Function/Responsibilities
Board	- Involved as a team in decision making about governance a nd the work of the organization. - Provide input on complex matters and may contribute individually or through task groups to particular aspects of organizational work. - Retain accountability for organization. - Balance interests of constituents with those of overall organization (role of Organizational Directors not the Regional Directors or Directors at large). - Govern and oversee operations through committees. - Standing Committee structure in the long term: financial; marketing; membership (Past President to chair one of the standing committees – need to review P.P. role). - Ad Hoc Committee structure in the short term to complete assigned tasks and to position the organization for growth. - Committees: process information for Executive to do the work of the or ganization. - Executive (replaces the current Executive Committee) recommends action to the board. - Board members can be involved in the work either in services or functions. - Board members selected for: community profile; capacity to open doors; special sk ills in their area of expertise (in accordance with the bylaws of the OTC). - The Executive and Committees used for coordinating the monitoring and auditing performance of E.D. and organization. - Delegate management functions to Executive Director. - The President conducts the Executive Director's annual performance review with input from the Executive.
Staff	- Primary reporting relationship to the board through the Executive. - Involved as a team member with the board in decision making about governance and the wo rk of the organization. - Responsible for the management of the operations and implementing board policy. - E.D. non-voting member of board. - E.D. has considerable influence over policy making. - E.D. is viewed as a full partner with the board. - E.D. has a relatively free hand to achieve objectives set by the board. - Responsible through a senior position who reports to the board. - Have clearly defined duties and responsibilities directed through policy and procedures. - Relatively free hand in achieving objectives set by organization. - Play a role in potential board member identification.

Organizational Structure

Overview

The current structure of the board provides the mechanism for Standing and Ad Hoc Committees to report directly to the board as a whole. The boar d believes this structure limits

the organization's ability to effectively monitor committee progress and achievements and "bogs down" the decision making process at the board level.

Currently the Executive Committee coordinates the majority of board bu siness and reports accordingly on progress as required to the full board. While this is seen as an expedient method of operation, it creates a tremendous workload for a limited number of people (President, Past President, Secretary, Treasurer, Executive D irector). Additionally, the OTC has not done a "good job" of clarifying roles of the Standing Committees and/or clarifying work responsibilities to the other board members. There is some doubt as to the effectiveness of current committees and some reserv ation in continuing to stress the requirement for such committees in the short term.

While the Executive Director is a non voting member of the board, and an active member on the Executive Committee, the position reports directly to the board as a whole a nd there is no clear direction on "who" in the organization is responsible for reviewing the position's performance.

To alleviate the governance problems the current structure creates, the following changes were made:

1. The Executive Committee will be rena med to the Executive and recommend actions/report directly to the whole board on matters that have been considered at the Executive level (responsibilities and scope of decision making will not change from current practice).
2. An Ad Hoc Committee structure w ill be favoured in the short term to deal with the priorities and governance issues identified in this report, with the intention to re -introduce the Standing Committee method of governance early in 2004. This decision will enable the board to deal with existing "Ad Hoc" projects, implement the TTN project and evaluate the need for Standing Committees and the extent of Standing Committee mandates.
3. The Executive Director will continue to be a non -voting member of the board and a member of the Executive. This position will report and be accountable to the Executive on a monthly basis. The President will monitor and formally evaluate the performance of the Executive Director annually with input and consultation from the members of the Executive.

The organizational structure is in Appendix F to this report.

Governance Issues

Overview

The Confidential Board Governance Questionnaire and the General Membership Survey identified a number of key governance issues that OTC will need to address over the next several years. A prioritization exercise was completed and the results shown in Table 6 below. Red and green "sticky" dots were used to determine individual board member priority ratings (green the year 2003, red the year 2004 and beyond).

The table clearly shows that there is not a significant point differential amongst the issues to be dealt with in 2003. Therefore the board believes that all of these issues need to be dealt with promptly in early 2003 if governance effectiveness is to improve. Once th ese issues are dealt

with, the remaining issues (many of which are the same as in 2003) can be further refined and resolved.

Work plans will be developed by the Executive Director in conjunction with designated board members to ensure that the issues are dealt with expeditiously. Ongoing monitoring and evaluation of board governance performance will be monitored by the board as a whole periodically throughout the year.

Table 1

Governance Issue	Rank 2003	Green Dots	Red Dots	Rank 2004
Orientation of board members	1	7	1	6
Board member recruitment	2	6	1	6
Role clarity, clear lines of accountability	2	6	0	
Agreement on mission and values	2	6	0	
Monitor board progress on objectives	2	6	1	6
Committee structure review	3	5	0	
Review impact of geographical location of board members	3	5	7	2
Board member respect for OTC organizational norms/decisions	4	3	1	6
Board function overall	5	2	3	4
Board member degree of involvement	5	2	2	5
Making the board more effective	6	1	8	1
Staffing requirements (expertise, requirements)	6	1	6	3
Accommodate needs of all members	6	1	7	2
Appropriate group representation		0	6	3

Barriers To Board Effectiveness

Overview

To validate the governance issues, the board identified a number of significant barriers to board governance effectiveness. The results have been grouped to show the areas that will need to be included in the work plans developed for resolving the issues in Table 6.

Table 7

Planning	Government Support
• lack goals/targets • unclear priorities • level of decision making **Cooperation** • inequality of stakeholders to represent self at OTC • "organized" groups	• lack of Provincial Government support • lack of local government support **Board Function** • lack board development and understanding of responsibilities • board member time availability • removing stakeholders

• inability of stakeholders to represent self at OTC • conflicting goals of our members • individual agendas • lack of board cohesiveness • diversity – bring key people together to talk **Representation** • disproportionate representation on board • tie in to other provincial organizations and "non • missing stakeholders	• poor communication (external) • geography **Financial** • stability **Staff** • staff level of interaction **General** • insurance uncertainty

IMPROVING EFFECTIVENESS

Standing Committees/Ad Hoc Committees

There was considerable debate as to the degree to which Standing Committees and Ad Hoc Committees should be utilized within the OTC governance model. This structure will be reviewed during the implementation of the govern ance priorities earlier referred to in this report. The Board has identified several key elements as outlined in the table below for consideration during the review:

Standing	Ad Hoc
• Co-chair/chair format • Requires specialized skills • Ongoing from year to year - builds • Self-directed – generally identifies own objectives • High level of commitment from members expected • Budget assignment • Reports regularly to the Board	• Co-chair/chair format • Relies on specialized skills • Single purpose only – circumstances dictate function • Takes direction from Board for goals and objectives • Commitment from members expected • Budget assignment • Regularly reports to standing committee and/or Board and/or Executive Director • More effective way to involve people and secure short term commitment

Performance Management

The overall goal of a performance management system is to ensure that that the organization and all of its subsystems (committees/staff) are working together in an optimum fashion to achieve the results desired. The follow ing table illustrates the components of a management system that can be adapted to suit the organizational governance model:

• Review organizational goals	• Mission, vision, strategic objectives
• Translate organizational goals to measurable results – specify results (quantity, quality, timelines, cost, etc).	• Internal and external results expected. • Quantifiable and qualitative elements. • Measurement criteria.

• Align staff, volunteers, committee desired results with organizational goals.	• Standing/Ad Hoc structure. • Specific terms of reference. • Project specifications for staff and volunteers. • Committee mandate and tenure
• Establish an ongoing monitoring system that documents achievements in relationship to expected results.	• Regular reporting to the organization as a whole. • Procedure for remedial action.

The Board recognizes the need for a systematic approach to performance management is required for the OTC to continue to be effective. It has generally accepted the key elements outlined in the table above and has directed the Executive Director (and committees) to develop work plans for the priorities and Board direction outlined in this report. To monitor progress and achievements the Board has adopted the following reporting guideline:

- Committees and the Executive Director will report to each Board meeting the progress being made on various initiatives. The report will contain information related to:
  - Initiative description and expected results.
  - Progress in relationship to previously identified milestones.
  - Issues that require Board review, consideration, input and/or decision.

The Board will take remedial action to ensure expected levels of performance are achieved and at the same time formally recognize achievements and contributions of Board members and volunteers annually at the AGM. Additionally, the Board will conduct an annual planning process to evaluate previous year performance and identify priorities for the next several years.

Initiatives utilizing grant and/or other forms of financial contribution f rom outside sources are considered to be essential to the future existence of the organization. The Board will therefore ensure that pre-determined milestones are reached through regular reporting at the Board meetings of progress being made (see previous reporting guideline).

Role of the Board

The Board recognizes it is essential that each member understands the elements of the OTC Board role in the governance of OTC affairs. The following table outlining the key areas of Board function provides a reference point for future discussions:

Representation Factor • Stakeholders • Carry public trust • Facilitate Board rejuvenation	**Mission Factor** • Determine mission • Ensure policies reflect the mission • Fulfill ethical responsibilities • Ensure charters are followed
Planning Factor • Setting fiscal policy • Annual budget allocations (staff, committees, grant initiatives) • Developing, addressing short and long range plans • Staff hiring decisions	**Directing Operations Factor** • Ensuring Board compliance • Ensuring Board works effectively • Oversee structure and administration • Provide accountability structure • Direct, evaluate management • Financial stewardship

	• Risk management
Accountability Factor • Ensure transparency of process • Monitor/evaluate performance • Responsibility/reporting to stakeholders	

Role of A Board Member

The Board recognizes that in order to continue to be effective, each member must understand their role in OTC business decisions and function on the Board. During the planning and training retreat the Board developed the following guidelines to delineate expectations of Board members:

- Give something of "self" to the organization.
- Carry/share responsibility for workload and decisions.
- Be considerate and responsible to the Board member "team".
- Have respect for and confidence in other Board members.
- Respect the need for confidentiality on sensitive issues/decisions.
- Be considerate of the ethical behaviour expected from the organization.
- Provide representation from user group.
- Consider provincial perspective in discussion and decision making.
- Bring and contribute skills to the Board meetings.
- Ensure positions, statements and initiatives reflect the mission statement.
- Actively participate in committee work, meetings and other functions.
- Be prepared for meeting discussions and express opinions.

Board Code of Conduct

To govern the matters of the OTC effectively it is critical that the decorum of individual Board members is consistent with the expectations of the larger Board member group. To assist the Board in maintaining a high level of effectiveness, the following general guidelines have been developed and will be referred to as the need arises in the future.

- Respecting the opinions of fellow Board members.
- Giving equal opportunity for all to express their opinions.
- Ensuring the best interest of the OTC is foremost in discussions and throughout the decision making process.
- Representing OTC effectively at related meetings/functions/events.
- Respecting confidentiality and decisions of the Board.
- Alerting the Board in advance of debate to contentious issues and user group preferences (no hidden agendas).
- Inclusiveness of parties unable to represent themselves and the opinions of their stakeholders effectively.

Meeting Management

Effective meetings are fundamentally importa nt to the governance of the organization and ensuring that expected results are achieved. This section of the report provides general resource information for future reference.

Meeting Formats

Interaction/Informal Committee Work	**Parliamentary Procedure Board Meetings**
• Effective in smaller groups	• Formal, designed for large groups
• Leadership function divided between chairman/facilitator	• Chair responsible for content and process
• Stresses consensus and win/win decision making	• Uses motions and majority vote leading to win/lose decisions
• Recorder and group memory makes progress visible and self-correcting	• Minutes taken by a single group member, corrected at the next meeting
• Group memo summarizes notes	

Meeting Considerations

The following key questions should be reviewed by the chairperson and/or facilitator when planning a meeting:

1. What are the needs, interests and expectations of the participants?
2. What is agreed upon purpose of the meeting (train, inform, plan, etc)?
3. What materials are needed to facilitate the meeting (agenda, handouts, etc)?
4. are additional resource people needed?
5. What activities can best be used to achieve the stated purpose (brainstorming, discussion, etc)?
6. is there enough time beforehand for everyone to prepare adequately?
7. How much time will be needed to deal with each issue?
8. What commitments do you seek and from whom?
9. Where will the meeting most effectively take place?
10. Who will be responsible for the arrangements?

Action Agenda Planning

Do:
- State clearly what you expect to accomplish (p urpose of a meeting).
- Specify a definitive amount of time for each item.
- Indicate who will be responsible as a resource for each item.
- Open with items of special interest and end with items worth staying for.

Avoid:
- Two time-consuming items in a row.
- Two items of high emotion back to back.
- Two similar subjects in a row.

- Two routine items in a row.
- Non-action items that can be covered in writing.

Meeting Evaluation

Periodically it is helpful to determine how effective a meeting has been. The following ra ting guideline can serve as a guide:

1. Assigning a one indicates – a problem area for us.
2. Assigning a two indicates – we do okay but could improve
3. Assigning a three indicates – one of our strengths

- o Making decisions – ensure quality work and acceptance of participants.
- o Working together – focus on task, maintain trust, involvement and support for each other.
- o Organization/procedures – participants know what to expect and respect process
- o Goals – clearly understood and accepted.
- o Participant resources – best possible use of ideas, suggestions and strengths of individuals.
- o Communication – between individuals and the group as a whole, shared responsibility.
- o Leadership – focused chair, shared responsibility amongst participants.
- o Conflict, disagreement, feelings – constructively acknowledged and addressed.
- o Process – participants acknowledge and pay attention to process.

Proposed New Meeting Agenda Format

9:00	I	ntroduction
9:10		Adoption of minutes (last meeting)
9:15		Updates/announcements/housekeeping
9:30		Items for discussion:

9:30   Item Name
        Discussion description (perimeters, focus, key areas)
        Decision required
       Other items follow this format

11:50	Review of decisions and actions
	Other business
	Next meeting date, location, agenda items
12:00	Adjournment

CONCLUSION

The weekend retreat created an informal forum in which board members could reflect on the recent past successes of the organization and systematically determine an appropriate governance model and related service initiatives that will position the OTC to move forward. While the "mood" of the meeting initially tended to focus on the "weaknesses" of the organization, it was clear early in the retreat process that board members and staff all had a strong desire and commitment to "put it a ll behind us"

Confirming understanding of the mission and mandate of the organization demonstrated to the board that OTC currently does and can continue to play a key role in promoting trail development and use in the future. Communication of the key dec isions reached during the retreat and progress being made to achieve the priority initiatives within the board and to the general membership will be critical in the future. This exchange of information will continue to build OTC's credibility throughout t he trails community.

APPENDIX A

Culture Card Input Exercise Summary

- confused (2)
- focus of needs not clearly articulated to jobs
- missing components to whole trail community
- incohesive

- not strategic
- dysfunctional
- paralyzed
- stagnant

- guarded
- "turf protective"
- conflicting interests
- promotion of interest of their group

- adversarial
- remote

- changing

- lack of interest

- funny

- relatively new

- overworked

- unity
- cooperative
- accommodating
- inclusive

- talented
- articulate/able
- well educated
- professional

- open
- welcoming
- respectful
- open to innovation
- well intentioned

- honest (sort of)
- compassionate to a common goal
- committed
- ambitious

- diverse (4)
- common interest (2)
- what brings us together is our differences
- diversified
- diverse experience
- diverse interests
- multi-purpose

APPENDIX B

Confidential Board Governance Questionnaire Summary

TRENDS AND ISSUES

1. From your perspective list the key trends that will impact both negatively and positively on the trail community in the next five years and identify issues the OTC wi ll need to address as a result of these trends:

TRENDS	ISSUES
• Positive	• insurance 3rd party liability (3)

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TRENDS

- Positive
  - towards multi-use trails
  - more widely accepted users
  - more municipal involvement
  - aging population
  - to healthy lifestyles
  - increased trail tourism
  - increased trail use
  - gov't increased focus on healthy lifestyle
  - economic development
  - common source of resources for trail organizations
  - recreation
  - higher volume on trails
  - TTN registry/network (2)
  - birding/wildlife observing increasing
  - user pay trails
  - increased ATV use

- Negative
  - user pay trails
  - increased insurance costs
  - lack of OTC sustainable funding
  - lack gov't funds (2)
  - increasingly litigious society
  - increased ATV presence (4)
  - user conflict issues
  - board stagnancy
  - privatization of trails (EOTA)
  - lack of public input
  - lack of gov't leadership (2)
  - more urban population
  - rural de-population – N. Ontario
  - boomers less active
  - more demand for scarce gov't funds

ISSUES

- insurance 3rd party liability (3)
- promote profile of organization (2)
- demand for more trails
- sustainability of OTC ($) (2)
- rising insurance costs
- short term policies for trail management
- long term lobby – provincial gov't. policy (3)
- capitalizing on an emerging market
- conflict – motorized vs. non-motorized
- safety and use of ATV's on trails (2)
- not enough turnover on Board
- too much done by too few (2)
- environmental damage
- training events/conferences
- user pay
- etiquette guidelines all users
- getting TTN launched
- trail user rates may drop
- more local health trails
- OTC lead way to develop Ontario-wide network
- sustainable funding while we have trillium $
- public interest in trails

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ORGANIZATION MANDATE AND PRIORITIES

2. In your opinion is the mission of the OTC clearly understood by all members of the Board?

"The OTC is an organization which promotes the creation, development, preservation, management and use of an integrated recreational trail network"?

Yes   5   No   3   Marginally   3   N/A   2

a. If no or marginally, please indicate why you think this to be:

- define integrated trail network
- insufficient orientation of new board members
- don't refer to often enough – get off on tangents that take too many resources
- some confusion over use compatibility
- OTC role should be advocacy/lobbying and conflict resolution between user groups
- some board members think their mandate is to protect interests of their 'group"
- not everyone on board to develop integrated trail network – only a forum to deal with issues that affect trail groups

3. Are annual program and service priorities clearly defined at the beginning of each Board term?

   Yes   5   No   3   Marginally   2   N/A   3

4. If no or marginally, what do you think needs to be done to improve this aspect of Board management?

- new so don't know (2)
- government integration of budgeting and policy planning functions
- need annual goal and priority setting meeting
- change focus from voluntary managed to profess ional/financial model
- guidelines and goals need to be set
- current year goals never presented – need clear short term, medium term, long term goals – at each meeting report on progress, discuss the risks and opportunities to achieve goals and determine next steps – build in accountability

BOARD COMPOSITION AND STRUCTURE

5. Is the number of Board members appropriate effectively conduct the business of the OTC?

   Yes   10   No   0   N/A   3

   a. If no, please indicate the number you believe would be appropriate _____

- need more people if TTN becomes time consuming
- depends on skill sets present and the business needs/requirements (2)
- sometimes seems large but don't see how it could be reduced
- not eh numbers that is the issue, rather the degree of active involvement – more than just attending board meeting
- too big, too unruly
- larger volunteer base to help with initiatives needed

6. Given that there are representatives from a number of organizations on the Board, are there other organizations that should also have representation ?

   Yes   8   No   2   N/A   3

   a. If yes, please indicate the names of these organizations.

- Provincial Government (2)
- Cycling (3)

- Cross Country Skiing
- Canoeing
- Tourism Industry
- Mountain Biking
- Landowner Groups (FOCA, OFA etc)
- Key population centres like Ottawa, London

7. Effective Board member recruitment and selection is fundamentally important to an organization's existence.

   In your opinion do you believe the existing process is clearly understood by the Board as a whole?

   Yes   3   No   5   Marginally   3   N/A   2

8. If no or marginally, what suggestions do you have that would improve the process?

   - unaware of existing process
   - need to generate more trails awareness to attract new board members
   - bylaws are clear – those that are not sure should speak with someone who is
   - greater outreach needed to register groups – show benefits of becoming involved (TTN should help in this regard)
   - should emphasize through annual strategic planning
   - try to get more professional organization representation (PRO, OPA, OLA)
   - have each board member groom a replacement
   - government needs to recognize its relationship to OTC
   - not familiar with any formal process – identify needs first then determine method to find people with skills we need

9. In your opinion, is the current committee structure appropriate to the effective delivery of OTC programs and services?

   Committees: Governance; Marketing and Communications; Planning and Technical Standards; Research and Education; Fundraising; Finance, Administration and Staffing; Trans Canada Trail; Trillium Trail Project; Sustainable Funding; Northern Ontario Planning Project; Newsletter; and Membership.

   Yes   5   No   3   Marginally   3   N/A   2

   a. If no or marginally:

      1. Should the OTC have a Standing Committee structure only?

         Yes   1   No   4   N/A   8

      2. Should the OTC have an Ad Hoc Committee structure only?

         Yes   No   5   N/A   8

      3. Should the OTC have a blending of the above two structures?

         Yes   5   No   1   N/A   7

4. Do you have other suggestions for making the committee structure more appropriate?

- are there descriptions for standing committees (S/C)
- are board members appointed to S/C
- structure is reasonable – many committees are inactive
- committees not operating (2)
- report to Executive Director not the board
- only have heard report from one committee
- committees should function not flounder
- not all committees active depends on pressure
- fundraising should be active but don't know anyone on it
- review S/C annually – if not needed dissolve – some should be permanent though (finance, newsletter, membership)

BYLAWS AND PROCEDURES

10. From your perspective as a Board member, are the Bylaws and procedures clearly defined?

Yes   8   No   3   Marginally   1   N/A   1

11. If no or marginally, what suggestions do you have to improve this aspect of organizational governance (e.g. Board member tenure, succession planning etc)?

- board tenure needs work
- discipline procedures – all categories
- method to process motions at board meeting
- decide what rules of order to follow
- new board member should get handbook within it
- clarify procedure for terminating a board member
- a formal review would ensure all members understood

BOARD AND COMMITTEE EFFECTIVENESS

12. In your opinion, does the Board as a whole *generally* function effectively to achieve its mission?

Yes   4   No   2   Marginally   5   N/A   2

13. If no or marginally, what areas of the Board's function as a whole could be improved:

a.	Fiscal management	4
b.	Clarity in annual priorities/initiatives	5
c.	Increased frequency of Board meetings	0
d.	Board meeting organization and management	2
e.	Decision making process	6
f.	Taking action on decisions	5
g.	Monitoring of progress and achievements	7
h.	More effective utilization of Board members	3
i.	More involvement of the general membership	4
j.	More timely and complete communication	3
k.	More time spent on provincial issues	2
l.	More time spent on individual stakeholder issues	1
m.	Board cohesiveness	4

n. Other (please list)   ☐

- minute circulation
- inconsistencies in technical expertise
- key is decision making, communication, reporting to board
- no old business review section on agenda
- more services for general membership
- need to ask member organization and their membership

14. In your opinion are the roles and responsibilities of the President, Vice President, Treasurer and Secretary Board positions clear to the other members of the Board?

Yes   9   No   4   Marginally   0   N/A   0

15. Are the roles and responsibilities of the Regional Directors, Organizational Directors and Directors At Large clearly defined and understood?

Yes   4   No   5   Marginally   4   N/A   0

16. Please indicate your assessment of the clarity of roles within the OTC:

	Satisfactory	N/A	Requires Improvement
a. Within Board member portfolios	8	2	3
b. Amongst Board members	5	2	6
c. Between Board members and staff	8	3	2
d. Between Board members and E.D.	8	2	3
e. Between Board members and members	4	4	5

17. Are the current OTC Committees generally effective in carrying out the mandate and/or responsibilities assigned to them?

Yes   4   No   6   Marginally   1   N/A   2

18. If no or marginally, in what ways do you think committee effectiveness could be improved?

a. Clarity of role within the organization	6
b. Better defined purpose	5
c. Clearer committee goals and mandate	4
d. Meeting frequency increased	0
e. Communication amongst committee members	2
f. More consistent "chairperson" leadership	4
g. More member representation/involvement	5
h. Development of action plans tied to target dates	5
i. Improved quality of discussion	0
j. Other (please list)	

- need to complete a review of relevancy of committees

19. Is the "performance" of Board members and staff effectively monitored (e.g. performance could be considered as doing what was promised in the time frame allotted, or the completeness of assigned tasks etc)?

Yes   3   No   3   Marginally   5   N/A   2

20. If no or marginally, what topic areas would you suggest be covered during the upcoming two day retreat to improve the performance of Board members and OTC as a whole?

- better defined purpose of task
- all member supportive of decisions
- definition of management of agenda priorities
- need to focus on tasks – if resources aren't there – chop it, we can't do everything
- staff are more monitored than board members
- committees make recommendations to the board
- committees responsible for finding people to help

21. Effective governance of an organization ultimately results in success. Governance includes things like:

- a high degree of key stakeholder agreement on mission and values;
- appropriate representation of different stakeholders;
- role clarity and clear lines of accountability;
- positive working relationships between board and staff;
- a process for monitoring achievement of objective s;
- a balance between stability and flexible response to environmental changes; and
- respect for organizational norms.

Overall, what do you consider the three most significant "governance" issues the Board will need to resolve through this review process?

- appropriate group representation (4)
- positive working relationships between staff and board (2)
- role clarity, clear lines of accountability (8)
- monitor progress on objectives (6)
- agreement on mission/values (4)
- respect for organizational norms/decisions (2)
- accommodate needs of all members
- how to make board more effective

Comments?

- Role of OTC needs to be clearly defined
- Many new members don't appreciate work and progress of OTC and the compromises all members have made/make in an umbrella organization
- OTC needs to be relevant to trail groups – needs to lobby government
- OTC has been successful – do o.k. for a group of volunteers – just need to focus on clear long term goals

BOARD MEMBER UTILIZATION

22. The skills and abilities of Board members are import ant for the effective management and governance of an organization.

    In your opinion do you believe the skills and abilities of the Board as a whole are satisfactory to effective delivery of organization programs and services?

    Yes   7   No   4   N/A   2

    a. If no, what skills and abilities should be recruited to the Board in the future?

    - marketing/communication (2)
    - confirm OTC core responsibilities then recruit appropriate people
    - government liaison

23. In your opinion are the skills and abilities of the Board members ut ilized effectively?

    Yes   5   No   5   N/A   3

    a. If no, in what way(s) could they be more effectively utilized in the future?

    - each board member participate on 2 committees
    - need sense of common goal
    - have board member complete a skills inventory then match to tasks
    - all board members should be a member of a working committee

24. What additional supports would be helpful in performing your Board member function (e.g. orientation, clarity in responsibilities, training etc)?

    - board member orientation package (3)
    - more time
    - Past President withdraw to allow new leadership
    - annual action plans
    - governance training

STAFFING

25. Given the organization's mandate and current 'work load", do you believe there are sufficient staff in place to support Board activities?

    Yes   5   No   6   N/A   2

26. If no, please indicate positions that should be considered:

    - TTN staff (2)
    - Fundraiser (2)
    - Marketing and communication
    - Executive Director and 2 full time office staff

27. What is your preferred direct report for the Executive Director?

	N/A	1
President	3	
Executive Committee	9	
Administration and Staffing Committee	0	
Other (please list)	0	

28. Using the headings below, take a moment and record your views on:

The responsibilities of the Board collectively:

- fulfill mission on behalf of stakeholders (2)
- give direction
- ensure sustainability
- provide leadership
- proactive trail awareness
- financially secure
- carry out priorities
- measure achievements
- **N/A   6**

The responsibilities of Board members individually:

- attend board meetings
- active on a committee (2)
- report on trends from area of expertise
- direct media to appropriate board member
- publicly show cohesiveness (2)
- uphold principles of OTC
- carry out board direction
- feed back to board
- initiate proposals for board discussion
- represent broad interest
- work with Executive Committee
- greater involvement
- **N/A   6**

Staff member(s) responsibilities:

- open, prompt communication
- take direction
- clearly defined role (2)
- support board (2)
- consult on major changes in direction
- so far OTC well managed – E.D. has done a good job

The involvement of the membership in decision making:

- informed well
- use problem solving model to get to solutions
- bring issues forward, vote at AGM
- vital for major policy decisions

- ratify board decisions
- believe board effectively serves the membe rs of their organization

OTHER COMMENTS YOU MAY HAVE REGARDING GOVERNANCE

- questionnaire won't reflect accurate opinion – haven't met anyone yet
- sense an ongoing conflict among OTC board members – community trail groups have lost interest and not renewing membership – groups look to OTC for leadership
- OTC has evolved from a forum of conflict resolution to promoting trails and their use
  - has not been decisive in new mandate
  - debate issues over and over
  - need more action than inaction – our greatest weakness is an inability to act
- primarily we do what E.D. wants to do
- like to see meeting run in a better fashion (information sharing, summary of information from S/C, follow meeting procedures)
- OTC should be lead voice for promotion and development of trails – not achieving because of turf wars
- re-structure so member needs are secondary to OTC
- first priority – sustainability (raise 150,000 over the next 12 months)
- broader membership base (PRO, OLA, OPA etc)
- offer broader range of services to encourage user pay
- I found this questionnaire difficult to complete given my view of the central issue. I don't think the problem is governance…do the members share the OTC's mission

APPENDIX C

OTC Member Survey

1. Do you understand the vision, mission and mandate of the OTC?

Yes	**No**	**Marginally**
26	0	16

2. In your opinion, are the vision, mission and mandate of the OTC understood by the general membership?

Yes	**No**	**Marginally**
14	4	20

3. From your point of view, does the OTC have adequate representation from the stakeholders concerned with trails throughout Ontario?

Yes	**No**	**Marginally**
15	11	11

4. If no or marginally (to question 3), how could this be improved?

Class	**Description**	**#**	**Example response**
A	**Visibility & value**	4	• By being more visible to other organizations associated with tr ails and by forming a clear mandate which is separate from but complementary to them • PR campaign soliciting participation wouldn't hurt • Membership will improve if there is perceived value to potential members. • Don't know but the trail conferences have bee n reasonably well attended. Perhaps not enough people or groups attend to make the OTC the vibrant growing group that it could and should be.
B	**Stakeholder Recognition**	3	• I think there has to be a more visible presence of stakeholders and a more concise definition of who they are. • Uncertain as to the extent of stakeholders. • Not sure exactly what stakeholders are represented on your Board
C	**Representation**	7	• Need to have significant representation from agricultural community, other landowners, municipali ties, tourist agencies and environmental groups • Need more trails input from Northern and North -western Ontario. Distances make meeting and exchange of information difficult. • There must be a realization that the development of trails is emerging and dynamic. The Council must ensure that any new groups and trails be included in the overall representation • The board has room for larger representation from the regional geographies and should possibly consider representation from

Class	Description	#	Example response
			health sector and government agencies • Needs members from provincial and local government , someone to represent landowner interests cyclists and canoers • We have not felt involved with your organization. We are not aware of how we could be represented at present • Broader representation from people who live in close proximity of a trail. Improved community notification of projected trail improvements. Generally people find out about things after they have happened by reading about it in the local paper or being told by their friends & neighbours.
D	Organizational Structure	4	• Enhanced development of regional groups. More regional meetings and less OTC meetings. • My perception is that each community has to have someone to spearhead the project locally. It must be kept alive in the newsp aper and radio spots. Otherwise you are preaching to the choir again. • I believe that the board should be made up of people who are not associated with particular user or (trail) building groups, that the board should have people from across the province with no ties to particular trails or uses. This would create a board that was more interested in moving forward rather than protecting their respective turf. • Without a clear mandate from the province to provide leadership and representation, membership in the OTC becomes optional to many. Because of this many segments of the trail community including levels of government are not fully engaged in the activities of OTC.
X	Can't answer	1	• Although keen to offer my input, I must admit that as a new member my knowledge of the issues mandates and challenges of the OTC are quite limited.

5. Based upon your knowledge of the OTC, is the current structure of the organization appropriate to the vision, mission and mandate?

Yes	**No**	**Marginally**
18	3	9

6. If no or marginally, how could this be improved?

Class	Description	#	Example response
A	Visibility & value	1	• All organizations need to market themselves. Often what we assume may not be accurate. The OTC needs to develop a higher profile with all of its partners.
B	Stakeholder Recognition	1	• I think as a member there should be a more clear visible structure and exactly where I and other members sit.
C	Representation	2	• Not sure what current structure is. Given the growth of certain regional trail organizations, it would be good have them represented on your Board. • Straight majority voting by Board members does not reflect the size of the constituency each member group represents

Class	Description	#	Example response
D	Organizational Structure	9	• By making member organizations more aware of its structu re and activities • More centralized office. Partner with existing trail groups for office space • The current structure of the Board is not clear to me because the representation of regions and groups is not clear. • I'm not sure how to improve. Has it been st udied? OTC had a strong role with the TCT but I'm not sure how to strengthen the structure. • I don't believe the issue is structural • Standing committees are not functional should be revisited. • My perception is that Each community has to have someone to spearhead the project locally. It must be kept alive in the newspaper and radio spots. Otherwise you are preaching to the choir again. • I believe that the board should be made up of people who are not associated with particular user or building groups, th at the board should have people from across the province with no ties to particular trails or uses. This would create a board that was more interested in moving forward rather than protecting their respective turf • Without a clear mandate from the province to provide leadership and representation membership in the OTC becomes optional to many. Because of this many segments of the trail community including levels of government are not fully engaged in the activities of OTC.
X	Can't answer		

7. Should there be more opportunities for the general membership to become involved in OTC initiatives and governance?

Yes	No	Marginally
26	1	6

8. Is the OTC generally responsive enough to changes taking place that impact on the planning, development, and maintenance of trails throughout the Province of Ontario?

Yes	No	Marginally
11	8	14

9. Do you have suggestions on how the OTC could be more responsive?

Class	Description	#	Example response
A	Visibility & value	9	• By becoming more of an advocate and assisting various l evels of potential partners in the creation of funding envelopes. • More out reach to member organizations. We would like to know if we could attend your meetings and where and when they are held. We would also be delighted if you could come and speak to our organization.

Class	Description	#	Example response
			• Lobby the government for support in order to increase the profile of the organization • I travelled on 12 different trails this summer (I also became a member this year) and I don't know what OTC did. • Trail users draw circles from home and go riding from there. Please include US prices as well in your brochures and public documents. I belong to a Bike club, Clinton River Riders, that puts on an international bike ride between the Michigan and Ontario. We end up with a lot of Canadians coming to our ride. There is no reason why you would not get similar support from Michigan • We need action from government on the Provincial Trails Policy as developed in North Bay and worked on in Sudbury. OTC needs to be identified as the key provincial multi-user, not for profit organization that represents/supports provincial and regional trail user groups. • Move faster to deal with issues (i.e. Insurance which has been on the horizon for the last year and a half). OTC should be the group hosting the insurance conferences instead of one trail's group. • I look to the OTC to provide leadership on major provincial trail initiatives. I feel more comfortable with OTC doing this than regional trail organizations. It will require more effort on behalf of OTC to stay ahead of the game. • Groups like ours need a one-stop site where questions can be addressed on topics of trail building, maintenance and insurance. In the past the OTC did not have the answers and I was directed to the EOTA. Answers should incorporate a minimum provincial standard for development.
B	**Stakeholder Recognition**	1	• Strengthening links to the decision makers and trail builders in the Municipal setting might help in identifying issues that require response. As an example the Ontario Parks Association has grown this way.
C	**Representation**	4	• By getting better representation from agencies other than trail groups i.e. Farmers, landowners etc • Treat new members as if they are able to learn. Continue to plan with all age groups of potential users in mind. Older adults may need trails to be walker and wheelchair or seeing eye dog friendly. Plan trails to be user friendly i.e. benches, shady areas or rest stops to break up the walk. • I think improving government relations at all levels with strong regional ties might help us be more proactive, rather than reactive as some might see us. • Would help it to fulfill the mandate of representing ALL trails groups in the province.
D	**Organizational Structure**	8	• Lobby government more effectively. More attendance by executive at local member organisation meetings • Again, work through regional groups to local groups. OTC is often overshadowed by EOTA and TCT Ontario. OTC must be dominant trail organization in Ontario and all groups support this in fact, not lip service. • Through assured sustainable financial resources to support the executive director and office. • Have the Belleville workshop results been made available?

Class	Description	#	Example response
			Would there be a staff person available who could give advice to members on trail matters? Could board meeting dates be advertised so members could attend?
			• The board should get out of the day to day issues and look at the broader governance and lobbying required. Look to continue to improve newsletters and mail-outs.
			• much stronger link to government grants and Ministry field consultants/ more information available for new trail starters/more e-mail connection to share/ newsletter / communications
			• The OTC needs more representation on its board from actual trail building and management groups so it would have a better feel for the issues related to trail management. Exec. Dir. or a staff member to take part in all committee efforts which would help with the administrative tasks associated with holding meeting, minutes etc.
			• It's a matter of support (both NGO and GO) and resources. An age old problem for the OTC. Without more top down support the task will be difficult.
X	Can't answer	1	I am relatively new to OTC and do not have enough experience to know how responsive they are in the planning and development of trails. I am confused about OTC being involved with maintenance as I understand they do not own trails.

10. Other comments you have regarding the governance of the OTC:

Class	Description	#	Example response
A	Visibility & value	5	• Governance is good
			• Better public relations and an enhanced newsletter. Refer to organization of la Fédération Quebecois de la Marche and their magazine Marché
			• I must say that I have not been very involved in the OTC. I do however feel that a Trails Council is necessary and should be built on to advance the establishment and management of trails throughout Ontario.
			• Our knowledge of OTC is not that extensive. We know they support the development of trails and we receive a newsletter. An area that they can help in is providing assistance when we try to develop new trails and provide us with possible funding sources.
			• I commend you on the job you have done so far. It is no easy task to represent such diverse trail interests. Keep the faith
B	Stakeholder Recognition		
C	Representation		
D	Organizational Structure	8	• Develop partnerships with urban communities in order to generate funds as well as benefit from each area's assets
			• When OTC partnered with a private trail management organization that was primarily established for motorized users, I felt this to be inappropriate and did not serve either the OTC mandate or its members. OTC should not be in the business of

Class	Description	#	Example response
			partnering. Instead, it should remain as a trail facilitator. • We need a dedicated position to liaise with gover nment at both the staff and elected levels. If we do not do this we will not be considered relevant. • Could there be committees or task forces of OTC on specific problems such as insurance? Building a relation between OTC and members will take time because, for example I might call on OTC if there was a possibility of a useful dialogue or contribution. • Too much conflict between the groups to get many of the issues resolved. Many of us are working towards the same end goals but can't seem to get past the everyone for themselves mentality. Need strong leadership to keep the petty trivial issues and conflicting personalities at a minimum. • Great work to date. Difficult job in the best times. New ex dir. may shake things up a little. • By-laws need to be revisited and, at a minimum, updated to reflect current status (i.e. eliminate proposed changes taking effect in 2000 shaded in grey). Be pro -active in terms of ensuring that board positions are filled. • I would think it is important for the OTC to be a str ong organization with leadership that can lobby government and influence the direction of government in relation to all trails in Ontario. The Alberta TrailNET is a strong provincial organization that the OTC should learn from.
X	Can't answer	1	• No suggestions at this time

APPENDIX D

Model Elements Defined (Institute On Governance)

1. Structure: Parameters for selection and operation of the board and Executive Director – The Framework and Rules:

    legislative mandate; letters patent; bylaws; statement of mission; job descriptions (board, board members, staff positions); identification of board committees (committee terms of reference) mechanisms for accountability to major stakeholders; governance policies - interrelationship between board and staff, d egree of board involvement in management of operations, statement of organizational values, code of conduct, conflict of interest, communication (who speaks for the organization), formal rules for management of meetings, handling complaints (staff, volunte ers, partners).

2. Functions: Roles of different players involved in governance – The What:

    establishing mission and planning for the future; financial stewardship, human resource stewardship; performance monitoring (accountability to the key stakeholders); risk management; community (representation, education, advocacy); managing transitional phases and critical events.

3. Practices: How governance activities or tasks are exercised:

    board development - recruitment and nominations, director agreement to ser ve including confidentiality agreement, orientation, succession planning); management of board work and meetings (meeting and agenda management, managing conflicts); managing volunteer board members (discussion dominators, attendance problems, failure to complete tasks, lack of preparation, undermining board solidarity, breach of rules or rules of conduct); board work plans; board and director self assessment; decision making (the how through consensus, near consensus, majority); encouraging input; board and organizational culture (history, traditions, trust; teamwork, how the organization conducts itself in relationship to the statement of values and code of conduct, ethical behaviour, and rules of confidentiality).

Models

Model	Board, Board Members Functions	Staff Functions

Policy Governance (Carver	• Governs through policies that establish:
	  • organizational aims (ends);
	  • governance approach;
	  • management limitations; and
	  • board/E.D. relationship.
		• Has broad freedom to determine the means to be used to achieve organizational aims.
		• Reports to the full board.
		• No committees but task teams formed to assist board in specific aspects of work.

Operational	• Govern. • Do the work. • Typical of organizations in the	• No staff.

Model	Board, Board Members Functions	Staff Functions
	founding stage, reliance on board members and volunteers to achieve organizational aims.	
Management	• Manage operations that includes: finance; personnel; services.	• Modest staff (e.g. office worker, coordinator). • Staff may report to member managers directly through coordinator or through a dual reporting line.
Traditional	• Govern and oversee operations through committees. • Delegate management functions to Executive Director. • Committees: process information for Executive to do the work of the organization. • Executive recommends action to the board. • The President conducts the Executive Director's annual performance review with input from the Executive.	• Primary reporting relationship to the board through the Executive. • Responsible for the management of the operations and implementing board policy and direction.
Collective	• Involved as a team in decision making about governance and the work of the organization. • Board members can be involved in services or functions.	• Involved as a team member with the board in decision making about governance and the work of the organization.
Representational	• Publicly elected. • Balance interests of constituents with those of overall organization. • Carry grievance/ombudsman resolution functions. • Have prescribed responsibilities for public consultation.	• Responsible through a senior position who reports to the board. • Have clearly defined duties and responsibilities directed through policy and procedures.
Advisory	• Principle role is to support E.D. • Exercises governance in a "hand off" manner. • Members chosen for community profile and contacts. • Provide input on complex matters and may contribute individually or through task groups to particular aspects of organizational work. • Retain accountability for organization.	• Relatively free hand in achieving objectives set by organization. • Play a role in potential board member identification
Governance For Results	• Committees used for monitoring and auditing performance of board, E.D. and organization. • Board members selected for: community profile; capacity to open doors; special skills in area of expertise.	• E.D. non-voting member of board. • E.D. has considerable influence over policy making. • E.D. is a full partner with the board. • E.D. has a relatively free hand to achieve objectives set by the board.

APPENDIX E
Retreat Agenda

ONTARIO TRAILS COUNCIL
BOARD TRAINING/PLANNING WORKSHOP PROJECT

WEEKEND TRAINING RETREAT
November 16, 17, 2002.

AGENDA

Saturday November 16, 2002

9:00 a.m.

1. Introductions

2. Project Overview & Governance Fundamentals

3. Current Mandate of The OTC
   a. Discussion Of Current Role – Strengths/Deficiencies
   b. Agreement On Future Role - Focus

4. Reflection
   a. Review Key Directions In Strategic Plan
   b. Assessment Of Relevancy Of Current Key Initiatives
   c. Barriers To Board Effectiveness
   d. Past Achievements/Factors That Contributed To Success
   e. SWOT Analysis – Review of Strategic Plan Results – Additions

5. Future Plans
   a. Trends and Issues Impacting The Broader Trail Community
   b. Key Issues Requiring Attention By The OTC In The Next Three Years
   c. Prioritization Of Key Issues

6. Governance Issue Identification
   a. Presentation Of Confidential Board Governance Questionnaire Results
   b. **BREAK FOR ATV/EQUESTRIAN DEMONSTRATION**
   c. Discussion Of Other Key Governance Issues That Need Resolve
   d. Prioritization Of Key Governance Issues
   e. Discussion On The Need For And Role Of Staff Positions

7. Governance Model
   a. Presentation of Alternative Models Developed By Consultant
   b. Discussion Of The Key Elements Fundamentally Important To The OTC

8. Summary

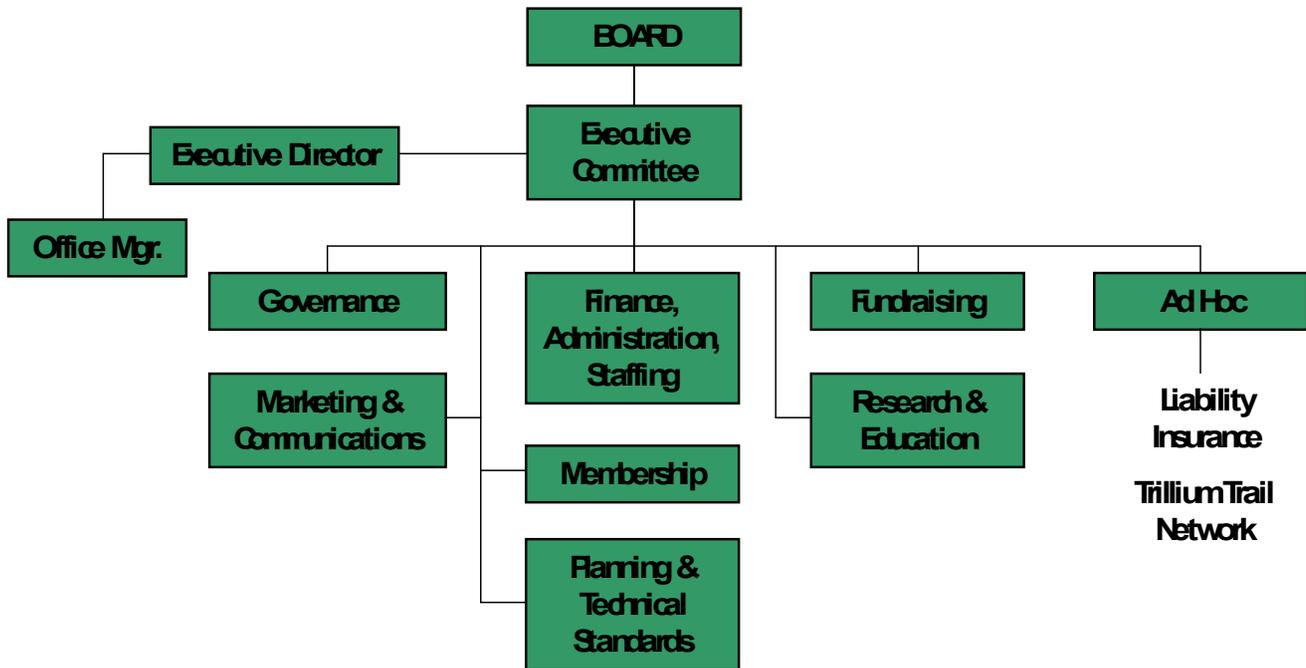9. Introduction To Day Two Agenda And Adjournment **(7:00 p.m.)**

Sunday November 17, 2002

9:00 a.m.

1. Review Of Previous Day Decisions

2. Governance Model
   a. Option Discussion And Integration – Related To Mandate And Priorities
   b. Agreement On Preferred Option
   c. Elements Required To Operationalize The Selected Model
   d. Ways Board Wishes To Deal With Key Governance Issues (from day 1)

3. Board Training Vignettes
   a. Introduction – Warm Up Exercise
   b. Presentation – Organizational Change
   c. Presentation – Stages Of Group Development
   d. Presentation – Undercurrents Of Organizational Dysfunction
   e. Presentation – Tips For Being Effective In An Organization
   f. Presentation – Working By Agreement
   g. Role Playing Exercise – Effective Listening
   h. Input Exercise – Elements For A Board Code Of Conduct

4. Board Training Vignettes (cont'd)
   a. Presentation - Board Role And Responsibilities
   b. Presentation & Brainstorming - Role Of A Board Member
   c. Presentation - Role Of The Executive Director
   d. Presentation - Meeting Agendas And Management
   e. Presentation - Importance Of An Effective Decision Making Process
   f. Presentation - Standing vs. Ad Hoc Committee Structures
   g. Presentation - Performance Management

5. Future Plans
   a. Discussion And Agreement On Action Planning Procedure (format – initiative, actions, targets, persons responsible, expected results, barriers and solutions, budget requirements, monitoring process etc)
   b. Time Permitting – Action Planning On Key Issues

6. Summary, Next Steps, Adjournment (**4:00 p.m.**)

ORGANIZATIONAL STRUCTURE

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                                    ┌──────────┐
                                    │  BOARD   │
                                    └────┬─────┘
                                         │
┌──────────────────┐              ┌──────┴──────┐
│ Executive Director├──────────────┤  Executive  │
└─────────┬────────┘              │  Committee  │
          │                       └──────┬──────┘
┌─────────┴────────┐                     │
│   Office Mgr.    │                     │
└──────────────────┘                     │
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Governance	Finance, Administration, Staffing	Fundraising	Ad Hoc

Marketing & Communications	Membership	Research & Education	Liability Insurance

| | Planning & Technical Standards | | Trillium Trail Network |

Groups and Individual Members

APPENDIX G

Retreat Attendees

- Carol McIsaac   President
- Graham Burke   Vice President
- Hugh McMullan   Vice President TTN
- Steve Alcock   Director
- Ian Wood   Regional Director
- Larry McMaster   Director
- Rose Atkins   Regional Director
- Ron Purchase   Director
- Bev McCarthy   OTC Secretary
- Janice MacGuire   Director
- Terry Kirk   Director
- Al McPherson   OTC Treasurer
- Doug Bruce   Director

- Cookie Cartwright   Individual with past OTC affiliation
- Eldon Somerville   Individual with past OTC affiliation

- Bill Bowick   Executive Director
- Pat Connor   Incoming Executive Director
- Stephanie Lakins   Staff
- Suzanne Jelley   Staff

APPENDIX H

TRAINING PRESENTATION H ANDOUTS