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## **BOARD OF DIRECTORS AND COMMITTEE MEMBER COMPENSATION POLICY**

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POLICY

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### **PURPOSE**

This policy governs compensation of the members of the Board of Directors and members of Standing and other Committees, Task Forces and Working Groups (collectively, Committees) of the College of Immigration and Citizenship Consultants for work performed on behalf of the College.

### **AUTHORITY**

Section 61.1 of Council By-law 2021-2 provides that a Director, Officer and committee member shall be paid reasonable compensation, as established from time to time by resolution, for services as a Director, Officer or committee member. Section 62.1 of Council By-law 2021-2 provides that the reasonable travelling and other expenses properly incurred by Directors and committee members shall be reimbursed in accordance with guidelines established by the Board from time to time upon submission to the College of bona fide statements or vouchers for such expenditures.

### **SCOPE**

This policy applies to the members of the Board of Directors and members of Committees. This policy does not apply to members of the Tribunal Committee.

### **DEFINITIONS**

Capitalized terms have the same meanings as in the By-laws unless otherwise defined herein.

## POLICY REQUIREMENTS

### 1. Board Member Compensation

- 1.1. Subject to Section 1.7 below, Directors will be compensated at the rate of \$80 per hour (the Board Rate) for attending Board meetings.
- 1.2. Subject to Section 1.7 below, Directors will be compensated at the rate of \$50 per hour (the Committee Rate) for attending meetings of Committees to which they have been appointed as members.
- 1.3. Subject to Section 1.7 below, all Directors will be compensated at the rate of \$40 per hour (the Travel Rate) for travel time to attend Board meetings and meetings of Committees to which they have been appointed as members, where in-person attendance is required.
- 1.4. Subject to section 1.7 below, Directors appointed as Committee Chairs shall be eligible for compensation at the Committee Rate for an additional hour per Committee meeting of such Committee, Task Force or Working Group attended, for reviewing the agenda, examining meeting materials and preparatory and post review meetings of Committee meetings.
- 1.5. In addition to the foregoing, and subject to section 1.7 below, the Chair of the Board of Directors shall:
  - a) be compensated with a fixed retainer of \$2,000 per month for ongoing consultations and/or meetings with the President & CEO, and communications with other Directors and preparatory and post review meetings for Board and Committee meetings;
  - b) be eligible for compensation at the Committee Rate for attendance at any Committee, Task Force or Working Group meetings that the Chair attends in the capacity of an *ex officio*, non-voting member, pursuant to s. 56.6 of the By-laws;
  - c) be eligible for compensation at the Board Rate for meetings or other events attended on behalf of the College in the capacity of Chair of the Board—at the request of the Board or of the President & CEO; and
  - d) be eligible for compensation at the Travel Rate for travel time spent in connection with the meetings set out in sections 1.5 (a – c) above.
- 1.6. In addition to the foregoing, and subject to section 1.7 below, the Vice Chair of the Board of Directors shall:
  - a) be compensated with a fixed retainer of \$700 per month for ongoing consultations and/or meetings with the Chair, President & CEO, and communications with other Directors;
  - b) be eligible for compensation at the Committee Rate for attendance at any Committee, Task Force or Working Group meetings that the Vice Chair attends as the delegate of the Chair of the Board in the capacity of an *ex officio*, non-voting member, pursuant to s. 56.6 of the By-laws;

- c) be eligible for compensation at the Board Rate for meetings or other events attended on behalf of the College in the capacity of Vice Chair of the Board at the request of the Chair, the Board or of the President & CEO; and
- d) be eligible for compensation at the Travel Rate for travel time spent in connection with the meetings set out in sections 1.6 (a – c) above.

1.7. Notwithstanding the foregoing,

- a) no Director shall claim travel time in excess of eight (8) hours in respect of any Calendar day;
- b) no Director shall claim compensation for attendance at a Board or Committee meeting at which a quorum is not present, but may claim travel time in respect of such meeting;
- c) designated Board orientation or strategic planning sessions/retreats are considered to be Board meetings for the purposes of this policy whether or not all Directors are invited/attend and whether or not formal Board business is conducted;
- d) the number of hours for which an attendee may claim compensation shall be determined based on the start and end times recorded in the minutes of meeting, and shall include any breaks;
- e) compensation shall not be paid for meetings of less than 30 minutes' duration;
- f) meeting and travel times shall be counted in whole and half hours for purposes of compensation; and periods under 30 minutes in length shall be rounded to the previous hour or half-hour. For greater clarity, a meeting or travel lasting one hour and 29 minutes shall be counted as one hour, while a meeting or travel lasting one hour and 45 minutes shall be counted as 1.5 hours;
- g) subject to section 1.4 above, no Director shall be eligible to claim compensation for preparation time in respect of any meeting.

1.8. Claim Submission

- a) Director fees in respect of Board and Committee meetings shall be calculated by the College based on attendance recorded in meeting minutes and paid monthly.
- b) Directors must submit activity reports for any meeting attended that is not documented in minutes.
- c) Directors must submit monthly activity reports in respect of travel time.
- d) Directors must submit monthly travel expense reports with accompanying receipts to the Coordinator, Board Administration, for approval by the Chair of the Board before payment will be issued.
- e) Retainer fees for the Chair and Vice Chair of the Board shall also be paid monthly.
- f) The Chair of the Board and Vice Chair must submit monthly activity/expense reports in respect of compensation claimed pursuant to sections 1.5 and 1.6 above, other than payments pursuant to subsections 1.5 (a) and 1.6 (a), respectively, to the Coordinator, Board Administration, for approval by the President & CEO, before payment will be issued.

## 2. COMMITTEE MEMBER COMPENSATION

- 2.1. Committee members who are not Directors shall be paid in accordance with section 1.2 above, or on such other basis as may be determined by the Board of Directors from time to time. All payments to such Committee members will be paid annually immediately following the Annual General Meeting.

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### **3. TRAVEL EXPENSES**

- 3.1. Travel costs incurred by Directors or Committee members for attending in-person meetings shall be reimbursed based on the College's then-current Expense Policy. No Director or Committee member shall be eligible to claim travel time or expenses in respect of a meeting attended by teleconference or video conference. Board or Committee members must submit completed and approved expense reports to the Coordinator, Board Administration, for approval before any payment will be issued.

### **4. EFFECTIVE DATE**

This policy is effective as of September 26, 2024, and supersedes all previous Board and Committee Member Compensation policies.

### **SUPPORTING DOCUMENTS**

Expense Policy