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| <b>Policy Name:</b>                                 | <b>Transparency and Accountability Policy</b>           |
| <b>Source:</b>                                      | Oxfam Canada  |
| <b>Responsibility</b>                               | Policy Committee of the Oxfam Canada Board of Directors |
| <b>First approved by the OCA Board of Directors</b> | 2015  |
| <b>Last update/revision</b>                         | 2019, 2023  |
| <b>Next review date</b>                             | 2026  |

## **PURPOSE**

The Transparency and Accountability Policy provides transparency about governance, decision making and accountability within Oxfam Canada. The policy outlines the division of responsibilities between the Board and the Executive Director, and establishes a framework that includes any thresholds of authority for decision-making roles, responsibilities and accountability within the organization.

This policy is a part of a suite of internal accountability policies (see Annex 1), Oxfam International policies (see Annex 2) and external accountability frameworks (see Annex 3) to ensure good governance and sound financial and operational management.

## **SCOPE**

This policy applies primarily to Oxfam Canada's Board of Directors, Executive Director and Management Team, given the authority of their decision-making and impact of their actions on the organization.

## **PRINCIPLES**

- Oxfam Canada is committed to assuring transparency and accountability in relation to governance and decision-making.
- We strive to be accountable to all our stakeholders including to communities, partners, funders, supporters and allies.
- We are an integral part of the Oxfam confederation and are accountable to abiding by the Constitution, Governance Code of Conduct, Rules of Procedures, and aligning with policy positions agreed upon by the confederation as a whole.

## **ROLES AND RESPONSIBILITIES**

## **Board of Directors**

Members of the Board of Directors act as trustees on behalf of all Oxfam Canada's stakeholders, including communities, partners, funders, supporters and allies – in Canada and internationally. The Board has overall responsibility for ensuring the organization's mission is fulfilled and legal obligations are met, holding the Executive Director and Senior Leadership Team to account for performance against targets.

The Board is responsible for:

- Providing strategic leadership and direction, confirming Oxfam Canada's mission, and approving strategic plans and initiatives
- Approving annual operational plans
- Ensuring financial solvency through oversight of finances and budget, and assuring appropriate management of risk
- Serving as ambassadors for Oxfam Canada, enhancing Oxfam's public image, creating opportunities and nurturing relations in support of its mission and strategic objectives
- Selecting the Executive Director, setting overall compensation package, providing them with guidance and support, reviewing their performance and overseeing succession planning

## **Executive Director**

The Executive Director is accountable to the Board of Directors for the management and direction of the organization and its staff. The Executive Director attends Board meetings, but does not have a vote.

The Executive Directors will present to the Board an Integrity Report twice a year. This report will list all allegations of financial and sexual misconduct in countries where Oxfam Canada works. This report will include country, date, risk, status and summary of outcome.

The Executive Director will report to the Board all donations of over \$100,000 received by Oxfam Canada, as well as all offers of charitable gifts that have been declined by Oxfam Canada. The Executive Director will report annually on all corporate donations received by Oxfam Canada.

## **Delegation of Authority**

Oxfam Canada maintains a Delegation of Authority Framework that specifies which positions within the organization have financial and contracting authority, including any thresholds of or limits to that entity's authority.

## **ADDITIONAL MEASURES**

Oxfam Canada further strengthens transparency and accountability by the following means:

### **Transparency of Board members and senior leadership**

Oxfam Canada will publish the names and responsibilities of the Board and senior leadership on its website, and the names and responsibilities of the Board in its the Annual Report. Personal contact details will not be published. Communication from the public or stakeholders will be channelled as appropriate by staff.

### **Board composition**

In accordance with Oxfam Canada's By-laws and the Board Composition and Nomination Policy, the Board establishes an ad-hoc Nominating Committee to identify and recommend individuals to become Board members. The role of the committee is to determine the ideal skills and attributes matrix for board composition; identify and select candidates according to their skills, experience and personal qualities; select a diverse range of leaders; and ensure all candidates possess the behavioural qualities necessary to perform their role.

### **Board decision making**

The Board is structured to assure accountability to the mission and to members and operates under procedures that reflect good practice. No member of the Board may be related to the Executive Director and no member of the Board may be related to other members of the Board.

Board Officers, including the Chair, are elected by the Board. The Board meets four (4) times annually (in-person or virtually) and more often as required.

Ordinary resolutions of the Board require the approval of a majority of those voting. Special resolutions of the Board, including changes to the By-law, require no less than two-thirds of the votes cast on that resolution.

### **Annex 1: Internal accountability policies**

- Oxfam Canada By-Law No. 2 (2021)
- Employee Code of Conduct (2020)
- Board Code of Conduct (2020)
- Disclosure of Public Information (2021)
- Complaints Policy (2022)
- Whistleblower Protection Policy (2022)
- Conflict of Interest Policy (2022)
- Misconduct Disclosure Policy (2021)
- One-Oxfam Anti-Fraud and Corruption Policy (2019)
- Terrorism Financing and Financial Crime Policy (2018)
- Delegation of Authority Policy (2023)

### **Annex 2: Oxfam International policies**

- Oxfam International Constitution
- Oxfam International Governance Code of Conduct
- Oxfam International Rules of Procedure

### **Annex 3: External accountability frameworks**

- Cooperation Canada Code of Ethics & Operational Standards
- Imagine Canada Standards Program
- Association of Fundraising Professionals Code of Ethical Standards