



TERMS OF REFERENCE

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1. Name

The organization shall be called "The Naismith Men's Shed", hereinafter referred to as NMS.

2. Objectives

2.1. Vision

To create a space where men can enjoy meeting, making friends, socializing and helping each other overcome or deal with any feelings of loneliness, isolation or depression.

2.2. Mission

The mission of the NMS is:

- a) To be an independent body at a physical location where men can regularly socialize, make friends, talk, share skills, network, and find companionship with the primary purpose of supporting and enhancing personal well-being and health.
- b) To form a supportive community that will allow NMS members to feel that they are not alone when faced with life challenges that seem altogether too big for one person.
- c) To preserve skills and interests of NMS members which can be passed on from one man to another.
- d) To create a social environment through informal get-togethers (impromptu or planned) for NMS members to meet in a relaxed, happy and creative space where they can feel useful, have purpose and make a worthwhile contribution to the larger community.

2.3. Values

The NMS is committed to providing members with an opportunity to interact within a high standard, safe and social environment where they are treated equally, with respect, and are encouraged to help enhance the life skills and craftsmanship of all NMS members.

3. Membership

The NMS welcomes participation by men living in the municipality of Mississippi Mills and surrounding regions. All who identify as male are welcome to join.

- NMS members are expected to accept and continue to uphold the values espoused in section 2.3 above and are encouraged to involve themselves regularly in NMS activities.
- Membership fees are kept as low as possible to encourage membership; in 2025 the fees were set at \$50 per year. Members are invited to make additional contributions to the NMS funds when needed, and as they are able. If the \$50 membership is a financial burden, please speak to the Membership Coordinator who has the authority to adjust fees.

4. Leadership Roles

The NMS does not have a traditional Executive Committee elected to make decisions on behalf of the group. Instead, all NMS members have an equal say, and decisions are taken by the whole group based on a show of hands at regular meetings (or during lockdowns, by a poll using email). The NMS has a Coordinating Team whose role is to take note of the things the membership wants and, wherever possible, to make them happen.

4.1. Coordinating Team

The Coordinating Team consists of the following members:

Team Leader (*):

- Calls and chairs meetings of the NMS as needed;
- Calls and chairs quarterly Coordinating Team meetings
- Presents recommendations from Coordinating Team to members for approval;
- Acts as the NMS contact with partner organisations (e.g. MVCA);
- Reviews and approves the monthly Treasurer's Report of NMS finances for posting on the NMS website;
- Promotes the concepts and ideals of Men's Sheds to other interested groups locally, nationally or internationally as opportunities present themselves.

Assistant Team leader (*):

- Is knowledgeable about ongoing NMS activities, and is willing to take over from the Team Leader as needed;
- Takes on specific activities as delegated by the Team Leader.
- May be asked to step up to assume role of Team Leader when the Team Leader steps down.

Records Coordinator/Secretary (*):

- Builds and maintains an accessible archive of Shed documents
- Ensures that key discussions and decisions are documented and added to the archive.
- Records minutes of monthly meetings, takes attendance and distributes to all Shed members

Financial Coordinator/Treasurer (*):

- Keeps the NMS books, tracks income and expenses and maintains the NMS bank account;
- Pays bills and receives donations and payments from projects and contract orders;
- Prepares a monthly Treasurer's Report of the NMS finances for posting on the NMS website
- Advises coordinating team of financial status when there is a potential cost to a project;
- Receives annual \$50 membership dues and member donations.

(*) Note: When dealing with the business world (e.g. banking or insurance), the titles of President, Vice-President, Secretary and Treasurer will be filled respectively with the above Coordinators' titles.

4.2. Other Coordination Roles

Membership and Internal Communications Coordinator:

- Maintains an active membership list with contact information and posts this to the website;
- Monitors the web contact queries in conjunction with the Media coordinator;
- Notifies the Team Leader and Media coordinator of any additions or deletions;
- Reaches out to NMS members whose activity level has declined, to encourage their participation;
- Reminds members when it is time to renew their membership;
- Sends out a monthly newsletter to the membership.
- Sends out notices and reminders

Project Coordinator

- Identifies potential projects, either from NMS members or from outside groups;
- Negotiates with outside groups to establish project parameters;
- Circulates details of proposed projects within the NMS for review and agreement;
- Interfaces with Workshop Coordinator to confirm feasibility of project.

Workshop Coordinator:

- When undertaking projects, organizes the NMS members who will be involved and the processes to be followed;
- Checks to make sure people are competent to operate equipment safely before they use the equipment;
- Makes sure the shop is in good operating shape;
- Organizes tool maintenance when necessary;
- Replenishes shop supplies as needed.
- Is responsible for the cookie jar

Mill of Kintail (MoK) Liaison Coordinator:

- Brings info from the MVCA's project manager at the MoK to the Shed's attention;
- Coordinates site maintenance projects requested by MoK;
- Provides "volunteer" dashboard cards to NMS members while working at MoK.

Media Coordinator:

- Responsible for a team comprised of the Web, Facebook and external media coordinators to get the word out to the public
- They hold editorial control over content unless the content is possibly contentious.
- The web coordinator keeps the NMS Web site current, accurate, attractive and user friendly and monitors the contact queries along with the Membership Coordinator;
- The Facebook editor keeps the NMS Facebook current, accurate, attractive and user friendly and monitors the contact queries;
- The Media editor is responsible for contacting the various media outlets about events within the NMS;

Special Event Coordinator:

- Plans events outside of regular meetings that help members get to know one another better;

- Solicits ideas for events from the membership;
- Encourages the membership to share their previous work experiences at gatherings.

An NMS member can take on more than one Coordinator role if he is willing and able to do so, and if the members agree.

Any NMS member wishing to make suggestions or ask questions can approach any of the Coordinators for information. Likewise, anyone who would like to help with any of these functions can offer to assist that Coordinator – help is always welcome!

4.3. Terms of Service

All coordinator roles are two-year terms staggered across Coordinator positions to ensure continuity. All roles are up for election at the AGM in November. Coordinators can only serve 2 two-year terms to ensure turn over.

At the AGM, elections are held to vote on those nominated by the membership

When a Coordinator wishes to “retire” from the position he is expected to give the group sufficient notice (typically at least 3 months), and to assist in identifying a potential replacement. This is particularly important for the Coordinating Team Leader, Financial Coordinator and Records Coordinator because these roles are needed for day-to-day operation of the NMS.

Occasionally a Coordinator may be forced to give up his position due to illness, accident or other unforeseen circumstances. In this case the other members of the Coordinating Team will inform the NMS members via email and ask for a volunteer replacement, to be confirmed by a vote at the next meeting (or during lock downs, by a poll using email).

5. Meetings

Regular meetings are held on the third Thursday of each month. All other Thursdays are breakfasts.

All meetings and breakfasts are open to all NMS members, and anyone interested in becoming a member is also welcome.

6. Projects

One of the key roles of the NMS is to provide members with the opportunity to contribute their time, labour and skills to various types of projects to support the local community. Suitable projects typically include those involving arts and crafts, woodworking, gardening, painting and general maintenance activities.

6.1. Project Criteria

NMS has developed the following set of criteria to judge which projects are most worth supporting:

NMS Criteria for Accepting Projects:

- The project will normally originate with an NMS member from other contacts he may have;

- The project will normally be for a community charitable or non-profit group;
- The NMS will provide the labour and know-how, but not normally the materials required; [for some “in-house” projects (such as bat houses) the NMS may purchase materials to build the product and recover the cost from sale of the finished items.]
- The NMS members will do the project on their timeline, and with no completion date pressure;
- The NMS will normally not be paid for the project but may receive a “thank-you” donation from the client. Any such donation should be proportionate to the amount of work required;
- Where possible the NMS public profile (public awareness of the NMS existence and purpose) should be raised by the project;
- The NMS will not knowingly take on any project that is of interest to an existing company, tradesman or craftsman who depends on such projects for income;
- NMS Members' personal projects may receive help from fellow members where a group effort is needed (like an Amish barn raising), and when other projects to which the NMS is committed do not claim precedence.

Once a suitable project is identified, the members are informed of the client and the project scope during a regular meeting and/or by email, and those interested are encouraged to volunteer. Details of the project can then be agreed between the volunteers and the client, and the work carried out to completion.

6.2. Use of Members' Tools

Members may need to use their own tools when working on a project. If so, the NMS shall assume responsibility to make good any loss or damage to these tools while working on the project.

7. Finances

To maintain financial viability of the NMS it is essential that there are enough funds available to cover ongoing expenses, and to maintain some reserve funds as a buffer to cover contingencies. However, the NMS operates as a non-profit organization and there is no intention to build up a large amount of cash.

If the total on hand becomes more than needed for NMS operations plus reserve (estimated as about \$5,000), the excess may be donated to a suitable local charity chosen by members.

7.1. Assets

The NMS has three major assets:

- The Memorandum of Understanding (MoU) with the Mississippi Valley Conservation Authority (MVCA). This MoU allows the NMS to use the meeting rooms and the “Toolshed” at the Mill of Kintail (MoK), [free parking when working on any MoK upgrade project] and liability coverage

while working on site, in exchange for maintenance work around the MoK grounds as needed, with no cash payment involved.

- The agreement to use the woodworking workshop in Appleton for as long as the current owner owns the property.
- Many of the tools in the workshop have been donated to the NMS by various members or the public. These are now owned by the NMS.

7.2. Liabilities

The NMS currently has no liabilities apart from ongoing disbursements that are listed in the financial reports .

7.3. Income

There are three main sources of income for the NMS:

- **Membership fees and donations.** The membership fee of \$50 /year; donations from members and others are welcomed.
- **Donations from completed projects.**
- **Funds from contract work** (such as bat houses). [Contracts] will be negotiated by the Coordinators and approved by the membership.

7.4. Expenses

There are several annual expenses in operating the NMS:

- Liability/accident insurance to cover the NMS members' various activities;
- Heating fuel (propane) for the workshop;
- Maintenance costs associated with the workshop to cover shop supplies and tool repairs;
- Hydro for the workshop;
- Materials purchased for "in-house" projects;
- Bank charges.

Currently these items total about \$2,000 p.a. Any additional expenditure of more than \$[50] must be pre-approved by the membership.

7.5. Bank Accounts

The NMS maintains a bank account for all funds apart from petty cash. The bank account is supervised by the Financial Coordinator.

- **Minimum funds:** If the bank balance drops below \$500 the Financial Coordinator raises the issue at the next regular meeting to notify NMS members of the need to raise revenue, through new projects and/or asking for donations.
- **Maximum funds:** If the bank balance reaches more than \$5,000 the Financial Coordinator may ask the NMS membership for agreement to donate the excess to a suitable charitable cause.

The NMS also has a "cookie jar" for petty cash located in the workshop which is used for smaller items such as membership fees and donations, payments received for NMS items such as hats, aprons, etc.,

making change, and for minor costs such as stationary. If the amount in the cookie jar exceeds \$100 the excess will be transferred to the bank account.

7.6. Audits

In view of the simple nature of the NMS finances it has not been considered necessary to carry out routine annual audits. Instead, the NMS books can be made available for review to any member on request. In addition, a Treasurer's Report of NMS finances is posted monthly on the password protected members' page on the NMS website

8. Conflict resolution

As described in paragraph 2.3, the NMS is intended to be a positive and nurturing environment for all members. However, there may occasionally be conflicts between NMS members, issues with a coordinator or disagreements about the overall direction of the NMS.

Any NMS member is entitled to raise issues that they are concerned about, and **wherever possible they should propose a solution** to the issue for discussion. As far as possible any issues should be resolved through face-to-face meetings or telephone calls rather than attempting to discuss through blanket emails – email is generally more effective when used to summarize once an agreement has been reached.

8.1. Minor disagreements between two or more members

This type of issue should be resolved at the time it occurs, through a discussion or phone call. If necessary, the appropriate member of the Coordinating Team may be asked to help resolve the issue.

8.2. Coordinating team issues

If a member of the Coordinating Team is not properly fulfilling the role they have taken on, NMS members can raise the issue with other members of the Coordinating Team. This would be handled by either the Coordinating Team Leader or the Membership Coordinator, as appropriate.

8.3. Overall direction of the NMS

If an NMS member is concerned that the overall direction being followed by the NMS may be inappropriate or inconsistent with the Vision, Mission and Values listed in section 2, they are encouraged to discuss directly with the Membership Coordinator or the Coordinating Team Leader. This type of discussion should be done face-to-face or by phone and should NOT be done through blanket emails circulated to all NMS members.

Any proposed changes to the Coordinating Team or the direction of the NMS would be put to a membership vote in a meeting (or during a lockdown situation, as a poll done by email), and the Terms of Reference would be updated where necessary.

9. Document History and Amendments

This document was originally written in recognition of a need to clarify the main aspects of the NMS organization. The first draft was reviewed with the Coordinating Team and revised as necessary and was

then presented to the membership at a regular meeting for agreement. Once agreement was reached that version was renamed as "Issue 1" and was published in the NMS website.

Issue 1.1 was a revision to add a new section on Conflict Resolution, to split the Membership Coordinator role into two parts, to separate the Project Coordinator from the Assistant Team Leader role, and to increase the maximum funds from \$3,000 to \$5,000. At the same time a number of minor edits were included, as well as a front-page notice about COVID-19. After approval by members, this version will be published in the NMS website.

If any member of the NMS wishes to make changes to this Terms of Reference document, he can raise the issue at any regular NMS meeting for discussion. If there is general consensus that changes are needed the document will be amended and a revised version circulated to members by email for agreement at the following meeting.

ISSUE	DATE	AUTHOR	COMMENTS
Draft 1	July 17, 2019	Dave Cooper	First draft for review
Draft 2	July 26, 2019	Dave Cooper	Incorporate feedback from Coordinating Team
Draft 3	August 6, 2019	Dave Cooper	Added section 6.2, use of members tools for projects
Draft 5	August 9, 2019	Dave Cooper	Added section 8, Brand Management
Issue 1	September 9, 2019	Dave Cooper	Approved by membership
1.1D1	November 16, 2020	Dave Cooper	Added section 5 (Conflict resolution), added COVID-19 note, and updated maximum funds from \$3,000 to \$5,000. Some other minor changes.
1.1D2	November 17, 2020	Dave Cooper	Remove reference to Mama's Place restaurant.
1.1D3	November 18, 2020	Dave Cooper	Add 'Communications' to the Membership Coordinator role
1.1D4	November 21, 2020	Dave Cooper	Split the Membership Coordinator role into two parts: 'Records', and 'Membership and Internal Communications'
1.1D5	December 22, 2020	Dave Cooper	Separated Project Coordinator from Assistant Team Leader. Added description for Project Coordinator role. Added a note that a member can take on more than one coordinator role. Clarified use of email poll during COVID. Moved the Conflict Resolution section to be after Finances.
1.1D6	December 23, 2020	Dave Cooper	Clarified the decision for when the pandemic is over. Added a sentence in section 8 (Conflict Resolution) to refer back to section 2.3 (Values)
Draft 6	November 20, 2025	Jim English, Haydn Jacques and Nick Fry	Looked at and amended the terms of reference to reflect the changes over the past 5 years. Removed trade mark reference. Redefined the Treasurer's role. Added Media coordinator to oversee web, Facebook and external media.
Draft 7	December 1, 2025	ToR Revision Team	Worked on further revision of wording plus additions and deletions concerning roles and responsibilities.
Draft 8	December 18, 2025	Tor Revision Team	Incorporated input from email submissions
Issue 2	December 19, 2025	Tor Revision Team	Sent out to Coordinating Team for review before posting on website