

1.2 Board of Directors

1.2.1 GOVERNANCE STYLE

POLICY:

The Board will concentrate on providing strategic leadership and direction to the organization through the development of plans and policies. The Board will establish a clear strategic plan with organizational priorities, initiate supportive policies, hold itself accountable, engage in evaluation and enhance its governance capacity.

Operational authority is delegated to the Executive Director and the Board will monitor and hold the Executive Director accountable for results and progress. Unless otherwise required by the Board, the Board will not involve itself in management decision-making or in the day-to-day operations of the organization.

PROCEDURES:

The President of the Board is responsible to monitor this policy and as part of the Board Evaluation Policy assess compliance and potential improvements in the policy and its implementation.

1.2.2 BOARD RESPONSIBILITIES

POLICY:

The work of the Board will:

1. Consider member needs and wants;
2. Establish the overall vision, mission and goals of the organization within its mandate and role;
3. Develop policies appropriate to guide the organization towards the achievement of the organization's goals.
4. Monitor the results and progress of the organization against the goals.
5. Specify the functions and duties of the and delegate authority to the Executive Director for the day-to-day operations and management of the organization in a manner that promotes and facilitates the realization of the goals;
6. Approve policies for management of human resources;
7. Delegate authority to the Executive Director to appoint officers and employees of the organization, define their duties, determine their remuneration, evaluate their performance, and take disciplinary action as required.
8. Supervise the management of the affairs of the organization;
9. Seek and secure sufficient resources for the organization to finance its plans adequately;
10. Provide accountability to members and other required stakeholders;
11. Ensure compliance with legislative requirements;
12. Apply due diligence and minimize risk for the organization;
13. Address formal complaints; and
14. Pass resolutions it considers necessary or advisable to manage and conduct the affairs of the organization and to exercise the Board's powers and perform its duties.

PROCEDURES:

The annual evaluation of the Board will consider the Board’s responsibilities. The following chart outlines the delegated roles and responsibilities of the Board and Executive Director.

Area	Board Responsibilities	Executive Director /Staff Responsibilities
GOVERNANCE		
Nominations	Approves policy and process	Supports the process
Director Orientation	Approves policy and process	Supports the process
Board Development	Approves policy and process	Supports the process
Standing Committees	Approves and establishes	Supports the Committees
Advisory Committees	Appoints as required	Appoints as required
Agenda	President Approves	Prepares and recommends
PLANNING		
Planning Policy	Approves	Prepares and recommends
Strategy Formulation	Approves	Prepares and recommends
Strategy Implementation	Approves	Prepares, recommends and implements
Strategy Evaluation	Receives reports, reviews and adjusts as required	Prepares reports, recommends and implements
FINANCE AND BUDGETS		
Financial Policy	Approves	Prepares and recommends
Borrowing	Approves	Prepares and recommends
Investments	Approves policy	Implements
Audit Report	Receives	No role
Annual Report and Statements	Approves	Prepares
Budget Development	Approves	Develops and recommends
Budget Review	Receives and reviews	Prepares
Signing Authority	Approves	Signing Officer
HUMAN RESOURCES		
Human Resource Policy	Approves	Recommends with staff input
Hiring of staff	Hires Executive Director	Hires staff as required within approved staffing budget
Staff assignments	No role	Establishes all staff assignments

Firing of staff	No role	Takes all disciplinary measures and makes final termination decisions
Staff salaries	Approves compensation system	Executive Director establishes salaries within policy and budgets
Staff evaluation	Executive Director Evaluation team evaluates Executive Director	Executive Director evaluates all staff
OPERATIONS		
Day-to-day operations	No role	Makes all management decisions
Spokesperson	No role	Acts as spokesperson
Purchasing	Approves policy	Purchases according to policy and plans
Office facilities	Approves budget	Obtains quotes/bids and signs contracts as approved in the budget
Projects	Approves	Prepares, recommends, implements