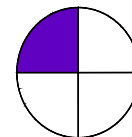


Board of Directors Policy



Policy Type: Governance Process

Policy #: GP14

Policy Name: Officer Job Description Guidelines

Page #: 1 of 3

Creation Date: September 24, 2018

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Monitoring: May

The job contributions of the chair, secretary, past chair or member at large is to support the board in its governance process and responsibility.

1. Chair

1.1 Qualifications and functional knowledge: The Board Chair must be a board member with the following qualifications and functional knowledge:

- 1.1.1 Previous board governance experience
- 1.1.2 Minimum of 3 – 5 years in a leadership role within business, government, philanthropy, or the non-profit sector
- 1.1.3 Experience with the Policy Governance Model
- 1.1.4 Strong communication skills both written and verbal and including public speaking skills

1.2 Responsibilities: In addition to the general responsibilities of all board directors and the Board Chair Role as outlined in Policy GP5, the Board Chair:

- 1.2.1 Is willing and able to commit approximately 120 – 140 hours per year, including meeting preparation, chairing board meetings, performing/overseeing committee work, representing the board in advocacy and other initiatives,
- 1.2.2 Upholds the requirements of Policy GP5 – Board Chair Role embracing the principles of board holism, strategic thinking, effective decision-making, active monitoring, and community representation,
- 1.2.3 Ensures the board adheres to agency By-Laws, board policies and procedures and applicable legislation,
- 1.2.4 Mentors and coaches a future chair or other board members to provide for succession planning,
- 1.2.5 Chairs meetings within the commonly accepted authority of that position,
- 1.2.6 Represents the agency and the board to outside parties,
- 1.2.7 Is available and willing to respond to organizational demands in a timely manner,
- 1.2.8 Works collaboratively with the Executive Director or other designate staff to support the board,
- 1.2.9 Raises any board concerns with the Executive Director as required,
- 1.2.10 Leads the board and encourages the board's role in strategic planning,

- 1.2.11 Addresses any code of conduct issues, as per policy GP7,
- 1.2.12 Is a signing officer of the corporation; and,
- 1.2.13 Receives and sends correspondence on behalf of the board.

1.3 Competencies/Attributes: to effectively carry out this role, the Board Chair should have the following competencies and attributes:

- 1.3.1 Savvy political and diplomacy skills, and a natural affinity for cultivating relationships and persuading, convening, facilitating, and building consensus among diverse individuals,
- 1.3.2 Personal integrity and credibility and a commitment to the value and improvement of the organization; and,
- 1.3.3 Be approachable and responsive.

2. Secretary

2.1 Qualifications and functional knowledge: The Board Secretary must be a board member with the following qualifications and functional knowledge:

- 2.1.1 Familiarity with and proficiency in reviewing and understanding not-for-profit contractual agreements and legislation impacting the organization,
- 2.1.2 Previous board governance experience,
- 2.1.3 Experience with the Policy Governance Model,
- 2.1.4 Familiarity with agency governance policies and processes.

2.2 Responsibilities: In addition to the general responsibilities of all board members, the Board Secretary:

- 2.2.1 Is willing to commit a minimum of 40 – 60 hours per year including attending board meetings, participating on board committees, attending board and agency events and participating in board development and training,
- 2.2.2 Will support the Board Chair in ensuring that the board adheres to agency By-Laws, board policies and procedures and relevant legislation,
- 2.2.3 Is a signing officer of the corporation,
- 2.2.4 Performs Board Chair responsibilities in the absence of the Chair and chairs at least one board meeting in a year,
- 2.2.5 Is willing and available to shadow the Chair in their public role as needed; and,
- 2.2.6 Mentors an incoming Secretary.

2.3 Competencies/Attributes: to effectively carry out this role, the Board Secretary should have the following competencies and attributes:

- 2.3.1 Capacity to develop required skills and knowledge to understand the history and future of the organization,
- 2.3.2 Communication skills and ability to translate information into an understandable format,
- 2.3.3 Motivation and commitment to learning.

3. Past Chair/Member at Large

3.1 Qualifications and functional knowledge: The Past Chair will have completed their role as Chair with the following qualifications and functional knowledge:

- 3.1.1 Previous board governance experience,
- 3.1.2 Minimum of 3 – 5 years in a leadership role within business, government, philanthropy or the non-profit sector,
- 3.1.3 Experience with the Policy Governance Model,
- 3.1.4 Strong communication skills both written and verbal and including public speaking skills.

3.2 Responsibilities: In addition to the general responsibilities of all board directors:

- 3.2.1 Supports the Board Chair as needed in transferring knowledge about the role of Board Chair including meeting preparation, chairing board meetings, performing/overseeing committee work, representing the board in advocacy and other initiatives,
- 3.2.2 Represents the agency and the board to outside parties as requested by the Chair or by the Board,
- 3.2.3 Mentors and coaches a future chair or other board members to provide for succession planning,
- 3.2.4 Chairs meetings within the commonly accepted authority of that position,
- 3.2.5 Is a signing officer of the corporation.

A Member at Large will only be utilized in rare occasions where the past board chair is no longer on the Board of Directors. To qualify to be a member at large, all the qualification, functional knowledge and competencies of the Board Chair apply.