

DIRECTOR'S RESPONSIBILITIES

(See also GV-04)

POLICY GROUP: GOVERNANCE

POLICY: GV-10

DATE APPROVED:

NEXT REVIEW DATE: January 2020

INTENT:

The intent of this policy is to ensure that the Board of Directors are made aware of, clearly understand and accept their responsibilities to the organization.

POLICY:

Once ratified as a new member of the PHARA Board and annually thereafter, a Director will be required to sign a Letter of Commitment which outlines the following responsibilities:

- To interpret the organization's work and values to the community, represent the organization and act as a spokesperson if/as required;
- To read the information provided in the Orientation Manual, apprise him/herself of current organizational policies and procedures, and to familiarize him/herself with the operation of the organization;
- To attend Board Orientation Training which includes an overview of PHARA, its mission and vision, and strategic plan; Board Roles and Responsibilities; Health & Safety Training; and PHARA Policies & Procedures;
- To attend at least 2/3 of monthly Board meetings. It is understood that extenuating circumstances may arise. If a Board member misses in excess of 25% of Board meetings, s/he will meet with the Board Chair in this regard;
- To prepare for monthly Board meetings, reviewing all board minutes, financial statements, and documentation prior to each meeting.
- To develop, approve and review annually and/or quarterly the following:
 - the Organization's strategic plan and direction;
 - the Organization's annual operation plan;
 - the Organization's annual budget and key financial transactions;
 - the Organization's compensation practices and policies;
 - the Organization's Policies Manual;
- To serve on one of the Board's Governance Committees as needed and perform duties as outlined in the Committee's Terms of Reference;

- To participate in at least one fundraising or community activity each year in whatever manner the Director is most comfortable;
- To act in the best interests of the organization and to excuse themselves from discussions and votes where there is a conflict of interest;
- To work in good faith and in partnership with staff and other Board members toward the achievement of organization goals;
- Retain the services of a Chief Executive Officer, who will manage the day-to-day operation of the organization in accordance with the policies and goals established by the Board, and who will provide direct supervision of all organization staff, to implement the strategies outlined in the Strategic Plan;
- Ensure that the organization is being operated in accordance with legal requirements, its Bylaws, and for the purposes described in its Letters Patent, in a financially solvent and secure manner;
- In concert with the Chief Executive Officer, agree annually on a set of metrics that will be provided to the Board monthly, which will demonstrate how well the organization is being managed, and what progress is being made towards achieving its goals;
- Review, at least annually, the performance of the organization and the Chief Executive Officer, and set the remuneration for the Chief Executive Officer for the following year; and
- Recruit and orient new Board members and assess Board performance.

It is understood that failure to satisfy the commitments as outlined above could lead to the Board of Directors requesting the resignation of a Director.

RESPONSIBILITY:

The Chair of the Board shall ensure that the Board of Directors operates according to this policy.

RATIONALE:

The health and strength of the organization depends upon the commitment and dedication of the Board of Directors.

