



BOARD OF DIRECTORS CHAIR AND VICE-CHAIR TERMS OF REFERENCE

EFFECTIVE DATE

Board of Directors

Chair of the Board of Directors

The chairperson will not be an employee of the organization and be responsible for the following duties and actions:

1. Lead the Board to ensure it functions with independence from management.
2. Schedule regular meetings of the Board.
3. Serve as the chair of all Board meetings.
4. Report to the Council at each of the regularly scheduled meetings about the activities of the Board.
5. Help establish strategic vision for the Board.
6. Lead the hiring committee and performance assessment of the General Manager.
7. Be an ex-officio member of all the Board subcommittees.
8. Ensure directors understand their roles and responsibilities.
9. Ensure directors understand the role of the Board and management, and the difference between the two groups.
10. Coordinate and manage peer and self-assessments of the directors.

Vice-Chair of the Board of Directors

The vice-chair will not be an employee of the organization and be responsible for the following duties and actions:

1. Support the chair in ensuring independence of the Board.
2. Serve as the chair of any Board meetings the chair cannot attend, or cannot lead.
3. If the chair cannot attend, provide the regular reports to the Council about activities of the Board.
4. Be a member of the hiring committee of the General Member.
5. Assist the chair in supporting the directors and facilitating their questions and comments.
6. Where needed, be a support function to the chair of the Board.

CONTEXT AND ENACTMENT

3.

[Date Passed]

4.

[All previous Amendments]