



Board Chair Position Description

Effective Date:	September 30, 2010
Approved by:	Board of Directors
	2 year cycle
Last Review:	January 18, 2024
Next Review:	January 2026
Governed by:	By-Laws, Code of Business Conduct, HR-Governance Committee & Board Charters

POLICY

The Board Chair leads the Board in all aspects of its work and is responsible to effectively manage the affairs of the Board and ensure that the Board is properly organized and functions efficiently. The Board Chair also advises the President and CEO in all matters concerning the interest of the Board and the relationship between management and the Board.

SCOPE

This description applies to the person in the position or acting in the position of the Board Chair.

DUTIES AND RESPONSIBILITIES

Strategy

1. Enable the Board to act effectively in carrying out its “Duties and Responsibilities” as described in the Board charter and as otherwise may be appropriate.
2. Ensure that the obligations of the Board are well understood by the Board and Management
3. Provide leadership to enhance Governance and foster ethical and responsible decision-making, conducted in a manner that allows the Board to act independently.
4. Work with the President and CEO to monitor progress on the annual Strategic and Business Plan, budgets, and policy implementation, in accordance with objectives outlined in the Contribution Agreement.
5. Provide advice, counsel and mentorship to the President and CEO and fellow members of the Board while providing timely feedback
6. In consultation with the President and CEO, ensure that there is an effective relationship between management and the members of the Board.

Board Structure and Management

1. Chair the Board meetings.
2. In consultation with the President and CEO, Corporate Secretary and the Chairs of the Committees of the Board, as appropriate, determine the frequency, dates and locations of meetings of the Board, of Committees of the Board, and of the Members.



3. In consultation with the President and the CEO and the Corporate Secretary, approve the meeting agendas to ensure all required business is brought before the Board to enable it to effectively carry out its duties and responsibilities.
4. Ensure, in consultation with the Chairs of the Committees of the Board, that all items requiring Board and Committee approval are appropriately tabled and brought to resolution
5. Ensure the proper flow of information to the Board and review, with the President and CEO and the Corporate Secretary, the adequacy and timing of materials in support of management proposals.
6. Maintain a liaison and communication with Board members to co-ordinate input from members and optimize effectiveness.
7. Ensure that responsibilities that are delegated to Committees are fulfilled and recommendations are brought forward to the Board for review and approval.
8. Monitor the performance of the Committees and its individual members through peer review, board assessment surveys and self-assessment.
9. Manage the Committee membership and Chair nomination and selection process.

Members

1. Chair the annual meeting, and any special meeting, of the Members.
2. Ensure that all business that is required to be brought before a meeting of Members is brought before such meeting and communicated in an effective manner.

Other

1. Represent the Board at meetings and/or events with Funders and other stakeholders, as required.
2. Carry out special assignments or any functions as requested by the Board or the Corporation.
3. Approve expenses submitted by the President and CEO as well as execution of contracts above thresholds outlined in the Signing Matrix.