

Policies and Procedures

<b>Section:</b> Governance	<b>Policy Number:</b> 2011-10
<b>Subject:</b> Position Description – Board of Officers	<b>Approved by:</b> Board of Directors
<b>Original Effective Date:</b> June 8, 2011	<b>Revision Dates:</b> April 8, 2019

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Chairperson

Date

## Position Description – Board Officers - Draft

### Purpose

*(Omit* The corporation is committed to ensuring that it achieves standards of excellence in the quality of its governance and has adopted) This policy describes the duties and expectations of the Board Officers **which include the** Chair, Vice Chair, Secretary and Treasurer. Officers must be directors. These Officers shall constitute the Executive Committee.

### (omit Officers

The Officers shall be the)

### Term of Office

Immediately following the Annual General Meeting, the board shall convene its first meeting for the purpose of appointing from among its members, officers to fill any vacancies. All officers will be appointed for a term of two (2) years in that office **up to a maximum of 6 years**. Any vacancy in an office shall be filled by a majority vote of the board, from among its members.

### Position Descriptions

#### *Chair*

- Provides leadership to the board
- Is the spokesperson for the Board of Directors
- Gives notice of meetings as per Article 3.09 of By-Laws
- **(Chairs instead of Presides at)** all meetings of the Board and the Executive Committee
- Ensures compliance with the by-laws
- Prepares meeting agendas
- Speaks to directors regarding any irregular attendance
- Participates in **and organizes** the orientation of new directors
- Prepares a report for the Annual General Meeting

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- Responsible for providing annual **ED-NP Lead** performance evaluation by recruiting relevant input from all board members and providing goals and objectives to ensure compliance with performance standards
- **Be available to the ED-NP Lead for consultation purposes. The Chair may invite other Board Officers or members to these meetings as required**
- **sits as a member of the Governance Committee**
- Is one of the Clinic's signing officers

*Vice Chair*

- During the absence or disability of the Chair, the Vice Chair shall perform all duties of the Chair
- Chairs the Nominating Committee
- Performs such duties as assigned **by the Chair**
- **is one of the Clinic's signing officers**

*Secretary*

- **(omit Serves on the Executive committee)**
- Ensures a full and accurate record of all Board and Executive committee meetings **(omit is taken)**
- Ensures all meeting minutes are signed on an annual basis
- Maintains the Director's and Officer's Registers
- Keeps a record of attendance of directors at Board and Committee meetings
- Ensures safekeeping of the minute books

*Treasurer*

- **(Omit Serves on the Executive committee)**
- Oversees the funds of the Corporation, in accordance with fiscal policies
- Makes reports of receipts and disbursements to the board as determined
- Is one of the Clinic's signing officers