

Policy Type: Governance Process

Policy Name: Board Chair Job Description

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Position: **Board Chairperson**

Time Commitment: Ten hours month (meetings, consultation, special events)

Term:

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### **Accountability**

The chairperson serves and is accountable to the board of directors of the Association for his/her performance

### **Authority**

The chairperson has no formal authority to direct the board or the affairs of the Association, unless otherwise authorized.

The chair may not, on behalf of the Association, enter into contracts without the knowledge and approval of the board and/or the Executive Committee of the board, and the Executive Director

### **Responsibility**

The chair is, first and foremost, responsible for the effective functioning of the board in its role of governing the Association. All other duties are secondary.

### ***Primary Duties:***

In addition to the duties of every board member, the chair is responsible for:

- Helping clarify the role of the board
- Collaborating with the executive director in the preparing of the board's meeting agendas
- Facilitating regular meetings of the Board of Directors
- Helping create a welcoming and appreciative environment conducive to real governance dialogue
- Enforcing rules of conduct as they apply to the board and its individual members
- Ensuring that that Board operates in a manner consistent with the Association's by-laws
- Serving as a public spokesperson, together with the Executive Director, for the Association
- Ensuring full and timely communication with members of the board

- Preparing for and chairing the Annual General Meeting (AGM)
- The preparation of the Board's annual governance report for inclusion in the Annual Report
- Mentoring other directors to assume the chair's role
- Co-signing contracts on behalf of the Association

### ***Secondary duties***

The chair may, with greater regularity than other members of the board:

- Prepare recommendations for board consideration
- Be available to the executive director for consultation purposes
- Represent the Board at meetings of stakeholders and funders

### ***Other duties***

Recognizing that the chair's role is a voluntary one, the board may authorize the chair to take on additional duties only if they do not interfere with any of the above.

### **Qualifications**

The chair must:

- Be committed to and interested in the mission of the organization
- Have a firm understanding of the role of the board vis-à-vis the executive director
- Be knowledgeable of some effective meeting and facilitation practices
- Have sufficient time to devote to his/her primary duties

### **Evaluation**

The effectiveness of the chair shall be evaluated as part of the evaluation of the Board itself.

### **Removal of Chair**

Unless otherwise indicated in the by-laws, the chair may be removed by a special resolution of the Board for which advance notification has been given to all Directors, duly moved and seconded, and passed by a majority of directors present at a regular or special meeting of the Board.

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Date Approved

*October 2008.* This version of the Board Chair Job Description differs from earlier versions in its emphasis on the leadership role more than the functions of the chair. We have removed the section which indicated that the chair was ex-officio member of all board committees as this seems to serve no useful purpose. In terms of qualifications we have removed an emphasis on the chair's in-depth knowledge of the organization in favour of a commitment to its mission or purpose and an interest in helping make the board a more effective deliberative body.