

# Policy Type: Governance Process

## Policy Name: Director's Job Description

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Position: **Board Director**

Term: 1 year renewable, elected annually at the Annual General Meeting (Article VI, 7 Letters Patent 2001)

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The FCBB shall be managed by a Board of Directors consisting of no less than six (6) and no more than (10). (Article VI, 1 Letters Patent 2001). A **quorum** of no less than 4 directors must be present for any business to be conducted. (Article VI, 8. Letters Patent 2001)

### **Accountability**

Directors are accountable for the FCBBs performance in relation to its mission and strategic objectives and for the effective stewardship of financial and human resources.

### **Authority**

Individual board members have no authority to approve actions by the FCBB, to direct staff, or to speak on behalf for the FCBB, unless given such authority by the Board.

### **Responsibility**

The Board of Directors shall choose from its members an **Executive Committee** consisting of a Chairperson and Vice-Chairperson or two Co-Chairpersons, a Secretary and a Treasurer. (Article VI, 4 Letters Patent 2001). The Executive Committee shall act on behalf of the Board and report all its activities to the Board.

Board members are responsible for acting in the best long-term interests of the organization and its community and will bring to the task of informed decision-making, a broad knowledge and an inclusive perspective.<sup>1</sup>

### **Powers of Directors under direction of the Board (Article VII Letters Patent 2001)**

The directors shall control and manage

- all of the affairs of the property of the corporation,
- exercise all and any powers to borrow or raise money,
- hire such persons as are necessary to carry out the work of the Corporation, and
- enter into agreements with other entities.

## **General Duties**

Every member of the Board of Directors is expected to do the following:

- Prepare for and attend board meetings
- Work as a team member and support board decisions
- Participate in the review of the FCBB's mission and objectives and the development of a strategic plan
- Monitor the performance of the organization in relation to objectives and core values
- Approve the budget and monitor financial performance in relation to it
- Abide by the by-laws, code of conduct and other policies that apply to the board
- Establish, review and monitor policies that guide core operational practices (eg. financial management, human resource management)
- Participate in hiring, evaluation and releasing the Coordinator
- Participate in the recruitment of new board members
- Participate in the evaluation of the board itself
- Participate in committee work<sup>2</sup>
- Attend and participate in the Annual General Meeting
- Keep informed about community watershed issues relevant to the mission of the FCBB

## **Qualifications**

The following are considered relevant job qualifications:

- Knowledge of the community
- Interest in environmental issues
- Commitment to organization's mission and strategic directions
- A commitment of time
- Openness to learning

## **Insurance**

Directors are covered under the Directors and Officers Liability Insurance.

## **Evaluation**

The performance of directors is evaluated in the context of the evaluation of the board and is based on the carrying out of duties and responsibilities as outlined above.

## **Removal of a Board Director**

A Director may be removed from the Board for cause in accordance with Article VI, 3 of the Letters Patent 2001.

**Approval date:** Board meeting of 30 October 2012.

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