



Roles & Responsibilities of the Board of Directors

Policy Number: G002
Policy Section: Governance
Applies to: Board of Directors
Updated: July 2019

Purpose

To outline the roles and responsibilities of the Board of Directors.

Policy

The Community Connections Society of Southeast BC (CCS) Board of Directors while not involved in the day-to-day management of the Society acts as a Governance Board.

The Board of Directors will always act in the best interests of the society and in performing their duties will exercise the care and skill of a reasonably prudent person.

Board members will refrain from becoming involved in staff or service issues and from activities that could be seen as to undermine the authority of the Executive Director.

The Board of Directors are responsible for corporate governance of the organization, on behalf of the membership, and is accountable under the Societies Act of British Columbia. The Board of Directors are responsible for the following:

- Focus on strategic leadership rather than day-to-day operations.
- Ensure that CCS fulfils its mandate in a legal, ethical, professional, prudent, and fiscally sound manner.
- Make decisions as a corporate body and ensure that committees and individual Directors act for the Board only if authorized to do so.
- Enforce on the Board and its members the discipline required to govern with excellence.
- Ensure the continuity of its governance capacity by recruiting interested and capable Directors, orienting new Directors, and developing continuing Directors.
- Direct and monitor CCS through policies which:
 - articulate the expected outcomes
 - establish processes by which the Board and Directors will perform their duties
 - set parameters for the day-to-day operations of CCS
 - outline the role of standing committees.
- Set the strategic direction for CCS and review regularly.
- Publish an accounting of CCS's performance annually.
- Foster relationships with other agencies attempting to enhance the well-being of the diverse people of our region.



Duties of the Chair of the Board of Directors (as referenced in the Governance Policy Manual [February 2019]) are:

- The Chair shall protect the integrity of the Board's process and shall
- represent and speak on behalf of the Board on governance issues.
- The Officers shall perform the duties prescribed in these Bylaws and such other duties as may be designated by the Board.
- The Chair, or an alternate, shall ordinarily preside over General Meetings and meetings of the Board, provide overall leadership to the Board, and represent the Board to the ED, the membership and the community.
- The Secretary shall be responsible for the minutes of meetings of the Society and the Directors.
- The Treasurer shall be responsible for the financial records of the Society.
- In addition to being responsible for the minutes of the meetings, the Secretary shall work in conjunction with the Chair to:
 - Issue notices of meetings of the Society and Directors;
 - Prepare and circulate the agenda for all meetings of the Board and set a deadline for receipt of agenda items and accompanying documentation;
 - Record the correspondence of the Society;
 - Record Board member meeting attendance;
 - Ensure safe custody of all records and documents of the Society except those required to be kept by the Treasurer;
 - Ensure maintenance of the register of members.
- In addition to being responsible for the financial records of the Society, as noted above, the Treasurer shall work in conjunction with the Chair to ensure that the Society meets its financial obligations under the Society Act, and specifically, to:
 - Present reports on the Society's financial affairs to the Board of Directors at all regular Board meetings and the annual general meeting;
 - Review the annual audit and answer board members' questions about the audit;
 - Chair the Finance Committee

The administrative duties of the Secretary and the Treasurer may be delegated to a Society staff member or to another person.

Legal Requirements

- An Annual Report will be prepared without delay following each Annual General Meeting to the Registrar of Companies along with the fee.
- A Registry of members shall be kept to include:
 - a. full name and address
 - b. date of membership and expiry
 - c. class of membership
- The Annual General Meeting will be held within 18 months of the last Annual General Meeting
- Auditor's report will be presented at the Annual General Meeting
- The Board of Directors will meet monthly (exception of summer months, July and August, when one (1) meeting may beheld)