

Terms of Reference for the Board Chair

Policy Type: Governance Process

Policy Number: #107

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The Chair presides over Board meetings and:

- a. ensures orderly discussion and adequate opportunity for *all* opinions to be heard;
- b. ensures that the Board refrains from administering the organization;
- c. *that, by way of the appropriate channels, members are provided with information they request;*
- d. ensures good attendance by all Board members;
- e. serves as an official spokesperson for the Board;
- f. is responsible for; clearly defining Board expectations to the CEO, defending the CEO from external attack, alerting the CEO to Board concerns and to serve as a sounding board for the CEO;
- g. establishes an orientation process for new Board members, to utilize their expertise and to make them feel part of the team;
- h. addresses inappropriate Board member(s) behaviour;
- i. leads Board committees in planning by ensuring the Board develops a vision of the organization's future, insisting the Board and committee actions either reflect the plan or require the plan or committee function, to be revised;
- j. establishes procedures for evaluating performance of the Board, Committees and that of the CEO;
- k. appoints the Chairs of all committees and task forces;
- l. chairs the Steering Committee;
- m. shall call, co-ordinate Board and other meetings and prepare the appropriate agendas; and
- n. shall co-ordinate, monitor and review the work and functions of all Committees.