

BOARD OF GOVERNORS – Governance Process

Policy # **GP 2 Role of the Chair**

Original Implementation Date: March 15, 2015

Most Recent Activity: January 22, 2019 - *No Revisions Made*

Next Mandatory Review Date: 2020-2021

Frequency of Reviews: Every three (3) years



The role of the chair is to ensure that the board fulfills its most important responsibility: the establishment and monitoring of the organization's values, vision, mission, ends, and outcomes with significant influence on the organization's viability and success.

The chair is responsible primarily for the integrity of the board's process and for representation of the board to outside parties. The chair, and/or his or her designate, is the only board member authorized to speak for the board.

The chair is designated to work with the President and CEO. The chair and the President and CEO will ensure that regular ongoing communication occurs between the two parties.

The chair's responsibilities are:

1. To ensure the board behaves consistently with its own policies and rules and those legitimately imposed upon it from outside the organization.
2. To chair board meetings with all the commonly accepted power of that position (e.g. ruling, recognizing).
 - 2.1 Limit discussion content to issues which, according to board policy, clearly belong to the board to decide, not the President and CEO.
 - 2.2 To deliberate in a fair, open and thorough, efficient, timely, orderly manner, and keep to the point operating within informal Robert's Rules of Order.
3. To ensure regular *In Camera* sessions are held and may call *In Camera* sessions as needed.
4. To ensure that the vice-chair is informed of current and pending board issues and processes.

5. To meet individually with board members to gather individual input:
 - 5.1 For committee assignments [refer to policy GP 6 Board Committee Structure];
 - 5.2 For board performance improvement [refer to policy BE 7 Board Performance Improvement]; and
 - 5.3 For maximizing utilization of each member's strengths and special talents.
6. To be involved with the orientation of new members

The chair is authorized to use any reasonable interpretation of the provisions in board policies.

The chair has no authority to make unilateral decisions about policies created by the board.