

Board Member Profile

PURPOSE: The Board of Directors is the legal authority for Circle of Care. As a member of the Board of Directors, a Director acts in a position of trust for the community and has a fiduciary responsibility for the effective governance of the organization. Directors are elected at the Annual General Meeting. They serve for a one-year term and may be re-appointed to continuous succeeding terms.

COMMITMENTS & UNDERTAKINGS AS BOARD MEMBER TO:

- ▶ Have a fiduciary duty and duty of care to the Corporation
- ▶ Comply with the Corporation's Ethical Framework and embrace the Code of Ethical Conduct.
- ▶ Declare a conflict of interest with respect to any discussion or decision making of a Corporation matter involving a personal or business interest, and refrain from participating.
- ▶ Abide by the Corporation's confidentiality policy and signed agreement.
- ▶ Keep informed, prepare for, attend and participate in Board and Committee meetings.
- ▶ Participate in self-evaluations, and evaluations of the Board every year.
- ▶ Communicate and interact with other agency members, including senior management, staff and the community in a manner that respects the interests of the agency, as well as the individual and opinion of others.
- ▶ Assist in developing and maintaining positive community relations.

DIRECTOR RESPONSIBILITIES:

- ▶ Administering the affairs of the Corporation in all things and in all manners.
- ▶ Participate in the development of the Corporation's strategic planning process by means of:
 - Considering, approving, and updating the Strategic Plan, its Mission, Vision and Values.
 - Approving the Ethical Framework and Code of Ethical Conduct
 - Establishing reporting systems to measure degree of achievement of its goals.
- ▶ Oversee the financial viability of the agency by means of:
 - Authorizing expenditures, acquisition and borrowing of funds if and as needed.
 - Ensuring sufficient reserves to meet all legal obligations and anticipated program needs.
 - Approving and monitoring capital and operational budgets.
- ▶ Through the Executive/Nominations Committee, oversee the CEO in respect of:
 - Recruitment and selection.
 - Establishment of appropriate compensation.
 - Monitoring and assessment of performance.
 - Terms of termination.
 - Establishing procedures to ensure all stakeholders are informed of the agency's activities.
 - Ensuring that the Board is made aware of changes in legislation under which it is governed.