



Role of the Chair

Adopted: Jan 2007
Modified: Sept 2013

There shall be a Board Chair, normally elected by the Board from amongst its members, normally serving for a three-year term, renewable once. The Chair ensures the integrity of the Board's process, makes reasonable interpretations of Board policy in the areas of Governance Process and Board-Executive Relationship, and ensures that the Board acts consistently with its own values and policies and those external requirements legitimately imposed upon the Board.

- 1) The Board Chair has the authority to make decisions within the Governance Process and Principal Relationship policies, except where the Board specifically delegates portions of this authority to others. The Board Chair is authorized to use any reasonable interpretation of the provisions in these policies.
 - a) The Board Chair does not make decisions within the Ends and Executive Limitations policy areas.
 - b) The Board Chair does not supervise or direct the Principal, or vice versa.
- 2) The Board Chair represents the Board, in announcing Board positions and in interpreting the work of the Board.
- 3) The Board Chair may delegate authority but remains accountable for its use.
- 4) The Board Chair:
 - a) Prepares the Board meeting agendas, in consultation with the Principal and other Board members;
 - b) Chairs the meetings of the Board, ensuring that it functions consistently within the relevant policies and rules;
 - c) Enables the Board to effectively and efficiently accomplish its work, keeping deliberations fair, open and thorough but also orderly and timely. The Chair encourages the expression of diverse perspectives, provides a safe and respectful space for dissenting viewpoints, and supports the development of collective decisions and shared vision.
 - d) The Chair will involve the Vice-Chair with the various duties and roles of the Chair to ensure adequate coverage and support.

- 5) The Chair, in consultation with the Principal, may bring in resource persons to facilitate or assist with various aspects of the agenda.