

# Community Care

## Northumberland

### ADMINISTRATIVE POLICY MANUAL

**SECTION:** Board of Directors

**POLICY:** Roles & Responsibilities

**DATE APPROVED:** July 8, 2011

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#### **POLICY:**

To ensure that the Board has a shared understanding of its governance role, the Board has adopted this Statement of the Roles and Responsibilities of the Board.

#### **PROCEDURE:**

##### *Responsibility of the Board*

The Board is responsible for the overall governance of the affairs of Community Care Northumberland.

Each Director is responsible to act honestly, in good faith and in the best interests of the agency and in so doing, to support the agency in fulfilling its mission.

##### *Strategic Planning and Mission, Vision and Values*

1. The Board participates in the formulation and adoption of the agency's mission, vision and values.
2. The Board ensures that the agency develops and adopts a strategic plan that is consistent with the agency's mission and values, and will enable the agency to realize its vision. The Board participates in the development of and ultimately approves the strategic plan.
3. The Board oversees agency operations and programs for consistency with the strategic plan and strategic directions.
4. The Board receives regular updates on the implementation of strategic directions and initiatives.
5. The Board ensures that its decisions are consistent with the strategic plan and the agency's mission, vision and values.

6. The Board annually conducts a strategic plan as part of a regular annual planning cycle.

#### *Quality and Performance Measurement and Monitoring*

1. The Board is responsible for establishing a process and a schedule for monitoring and assessing performance in areas of Board responsibility including:
  - a) Fulfillment of the strategic directions in a manner consistent with the mission, vision and values.
  - b) Oversight of management performance.
  - c) Financial conditions.
  - d) External relations.
  - e) Board's own effectiveness.
2. The Board ensures that management has identified appropriate measures of performance.

#### *Financial Oversight*

1. The Board is responsible for stewardship of financial resources including ensuring availability of, and overseeing allocation of, financial resources.
2. The Board approves policies for financial planning and approves the annual operating and capital budget.
3. The Board monitors financial performance against budget.
4. The Board approves investment policies and monitors compliance.
5. The Board ensures the accuracy of financial information through oversight of management and approval of annual audited financial statements.
6. The Board ensures management has put measures in place to ensure the integrity of internal controls.

#### *Oversight of Management (Selection, Supervision and Succession Planning)*

1. The Board recruits and supervises the Executive Director by:
  - a) Developing and approving the Executive Director job description
  - b) Undertaking an ED recruitment process and selecting the ED.
  - c) Reviewing and approving the ED's annual performance goals.
  - d) Reviewing ED performance and determining ED compensation.
2. The Board ensures succession planning is in place for the ED and senior management.
3. The Board exercises oversight of the ED's supervision of senior management as part of the ED's annual review.
4. The Board develops, implements and maintains a process for the selection of other senior management.

### *Risk Identification and Oversight*

1. The Board is responsible to be knowledgeable about risks and ensures that appropriate risk analysis is performed as part of Board decision-making.
2. The Board oversees the agency's risk management program.
3. The Board ensures that appropriate programs and processes are in place to protect against risk.
4. The Board is responsible for identifying unusual risks to the organization for ensuring that there are plans in place to prevent and manage such risks.

### *Stakeholder Communication and Accountability*

1. The Board identifies agency stakeholders/partners and understands stakeholder/partner accountability.
2. The Board ensures the agency appropriately communicates with stakeholders/partners in a manner consistent with accountability to stakeholders/partners.
3. The Board contributes to the maintenance of strong stakeholder/partner relationships.
4. The Board performs advocacy on behalf of the agency with stakeholders/partners where required in support of the mission, vision and values and strategic directions of the agency.

### *Governance*

1. The Board is responsible for the quality of its own governance.
2. The Board establishes governance structures to facilitate the performance of the Board's role and enhance individual director performance.
3. The Board is responsible for the recruitment of a skilled, experienced and qualified Board.
4. The Board ensures ongoing Board training and orientation.
5. The Board periodically assesses and reviews its governance through periodically evaluating Board structures including Board recruitment processes and Board composition and size, number of committees and their Terms of Reference, processes for appointment of committee chairs, processes for the appointment of Board officers and other governance processes and structures.

### *Legal Compliance*

The Board ensures that appropriate processes are in place to ensure compliance with legal requirements.