



Section 1.0 BOARD GOVERNANCE		Subject <i>1.6 ROLE OF THE BOARD MEMBERS</i>	
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**BOARD MEMBERS
ROLE**

All Board members have a fiduciary duty to act only in the best interests of the Foundation, giving due consideration to the Foundation’s stakeholders, and shall neither act in self-interest, nor in the sole interest of any individual municipality with which the Board member’s appointment may be associated.

Board members ensure all reasonable steps are taken by the Board to provide the independent governance oversight and accountability needed to enable the Foundation to fulfill its mission, vision and strategy.

- (1) Board members act as the trustee between the key ownership stakeholders and the organization.
- (2) Board members are obligated to fulfill fiduciary responsibilities, guard the organization against undue risk, determine program priorities and strategic direction, and generally direct organization activity.
- (3) Board members must assure organizational performance through the Chief Administrative Officer and ensure staff faithfully serve Board policy.

Board members must be loyal over and above in any:

- (1) Involvement in advocacy or interest groups, and memberships on other boards, councils or staffs;

Personal interest of any Board member, their family member, or affiliate acting as an individual consumer of the Foundation’s services.

COMMUNICATION

Board members must not individually represent the organization except as stated in Foundation policies:

- (1) While Board members acknowledge that, except as otherwise authorized by the Board from time to time, the Chair or the Chair’s delegate shall be the only person authorized to speak on behalf of the Board, Board members are encouraged to advocate where possible for approved Foundation goals and policies.

STAFF RELATIONS

Board members must not exert any individual authority over the organization except as stated in Foundation policies:

- (1) Individual Board members may not direct Foundation staff. Board members shall request information relating to Foundation business from the CAO. The CAO may designate other staff to provide assistance or information as necessary, or in the CAO’s absence.

PARTICIPATION

The commitment of Board members is evidenced by active participation in Board activities through ongoing regular attendance and involvement in Board-associated meetings and events:

- (2) Board members shall prepare themselves for all Board and committee meetings by familiarizing themselves with the meeting’s agenda and background materials to the greatest extent possible, with the goal of discussing the issues and business addressed at the meetings;



**North Peace Housing Foundation
Board Governance Handbook**

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- (3) Board members shall focus on high-level discussions and be prepared to deal with issues on a governance level;
- (4) Board members shall also participate in:
 - (a) strategic planning sessions;
 - (b) orientation and professional development workshops;
 - (c) Board development retreats; and
 - (d) other special Foundation events as appropriate.

Adopted By: _____
Hazel Reintjes (Board Chair)

Date: _____