

BOARD POLICY MANUAL

Type: Governance Process

Approved: April 19, 2011

Policy: GP-4 Chairperson's Role

Revised: June 20, 2024

Last Reviewed: August 15, 2024

The Chair, elected by the Board, assures the integrity of the Board's process and, secondarily, represents the Board to outside parties.

1. The assigned result of the Chair's job is that the Board operates consistently with its own rules and those legitimately imposed upon it from outside the organization.
 - 1.1. Meeting discussion content will include only those issues that, according to Board policy, clearly belong to the Board to decide or monitor.
 - 1.2. Information that is neither for monitoring performance nor for board decisions will be avoided or minimized and always identified as such.
 - 1.3. Deliberation will be, fair, open, thorough, efficient, limited to time, and to the point.
2. The authority of the Chair consists in making decisions that fall within topics covered by Board policies on Governance Process and Board – Management Delegation, with the exception of (a) employment or termination of the Director and (b) instances where the Board specifically delegates portions of this authority to others. The Chair is authorized to use any reasonable interpretation of the provisions in these policies.
 - 2.1. The Chair is authorized to chair Board meetings with all the commonly accepted authority of that position, such as ruling and recognizing.
 - 2.2. The Chair has no authority to make decisions about policies created by the Board within Ends and Executive Limitations policy areas. Therefore, the Chair has no authority to supervise or direct the Director or Principal.
 - 2.3. The Chair may represent the Board to outside parties in announcing Board-stated positions and in stating the Chair's decisions and interpretations within the area delegated to the Chair.
 - 2.4. The Chair may delegate this authority but remains accountable for its use.
3. The Chair is responsible to lead the Board through meetings (or to delegate that responsibility) and to lead through events occurring in the interim between Board meetings.
4. The Chair is responsible to lead the Board through all communication; the Administrative Assistant – Board is responsible for ensuring that all communication follow-up occurs as needed.

5. The Chair is responsible for maintaining a secure computer file containing confidential documents. These documents may include (but are not limited to):
 - Personnel documents for the Director (ie. contracts, reviews, letters of request).
 - Confidential correspondence.
 - Other material as necessary.The computer file should be backed up externally on a regular basis. The Chair will forward this file along to the incoming Chairperson and orient him/her to the documents included.
6. Ensure Annual meetings are set and included in Board Planning Cycle by June 30 of each year.
7. Act as Designated Spending Authority for designated Board funds. Monitor board funds on a quarterly basis.