



<b>SUBJECT:</b>  Role of Board Chair	<b>CATEGORY:</b>  Governance	<b>NO.</b>  G-1.2
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**PREAMBLE**

Acting on behalf of SIAS’s constituents, the board has principal responsibility for governance of the organization, fulfillment of SIAS’s mission and legal accountability for its operations.

**POLICY**

The board chair assures the integrity of the board's processes.

**PROCEDURES**

The board chair takes lead role in the following areas:

**Governance:**

- Ensures that the board of directors fulfills its responsibilities for the governance of SIAS.
- Ensures that the board discusses those issues which, according to board policy, belong to the board to decide.
- Focuses the board’s attention on matters of governance that relate to its own structure, role and relationship to management .
- Establishes an effective working relationship with the president/CEO, helping him/her to achieve the mission of the institution.
- Provides leadership to the board of directors, who set policy and to whom the president/CEO is accountable.
- Helps guide and mediate board actions with respect to organizational priorities and governance concerns.

Approved by:  Board of Directors	Prepared by:  Board Governance/ Policy Committee	Date Issued:  January 28, 2011	Supersedes/New  Supersedes	Page  1 of 3 #G-1.2
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- Ensures an effective working relationship with the minister responsible for SIAST and department officials.
- Ensures that board matters are handled properly, including preparation of pre-meeting materials, committee functioning, orientation of new board members, and any other matters that may come before the board.
- Provides advice and recommendations as appropriate to the minister responsible for SIAST on the recruitment of new board members in accordance with the “Appointment Guidelines for the SIAST Board of Directors”.
- Ensures the board behaves in a manner consistent with its own policies and practices.
- Signs, with other appropriate officers, corporate and legal documents.
- Ensures board members follow through on all assigned tasks

**Board Meetings:**

- Presides over all regular and special meetings of the board. The vice-chair shall assume the responsibilities of the chair in the absence of the chair.
- In consultation with the executive committee and the president/CEO, takes responsibility for establishing the agendas for board meetings. The board chair shall accept requests from board members for items to be included in the board agenda.

**Committees:**

- Recommends to the board which committees are to be established and seeks volunteers from the board members to serve on these committees.
- Ensures each committee has a chair and maintains contact with the chairs to ensure their work is being carried out.
- Convenes the executive committee and serves as *ex officio* member of all other board committees.

**President/CEO:**

- Establishes search committee for hiring of president/CEO.
- Oversees board discussions on evaluating the president/CEO position and negotiating compensation and benefits package, and conveys that information to the president/CEO.
- Discusses issues confronting the organization with president/CEO.
- Reviews with the president/CEO any issues of concern to the board.
- Authorizes out-of-province travel and approves expenses submitted by the president/CEO.

Approved by:	Prepared by:	Date Issued:	Supersedes/New	Page
Board of Directors	Board Governance/ Policy Committee	January 28, 2011	Supersedes	2 of 3 #G-1.2

**External Contacts:**

- Meets with key stakeholders including ministers, government officials, union representatives, student association executive, regional colleges' board chairs and business/industry representatives.

**Community:**

- Represents SIAST in the community.
- Serves as the official spokesperson for the board and is the only board member authorized to speak for the board (beyond simply reporting board decisions) unless specifically authorized by the board. In some instances, the board may specifically authorize and approve a board member other than the board chair to speak on behalf of the board of directors.
- Speaks to the media on behalf of SIAST (as does the president/CEO).

Approved by:	Prepared by:	Date Issued:	Supersedes/New	Page
Board of Directors	Board Governance/ Policy Committee	January 28, 2011	Supersedes	3 of 3 #G-1.2