

PURPOSE

The Board of Directors assumes overall responsibility for the governance of CSAE, establishes policy to provide direction for the organization, sets strategic priorities towards achieving the Mission and Vision and monitors the overall performance of the Board, the President & CEO and the organization.

ACCOUNTABILITY

The Board of Directors is accountable to the Members

AUTHORITY

The Board shall exercise oversight in the following areas:

Direct...Organizational Performance

1. Articulate the vision, mission, values, beliefs and guiding principles for CSAE.
2. Identify strategic priorities and adopt a flexible strategic plan. Establish clear performance indicators for organizational performance in relation to pre-defined goals and targets, ensuring accountability.
3. Develop and approve an annual plan of Board work, including standing committees, to be completed in conjunction with the annual planning cycle
4. Approval of annual operating plan and budget in support of achieving strategic objectives.

Protect...in the interest of members

5. Develop, maintain, review and audit governance policies to provide clear direction and minimize risk to the organization and its members
6. Ensure fiscal viability of the organization through a fund development strategy that includes the establishment of revenue diversification targets by funding source.
7. Recommend an auditor for approval by the members annually at the Annual General Meeting.
8. Conduct a regular review of the by-laws and recommend changes for approval at the Annual General Meeting
9. Ensure the integrity of internal controls for financial management
10. Develop, maintain, review and audit an enterprise risk management framework; set the risk appetite and risk tolerance for the organization and establish a risk matrix to define how risks are assessed and responded to.



Respect ...Members' Expectations

11. Develop, approve and implement a 2-way communication strategy between CSAE and its members. Provide advice to management on the implementation of said strategy.
12. Ensure CSAE programs and services are relevant to members and other stakeholders and incorporate feedback.
13. Communicate about CSAE's financial health and the integrity of the organization's reported financial performance and compliance.
14. Review and approve position statements on advocacy issues, as presented.

Reflect...on Organizational Results

15. Review the strategic plan on an ongoing basis to adjust strategy as needed and monitor progress towards performance indicators.
16. Monitor organizational results against the annual operating plan and budget.

Select & Expect...great Board-Management Interaction

17. Select and retain an effective President & CEO. Provide regular and effective performance management tied to organizational performance indicators.
18. Uphold the Association's Code of Conduct and other group norms as agreed upon from time to time.

Connect...for Healthy Board Relations

19. Implement and monitor a strategy to fully engage all Board directors in an effort to create an environment where board members are willing to both understand and challenge each other's perspectives as they work towards shared expectations.
20. Ensure an effective succession plan is in place for key leadership positions (board and senior staff) within CSAE.
21. Facilitate a regular board evaluation process, including committee evaluations and individual evaluations of Board directors and committee chairpersons. Implement action plans that may arise from the evaluation process

SUPPORT

The President & CEO, and other CSAE employees as designated, provides support to the Board through full professional and administrative services.



MEMBERSHIP

- As defined in the By-laws

BOARD ENGAGEMENT

- Board meetings are held in-person and/or electronically at minimum four times per year.
 - o Additional meetings/work may be required during the course of the year.
 - o The frequency of meetings will be assessed by the Board of Directors on an annual basis
- Board members are encouraged to actively participate in a minimum of one committee (standing or advisory) as part of his/her role.
- As a result, Board members should expect to spend approximately six to ten hours per month on board work.