Flamborough Connects Board Chair Mandate

Purpose of the Role

The Board Chair provides leadership to the Board of Directors to ensure the organization is governed effectively, operates in alignment with its mission and strategic priorities, and fulfills its legal, ethical, and fiduciary responsibilities.

The Chair supports the Board in fulfilling its governance mandate while maintaining a constructive partnership with the Executive Director. The Chair does not manage staff or operations directly but ensures appropriate oversight and accountability through the Executive Director.

Authority and Accountability

- The Chair is accountable to the Board of Directors and the members of the organization.
- The Chair acts as the official spokesperson for the organization unless this responsibility is delegated.
- The Chair ensures that the Board functions effectively and that directors are able to fulfill their fiduciary duties to the organization.

1. Governance Leadership

The Chair provides leadership to the Board of Directors to ensure that the organization fulfills its governance responsibilities.
This includes:

- Ensuring the Board focuses on the organization's mission, vision, values, and long-term strategic direction
- Ensuring appropriate governance structures, policies, and internal controls are in place
- Ensuring the organization complies with its bylaws, constating documents, and regulatory obligations
- Supporting the Board in fulfilling its fiduciary and ethical responsibilities

2. Board Leadership and Effectiveness

The Chair supports a high-performing Board by:

- Leading effective meetings of the Board and Executive Committee
- Ensuring meetings encourage meaningful participation and balanced discussion
- Ensuring decisions of the Board are clearly articulated and documented
- Evaluating the effectiveness of Board meetings and governance processes
- Supporting recruitment, orientation, and development of Board and committee members
- Ensuring processes exist to evaluate the effectiveness of the Board and individual directors
- Supporting succession planning for Board leadership roles
- Recognizing the contributions of Board members

3. Partnership with the Executive Director

The Chair maintains a collaborative and constructive relationship with the Executive Director to support the effective functioning of both the organization and the Board.
Responsibilities include:

- Working with the Executive Director to develop the Board's annual calendar of activities
- Collaborating with the Executive Director on the development of Board and Executive Committee agendas
- Supporting the Executive Director in governance matters, strategic planning, advocacy, and fundraising activities
- Ensuring that the Board receives the information necessary to fulfill its oversight responsibilities

4. Committee Leadership

The Chair ensures that committees support the governance responsibilities of the Board.
This includes:

- Ensuring committees are established as needed to support the Board's work
- Ensuring appropriate committee leadership and membership
- Serving as an ex-officio member of committees when appropriate
- Supporting committee chairs in fulfilling their mandates

5. Representation and Community Leadership

The Chair represents the organization in governance and community settings by:

- Acting as the official spokesperson for the organization or delegating this role when appropriate
- Supporting outreach, advocacy, and partnership development
- Participating in fundraising and grant initiatives where appropriate
- Reporting to members on the activities of the organization and the Board at the Annual General Meeting

6. Financial and Signing Authority

- The Chair acts as a signing officer for cheques, contracts, and other official documents requiring Board authorization.
- The Chair supports the Board in its responsibility to oversee the financial health of the organization and ensure appropriate financial accountability.

Term and Commitment

The Chair serves a term as defined by the organization's bylaws and governance policies.

The role requires regular participation in Board meetings, committee oversight, and collaboration with the Executive Director, along with occasional representation at organizational events and community engagements.

Governance Principles

The Chair shall ensure that:

- The Board focuses on governance rather than operations.
- Directors fulfill their fiduciary duties and ethical obligations.
- Governance practices support transparency, accountability, and the long-term sustainability of the organization.