



Director Job Description

Position:	<u>Board Member</u>
Time commitment:	Approximately 4-10 hours a month including meeting preparation and time; committee work and special events. The Board of Directors meets five to six times per year, with no meetings in July or December.
Term:	Two-year terms elected annually at the Annual General Meeting (late August or early September). A board member can serve three consecutive terms and then is required to take a year leave before returning to the board if so desired. Past President may remain for an additional term to serve on the Executive and Board.

Accountability

The Board of Directors is collectively accountable to the Change for Children community, funders, and other stakeholders. Board members share responsibility for the organization's strategic direction, fiduciary oversight, legal compliance, and alignment with its mission, values, and strategic objectives, including the effective stewardship of financial and human resources.

Authority

Individual board members have no authority to approve actions on behalf of the Association, to direct staff, or to speak on behalf of the Board, unless given such authority by the board. Authority rests solely with the Board acting collectively through properly constituted meetings and approved motions. Individual directors shall not interfere in day-to-day operations or direct staff outside established governance processes.

Responsibility

Board members are responsible for acting in the best long-term interests of the organization and its community and will contribute to informed decision-making through broad knowledge, sound judgment, and an inclusive perspective. Board members contribute to organizational strategic priorities and committee work plans through the Board's governance and planning processes.

The Board of Directors governs the organization. Governance means ensuring that the organization's actions are in keeping with the vision, mission, purpose and values of the organization, and that it fulfills the obligations outlined in funding agreements and its commitments to the community and membership. Governance is ensured through appropriate oversight of organizational strategy, financial stewardship, and program effectiveness, as well as the review and monitoring of appropriate policies.

Major responsibilities of the Board and its committees include:

- Provide governance oversight, strategic guidance, and professional expertise to support Change for Children's mission and strategic priorities.
- Development and management of Change for Children committees including committee recruitment, terms of reference and work plans.

- Organization of the board of directors including board recruitment, board development and board evaluation.
- Formulation and oversight of policies and procedures.
- Maintain confidentiality regarding sensitive organizational, personnel, donor, financial, and governance matters.
- Financial management, including adoption and oversight of the annual budget.
- Oversight of program planning and evaluation.
- Review of organizational and programmatic reports.
- Prepare for and attend all board meetings.
- Work as a team member and support board decisions.
- Participate in the review of the Organization's mission and objectives and provide oversight to the development of a strategic plan.
- Abide by the by-laws, code of conduct and other policies that apply to the board.
- Establish, review and monitor policies that guide core operational practices (e.g. financial management, human resource management).
- Attend and participate in the Annual General Meeting.
- Volunteer at our bi-annual CASINO fundraiser.
- Support Change for Children's fundraising efforts by making an annual financial contribution at a personally meaningful level, participating in fundraising initiatives, and helping expand awareness and engagement within the community. This includes attending Change for Children's Annual Development Dinner and contributing to the event's success by inviting and hosting guests and serving as an ambassador for the organization.
- Stay informed about the organization's activities, ask questions, seek information as needed, and work collaboratively with staff and fellow board members to advance our shared goals.

Evaluation

- **Annual Board and Director Evaluation:** The Board of Directors conducts annual self-assessments and reflects on individual and collective effectiveness.
- **Executive Director Evaluation:** The Board of Directors periodically reviews the Executive Director's performance against strategic and operational objectives.

Removal or Resignation of a Board Member

A director may be removed in accordance with the Association's bylaws. A director may be released at the end of the elected term or during their term by submitting a letter of resignation to the board chair.

Committees

Committees are chaired by Board Directors and may include non-board members. Typical committees include Finance, Fund Development, HR/Volunteers, Governance/Nominations, and Program Oversight. Standing and ad hoc committees support the Board of Directors' work by focusing on specific areas, making recommendations, and ensuring oversight. Committees operate within terms of reference approved by the Board of Directors.

Ethical Standards and Conflict of Interest

- All directors must adhere to a code of ethics and declare conflicts of interest.
- The Board of Directors may establish an Ethics Committee to oversee compliance and review ethical issues.
- Directors are expected to support decisions of the Board once duly adopted, even where differing opinions were expressed during deliberations.