



Position Descriptions President, Vice-President, Treasurer

The President

The President provides leadership to the Board. The President is accountable to the Board and acts as a direct liaison between the Board and the Registrar/CEO. The President represents the Board and liaises with stakeholders, including acting as a spokesperson on behalf of the Board and CDSBC.

Duties and Responsibilities of the President:

- **Liaison with the Registrar/CEO**
 - a) acts as a liaison between the Board and the Registrar/CEO;
 - b) fosters a constructive relationship between the Board and the Registrar/CEO;
 - c) ensures the Registrar/CEO is aware of concerns of the Board and stakeholders;
 - d) ensures that the Board receives information necessary to allow it to effectively discharge its responsibilities;
- **Works with the Board Officers**
 - a) consults with the Board Officers on the following matters: Board and stakeholder concerns, schedules, agendas, meeting materials, Board budget, (see section 6 of the Manual);
 - b) assists the Board Officers in developing the optimal key skills and attributes required of the President by providing mentorship over the course of the year;
- **Acts as Board Chair**
 - a) in concert with the Registrar/CEO:
 - i) sets the annual schedule of Board and Board Committee meetings;
 - ii) develops and sets Board meeting agendas;
 - iii) reviews and approves pre-meeting information packages for completeness, with the goal of providing Board Members with sufficient background information to enable them to prepare for the meeting;
 - b) calls meetings of the Board;
 - c) presides over Board meetings and general meetings of CDSBC;
 - d) may attend any Board Committee meeting as a non-voting member, if he or she is not a member of that committee. In this capacity, the President observes, provides advice and oversees the coordination of the Board Committee's work in relation to the Board, but does not vote;
 - e) works with the Registrar/CEO to develop the annual Board budget for approval by the Board;
 - f) oversees issues raised with respect to conflicts of interest;



- **Board Effectiveness**

- a) guides the Board in fulfilling its regulatory, policy and organizational oversight responsibilities as set out in the Board Duties and Responsibilities;
- b) ensures the Board has cohesion of direction and purpose at a policy and strategic level;
- c) ensures the Board maintains the boundary between the Board and operational (staff) responsibilities;
- d) liaises with Board Committee chairs to ensure coordination between the work of the Board Committees and the Board and satisfactory Board Committee reports for the Board;
- e) exercises a strong guiding role with respect to Board culture and the nature of discussions at the Boardroom table, elevating the expectation level for the Board and individual Board Members and ensuring the discussion consistently remains at the appropriate (“elevated”) level and on the right topics by:
 - i) ensuring that only high-level issues are on the agenda;
 - ii) ensuring that the Board receives the appropriate amount and type of information that the Board needs to discharge its oversight functions in order to make effective decisions without getting into operations;
 - iii) framing the discussion on each topic (i.e., setting the question) so that the discussion will naturally require broad thinking rather than details; and
 - iv) ensuring Board Members stay on topic and at the right level so the Board is focused on its governance responsibilities;
- f) at meetings, encourages participation of all Board Members and promotes a spirit of collegiality where robust questioning and discussion is encouraged by all Members;
- g) builds consensus and develops teamwork within the Board;
- h) fosters ethical and responsible decision making by the Board and its Members;
- i) ensures that each Board Member is contributing to the Board’s work;
- j) makes himself or herself available to individual Board Members for questions, counsel and discussions relating to CDSBC;
- k) provides new Board Members with information on the Board’s key issues as part of the Board Member orientation program;
- l) keeps the Board up to date on all significant developments of CDSBC, both at and between meetings;
- m) in consultation with the Governance Committee, leads and/or participates in the Board, Board Committee and Board Member evaluation process;

- **Appointments and Elections**

- a) Works with the Registrar/CEO to liaise with the Board Resourcing and Development Office and the Minister regarding new public member appointments and re-appointments;
- b) prior to an election being held provides each constituency with:
 - i) the Individual Board Member Position Description (and, if applicable, the President and/or Board Officers’ Positions Descriptions); and
 - ii) the Board’s analysis of the needs to be filled on the Board as a whole;



- **External Relations**

- a) signs documents on behalf of the Board as authorized by the Board;
- b) participates in events organized by CDSBC; and
- c) liaises with external stakeholders.

The Vice President

- a) performs the President's duties, if the President is absent or unable to perform his or her duties;
- b) is the Governance Committee Chair;
- c) assists the President on the following matters:
 - i) ensuring the Registrar/CEO is aware of concerns of the Board and stakeholders;
 - ii) ensuring that the Board receives information necessary to allow it to effectively discharge its responsibilities;
 - iii) setting the annual schedule of Board and Board Committee meetings;
 - iv) developing and setting Board meeting agendas;
 - v) reviewing and approving pre-meeting information packages for completeness, with the goal of providing Board Members with sufficient background information to enable them to prepare for the meeting; and
 - vi) working with the Registrar/CEO to develop the annual Board budget for approval by the Board.

The Treasurer

- a) performs the President's duties, if both the President and the Vice-President are either absent or unable to act;
- b) is a Finance and Audit Committee Member;
- c) assists the President on the following matters:
 - i) ensuring the Registrar/CEO is aware of concerns of the Board and stakeholders;
 - ii) ensuring that the Board receives information necessary to allow it to effectively discharge its responsibilities;
 - iii) setting the annual schedule of Board and Board Committee meetings;
 - iv) developing and setting Board meeting agendas;
 - v) reviewing and approving pre-meeting information packages for completeness, with the goal of providing Board Members with sufficient background information to enable them to prepare for the meeting; and
 - vi) working with the Registrar/CEO to develop the annual Board budget for approval by the Board.

**Board Officers**

The President, Vice-President and Treasurer together constitute the “Board Officers.”
The Board Officers are accountable to the Board.

Duties and Responsibilities of Board Officers

The role of the Board Officers is advisory.

In keeping with these responsibilities, Board Members are required to make full and timely disclosure of any actual, potential or apparent conflicts of interest in accordance with procedures set out in the Board’s Code of Conduct in order to protect the integrity of CDSBC. (Section 7.2 of the Governance Manual)