

College of Nurses of the Northwest Territories and Nunavut



Board Policy

POLICY NAME	Roles and Responsibilities of the Directors of the Board		POLICY NO.	B3	
EFFECTIVE DATE	December 11, 2024	DATE OF LAST REVISION	September 19, 2019	VERSION NO.	6
APPLIES TO Apply group names to define applicable areas of staff.					
College of Nurses of the Northwest Territories and Nunavut (CNNN) Board of Directors (BOD)					

VERSION HISTORY				
VERSION	APPROVED BY	REVISION DATE	DESCRIPTION OF CHANGE	AUTHOR
6	Board of Directors	October 23, 2024	Revised to reflect new board structure, policy template, organizational changes	Executive Director, Megan Wood
5	Board of Directors	September 19, 2019	Revised	Executive Director
4	Board of Directors	April 13, 2004	Revised	Executive Director
3	Board of Directors	April, 2000	Revised	Executive Director
2	Board of Directors	May, 1996	Revised	Executive Director
1	Board of Directors	October, 1987	Replacement of Policy 1.2	Executive Director

PURPOSE

Describe to what and to whom this policy applies.

This policy defines the role and responsibilities of the CNNN BOD along with the specific responsibilities and duties of each member of the Board.

POLICY

It is the responsibility of the BOD to manage and conduct the affairs of CNNN and exercise the duties and responsibilities as defined in the bylaws. It is the responsibility of the BOD to ensure CNNN achieves its ends in the best interest of the public and its members.

The Board of Directors ensure ends are met through advocacy, policy governance and strategic planning.

The BOD is established in accordance with CNNN's Board and Committee Composition Matrices.

Roles and Responsibilities of Each Director of the Board

Act as a link between CNNN and the public, including members:

- Maintain authority over, and responsibility for, the structures and systems of CNNN;
- Approve policies and develop strategies that guide CNNN and provide direction for the Executive Director,
- Meets all legal requirements that pertain to CNNN,
- Provide support to the Executive Director,
- Remain attentive to the changing needs of CNNN's membership and key partners,
- Speaks with one voice through formal motions adopted at its meetings,
- Links potential volunteers to CNNN, and
- Recruits voting delegates.

Organizational Awareness

- gains knowledge and experience of board governance and operational requirements by participating in board orientation, preparing for board meetings and active participation,
- gains knowledge and awareness of regional/national/global nursing issues which may impact CNNN, through reading of distributed materials and other sources.

Governance

The Board will govern using a policy governance framework with an emphasis on:

- outward vision rather than an internal preoccupation,
- commitment to obtaining membership input,
- encouragement of diversity in viewpoints,
- strategic leadership rather than administrative detail,
- clear distinction of Board and staff roles,
- collective rather than individual decisions,
- future orientation rather than past or present, and
- proactivity rather than reactivity.

The Board will govern through written Board Policies addressing:

- Organizational products, impacts, benefits, outcomes, recipients, and their relative worth (what good, for whom, at what cost).
- Constraints on executive authority which establish the prudence and ethics boundaries within which all executive activity and decisions must take place.
- Specification of how the Board conceives, carries out and monitors its own tasks.
- How authority is delegated, and its proper use monitored; the Executive Director role, authority and accountability.

Financial Oversight and Development

- Approve CNNN's year-end financial report, annual operating budget, and other reporting as required,
- Approve policies that implement sound financial controls for CNNN and ensure policy compliance,
- Approve policies regarding CNNN's feed schedules,
- Approve financial decisions and actions beyond the authority of the Executive Director, and
- Safeguard and approve changes in CNNN's assets and resources beyond the authority of the Executive Director.

Selection, Support, and Evaluation of Senior Management

- Select the Executive Director,
- Determine the Executive Director's compensation, and set out in clear terms the Executive Director's authority, responsibilities and accountability,
- Conduct a formal evaluation of the Executive Director on an annual basis; and,
- Make provision for the Executive Director's professional development.

Set goals and participate in strategic planning.

Participate as a member or chair of a Board committee as the need arises.

President -- Specific Responsibilities

- carries out the responsibilities in the Bylaws,
- ensures a chairperson is designated according to the Bylaws, to perform the duties of chairperson,
- collaborates with the Executive Director,
- to identify issues for Executive/Board consideration,
- to ensure suitable public relations are maintained,

- represents CANN at public functions or ensures an alternate attends,
- seeks out and actively participates in liaison meetings with:
 - Department of Health and Social Services, NT/Department of Health, NU,
 - Union of Northern Workers/Nunavut employees union,
 - other health related professional associations,
- signs bylaws, contracts and some correspondence on behalf of CANN, •
- writes the President’s Message in the CANN Annual Report,
- performs the annual performance appraisal of the Executive Director,
- welcomes and assists the Executive Director to orient new Board members,
- delegates functions as appropriate to the President-Elect, Past-President, Secretary, Treasurer or other Board members.

President-elect -- Specific Responsibilities

- carries out the responsibilities in the Bylaws,
- assists the President in the performance of their duties,
- becomes familiar with the functions of CANN in preparation for the role of President.

Past-president -- Specific Responsibilities

- carries out the responsibilities in the Bylaws,
- assists the President and President-elect in the performance of their duties.

Secretary -- Specific Responsibilities

- carries out the responsibilities in the Bylaws,
- gives the Executive Director a corrected copy of the minutes within a reasonable time-frame in order for them to be prepared for appropriate distribution.

Treasurer -- Specific Responsibilities

- carries out the responsibilities in the Bylaws,
- oversees the financial management of CANN to ensure financial decisions are within CANN’s mandate. The Treasurer may request random monthly reviews of cheques issued, accounts paid and motions directing expenditures,
- participates in the review of CANN’s financial management with the appointed auditor and Executive Director,
- assists the Executive Director in preparation of the annual budget and revised budget.

Director – Specific Responsibilities

- carries out the responsibilities in the Bylaws,
- attends meetings of the Board.

Public Representative/Member of the Public

- carries out the responsibilities in the Bylaws,
- attends meetings of the Board.
- serves as a resource to the Board by applying skills, education and experience to the work of CANN, •
- serves as a communication link between the profession and the public,
- develops depth of knowledge of nursing and health care issues.

PROCEDURES

Information for the BOD pertaining to Code of Conduct, Structure, and Matrix should be adhered too.

TERMS AND DEFINITIONS

Define any acronyms, jargon, or terms that might have multiple meanings.

TERM	DEFINITION
N/A	N/A

CONDITIONS AND EXCEPTIONS

Describe exceptions here.

The day-to-day business of CNNN will be carried out by the Executive Director in accordance with legislative authority and direction from the Board per policy.

The Executive Director will attend all Board meetings in a non-voting capacity.

AUTHORITY AND ACCOUNTABILITY

This policy is issued under the authority of the CNNN Board of Directors and is governed by the Nursing Profession Act (2023), s13 and The Nursing Professions Act (2023) and CNNN Bylaw 3 - 8.

The Board of Directors has the authority to revise this Policy as required.

ROLE	RESPONSIBILITY
Board of Directors	To carry out the functions within the policy and revise as necessary