Board & Executive Director Roles, Responsibilities & Authority

The following is an example of key items. It is not meant to be an exhaustive list.

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| Area | Board | Executive Director |
| Mission | Develops and has final decision | Provides input at request of Board  |
| Vision/ends/strategic outcomes | Develops with input of Executive Director and senior staff; Board has final decision | Provides info to Board and participates along with senior staff in the vision development process |
| Policy development | Task of Board (only governance policy) | Information, suggestions and assistance to Board  |
| Policy review | Task of Board  | Feedback on effectiveness or relevance of policy |
| Monitor/oversight | Task of Board (may assign some portions to Executive Director) | On-going responsibility of Executive Director |
| Protect interests of organization | Ensure that the actions and decisions of Board and staff are in the best interests of organization | All staff actions and decisions must satisfy this condition |
| Financial well-being of organization | Ensure financial soundness of organization – full responsibility | Authority and accountability re: effective management of financial resources |
| Stakeholder relationships | Communicate and interact with stakeholders; build and maintain positive relationship with stakeholders | Satisfy client or customer needs; build and maintain positive relationship with stakeholders |
| Board effectiveness | Responsibility of President and all Board members | No direct role |
| Strategic plan development | Convene planning sessionDevelop vision and strategic goals in collaboration with Executive Director and senior staff | Provide planning informationParticipate along with senior staff in planning sessionAuthority to develop, with staff, annual goals/outcomes and strategies |
| Succession planning | Ensure plan in place | Develop plan |
| Board member recruitment | Full responsibility | Might make suggestions |
| New Board member orientation | Responsible for, but can share with, the Executive Director | Share with Board – but Board is responsible |

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|  Area  |  Board Executive Director |
| Identification and resolution of issues that will materially affect the organization or major stakeholders | Identifies and decides which issues it wants to address | Identifies for Board – provides background info |
| Annual General Meeting | Full responsibility | Assist Board  |
| Hire, fire, evaluate, compensate Executive Director | Full responsibility | No responsibility |
| Budget development | No role or responsibility | Full responsibility |
| Governance framework | Full responsibility | No role/responsibility |
| Employee relations | Establishes governing policy but no direct role/responsibility | Full authority and responsibility |
| Program development | No role/responsibility | Full authority and responsibility |
| Program and service delivery | No involvement if consistent with goals and values established by the Board  | Full authority and responsibility |
| Marketing and promotion of programs and services | No involvement | Full authority and responsibility |
| Financial management | Governance policy and oversight | Full authority and responsibility |
| Budget approval | Ultimate authority | No authority |
| Service contracts | Establish conditions/policy | Authority and responsibility within policy guidelines |
| Day-to-day management, administration, operations | Set conditions, constraints for how business is to be conducted | Operate within conditions, constraints set by Board  |
| New program initiatives | Provide advice if requested | Establishes and implements |
| Staff deployment and assignment | No role | Full authority to establish and implement |
| Personnel policies | Sets governance policy | Full authority to develop and implement operational personnelpolicies and procedures |

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| Area | Board | Executive Director |
| Strategic goals (3 to 5 years) | Develops with Executive Director and senior staff; makes final decision | Provides input and participates in process |
| Annual goals/outcomes (1 to 2 years) | Reviews and provides feedback to Executive Director | Develops with staff &submits to Board for review /comments |
| Day-to-day operations | No role other than to create global policy that governs day-to- day operations | Makes all management, administration and operational decisions |
| Capital purchases | Approves through policy | Decides based on policy |
| Decisions on building, renovation, leasing, expansion | Sets policy or works with Executive Director to achieve best outcome | Follows policy or works with Board to achieve best outcome |
| Supply purchases | Establishes global policy | Purchases according to Board policy and maintains audit information |
| Unplanned major repairs | Approves, modifies, rejects | Obtains estimates and prepares recommendation for Board approval |
| Minor repairs | Policy should include amount that can be spent without Board approval | Authorizes repairs up to prearranged amount |
| Emergency repairs | Works with Executive Director | Notifies Board Chair and acts with concurrence from Chair |
| Hiring of staff | Sets policy that governs hiringHires Executive Director | Recruits, hires and fires employees; has full authority |
| Firing of staff | Is informed | Power and authority to act |
| Staff complaints/grievances | Board establishes policy and process | Follows Board policy and process |
| Staff salaries | Sets governance policy | Full authority to determine and implement within policy set by the Board  |
| Staff evaluations | Evaluates only Executive Director | Evaluates all staff |