

	Policy Name	BOARD GOVERNANCE POLICY	
	Policy Number	BOD-001	Rev 0
	Created By	R. Campbell (Aug 2021)	
	Approved By	Board of Directors	
	Date Approved	October 30, 2021	

BOARD GOVERNANCE POLICY

1. PURPOSE

The purpose of this policy is to establish basic guidelines for the Board of Directors ("Board") in the Alpine Club of Canada ("Club"). This outlines individual and collective responsibilities of Board members and the Board as a whole.

The role of the Board is to provide Strategic Leadership by setting direction, making and overseeing policy, and contributing to strategy decision, while also overseeing and monitoring organizational performance and ensuring overall organization accountability. These areas of focus will enable management to run the day-to-day operations of the organization.

2. APPLICATION AND SCOPE

This policy applies to all Board of Directors members.

3. OUTCOMES

The goals of this policy are to ensure that the board meets their minimum fiduciary duties while contributing to the long-term success of the Club.

4. MANDATORY REQUIREMENTS

The role of the board is broken down to collective responsibilities of the Board and individual responsibilities of each board member.

Collective Responsibilities of the Board

The board as a whole is responsible for the following duties

1. Be involved in setting and approving the organization's mission and direction.
2. Hire, support, and assess the performance of the Executive Director.
3. Be involved in the development of and approve the 3-year strategic plan.
4. Ensure the organization is regularly assessing and mitigating risk.
5. Approve yearly budgets and strategic plans, ensuring effective organizational planning to achieve the tangible milestones and goals outlined in each yearly budget.
6. Ensure adequate resources for the organization to fulfill its mission, working in partnership with the chief executive and development staff, if any, to raise funds from the community.
7. Review quarterly performance against yearly budget and milestones.
8. Ensure legal and ethical integrity and maintain accountability of the Club, staff, contractors, and members.

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9. Recruit and orient new Board members and assess Board performance.
10. Offer insight and assist in decision making for the Executive Director as required.

Individual Responsibilities of Board Members

Each board member is responsible for the following duties

- A. Attend all board/committee meetings and functions, including reviewing the agenda and supporting materials prior to meetings.
- B. Be informed about the organization's mission, services, policies, bylaws and programs.
- C. Assist the Board in carrying out its fiduciary responsibilities.
- D. Chair their committees or task forces, including preparation and submission of yearly TOR and budgets.
- E. Be available to take on special assignments where required and possible.
- F. Suggest potential future nominees for the Board to the Nomination Committee.
- G. Follow conflict of interest and confidentiality policies.
- H. Refrain from making special requests of the staff.
- I. Always act with loyalty and honesty towards the Club, ensuring actions are in good faith and the best interest of the Club.
- J. Disclose any conflicts of interest to the rest of the Board.
- K. Exercise reasonable care in all decision making, without placing the organization at unnecessary risk.

REVISION HISTORY

Date	Description
26-Aug-2021	Rev A: Creation of policy
25-Oct-2021	Rev B: Resubmitted to Board for Approval at October 30, 2021 Meeting
30-Oct-2021	Rev 0: Approved by Board of Directors.