

The Nesbitt Centre

**Board of Directors
Handbook & Evaluation**

Board of Directors Induction

- ✓ Handbook
- ✓ Board Evaluation
- Duty Statement
- Sign Conflict of Interest Doc
- Policies and Procedures
- Centre Tour

Board Directors Handbook

- Purpose
 - Document desired good governance expectations through principles and practices
 - Introduce vision and mission
 - Set expectations for Directors
 - Comply with Social Welfare expectations

Key Roles for Board

- Manage business plan alignment to strategy
- Monitor performance
- Manage/support Executive Director position
- Implement stewardship frameworks and policies
- Accept accountability and responsibility to stakeholders
- Ensure transparency in operations and communications
- Document structures to ensure Board role, efficient operation, avoidance of conflict of interest
- Represent and enhance reputation of TNC in the community

Board Responsibilities

- Legal responsibility for governance
- Act in good faith with diligence and integrity
- Oversight for Centre direction
- Recruit new Board members

Individual Board Member Responsibilities

- **Duty of Care**
 - Attend meetings
 - Contribute to decisions
 - Carry out duties in reasonable, responsible manner
- **Duty of Loyalty**
 - Make decisions in the best interest of TNC not for other groups or personal gain
- **Duty of Obedience**
 - Be faithful to TNC visions and mission and act in a way that is consistent with the goals of the Centre

Managing the Board

- Documented processes related to:
 - Accountability
 - Financial Control
 - Compliance
 - Policies and procedures
 - Public reporting
- Role of the Chairperson
- Board Member Commitment
- Recruiting Board Members
- Meetings and Record Keeping
- TNC Responsibility to Support the Board

Board Member Code of Conduct

- Purpose

- To protect the interests of the Centre and stakeholders
- Ensure highest standards of governance
- Clarify and set expectations for Directors

Key Characteristics, Qualities and Expectations of Board Members

1. Strategic Leadership
2. Programs and services evaluation
3. Financial responsibilities
4. Staff leadership responsibilities
5. Ethics and communication
6. Measuring Board effectiveness and performance