



## Canadian Civil Defence Museum Association

Policy Name: Board of Directors/ Executive Director Policy Relationship	Policy Number: CCDMA-04
Policy Type: Executive Limitations	
Date Approved: November 14, 2016	Dates Revised: n/a

The Board of Directors (Board) of the Canadian Civil Defence Museum Association (CCDMA) operates as a policy board. As such:

- The Board has one employee, the Executive Director, who is accountable to the Board.
- The Board speaks to the Executive Director with one voice, through policy.
- The Board's only official contact with CCDMA staff is the Executive Director — the Executive Director is responsible for staff.
- There is a clear separation of governance from management duties. The Board does not involve itself in operations (e.g., annual planning, programs, services, staffing) except to define, through the Executive Director, the limits of prudence and ethics. Staff are the responsibility of the Executive Director.

The Board governs through four major policy categories:

1. Strategic Planning: vision, mission, values, and goals
2. Governance Process: how the Board will operate (e.g., governing style, board job descriptions, code of conduct, conflict of interest)
3. Board Executive Director Relationship: how the Board relates to the Executive Director (e.g., Executive Director job description and monitoring)

The primary functions of the CCDMA Board are to set policy, monitor policy, review and evaluate policy, and evaluate the Executive Director. Based on the Policy governance model, the CCDMA Board delegates management and operational responsibilities to the Executive Director in the running of the non-profit, charitable organization, as follows:

1. Support the Board with development of the vision, mission, strategies, and policies for the CCDMA.
2. Make the Board aware of changes in assumptions upon which any Board policy has previously been established.

3. Submit data required by the Board in a timely, accurate, and understandable fashion, directly addressing provisions of the Board policies being monitored in relation to Executive Director performance.
4. Inform the Board of relevant trends, anticipated adverse media coverage, senior personnel changes, actual or potential lawsuits against the organization, material external and internal changes, and publicly visible event or changes.
5. Advise the Board if, in the Executive Director's opinion, the Board is not in compliance with its own policies on governance process and Board / Executive Director Relationship, particularly in the case of Board behavior that is detrimental to the work relationship between the Board and the Executive Director.
6. Ensure that information presented to the Board is timely, accurate, complete, and in a form useful for governance decision-making.
7. Provide a timely, secure mechanism for official Board, officer, or committee communications.
8. Deal with the Board through the President, except (a) for fulfilling individual requests for information; or, (b) for responding to officers or committees duly charged by the Board.
9. Supply for the Board Consent Agenda all items delegated to the Executive Director yet required by law or contract to be Board-approved, along with the status of each item.
10. Provide reasonable administrative support for Board activities.
11. Report to the Board, in a timely manner, actual or anticipated non-compliance with any policy of the Board.
12. Hire staff and volunteers to accomplish the strategic plan approved by the Board.
13. Supervise and evaluate Board members when they volunteer to work on projects for the CCDMA.
14. As outlined in the CCDMA Bylaws, the Executive Director is an ex-officio, non-voting member of the CCDMA Board of Directors and all Board committees.