

Board - CEO Relationship Policy

October 28, 2013

Unity of Control

Only decisions of the Board acting as a body are binding on the CEO.

Accordingly,

- Decisions or instructions of individual board members, officers, or committees are not binding on the CEO except in rare instances when the Board has specifically authorized such exercise of authority.
- In the case of Board members or committees requesting information or assistance without Board authorization, the CEO may use discretion as to whether or not the request is reasonable and achievable within the bounds of resources and time.

Accountability of the CEO

The CEO is the Board's only link to operational achievement and conduct, so that all authority and accountability of staff, as far as the Board is concerned, is considered the authority and accountability of the CEO.

- The Board will never give instructions to persons who report directly to the CEO.
- The Board will refrain from evaluating, either formally or informally, any staff other than the CEO.
- The Board will view CEO performance as identical to organizational performance, so that organizational accomplishment of Board-stated outcomes and not exceeding CEO Limitations will be viewed as successful CEO performance.

Delegation to the CEO

The Board will instruct the CEO through written policies that prescribe the organizational Outcomes to be achieved and that describe organizational situations and actions to be avoided, allowing the CEO to use any reasonable interpretation of these policies.

Accordingly,

- The Board will develop policies instructing the CEO to achieve certain results (Board Ends Policy), for certain recipients, within prescribed limitations (Executive Limitations Policy).
- The Board will develop policies that limit the latitude the CEO may exercise in choosing the organizational means. These policies will be developed systematically from the broadest, most general level to more defined levels, and they will be called CEO Limitations.

- As long as the CEO uses any reasonable interpretation of the Board’s Outcomes and CEO Limitations Policies, the CEO is authorized to establish all further policies, make all decisions, take all actions, establish all practices, and develop all activities true to the Board’s overarching policies.
- The Board may change its Outcomes and CEO Limitations policies, thereby shifting the boundary between Board and CEO domains. By doing so, the Board changes the latitude of choice given to the CEO. However, as long as any particular delegation is in place, the Board will respect and support the CEO’s choices.
- The CEO may not perform, allow or cause to be performed any act which is unlawful, insufficient to meet commonly accepted business and professional ethics or the “prudent person” test in violation of funding source requirements or regulatory bodies or contrary to explicit Board constraints (see Executive Limitations) on executive authority.

CEO Job Description

A. REPORTING TO: BOARD OF DIRECTORS

B. POSITION SUMMARY

The paramount responsibility of every employee is to adhere to, and promote, our organizational Vision and Mission statements.

The Executive Director is more specifically responsible to provide overall management leadership to the service, human resources, financial and information components of the organization. The Executive Director is also a resource to the Board of Directors.

C. DUTIES AND RESPONSIBILITIES

The major responsibilities of the Executive Director include the following:

1.0 *Resource to the Board of Directors*

- (i) Report to the Board of Directors at meetings on the progress of the organization in achieving stated outcomes through written and verbal reports at board and general membership meetings.
- (ii) Assist the board and its committees in the development of policies for the organization through the provision of reliable and timely information.
- (iii) Prepare background information on issues as required by the Board of Directors related to planning, policy, monitoring quality and ensuring financial stability.
- (iv) Inform the Board of Directors of local, provincial and federal government policies and/or initiatives that affect the organization.
- (v) Facilitate the planning and organization of meetings.

- (vi) Prepare and distribute minutes and reports following board meetings in preparation for next meeting.
- (vii) Submit annual changes in board membership and/or bylaws to appropriate government organizations.

2.0 Compliance with Legislation and Policy Requirements

- (i) Identify requirements in legislation and regulations including the Human Rights Code, Labour Relations Act, Employment Standards Act, Canada Health Act, Fire and Health Department regulations that pertain to the organization.
- (ii) Ensure compliance with all relevant legislation and regulations.
- (iii) Ensure policies and procedures are in place to respond to the requirements specified in legislation and regulations.
- (iv) Inform the Board of Directors of the outcome of compliance reviews, inspections and other regulatory processes.
- (v) Document and take action in response to suspected abuse, illness or accident according to legislation/regulations and the policies and procedures of the organization.

3.0 Risk Management

- (i) Ensure and maintain appropriate insurance policies and coverage.
- (ii) Inform the Board of Directors of potential situations that could potentially create liabilities for the organization.
- (iii) Implement policies, procedures and standards to minimize risk.

4.0 Operational Management

- (i) Develop and implement operational management plans that support the strategic directions for the organization as stated by the Board of Directors.
- (ii) Ensure that all policies and procedures manuals are in place and that all staff have proper orientation and training in this area.
- (iii) Facilitate the strategic planning process that provides the framework for all organizational, program and policy development.
- (iv) Develop, implement and monitor an organizational design that enables the organization to achieve its mission, mandate and strategic directions.
- (v) Appoint a designate in the event of the absence of the Executive Director.

5.0 Management Priorities and Outcomes

- (i) In consultation with the various stakeholders of the organization, determine the priorities and outcomes for the service delivery, finance,

human resources, information and overall operations of the organization.

- (ii) Monitor and evaluate the results achieved against specified outcomes (as they are determined) in the service delivery, finance, human resources, information and operations.
- (iii) Identify variances from established outcomes and ensure corrective action is taken.
- (iv) Monitor and evaluate quality through a well defined process.

6.0 Service Delivery Management

- (i) Ensure that programs and services reflect the mission and values of the organization.
- (ii) Evaluate programs regularly to ensure they meet the quality standards of the organization.
- (iii) Identify community needs through consultation with the key stakeholders of the organization.
- (iv) Prepare proposals for the development of new programs.

7.0 Human Resources Management

- (i) Analyze and design organizational structure and job functions and set performance standards.
- (ii) Provide direct supervision to the management team and staff.
- (iii) Provide professional guidance to the management team in the resolution of concerns and problems.
- (iv) Provide a positive, fair and learning environment within the organization.
- (v) Review and revise job descriptions to reflect responsibilities, authority and accountability.
- (vi) Ensure that appropriate staff recruitment, selection and general hiring processes are implemented. Participate in the selection of managerial employees and finalize offers of employment to same.
- (vii) Ensure that all staff have orientation and training to carry out their responsibilities.
- (viii) Ensure confidential employee files are maintained with up-to-date information including address, health card number, allergies, qualifications, hours worked, sick and vacation time entitlements, emergency contacts, performance evaluations and disciplinary correspondence.
- (ix) Conduct probationary and annual job performance evaluations of senior staff and ensure that all other staff are evaluated by their immediate supervisor.
- (x) Research specific needs and develop an annual staff training plan.

- (xi) Implement disciplinary action according to the policies and procedures of the organization.
- (xii) Terminate employee contracts as required.

8.0 Financial Management

- (i) Plan, develop, prepare and present an annual budget which reflects accurately the allocation of funds and meets any funding requirements of the provincial government.
- (ii) Authorize funding expenditures within the approved budget.
- (iii) Monitor the financial stability and viability of the organization and identify any variances/issues to the Board of Directors on a monthly basis.
- (iv) Ensure that complete, accurate financial records are maintained.
- (v) Implement financial spending and fee collection policies, files and procedures.
- (vi) Ensure that services, supplies and equipment that are purchased are within budget guidelines.
- (vii) Negotiate annual service contracts and budgets with government and optimize revenues from subsidiary sources (e.g. United Ways, Trillium), ensuring that the reporting requirements of each are met.
- (viii) Identify opportunities for partnerships, innovative approaches to problem solving and alternative sources of funding.

9.0 Information Management

- (i) Ensure that the various information service components (hardware, software and people) work cohesively towards the achievement of the information needs of the organization.
- (ii) Monitor the quality and overall accuracy of the information systems.
- (iii) Plan and recommend areas of growth with respect to the management information system.

10.0 Physical Facilities Management

- (i) Ensure proper maintenance of all assets and leased properties; enter into contractual arrangements as required (e.g. for lawn maintenance, snow removal, needed repairs, etc.).
- (ii) Ensure appropriate and safe working conditions exist to enable staff to carry out their duties.

11.0 Communications

- (i) Provide leadership and initiative in developing and maintaining positive relationships with appropriate groups, community organizations and government bodies.

- (ii) Ensure regular communications with staff.
- (iii) Communicate and consult with the stakeholders of the organization (i.e., consumers, community partner organizations) as required.
- (iv) Communicate with the media, as required, on operational activities and/or issues.

12.0 Representation of the Organization

- (i) Represent the organization in meetings with government, community partner organizations, provincial associations, etc., as may be required from time to time.
- (ii) Participate in community collaborative initiatives, inter-agency planning and coordination activities designed to improve outcomes for individuals with developmental disabilities and their families.

13.0 Professional Development

- (i) Participate in a performance evaluation process and follow up on any stated actions and/or goals.
- (ii) Attend professional development opportunities.

D. AUTHORITY

The Board of Directors delegates authority to the Executive Director to:

- (i) Manage the organization.
- (ii) Manage the resources of the organization in an effective and efficient manner.
- (iii) Interpret and implement the policies of the organization.

E. ACCOUNTABILITY

The Executive Director is accountable to the Board of Directors for the following:

- (i) Exercising leadership and developing an organization that is capable of adapting to the changing needs of individuals, families and the community.
- (ii) Ensuring that legislation, regulations, policies and procedures are not violated.
- (iii) Ensuring that the programs and services are delivered within the approved budget and that resources are allocated wisely.
- (iv) Ensuring that the staff of the organization have the support, supervision, orientation and training to carry out their responsibilities.
- (v) Ensuring a safe, healthy and productive work environment.
- (vi) Maintaining a harmonious working relationship with staff.

- (vii) Providing reliable and timely information to support the decision making processes of the organization.
- (viii) Developing and maintaining positive working relationships with community organizations and governments.
- (ix) Ensuring that the organization is perceived by the community in a positive manner.
- (x) Minimizing the financial and legal liabilities of the organization.

F. QUALIFICATIONS

The minimum qualifications for the Executive Director position are as follows:

1.0 Educational Requirements

- (i) University degree in a discipline acceptable to the Board of Directors.

2.0 Knowledge and Skill Requirements

- (i) Five years or more supervisory experience.
- (ii) Experience in the field of developmental disabilities.
- (iii) Experience in working with a non-profit Board of Directors.
- (iv) Knowledge of relevant legislation pertaining to the organization.
- (v) Knowledge and skill to provide professional expertise and guidance to staff.
- (vi) Excellent written and verbal communication skills.
- (vii) Effective and well developed interpersonal skills.
- (viii) Computer literacy of a level sufficient to facilitate management of the organization.
- (ix) Experience in program planning, development and evaluation.
- (x) Confident and consistent decision making skills.
- (xi) Resourcefulness and flexibility to meet the needs of the organization and demands of the position.
- (xii) Ability to work independently and as a team member to achieve outcomes and deadlines.
- (xiii) Ability to balance demands/priorities and manage effectively.
- (xiv) Ability to be a positive role model to program staff.

3.0 Competencies and Judgment

Demonstrated competence and good judgment to:

- (i) Handle emergencies, crisis, hostile behaviour.
- (ii) Maintain control in difficult and frustrating situations.

- (iii) Use professional judgment on a daily basis within guidelines established by provincial legislation and established policies and procedures.
- (iv) Provide support and supervision to staff members.
- (v) Accommodate competing demands.
- (vi) Communicate orally and in writing to families, staff, community agencies and the public.
- (vii) Make effective group presentations.
- (viii) Maintain confidentiality.

G. MAJOR CONTACTS

The Executive Director will maintain regular contact with the following:

- (i) Board of Directors
- (ii) Management Team
- (iii) Directly Supervised Staff
- (iv) Community Partner Organizations
- (v) Funders and other regulatory bodies.

H. WORKING CONDITIONS

The working conditions for the Executive Director are as follows:

- (i) Work is generally performed in office and community settings.
- (ii) Flexible hours.
- (iii) Work involves regular driving assignments. Some overnight travel is required.

I. EMPLOYMENT CONDITIONS

Specific employment conditions of the Executive Director are specified in an employment contract with the Board of Directors .

Monitoring and Evaluating CEO Performance

The performance of the CEO is inextricably tied to the performance of the agency. Agency performance is determined by regular reviews of the agency Goals Management System (GMS) and a review of performance in relation to the CEO Job Description as above. The following points provide a performance review guide to the Executive Committee:

- The Executive Committee of the Board conducts CEO performance reviews. This approach ensures methodological consistency, confidentiality, experience and professionalism. The Executive Committee is typically and deliberately made up of the more experienced members of the Board.

- The Executive Committee will acquire monitoring data through various means including but not limited to the following: (a) by review of the agency Goals Management System (GMS), (b) by external report, in which a third party assesses compliance with Board policies (i.e. MCSS compliance or auditor's reports), (c) by review of the accreditation results and recommendations, or (d) by review and discussion of any of the responsibilities listed within the CEO job description above.
- In every case, the standard for compliance shall be any reasonable CEO interpretation of the standard set out by the Board in policy format. Any changes to this template and full policy should be communicated to the CEO well in advance so that both the Board and CEO are aware of the criteria upon which performance is measured.
- All policies that instruct the CEO will be monitored at a frequency and by a method chosen by the Board.

Each year the President issues a performance letter highlighting observations coming out of the above process and this provides an ongoing performance record within the CEO's personnel file.