

Duties and Responsibilities of the Board, Directors and Officers of Tourism Golden

The Board has a fiduciary responsibility to act honestly and in good faith in the best interests of the organisation. It must exercise due care, diligence and skill that prudent people would exercise in similar circumstances. It must represent its members and be responsible for the overall management of the organisation.

General Board Responsibilities

- Develop mission, vision and long range plans for the organization
- Contributes to setting of policies and formulation of strategies with management
- Approves goals, programs and plans in conjunction with the management.
- Select an executive director, ensure management succession planning and monitor the performance of the organization
- Ensure good member relations and effective communication systems are in place
- Review and approve capital and operating budgets
- Act as trustees and to safeguard corporate assets
- Ensure the integrity of the organization's internal control and management information system(s)
- Identify and mitigate risks facing the organization
- Fulfill and comply with legislation affecting the organization
- Report to the membership and to recommend by-law and rule changes deemed necessary for the welfare of the organization
- Delegate operational authority to the Executive Director
- Ensure the long-term health of the organization
- Ensure written procedures are in place and applied
- Represents the organization and its mandate and objectives on other Boards
- Establish, implement and monitor policies and procedures regulating the duties, powers and functions of Board Committees.
- Carry out duties which cannot, by legislation, be delegated to the Executive Director.

Individual Board Director Responsibilities

- Promotes the interests of the organization at all times.
- Regularly attends board meetings and important related meetings in accordance with minimum attendance guidelines stipulated in Bylaws and Constitution.
- Attends Special Meetings as required.
- Makes serious commitment to participate actively in committee work.
- Volunteers for and willingly accepts assignments and completes them thoroughly and on time.
- Stays informed about committee matters, prepares themselves well for meetings, and reviews and comments on minutes and reports.
- Stays adequately informed to vote knowledgeably with a view to promoting the best interests of the organization.
- Lends judgement to Board decisions.
- Gets to know other committee members and builds a collegial working relationship that contributes to consensus.
- Is an active participant in the annual planning and evaluation processes and in staff assessment.
- Participates in worthwhile social and economic endeavours for the organization as appropriate, representing the organization and its mandate and objectives at all times.
- Respects the confidential nature of all business coming before them.
- Acts ethically and avoids conflicts of interest.
- Proactively represents and reports to stakeholders for whom they are responsible.
- Promotes and abides by all decisions and positions taken by the Board of Directors.

Mandate & Role Description for the President

Time Commitment: Ten hours month (meetings, consultation, special events)

Accountability: The President serves and is accountable to the board of directors of the Association for his/her performance

Overall Role: A strategic role in representing the vision and purpose of the organization. Ensure management committees function properly, that there is participation at all meetings, all relevant matters are discussed and that effective decisions are made and carried out.

Authority: The President has no formal authority to direct the board or the affairs of the Association, unless otherwise authorized. They may not, on behalf of the Association, enter into contracts without the knowledge and approval of the board and/or the Executive Committee of the board, and the Executive Director.

Duties / Responsibilities:

In addition to the duties of every board member, the chair is responsible for:

- Serving as the chief volunteer of the organization.
- Providing leadership to the Board of Directors, setting policy and to whom the Executive Director is accountable.
- Collaborating with the Executive Director in the preparing of the board meeting Agendas.
- Control meeting attendance.
- Facilitating regular meetings of the Board of Directors.
- Signs copies of minutes at each meeting after Board approval.
- Encouraging Board involvement in strategic planning.
- Serving ex-officio as a member of committees and attending meetings when invited.
- Helping guide and mediate Board actions with respect to organizational priorities and Governance concerns.
- Reviewing with the Executive Director any issues of concern to the Board.
- Directly line managing the Executive Director.
- Deal with Board administrative issues.
- Manage Director performance and deal with issues arising from non-compliance with job requirements.
- Monitoring financial planning and financial reports from the Finance Committee.
- Evaluating annually the performance of the organization in achieving its mission.
- Ensuring that that Board operates in a manner consistent with the Association's by- laws.
- Enforcing rules of conduct as they apply to the board and its individual members.
- Ensuring full and timely communication with members of the board.
- Preparing for and chairing the Annual General Meeting (AGM) and special member meetings as appropriate.
- Serving as a public spokesperson, together with the Executive Director for the Association representing the organization to the public, with government regulators and government agencies.
- The preparation of the Board's annual governance report for inclusion in the Annual Report.
- Co-signing contracts on behalf of the Association.
- Helping create a welcoming and appreciative environment conducive to real governance dialogue.
- Mentoring other directors to assume the chair's role.
- Planning orientation of new directors and ongoing training for all.

Other duties: Recognizing that the President's role is a voluntary one, the board may authorize the President to take on additional duties only if they do not interfere with any of the above.

Mandate & Role Description for the Vice- President

This position is typically successor to the President position. The responsibilities of this position:

- Is a member of the Board
- Performs President responsibilities when the President cannot be available (see President role description)
- Reports to the Board's President
- Works closely with the President and other staff
- Performs other responsibilities as assigned by the Board.
- Assists the Board President as required.

Mandate & Role Description for the Treasurer

Overall Role: to maintain an overview of financial affairs of the organization, ensuring its viability and ensuring proper financial records and procedures are maintained.

Duties / Responsibilities:

- Is a member of the Board.
- Liaise with staff about financial matters: budgets, accounts, cash flow and financial statements.
- Administers fiscal matters of the organization.
- Develops annual budget with Executive Director and provides to the board for members' approval.
- Ensures development and board review of financial policies and procedures.
- Ensure appropriate accounting procedures and controls are in place.
- To ensure compliance with relevant legislation.
- To ensure recommendations of auditors are implemented.
- To make a presentation of the accounts at the AGM if the accountant is not available.
- To chair meetings of the finance committee.

Mandate & Role Description for the Secretary

Overall Role: support the President in ensuring responsible administration and smooth functioning of the Board.

Duties / Responsibilities:

- Is a member of the Board.
- Takes minutes at each Board Meeting.
- Ensures President signs minutes once approved.
- Ensures Minutes are distributed to members shortly after each meeting.
- Oversees the preparation, maintenance and completion of records of all meetings of the members and the Board.
- Is sufficiently familiar with legal documents (articles, by-laws, IRS letters, etc.) to note applicability during meetings
- In the absence of the President and Vice President, assume their duties and responsibilities.

Mandate & Role Description for all Committee Chairs

- Is a member of the Board
- Sets tone for the committee work.
- Ensures that members have the information needed to do their jobs.
- Oversees the logistics of committee's operations.
- Reports to the Board's President.
- Reports to the full Board on committee's decisions/recommendations.
- Works closely with the Executive Director and office staff as agreed to by the Executive Director.
- Assigns work to the committee members, sets the agenda and runs the meetings, and ensures distribution of meeting minutes.
- Initiates and leads the committee's annual evaluation.
- Initiates regular committee meetings.