

Governance Policy:

POL #GP-0002



Policy Name: Executive Director

Date of Creation: 30/01/2023

Last Reviewed: 30/01/2023

Next Review: January 2024

The board's sole official connection to the operational organization, its achievements and conduct will be through a Chief Executive Officer, titled the Executive Director.

1.0 Unity of Control

Only officially passed motions of the board are binding on the Executive Director.

1.1 Decisions or instructions of individual board members, officers, or committees are not binding on the Executive Director except in rare instances when the board has specifically authorized such exercise of authority.

1.2. In the case of board members or committees requesting information or assistance without board authorization, the Executive Director can refuse such requests that require, in the Executive Director's opinion, a material amount of staff time or funds or are disruptive.

1.3. Only the board acting as a body can employ, discipline, or terminate the Executive Director, evaluate Executive Director performance, or change the conditions of the Executive Director's employment.

2.0 Accountability of the Executive Director

The Executive Director 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 Executive Director.

2.1. The board will refrain from giving instructions to any staff other than the Executive Director.

2.2. The board will refrain from evaluating, either formally or informally, any staff other than the Executive Director.

2.3. The board will view Executive Director performance as identical to organizational performance. Therefore, the Executive Director's job description is, in a broad sense, to serve the goals and objectives of the strategic plan as devised by the board.

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2.4. The Executive Director will provide reports, analysis, and recommendations to the Board as required.

2.5. A formal evaluation of the Executive Director by the Board will occur annually, based on the achievement of the performance metrics outlined in Item III Section A. This formal evaluation will be conducted by cumulating the regular monitoring data provided during the year and identifying performance trends evidenced by that data.

2.5. (a) The board may use a committee approach for the purposes of the Executive Director's evaluation.

3.0 Monitoring Executive Director Performance

3.1. The Executive Director's role is to accomplish the board's strategic goals and objectives through the operationalization of the strategic plan; Executive Director job performance will be measured solely by systematic and rigorous monitoring of Executive Director job performance in comparison to the board's required Executive Director job outputs: the organizational accomplishment of the Executive Director's annual work plan and organizational operation within the boundaries of the Executive Director's reasonable interpretation of board policies.

3.1. (a) The purpose of monitoring is solely to determine the degree to which board policies are being complied with, and organizational progress along the board's strategic plan.

3.1. (b) In every case of Executive Director compliance with board policies, the board will judge only

- i. the reasonableness of the Executive Director's interpretation of board policies, and
- ii. whether data demonstrates compliance with the policy in question.

3.1 (c) In every case of organizational progress along its strategic plan, the board will judge only:

- i. the Executive Director's reasonable completion of its annual work plan as reported to the board, and
- ii. any external factors that may have hindered organizational accomplishment of any work plan goals.

3.1. (d) In the case where the Executive Director's interpretation of board policies is reasonable, but does not meet outcomes expected by the board, the board shall revise its policies.

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3.1. (e) In the case where the Executive Director shows non-compliance with board policies, they shall provide data to the board regarding what steps will be taken to meet compliance in a timely manner.

4.0. Executive Director Hiring and Compensation

4.1. Executive Director compensation will be decided based on corporate performance and executive market conditions.

4.1.(a) Corporate performance will be only that performance revealed by the monitoring system to be directly related to criteria given by the board in policy.

4.1.(b) Compensation will cover the entire range of salary, benefits, and all other forms of compensation.

4.1.(c) The board will, when necessary and unless in extraordinary circumstances as determined by a three quarters majority vote of the board, appoint the Chair and Vice Chair and a minimum of one other board member to an ad-hoc committee to assess Executive Director compensation or participate in any employment contract negotiations with the Executive Director.

i. A minimum of one officer must be appointed to the compensation committee.

4.2. In the event that the SAOC must hire an Executive Director, the Board shall strike a hiring committee.

4.2.(a) The hiring committee shall consist of:

i. The incumbent Executive Director, if possible;

ii. The Chair;

iii. The Vice-Chair; and,

iv. The President and one other board member; or

v. In the case where the President is the incumbent Chair or Vice Chair, two other board members.

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5.0 Expenditure Approval and Signing Authority

5.1. In overseeing day-to-day operations, the Executive Director may incur reasonable expenditures.

5.1.(a) Approval by the board as a body shall be required for:

- i. All capital and/or operating expenditures in excess of \$10,000.
- ii. Disposal of assets in excess of \$10,000.
- iii. Staff hires or contracts outside of the approved annual budget.
- iv. Opening of new bank accounts and closure of existing accounts.

5.1.(b) The Executive Director shall have the authority to approve:

- i. All budgeted capital and/or operating expenditures up to \$10,000.
- ii. Disposal of assets up to \$10,000.
- iii. Staff hires or contracts within the approved budget.
- iv. All operating expenditures incurred in the course of ordinary business and within the approved annual budget.

5.2. The board shall designate the Executive Director as a signing authority for all contracts, purchase orders, cheques, banking accounts, and expenditures.