



Policy 4 – Role of Directors

Role of Directors

Directors are elected, acclaimed or appointed in accordance with the By-laws. The Executive Committee Members are Directors. The Directors' role is to manage (or supervise the management of) the activities and follow the rules and regulations according to the BC Society Act, Métis Nation BC, Rocky Mountain Métis Association By-laws, policies and governing documents. Directors must be committed to the vision, mission, goals and policies of the Society.

A Director who is given authority to act on behalf of the Board may carry out duties individually but only as an agent of the Board. In such cases, the actions of the Director are those of the Board, which is then responsible for them. A Director acting individually, without the authority to act on behalf of the Board, has only the authority and status of any member of the society and the Board is not responsible for their actions.

Responsibilities of Directors

1. Eligibility of Directors

Directors shall:

- 1.1 Not be eligible if they are a current employee of the Rocky Mountain Métis Association,
- 1.2 Not be eligible if they are a past employee until 3 months following their last day worked for the Rocky Mountain Métis Association.

2. Duties of Directors

Directors shall:

- 2.1 Have a duty of loyalty and places the interests of the society first,
- 2.2 Not use their position on the Board to further their personal gain,
- 2.3 Have a duty of diligence, to act reasonably and in good faith,
- 2.4 Consider the best interest of the organization and its citizens and members,
- 2.5 Be knowledgeable about the organization, the services it provides and the Métis communities in which it operates.

3. Code of Conduct

The Directors shall:

- 3.1 Become familiar with and adhere to the Director Code of Conduct.

4. Conflict of Interest

Directors shall:

- 4.1 Avoid and declare any conflicts of interest and situations that would compromise the principles of the organization or lead to the perception of compromise. Refer to Conflict of Interest Policy

5. Relationship to the Board

Directors shall:

- 5.1 Become familiar with Board policies and procedures, meeting agendas and reports in order to participate in Board business,
- 5.2 Support a majority vote of the Board to advance the work of the Board and monitor progress to ensure decisions are implemented,
- 5.3 Refer governance queries, issues and problems not covered by Board policy to the Board for discussion and decisions,
- 5.4 Attend meetings of the Board; participate in, and contribute to, the decisions of the Board in order to provide the best possible solutions for the society,
- 5.5 Attend committee meetings or meetings as a Board representative, as assigned and report back to the Board in a timely manner,
- 5.6 When delegated responsibility, will exercise such authority within the defined terms of reference in a responsible and effective way,
- 5.7 Participate in Board/Director development sessions so that the quality of leadership will be enhanced,
- 5.8 Strive to develop a positive and respectful working and learning culture both within the Board and the Society.

6. Relationship with the Executive Director (or delegate)

The Directors shall:

- 6.1 Refer administrative matters to the Executive Director (or delegate) according to the Board Policy Handbook,
- 6.2 Upon receiving a complaint or inquiry from citizens, members or the public about operations will refer them back to the Executive Director (or delegate),
- 6.3 Keep the Executive Director (or delegate) informed in a timely manner of all matters coming to the Directors that might affect the society,

- 6.4 Provide the Executive Director (or delegate) with counsel and advice, giving the benefit of the Director's judgement, experience and familiarity with the Métis community, citizens and members,
- 6.5 Inform the Executive Director (or delegate) if unable to attend a Board or committee meeting;

7. Other responsibilities

The Directors shall:

- 7.1 Recommend others for nomination or appointment, which could serve on the board or be of particular value to the organization,
- 7.2 When possible and subject to funds and qualifications attend workshops, conferences, and conventions relevant to the work of the society,
- 7.3 Attend cultural and special events as much as possible.

Reference:

BC Society Act Division 3 – Role of Directors

Rocky Mountain Métis Association Bylaws

Rocky Mountain Métis Association Policy Conflict of Interest

*Note: Section 6 - All matters relevant will be directed to the President if there is no Executive Director (or delegate).