



**Board – Section 5**  
**Policy 5.2 Roles and Responsibilities of**  
**the Board of Directors**  
 Revised: July 2020

**LLGAMH BOARD POLICIES AND PROCEDURES MANUAL**

**Roles and Responsibilities of the Board of Directors**


**Department:** Governance **Policy Number:** 5.2

**Approval:** Board of Directors **Cross-references:**

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**Policy Statement**

The Board of Directors will define its roles and responsibilities to ensure compliance with regulations and foster best practices.

**Purpose**

To ensure that the Board has a shared understanding of its governance role.

**Responsibilities**

The Board is responsible for the overall governance of the affairs of Lanark, Leeds and Grenville Addictions and Mental Health. Each director is responsible to act honestly, in good faith and in the best interests of the corporation.



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- **Strategic Planning and Mission, Vision, Values**
  - Participates in the formulation and adoption of the Mission, Vision, Values (MVV)
  - Ensures the development and adoption of a strategic plan
  - Oversees operations for consistency with strategic directions
  - Receives regular progress reports on the implementation of strategic directions
  - Ensures that its decisions are consistent with the strategic plan and MVV
  
- **Performance Measurement and Monitoring**
  - Establishes a process and schedule for monitoring and assessing organizational performance, including:
    - Oversight of management performance
    - Quality of client care and services
    - Finances
    - External relations
    - Board effectiveness
  
- **Quality and Risk Oversight**
  - Establishes policies and plans related to quality, including Quality Improvement, client safety, experience and access
  - Monitors quality performance against approved performance standards and indicators
  - Ensures plans are in place to address variances and the implementation of remedial plans
  - Oversees the organization's risk management program
  - Ensures that appropriate processes are in place to protect against risk
  
- **Financial Oversight and Legal Compliance**
  - Ensures stewardship of financial resources
  - Approves policies for financial planning, as well as the annual operating and capital budgets
  - Monitors financial performance against annual budgets
  - Approves investment policies and monitors compliance
  - Approves annual audited financial statements
  - Ensures measures are in place for integrity of internal controls
  - Ensures that processes are in place for compliance with legal requirements
  
- **Oversight of Management**
  - Recruits and supervises the CEO including development of a job description, recruitment and selection, approval of annual corporate performance goals, reviewing performance and establishing compensation
  - Ensures CEO succession planning is in place
  
  - Ensures oversight of CEO supervision of senior management



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- **Stakeholder Engagement and Accountability**
    - Identifies and understands its accountability to stakeholders
    - Ensures appropriate communication with stakeholders
    - Contributes to the maintenance of strong stakeholder relationships
  
  - Educate itself to make informed decisions concerning the future of the organization;
  - Encourage diversity in viewpoints
  - Maintain clear distinction of board and management roles
  - Ensure that policies are established that provide guidelines and limitations to the Board, staff, students and volunteers in carrying out the objectives of Lanark, Leeds and Grenville Addictions and Mental Health;
  - Work in collaboration with the Chief Executive Officer
  - Discipline itself in matters such as attendance, compliance with Board policy, respect of roles, confidentiality and conflict of interest
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- **Governance**
    - Establishes governance structures to facilitate Board performance and enhance Director performance
    - Recruits skilled, experienced and qualified Directors
    - Ensures ongoing Board training and development
    - Periodically assesses its structures and processes to ensure optimal performance