



## **Position Description for the Board Chair**

### **Role of the Chair**

1. In accordance with the by-laws, the board chair is the leader of the board. The board chair is responsible for:
  - Ensuring the integrity and effectiveness of the board's governance role and processes;
  - Presiding at meetings of the board and members;
  - Representing the board within CMHA Lambton Kent and in the community.

### **Responsibilities**

#### **Board Governance**

2. The board chair ensures the board meets its obligations and fulfills its governance responsibilities. The board chair oversees the quality of the board's governance processes including:
  - Ensuring that the board performs a governance role that respects and understands the role of management.
  - Ensuring that the board adopts an annual work plan that is consistent with CMHA Lambton Kent's strategic directions, mission and vision.
  - Ensuring that the work of the board committees is aligned with the board's role and annual work plan and that the board respects and understands the role of board committees and does not redo committee work at the board level. The chair of the board will be an ex-officio member of all board committees.
  - Ensuring board succession by ensuring there are processes in place to recruit, select and train directors with the skills, experience, background and personal qualities required for effective board governance.
  - Ensuring that the board and individual directors have access to appropriate education.
  - Overseeing the board's evaluation processes and providing constructive feedback to individual committee chairs and board members as required.
  - Ensuring that the board's governance structures and processes are reviewed, evaluated, and revised from time to time.

#### **Presiding Officer**

3. The chair is the presiding officer at board and members' meetings. As the presiding officer at board and member meetings, the chair is responsible for:
  - Setting agendas for board meetings and ensuring matters dealt with at board meetings appropriately reflect the board's role and annual work plan.
  - Ensuring that meetings are conducted according to applicable legislation, CMHA Lambton Kent by-laws, and CMHA Lambton Kent's governance policies.

- Facilitating and forwarding the business of the board, including preserving order at board meetings.
- Encouraging input and ensuring that the board hears both sides of a debate or discussion.
- Encouraging all directors participate and controlling dominant members.
- Facilitating the board in reaching consensus.
- Ensuring relevant information is made available to the board in a timely manner and that external advisors are available to assist the board as required.
- Ruling on procedural matters during meetings.

### **Representation**

4. The chair is the official spokesperson for the board.
5. The chair represents CMHA Lambton Kent in the community and to its various stakeholders, including partnering organizations.
6. The chair reports on behalf of the board to members at each annual general meeting.
7. The chair represents the board within CMHA Lambton Kent attending and participating in events as required.
8. The chair represents the board in dealings with government and regulatory authorities.

### **Relationships**

9. The board chair facilitates relationships with, and communication among, board members and between board members and senior management.
10. The chair establishes a relationship with individual directors, meeting with each director at least once a year to ensure that each director contributes his/her special skill and expertise effectively.
11. The chair provides assistance and advice to committee chairs to ensure committee chairs understand board expectations and have the resources that are required for performance of their terms of reference.
12. The chair maintains a constructive working relationship with the Chief Executive Officer, providing advice and counsel as required and ensuring he/she understand board expectations. The chair also leads the CEO performance evaluation and succession planning processes.

### **Other Duties**

13. The chair performs such other duties as the board determines from time to time.

## **Skills and Qualifications**

14. The board chair will possess the following personal qualities, skills, and experience:

- All of the personal qualifications required of a board member
- Proven leadership skills
- Good strategic and facilitation skills, ability to influence and achieve consensus
- Impartiality and lack of bias
- Tact and diplomacy
- Powerful communicator
- Political acuity
- Time to continue the legacy of the building strong relationships between CMHA Lambton Kent and stakeholders
- Ability to establish trusted advisor relationship with the CEO and other board members
- Governance and board level experience in the mental health sector
- Outstanding record of achievement in one or several areas of skills and experience used to select board members.

## **Term**

15. Except as further authorized by by-law, the board chair will serve a term of two years.