



Information: Serving on the CNAR Board of Directors

Eligibility Requirements:

Eligibility requirements are set out in the *Canada Not-for-Profit Corporations Act* and CNAR's bylaws. In order to be eligible to serve as a member of CNAR's Board of Directors, an individual must be:

- At least 18 years of age
- Mentally capable
- Not bankrupt
- A Member of CNAR*

*Organizational Members of CNAR may authorize one individual from that organization to apply to serve on the Board of Directors. In order to be eligible, anyone who does not hold an Individual Membership in CNAR will be required to provide confirmation that they are authorized by their organization.

Responsibilities:

Term: Candidates should be prepared to commit to a three-year term

Time Commitment: CNAR's Board meets four to six times per year. One meeting is held in person, and the remainder by conference call. In addition, all Directors serve on at least one committee. It is expected that Directors will contribute their time free of charge for the above activities, including paying for their own travel and expenses.

Duties of Directors: CNAR's governance policies set out the responsibilities of Board members. Directors are required to supervise the management of the activities and affairs of the Corporation (as per the Act). In doing so, they shall:

- act honestly, in good faith and in the best interests of CNAR,
- act with integrity, loyalty and high ethical standards,
- uphold the decisions made by the Board, regardless of any individual disagreement with such decision,
- approach every issue with an open mind, impartially, without discrimination or favouritism, and avoid doing or saying anything to cause any person to think otherwise,
- conduct themselves personally and professionally in a manner consistent with the nature of their responsibilities and the maintenance of public confidence in CNAR,
- foster a collegial environment and conduct themselves in a manner that reinforces the integrity of CNAR amongst one another and with staff,
- commit the time and effort required for the work of the Board, and regularly attend Board meetings and meetings of committees to which they have been appointed,



- be prepared for all Board meetings and meetings of committees to which they have been appointed and ensure that they are conducted in an orderly manner,
- contribute their skills, experience and knowledge at every reasonable opportunity,
- regularly participate in the evaluation of the performance of the Board,
- to the extent possible, attend the Annual Conference of CNAR

Directors are required to comply with CNAR's policies in relation to confidentiality and conflict of interest. Directors shall not engage in conduct that takes advantage of their position or take advantage of information obtained through their duties as members of the Board to obtain a personal benefit.

Duties of the Treasurer: The Treasurer is responsible for the financial records and reporting of the organization. The Treasurer will:

- Serve as Chair of the Finance and Audit Committee;
- provide support and direction regarding the financial policies and practices of the organization;
- review financial activity to ensure that income and expenses are adequately supported;
- present Treasurer's Report, including financial statement at Board meetings;
- annual presentation of Audited Financial statements at AGM;
- ensure the organization has established and follows financial policies and procedures;
- ensure the implementation and maintenance of an effective set of internal controls;
- recommend a minimum amount and an investment strategy for reserve funds;
- assist the Executive Director with preparation of the annual budget;
- review finances to ensure compliance with Canada Revenue Agency requirements;
- be the custodian of the books of account and accounting records of CNAR required to be maintained by law;
- sign such contracts, documents or instruments in writing as require the signature of that office;
- monitor the execution of an annual audit of the organization's finances and activities for previous year;
- cooperate with the auditors during any audit; and
- have such other powers and duties as may from time to time be assigned or as are incidental to the office.



Desired Skills and Experience:

Collectively, the Board requires the following skills and experience in order to provide leadership and effective oversight of the organization.

- 1. Association:** Experience in a membership association or similar environment.
- 2. Board & Governance:** Experience as a director on a Board of Directors, understanding of the distinction between the role of the Board versus the role of management.
- 3. Leadership:** Ability to inspire and provide direction to others.
- 4. Strategic Planning:** Ability to identify and critically assess strategic opportunities and threats to the organization.
- 5. Finance & Accounting:** Understanding of principles of accounting and finance including budgeting and financial reporting.
- 6. Risk & Controls:** Familiarity with principles of risk management and controls, understanding of legal and regulatory requirements.
- 7. Stakeholder Relations and Engagement:** Ability to build networks and nurture relationships with communities and stakeholders.
- 8. Communications & Marketing:** Experience in communications, public or media relations.
- 9. Government Relations:** Experience in developing and influencing public policy with varying levels of government (e.g. municipal, provincial, national).

Diverse Boards have been demonstrated to lead to improved governance and enhanced organizational performance by bringing different perspectives, mitigating group-think, improving stakeholder relations and enhancing critical decision-making.

Aspects of diversity include those related to the organizations represented, such as size, profession, and geographic location, as well as those related to individual Directors, such as gender identity, cultural or ethnic identity, age, and disabilities.