



Board Meeting Chair

CAR Board of Directors

Position Description

The position Board Meeting Chair, CAR Board of Directors has no authority to speak or act on behalf of the Board other than the authority specifically granted in the By-laws, Articles of Continuance, Board Policies or by resolution of the Board of Directors.

Accountability

The Board Meeting Chair is accountable to the Canadian Association of Radiologists (CAR) Board of Directors and the CAR membership. All duties for this office, as described in this position description, can only be assumed with the permission of the Board.

Term

The Board Meeting Chair serves a two (2) year term (with the possibility of being renewed twice) or until his/her successor is elected.

Duties and Responsibilities as Director, CAR Board of Directors

The Board Meeting Chair must fulfill all the requirements outlined in the position description for a *Director, CAR Board of Directors*.

Additional Responsibilities as Board Meeting Chair

- is appointed by the Board of Directors after the Annual General Meeting (AGM) each year;
- undertakes training as prescribed by the Board on governance, and Policy Governance in particular, in preparation for his/her role;
- ensures the Board is organized properly, functions effectively and meets its obligations and responsibilities at its Board meetings;
- ensures the Board business is conducted according to the legislation and the CAR's legal and corporate documents (e.g. Articles of Continuance, By-laws and governance policies);
- ensures the matters dealt with at the Board meetings appropriately reflect the Board's role in ensuring the CAR's accomplishment of its strategic and annual plans;
- is knowledgeable about the Policy Governance and the CAR's current governance model;
- ensures the Board understands the Policy Governance and follows the Policy Governance model;
- produces, with the assistance of a Board Working Group, the relevant governance policies for presentation to the Board;
- ensures the integrity and effectiveness of the Board's governance role and processes;
- brings forward issues or recommendations around governance to the Board for its deliberation;
- ensures that the Directors have access to the appropriate education on the Policy Governance and other Board matters yearly and/or as required;
- ensures the production of an annual Board Orientation Manual;

- meets with all the new incoming Directors to provide an orientation and to respond to any questions they have on their role as Directors;
- establishes relationships with all the Board Directors to ensure each feels confident in his/her role and is able to effectively contribute his/her expertise and experience;
- participates in the preparation of the Board meeting agendas in collaboration with the President and the CEO;
- ensures the Board has the information it needs in a timely manner, and that external advisors are available to assist the Board as required;
- chairs all meetings of the Board of Directors;
- facilitates and moves forward the business of the Board and preserves order at the Board meetings;
- facilitates the participation of all the Directors and ensures that the Board hears both sides of a debate or discussion;
- facilitates the Board in reaching consensus and undertakes the votes on issues if necessary;
- rules on the procedural matters during the Board meetings;
- reviews the minutes of each Board meeting to ensure they are an accurate historical record of the meeting;
- ensures the Board engages in a process of evaluation for the Board, each Director, the President, the Chair and the CEO;
- oversees the Board's evaluation processes and, working with the President, provides constructive feedback to the individual Directors as required;
- coordinates with the President the review of any issues with Directors of conflict of interest and/or code of conduct and address them with Board Directors as they arise;
- facilitates relationships with and communication among the Directors and with the President and/or CEO as appropriate; and
- ensures the Board succession by ensuring the formation of a yearly Nominations Working Group to recruit, select and train Directors with the skills, experience, background and personal qualities required for effective Board governance.

Executive Meetings

- participates in the preparation of the Executive meeting agendas in collaboration with the President and the CEO; and
- reviews the minutes of each Executive meeting to ensure their accuracy for historical record of the meeting.

Adopted by the CAR Board on September 17, 2016.