

## **OSLT Board of Directors Terms of Reference**

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### **ACCOUNTABILITY**

The Owen Sound Little Theatre (OSLT) Board of Directors is collectively accountable to the organization's membership, the community, funders, and other stakeholders. They are accountable for OSLT's performance in realizing its mission and achieving its goals, and for the effective stewardship of financial and human resources and for the overall quality of supports to its members.

### **RESPONSIBILITY**

Board members are responsible for acting in the best long-term interests of the organization and the community and will bring to their deliberations a broad knowledge, a long-range view, and openness to learning. Board members must abide by the by-laws, code of conduct, conflict of interest, and other policies and procedures that apply to the board.

### **PRINCIPLE DUTIES**

Every member of the Board of Directors is expected to do the following:

- Prepare for and participate in board meetings
- Listen to others' views, advocate their own, identify common interests and alternatives, and be open to compromise
- Support governance decisions once made
- Participate in the development of a strategic plan to help guide future decisions
- Abide by the by-laws, code of conduct, conflict of interest, and other policies and procedures that apply to the board
- Participate in the approval of the annual budget and monitor the financial performance of the organization in relation to it
- Help establish, review and monitor operational policies including ones related to the quality of care and human resources
- Participate in the hiring of, and if required, the releasing of staff
- Participate in the evaluation of the staff
- Identify prospective board members and possibly help recruit and mentor them
- Participate in the evaluation of the board itself (annual board self-evaluation)
- Contribute to the work of the board as a member of a board committee(s)
- Liaise with team leads of member committees
- Attend and participate in the Annual General Meeting
- Support and participate in fundraising activities as required
- Be an ambassador for the organization in the wider community
- Keep informed about community issues relevant to the work of the organization

### **QUALIFICATIONS**

- Knowledge of the community and the field in which the organization operates
- Commitment to the organization's mission and strategic directions

- Availability of sufficient time to devote to board duties
- Openness to learning
- Must have been an active volunteer member for at least 2 years
- Must commit to a 2 year term
- Past president will stand as a non-voting board member for one year following completion of their term as president
- Vice president will move into the president role once this position is vacated
- Board members can run for a subsequent term if a director and/or executive position is available following their initial 2 year term
- Board members can only serve on the board for a maximum of 3 successive terms (6 years)

### **REMOVAL OF A BOARD MEMBER**

A board member may be removed from the board, by majority vote, for not performing his/her duties. Being absent from three consecutive board meetings without reasonable cause will result in the automatic removal from the board unless otherwise determined by a decision of the board.