



## Board of Directors | Roles & Responsibilities

### Basic Board Member Duties

Board members must fulfill three specific core legal responsibilities. The following duties are adopted across many organizations and are expected of the PEI Transgender Network's board members to maintain the board's trustworthiness and effectiveness.

#### 1) Duty of Care

Being a board member is more than a résumé builder. Members should be committed to following through on promises and assisting the organization to the best of their abilities. This means:

- Attending meetings and actively participating in committees
- Communicating with the executive director and other board members
- Following through on assignments
- Supporting program initiatives

#### 2) Duty of Loyalty

Board members should do more than show up. They should fully support PEITN's work, embody our organization's purpose, and be representatives of our cause. When acting on behalf of the organization, each board member must put aside their personal and professional interests.

#### 3) Duty of Obedience

One of the more subtle board member duties is obedience. The board should do everything in its power to reach organizational goals, but members still have an obligation to follow our organization's guidelines. These are found in our governance documents, and every board member has a legal responsibility to understand them.

## **PEITN BOARD COMPOSITION**

As outlined in the organization's *Letters Patent*, the affairs of this organization shall be carried out by a minimum of three (3) and a maximum of twelve (12) directors. Four (4) of these roles are considered Executive Officers.

### **EXECUTIVE OFFICERS**

Executive Officers hold the most responsibility within the organization. They have a higher legal obligation to the organization than a Director-at-Large, as they often hold signing authority with financial institutions, funding partners, and other high-level documents. Executive Officer positions are Chair, Vice-Chair, Treasurer, and Secretary.

Every Director and Officer of the PEI Transgender Network while occupying these roles is obligated by the organization's by-laws to:

- Act honestly and in good faith with the best interests of the PEI Transgender Network and its membership at large.
- Practice care, diligence, and skill as any reasonable person would while in their role.
- Be familiar with the organization's bylaws.

## **BOARD ROLES**

### **Chair**

The role of the PEITN Chair is to encourage effective Board performance, provide leadership in the management of the Board's affairs, and ensure the Board fulfills its responsibilities with full transparency and sound governance practices.

### **Responsibilities:**

- Presides at board meetings
- Creates a purposeful agenda in collaboration with the Executive Director and Officers
- Serves as the primary contact, signing authority, and digital administrator for board issues
- Sets goals and objectives with the board and ensures they are met and delegates tasks to members of the board in order to fulfill the mandate of the board and make the best use of its resources.
- Holds members accountable for attending meetings
- Builds consensus and develops teamwork within the Board;
- Appoints people to committees and assigns committee chairs
- Collaborates with the Executive Director in order to fulfill the Board's mandate, acting as a "sounding board" for the Executive Director, exchanging information on governance

and performance issues, identifying problems within, and reviewing strategies for, the organization, and maintaining accountabilities within the organization

**Qualifications & Skills:** An ideal candidate will have 3+ years of previous non-profit board experience or equivalent experience; experience in leadership and managing a team; experience with Google GSuite, experience in the not-for-profit sector, public relations, and/or communications is considered an asset.

**Time Requirements:** 1-5 hours per week.

**Expectations:** Fulfill the role of the chair as described above to the best of one's ability, check emails and other agreed-upon methods of communication regularly throughout the week, and be available outside of those two methods of communication in case there is a matter that requires immediate attention.

### **Vice Chair**

The vice-chair generally offers support for the board chair and other leadership when needed. Think of the vice-chair as the future leader of your organization's board.

### **Responsibilities:**

- Prepares to assume the office of the board chair
- Fulfills the board chair's duties when the presiding officer is absent or if that office becomes vacant
- Assists the board chair in the execution of their duties
- Serves on committees as requested to learn the operations of the board
- Works closely with the board chair to transfer knowledge and history to prepare for leadership

**Expectations:** Fulfill the role of the vice-chair as described above to the best of one's ability, check emails and other agreed-upon methods of communication regularly throughout the week, and be available outside of those two methods of communication in case there is a matter that requires immediate attention.

**Qualifications & Skills:** Ideally, this board member role will be filled by someone who possesses similar qualifications as the Chair. They'll be able to step up whenever necessary.

**Time Requirements:** 1-5 hours per month

### **Secretary**

The role of a board secretary is critical for the smooth operations of the board. Most commonly,

this individual ensures that board members are given appropriate notice of meetings and proactively records these meetings.

**Responsibilities:**

- Prepares the official minutes of the meeting and records motions, discussions, votes, and decisions
- Prepares and provides the previous meeting's written minutes to board members before the next meeting and records any changes or corrections
- Assures that documents (forms, bylaws, roster of board members, etc) are accessible to members
- Schedules and notifies board members of upcoming meetings
- Holds members accountable for their tasks

**Qualifications & Skills:** A board secretary has to be on top of every task, which also means that this individual needs a fluid set of skills. Some desirable qualities for this position include strong communication skills and the ability to organize and prioritize tasks. This extremely driven and detail-oriented individual should also be well-versed in administrative work.

**Expectations:** Fulfill the role of the secretary as described above to the best of one's ability, check emails and other agreed-upon methods of communication regularly throughout the week, and be available outside of those two methods of communication in case there is a matter that requires immediate attention.

**Time Requirements:** 1-5 hours per month

**Treasurer**

The board treasurer deals with the organization's finances and makes important decisions regarding spending and investing. This role is a demanding and engaging one, with a lot of responsibility and opportunity to initiate change.

**Responsibilities:**

- Reconciles bank accounts and produces financial statements, which they present at board meetings
- Ensures tax-related documents and legal forms are filed on time, such as the documents required to maintain a PEITN's tax-exempt status
- Serves as chair of the finance committee and financial officer of the organization
- Manages, with the finance committee, the board's review of and action on its financial responsibilities

- Assists the Executive Director in preparing the annual budget and presenting it to the board for approval
- Reviews the annual audit and answers board members' questions

**Qualifications & Skills:** Usually, a board treasurer should be someone who already has experience in bookkeeping or accounting — but that's not always necessary. A board treasurer may simply be someone who is highly trustworthy since they'll be responsible for producing financial statements and handling the organization's funds.

**Expectations:** Fulfill the role of the treasurer as described above to the best of one's ability, check emails and other agreed-upon methods of communication regularly throughout the week, and be available outside of those two methods of communication in case there is a matter that requires immediate attention.

**Time Requirements:** 2-8 hours per month

### **Directors**

The directors of an incorporated, non-profit organization are legally responsible for the governance of the organization. Within that mandate is the expectation that the board will develop, implement and monitor policies that will allow the organization to carry out its work. The board is elected by, and accountable to, its membership. While the board may appoint staff and/or committees to carry out specific work related to its policies, programs and services, the board is ultimately responsible for all organizational outcomes.

**Responsibilities:** The responsibilities of a Director-at-Large will vary depending on the qualifications, skills, and experience they bring to the board. Ultimately, a Director-at-Large is responsible for attending board meetings, fulfilling their assumed portfolio, and other duties as required.

**Qualifications & Skills:** 0-1+ years of non-profit board experience; commitment to the Transgender and Gender-Diverse community; project coordination/management and/or event organizing is considered an asset.

**Time Commitment:** 1-5 hours per month

**Expectations:** Attend board meetings, check emails and other agreed-upon methods of communication at least once a week, and follow duties of care, loyalty, and obedience towards the organization.

