



Roles and Responsibilities For Board of Directors

FreeSchools World Literacy ■ 26 Brad Street ■ Toronto, Ontario ■ M6J 1J6

Tel 416-763-7337

www.freeschoolsworld.com

FreeSchools World Literacy is a Registered Charitable Organization # 83157 5477 RR0001

Individual Board Member Responsibilities

(as adapted from National Centre for Non Profit Boards, September 2003)

General Expectations:

1. Know FreeSchools' mission, purpose, goals, policies, programs, strengths and needs
2. Suggest nominees for board
3. Serve in leadership positions or undertake special assignments willingly when asked
4. Avoid prejudiced judgements on basis of information received and urge those with grievances to follow established policies and procedures
5. Follow trends in FreeSchools' field of interest: literacy, education, empowerment of women, poverty
6. Bring a sense of humour to boards deliberations

Meetings:

1. Prepare for and participate fully in board and committee meetings, and other organizational activities
2. Ask timely and substantive questions while supporting the majority decisions
3. Maintain confidentiality of board executive meetings
4. Suggest agenda items periodically to ensure that significant policy related matters are addressed

Relationship with Staff:

1. Maintain open, clear lines of communication
2. Counsel and offer support as appropriate
3. Freely utilize the resources and knowledge base of staff person(s) for issues that may require research, admin support, guidance, clarification or feedback

Avoiding Conflict:

1. Serve FreeSchools as a whole, rather than special interest groups
2. Avoid even the appearance of a conflict of interest, and disclose potential conflicts to board president in timely fashion
3. Maintain independence, and objectivity and do what a sense of fairness, ethics and personal integrity dictate
4. Never accept favours or gifts from or to anyone who does business with FreeSchools

Fiduciary responsibility

1. Exercise prudence with the board in the control and transfer of funds
2. Faithfully read and understand the FreeSchools' financial statements and otherwise help the board to fulfil its fiduciary responsibility

Fund Raising:

1. Give an annual gift according to personal ability
2. Assist in the development process by implementing fundraising strategies through personal influence with others (corporations, foundations, individuals)

Roles/Responsibilities of Board

Members (can also be directors)

- three classes of members as per by laws (may want to clarify who they are)
- must hold annual meeting of members
- notice of meeting must be sent 10 days prior to meeting
- all motions for elections, amendments... must be recorded in minutes
- by-law amendments recommended by board and approved by meeting of members
- members elect directors
- copy of amendments must be sent to every member in advance
- members must appoint auditor to audit accounts at annual meeting

Directors at Large

- share the passion and vision of the organization
 - manage the corporation
 - provide direction to president
 - approve annual budget
 - approve quarterly reports (financial and program)
 - participate fully in fundraising through personal giving to “best of ability”, presentation of prospects
-
- *participate in conference call updates 8 times per year.*
 - *attend in person quarterly board meetings first Sunday of that month to be held in Toronto office*

Chairperson

- elected by the board
- presides at meetings of the board
- may also be president

President

- as chief administrative officer is responsible to board for affairs
- supervises and selects employees as per board policy
- sign contracts and documents
- president carries out direction and intention of board
- prepares annual budget for board approval
- prepares quarterly reports to board to include:
 - financial statements
 - program delivery reports
- responsible for ensuring proper records kept at head office in compliance with CRA and RSO (Ontario Corporations Act)

Vice President

- has all powers and may perform all duties of president in absence of president
- may sign contracts and documents and have power assigned by board

Secretary

- acts as secretary at board and members meetings
- in charge of minutes book
- must report annually to RSO as per Ontario Corporation Act
- signs contracts, documents and other powers as assigned by board
- sends official report to RSO after annual general meeting

Treasurer

- treasurer reports to board and is responsible for all funds and securities and banking
- may sign contracts, documents and have powers assigned by board
- ensure compliance with CRA (see procedures for receiving donations and policy for receipting)