



A1.4 BOARD CHARTER

ROLE

As set out in the *Society Act*, the Directors are responsible to manage, or supervise the management of, the affairs of the Foundation. The Board delegates to the CEO responsibility for the day-to-day operations of the Foundation. Directors serve as volunteers and the Board's role is primarily one of governance and oversight.

RESPONSIBILITIES

The fundamental responsibilities of the Board are set out below.

1. FUNDRAISING

The Board:

- identifies the resources required to meet the Foundation's fiscal responsibilities;
- on the advice of the Fundraising Committee, annually approves a fundraising plan strategy; and
- assists in identifying potential donors and helps to solicit financial support from them.

2. HUMAN RESOURCES

Collectively, the Board:

- delegates to the Human Resources and Governance Committee the responsibility to lead and carry out the CEO's annual evaluation;
- approves the CEO's annual evaluation;
- oversees the CEO's execution of the annual evaluation of staff, including therapists;
- ensures succession plans are in place to deal with a planned or emergency departure of the CEO.

3. STRATEGY

The Board:



- participates in the development of and approval of the Foundation’s strategic plan;
- monitors the performance and implementation of the strategic plan with a focus on key risks and strategies;
- ensures the purpose and vision of the Foundation are adhered to;
- annually produces reports as required under statute on the Board’s stewardship for the preceding fiscal year.

4. FINANCIAL INFORMATION, SYSTEMS AND INTERNAL CONTROLS

The Board has the responsibility to:

- with the advice of the Finance Committee, verify that the CEO has established and is applying appropriate audit, accounting and financial reporting principles;
- with the advice of the Finance Committee, verify that internal financial, business control and information systems are in place and functioning satisfactorily;
- with the advice of the Finance Committee, review and approve the annual financial statements and ensure financial results are reported fairly and in accordance with generally accepted auditing standards;
- approve the annual budget; and
- with the advice of the Finance Committee, ensure financial results are reported fairly and in accordance with generally accepted financial reporting standards.

5. BOARD EFFECTIVENESS

The Board:

- elects the Board Chair and other Officers;
- establishes a framework for governance of the Foundation;
- annually examines the effectiveness of the Board, its Committees and Board Chair;
- develops a long term plan for Board composition and succession and maintains a competency matrix;



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- regularly reviews the Board’s ability to be effective in fulfilling its roles and responsibilities; and
- provides comprehensive orientation and professional development sessions for Directors.

6. RISK MANAGEMENT

The Board:

- helps to identify, and understands, the Foundation’s key risks;
- ensures, through regular reviews and assessments, that the CEO has established appropriate systems to identify and manage these risks; and
- receives regular reports on the management of these risks.

EXTERNAL ADVISORS

The Board may engage independent advisors at the expense of the Foundation when it deems necessary.