


<b>Policy Name:</b>	<b>DIRECTORS' RESPONSIBILITIES AND DECLARATION</b>		
<b>Policy Number:</b>	<b>GOV-208</b>	<b>Formerly</b>	<b>BG-203</b>
 West Elgin Community Health Centre	<b>Creation Date:</b> <b>January 1996</b>	<b>Reviewed Date:</b> <b>November 2018</b>	<b>Approved by:</b> <b>Board of Directors</b>

## POLICY STATEMENT

Directors of West Elgin Community Health Centre (the “Centre”) must work together to ensure that the Centre is governed both effectively and efficiently. All Directors are equally responsible for ensuring that the Centre complies with its legal and fiscal responsibilities. In the spirit of teamwork Directors need to contribute and participate equally and be respectful of one another’s contributions.

This Policy describes the specific responsibilities of each Director of the Centre:

## DIRECTOR’S RESPONSIBILITIES

Each Director shall:

- at all times comply with the Centre’s Code of Ethics and Conduct;
- at all times comply with the Centre’s Privacy Policies;
- represent the interests of all of the Centre’s stakeholders in a fair and unbiased manner and not favour any particular individual or special interest group inside or outside of the Centre;
- exercise care and diligence when making any decisions regarding the Centre;
- not use his or her position as a director or his or her service to the Board for his or her own personal advantage or for the advantage of his or her friends or supporters;
- approach all issues being considered by the Board with an open mind and to carefully consider all such issues and to base his or her decisions on what is in the best interests of the Centre in both the long and short term;
- subject to his or her fiduciary obligations to the Centre, not take or fail to take any action that would violate anyone’s trust;
- focus his or her efforts on the Centre’s Vision, Mission and Values and not on his or her personal interests;
- never exceed his or her authority and areas of responsibilities as a director of the Centre;
- use his or her best efforts to attend all meetings of the Board and Committees of which he or she is a member and be on time for such meetings;
- be prepared for all meetings that he or she attends and to actively participate in such meetings;
- attend and actively participate in and support any special events and initiatives of the Centre, including fundraising programs;
- reflect a positive public image of the Board and the Centre in the community, and as such, not act in any way which may reflect poorly on the Centre;

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- be a positive role model within the community with respect to his or her own health and well-being;
- respect the lines of authority and communications established for the Centre;
- in the event that the Director becomes aware that he or she is or may be in a conflict of interest, to declare such interest immediately and act accordingly (e.g., refrain from voting, absent himself or herself from the meeting or part of the meeting at which the discussion of the conflicting matter is taking place); and
- in addition, each Director is required to provide a favourable criminal record and judicial matters check within four weeks of commencing as a director of the West Elgin Community Health Centre's Board of Directors. Directors will be required to sign an offense declaration yearly thereafter. Any fees for completion of this documentation will be covered by the Centre upon submission of a receipt.

#### DIRECTOR DECLARATION

Each Director shall sign and deliver to the Chair of the Board a declaration under which he or she declares that he or she:

- has read and understands the Centre's By-laws and agrees to comply therewith;
- has read and understands the Board of Directors Policy and Procedures Manual and agrees to comply therewith including, without limitation, complying with the provisions of the Centre's Code of Ethics and Conduct and Privacy and Protection of Personal Information Policy; and
- shall personally undertake to uphold and promote the Centre's Vision, Mission and Values.

The Director's Declaration shall be in the form adopted and approved by the Board from time to time.