

BOARD OF DIRECTORS' BOARD CHARTER

Established: *Fall 2005*

Date of last modification: *January 24, 2006*

THE ASBA BOARD OF DIRECTORS' MANDATE

(as distinct from the organization's mandate)

Stewardship

- Strategic planning
- Monitoring of progress on the strategic plan and strategic priorities
- Monitoring progress of advocacy initiatives
- Advocacy activities (*direct*)

Guardianship

- CEO selection and evaluation
- Audit approval
- Risk management
- Budget approval and presentation

Leadership

- Monitoring the board's own effectiveness
- Adoption of policy between general meetings
- Adherence to policy
- Promoting, advocating, recommending policy and direction
- Communication to and representation of the membership

THE ASBA BOARD OF DIRECTORS' LEGACY STATEMENT

Our legacy shall be a cohesive and productive team built on:

- Respectful relationships
- Effective leadership that is enabled by clearly defined roles and responsibilities
- Confidence and trust - solidarity (but not necessarily unanimity)
- Responsiveness to member expectations

THE ASBA BOARD OF DIRECTORS' GUIDING PRINCIPLES

Principle

Transparency

Beliefs

We believe transparency builds credibility.

We believe the ASBA membership is entitled to know everything the Board does with the exception of confidential matters related to legal, labour, land or ASBA personnel matters.

Practices

- Anticipation of the informational needs of all stakeholders.
- Proactive sharing of appropriate information.
 - Posting of agendas and minutes on the web-site (need to show that meetings are open and that visitors are welcome)
 - Expand the minutes to indicate key points of discussion (without attribution of specific comments to specific individuals)
 - Seek to create continuously improved methods of information dissemination
- Questions from stakeholders shall always be welcomed and respected (seen as an opportunity to build awareness and understanding).
- Directors shall be approachable, straightforward and responsive.

Principle

Commitments and Obligations

Beliefs

We believe multiple commitments are expected and honoured as the means through which the perspectives and positions of various stakeholder groups can be expressed.

However, the obligation to express stakeholder views does not diminish or interfere with a director's obligations to support the needs of the ASBA (the obligations are not mutually exclusive).

Practices

- Limit the reporting of vote results to 'carried' or 'defeated'.
- No 'contrived' unanimous votes.
- Active support of the board by all directors:
 - Take time to identify key messages to support each decision.
- If a Director was opposed to the decision of the board they may:
 - Say nothing
 - Speak in support of the process (that debate was extensive; that dissenting positions were expressed; that the board as a whole attempted to achieve the best outcome)
- If you support the decision, be conscious of the need to express your support and become a 'champion' of the cause. Multiple voices always have a significant influencing impact.

Principle Inclusiveness

Beliefs

With the exception of the President, we believe no one director or group of directors should be provided with preferential access to information (not withstanding privileged information related to other organizations).

We believe an important element of inclusiveness is the respect of diverse views and opinions.

We believe all directors should be encouraged to express alternative perspectives on relevant matters.

Practices

- Opportunities for diverse views to be expressed and debated must be created. This will lead to higher levels of ‘ownership’ in, and support of, Board positions.
- Encourage the active involvement of all board members in discussions and decisions
 - Consciously asking everyone for input
 - Demonstrating patience with / appreciation for alternative perspectives
 - Provide opportunities for informal discussion on topics among directors
- Support the orientation of new directors
 - Ensure that new board members participate in a comprehensive orientation to the ASBA Board of Directors
 - Create opportunities for informal mentoring between experienced and new board members

Principle Unity and Solidarity

Beliefs

We believe in ‘speaking with one voice’.

We believe unity and solidarity as a board is essential for the well-being and effectiveness of the organization.

We believe sound processes that foster candid discussion should ensure that everyone is heard.

Practices

- Directors need to communicate and publicly endorse board decisions.
- There must be individual and collective commitment to a process that fosters candid discussions leading to consensus decisions whenever possible.
- The President, or anyone appointed by the Board to speak on its behalf, needs to be actively supported by the directors when expressing the board’s position to the membership or in any public forum.

Principle Accountability

Beliefs

As individual directors, we are accountable to the board itself and to our fellow directors.

We are accountable for the general well-being of the ASBA especially for advocacy (as a direct accountability) and services (as an indirect accountability exercised through the CEO)

We, as a board, are accountable to the Government of Alberta as defined by legislation.

Practices

We come prepared for meetings.

We demonstrate a willingness to participate in our meetings.

We are committed to investing the time required to do our jobs well.

We are accountable for maintaining respect for diversity through flexibility in our deliberations.

We will define/clarify the different types of advocacy as required.

We will be diligent in monitoring our performance as a board as well as the performance of the CEO.

We will be disciplined in honouring the need for confidentiality.

We will consciously ensure that we are always operating within the context of a legitimate mandate.

We will endeavor to establish and maintain positive relationships with the provincial government.

Principle Improvement

Beliefs

We believe we can't allow ourselves to become stagnant, and continuous improvement is necessary to prevent going backwards.

We believe we will be better able to serve the membership by constantly improving.

We believe there are three areas we need to consider for continuous improvement:

Director – Director

Board – Membership

Board – Task Effectiveness

Practices

We shall endeavor to improve the board's own processes, mechanisms and methods in order to improve effectiveness.

We will discuss the effectiveness of each of our meetings and events looking for opportunities for improvement.

We will conduct director evaluations on a regular basis.

We will engage in training opportunities for directors.

We will employ a comprehensive orientation and re-orientation for directors.

We will monitor our growth as a team in terms of common developmental stages.

We will establish a board planning cycle tied to our strategic priorities which will be derived from our strategic plan and standing policies.