



## **Duties and Responsibilities of a Director**

The Ontario Society of Professional Engineers is the voice of engineers and engineering in Ontario. It advances the professional and economic interests of its members by working with governments, offering leading edge professional development opportunities and providing valued member services.

It is the role of the Board of Directors to act as the strategic policy making body of the Society. The Board of Directors has an ongoing responsibility to maintain a consensus approach to decision making on policy matters. It is the role of staff to implement the strategic policy decisions made to the best of their abilities and within the resources available to the Society. Policy and strategic direction are the responsibility of the Board, while the operational detail is the responsibility of the staff.

### **Responsibilities of the Board of Directors**

The principal responsibilities of the Society Board of Directors are:

- to ensure adherence to the Society's policies, strategic plan and bylaws;
- to ensure that the Society's finances are in order;
- to make informed decisions in a timely fashion regarding policies, strategic direction and specific advocacy positions;
- to seek consensus in decision making, to the extent practical; and,
- to ensure that the best individual is hired to provide leadership in a Chief Executive Officer capacity and to support that individual in his or her responsibility to implement decisions of the Board.

### **Expectations of a Member of the Board of Directors**

By the nature of its responsibilities, each Board will determine the conduct of its own business. However, it can be anticipated that most Boards, together with the Society's members, will have the following expectations of performance by Members of the Board of Directors:

- to attend Board meetings in person or via telephone conference link up;
- to be adequately prepared to participate in deliberations regarding various matters before the Board;
- to make informed and timely decisions regarding policy matters, strategic direction, and the Society's position on issues;
- to be prepared to chair or participate as a member of committees, task forces or advisory groups that may be formed as needed to achieve the Society's objectives and to ensure open and accurate communications between the committee, task force or advisory group and the Board of Directors; and,

- to appreciate that full consensus on all policy matters may not be achieved and to respect the fact that, once made, a decision of the group must be supported by all Board Members even though the individual may not personally agree with that decision.

The Society's bylaws require a minimum of four Board meetings annually. Board meetings average eight hours in duration. Board members will be asked to sign their consent to hold meetings by teleconference to permit all Directors to be present at meetings they may not be able to attend in person.

In addition to Board meetings, Board members will be asked to promote and attend other Society events and member meetings throughout the year, such as the Annual Meeting, General Assembly, government and Society conferences. Board members may also be asked to attend engineering functions and provide presentations on the Society's behalf at engineering events from time to time throughout the year.

### **Code of Conduct and Workplace Violence**

The Ontario Society of Professional Engineers takes great pride in promoting and upholding the highest standards of personal and professional conduct. Upon taking office, Board members will be asked to sign an acknowledgement and undertaking to comply with the Society's Code of Conduct and Workplace Violence Policy