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## **Board of Directors Terms of Reference**

- 1) To represent the interests of the members of Canada Without Poverty in directing the affairs of the organization, and to do so within the confines of the law
- 2) To act prudently and in the best interests of the organization, putting the interests of the organization first
- 3) To be honest and forthright in dealings with members, the public and each other
- 4) To disclose any conflict of interest and, in the event of a conflict of interest, to play no part in discussing, influencing or making decisions related to that interest
- 5) To understand and adhere to the Code of Conduct of Canada Without Poverty
- 6) To be well informed about the activities and finances of Canada Without Poverty
- 7) To ensure sound maintenance and management of books and records of Canada Without Poverty
- 8) To ensure Canada Without Poverty's involvement in its approved charitable activities
- 9) To ensure the direction of resources to approved charitable activities
- 10) To respect the Canada Revenue Agency guidelines related to non-charitable activities
- 11) To ensure tax-charitable receipting practices that respect Canada Revenue Agency guidelines
- 12) To ensure the completion of the annual T3010 Information Return in an accurate and timely manner
- 13) To support decisions of the Board, even if one does not personally agree with a given decision
- 14) To keep internal organizational matters private and to not discuss certain matters with people outside the organization
- 15) To comply and act within the scope of the governing policies of Canada Without Poverty and within the scope of other laws, rules and regulations that apply to Canada Without Poverty
- 16) To obey external laws, statutes and rules that apply to Canada Without Poverty and individuals
- 17) From the date of appointment to the Board, to complete the three-year term of the director's seat, unless otherwise stipulated in the by-laws
- 18) To focus on the mission of Canada Without Poverty
- 19) Through forward thinking and active planning, to lead organizational change on an ongoing basis
- 20) To continually examine and fine-tune Canada Without Poverty's governance structure
- 21) To proactively request information necessary for good governance of Canada Without Poverty
- 22) To ensure a job description for each Officer (President, Vice-President, Secretary, Treasurer, Executive Director)
- 23) To evaluate the performance of the Board as a whole and individual directors against pre-established criteria
- 24) To attend all conference calls and meetings of the Board, unless illness or other circumstances prevent such attendance
- 25) To act as an ambassador and provide leadership for Canada Without Poverty at one's local and provincial/territorial levels, as well as at the national level
- 26) To be <u>systematically</u> mindful of risks to the organization, i.e., examine situations cautiously and anticipate potential consequences of decisions and actions