



Regional Director Terms of Reference

Link to Mission:

To protect and enhance the quality of life for domestic, farm and wild animals in British Columbia

Position: Regional Director, Member of the Board

Responsible to: Board of Directors (Chair)

A Regional Director shall participate in managing, or in supervising the management of, the affairs and business of the Society, which includes, but is not limited to, establishing policies, rules and regulations to carry out the obligations and powers of the Society under the *Prevention of Cruelty to Animals Act*.

Responsibilities

- Demonstrate high ethical standards and integrity, loyalty and good faith, and be expected to act in the best interests of the Society.
- Exercise his/her power with competence, prudence and due diligence.
- Understand and be able to articulate the Society's mandate.
- Read and understand the Society's:
 1. Constitution and Bylaws,
 2. Strategic Plan,
 3. Director Code of Conduct and Ethics,
 4. Community Council Manual.
- Avoid conflicts of interest and adhere to the Society's disclosure rules.
- Uphold Board decisions regardless of his/her personal views.
- Prepare for Board meetings and events by reading Board materials and other information provided in advance of Board meetings. This expectation also applies to Board Committee and Regional Council meetings.
- Attend Board meetings.
- Represent the issues and perspectives of the members to the Board while considering and making Board decisions in the best interests of the Society and its members as a whole.
- Promote the Society in the community.

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Duties:

- Attend and vote at general meetings of the Society.
- Provide timely feedback to the Region on matters arising or decisions taken at Board Meetings
- Provide support and guidance to Community Councils and Regional Councils.
- Attend and assist with facilitating semi-annual Regional Council meetings; be willing to act as Regional Council Chair as necessary.
- Submit a written report to the Board at its last meeting prior to the Society's Annual General Meeting on activities and/or emerging issues in the region he/she represents.
- Participate on at least one standing Board Committee, sub-committee, or Task Force, as a member or as the Chair.
- Present a report to the Membership at the Society's Annual General Meeting on activities undertaken by any Board Committee(s) he/she has chaired during the past year.
- Attend donor recognition events, meetings and other Society engagements as a representative of the Board of Directors and the Society.
- Participate in the appointment, evaluation, or removal of the Chief Executive Officer.
- Participate in defining the duties, responsibilities, remuneration and privileges of the Chief Executive Officer.
- Understand, and participate in overseeing, the Society's ongoing financial management.

Leadership Skills and Attributes:

- Awareness of animal welfare issues and commitment to advancing the cause of animal welfare
- Understand and support volunteerism and the integral role of volunteers in accomplishing the mission work of the Society
- Strong Communicator
- Mentor
- Knowledge of not-for-profit Board Governance
- Ability to Analyze and Understand Risks
- Financial literacy

Financial Contribution

Directors shall make a personal financial contribution at a level that demonstrates their personal commitment and establishes credibility if called upon to ask others to give.

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Time Commitment:

The estimated **minimum** time commitment for meeting participation is approximately **75 hours annually**, calculated as follows:

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| Board meetings, face-to-face | 7 @ 6 hrs | 42 hrs |
| Board meetings, teleconferences | 2 @ 1 hr | 2 hrs |
| Board annual planning session | 1 @ 8 hrs | 8 hrs |
| Leadership Conference (LC) | 1 @7 hrs | 7 hrs |
| Annual General Meeting (after LC) | 1 @3 hrs | 3 hrs |
| Committee meetings, teleconferences | 6@ 1.5 hrs | 9 hrs |
| Other: | | |
| Regional Council meetings, teleconferences | 2@ 2 hrs | 4 hrs |
| <i>or</i> | | |
| Regional Council meetings, face to face | 2@3 hrs | 6 hrs |

Additional time commitments include:

- Preparation for Board meetings by reading material in advance of the meetings,
- Preparation for Board Committee meetings as Chair or committee member,
- Participation in Board Committee work,
- Attendance at Branch annual general meetings, events and fundraisers,
- Attendance at Community Council meetings,
- Coordination of Regional Council meetings,
- Travel time to and from meetings, and
- Attendance at special events.

The actual time commitment of individual directors may vary based on the level of involvement in the above activities

Director Evaluation:

Self and by the Board annually.

Document Control:

Terms of Reference to be reviewed every three (3) years, or more frequently as needed.

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| Approved (original date) | Board of Directors | |
| Revised/reaffirmed | Board of Directors | 2006-02-18 |
| Issued by | Board of Directors | 2018-12-08 |
| Monitoring | Governance Committee | |