

COMPASS Refugee Centre Board of Directors – Role Description and Expectations

The COMPASS Vision is that every person coming to Canada seeking refuge will have unhindered access to justice and the opportunity to thrive in welcoming communities. Our **Mission** is to assist, accompany, and advocate for refugee claimants in our community. We also work with Protected Persons and Convention Refugees who have a successful refugee claim.

Purpose of the Board

To advise, govern, oversee policy and budget, and assist with the leadership and promotion of COMPASS to support the organization's mission and outcomes.

Responsibilities of the Board

The COMPASS Board of Directors, in collaboration with COMPASS Members, partners, and stakeholders, and in accordance with its Articles of Incorporation, By Laws, and all relevant statutes:

- defines the vision and mission of the organization,
- sets the strategic direction,
- approves and assesses long term and annual program and organizational goals and outcomes,
- approves and oversees the annual budget to ensure financial sustainability and mission viability
- hires, supports, and evaluates the Executive Director,
- promotes and advocates for the organization and its mission,
- establishes, reviews, and implements policies and procedures to guide its work,
- assesses its own performance,
- plans its succession through ongoing renewal of Directors

Directors' Fiduciary Duties

Duty of Care: Use the degree of due care, diligence, and skill expected of a prudent person.

Duty of Loyalty: A director cannot profit from the position at the expense of the corporation, must place the corporation's interest first and avoid and disclose conflicts of interest.

Duty of Obedience: Know the law. Obey the law.

Structure of the Board

The Board of the Corporation consists of 8 to 12 Directors who are elected at each Annual Meeting. The Directors are Members of the Corporation. The Board must elect from the Directors the following officers: Chair (President), Secretary, and Treasurer. The Board has Standing Committees comprised of a subset of Board Directors and appointed non-Director members to further the work of the Board between Board meetings. These Committees include Finance, Governance, and Nominations.

Expectations of the Board of Directors

- Accept the legal and fiduciary duty of overseeing COMPASS's finances and budget,
- Prepare for, attend, and participate in Board meetings (6-8 per year) on a regular basis, the Annual Meeting of Members, and special events as able,
- Participate in one of the committees: Finance, Governance, or Nominations,
- Serve on ad-hoc work groups (e.g. strategic planning) as necessary,
- Understand the policies and operations by which COMPASS fulfills its mission,
- Support COMPASS financially,
- Communicate and promote COMPASS's mission and programs in the community and identify concerns and opportunities that can be addressed by COMPASS.