# JOB DESCRIPTION

<table>
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<th>POSITION:</th>
<th>Board Member</th>
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## JOB SUMMARY

A Board member participates in the governance of the hospital or health system, including the establishment and implementation of Board policies, in accordance with the Hospital Act and relevant Acts, mission, vision and goals.

## RESPONSIBILITIES

- Prepares for and attends all annual, regular, and special Board meetings; reads all agenda materials in advance of such meetings
- Participates in the affairs of the Board in accordance with the organization’s mission, vision and goals
- Fulfills the duty of care, the duty of loyalty, and the duty of obedience
- Understands and upholds the organization’s code of ethics; avoids potential personal and professional conflicts of interest
- Is not accountable to any special group or interest, and acts and makes decisions that are in the best interest of the hospital as a whole
- Establishes corporate policy
- Employs the organization’s top management
- Helps establish evaluation criteria for the CEO; monitors and applies the criteria to stimulate, support, reward, and, when necessary or desirable, change top management
- Avoids interfering in hospital operations (understands the difference between governance and management)
- Reviews results achieved by management in keeping with the hospital’s mission and goals
- Develops and recommends strategic directions and financial plans for the hospital
- Approves annual budgets
- Keeps all Board deliberations confidential
- Participates in Board orientation and continuing education
- Participates in the Board self-appraisals
- Serves on Board committees and gains knowledge about their functions
- May chair a Board committee
- Elects officers at annual Board meetings
- Represents the hospital to the community
- Is knowledgeable about the stakeholders to whom the hospital is accountable
- Participates in fundraising activities
- If the hospital is part of a health system, is responsible for understanding the Board’s limits of authority

July 2013