

Yukon Montessori School Board of Directors Roles and Responsibilities

Overview

The Yukon Montessori School is supported and operated by the Whitehorse Montessori Society and the Yukon Parents for Montessori Society (the Societies), both of which are not-for-profit societies that incorporated under the Societies Act of Yukon.

The board of directors is responsible for providing leadership, guiding the strategic direction and developing policies for the Yukon Montessori School and the governing Societies. The board governs the Societies on behalf of its members.

Board Composition

The board is made up of no fewer than three, and no more than 12 directors. There are four executive positions on the board who make up the executive committee:

- president
- vice-president
- treasurer
- secretary

All executive positions have additional roles and responsibilities in addition to the responsibilities as members at large.

The board will aspire to have at least one member that is not a parent of a student attending the Yukon Montessori School.

A Director is required to be a member of one of the Societies.

Board Appointment

The Directors are elected at each annual General Meeting. Additional members can be appointed to the board at other times throughout the year through a motion by the Board.

Vacancies

The Directors may appoint a member to fill a vacancy on the Board that arises as a result of a Director ceasing to hold office before the expiry of the Director's term of office, except where the Director was removed from office in accordance with the Act. The Director appointed to fill the vacancy shall hold office for the balance of the term of their predecessor.

Remuneration

The Society must not remunerate a Director for being a Director on the board.

Quorum

A majority of the Directors constitutes a quorum at any meeting of the board. A minimum of 51% of the directors at a board meeting will constitute quorum.

Conflict of Interest

Directors shall adhere to the conflict of interest policy.

Member at large

Accountability

The Board of Directors is collectively accountable to the members, community, funders and other stakeholders. They are accountable for the Society's performance in relation to its mission and strategic objectives, and for the effective stewardship of financial and human resources.

Authority

Individual board members do not have the authority to approve actions by the Societies, to direct staff or to speak on behalf of the Societies unless given such authority by the board.

Board members are expected to act in accordance with all statutory requirements of the Government of Yukon and perform Board functions required by the Yukon Societies Act.

Time Commitment

Four hours per month. Monthly board meetings (usually 2 hours), preparing for board meetings, participating in committees and attending special events. Additional time may be necessary for members involved in board sub-committees. Executive positions will require additional time commitment.

Term of Office

The Directors are elected at each Annual General Meeting. One year term, renewable. No Director may serve as a director for more than eight consecutive years.

Responsibility

Board members are responsible for acting in the best long-term interest of the Society, the school and the community and will take into account broad knowledge and inclusive perspectives to inform decision-making.

Principal Duties

Every member of the Board of Directors is expected to:

- Prepare for and actively participate in board meetings
- Listen to other member's views, advocate for their own views, identify common interests, and work collaboratively to make informed decisions to meet the mission of the school
- Help the board to monitor the performance of the Societies in relation to its mission, core values and reputation
- Abide by the bylaws and any and all policies that apply to the board
- Contribute to the work of the board by leading and/ or participating on board sub-committees and performing assigned actions identified by the board.

- Participate in the approval of the annual budget and monitor the financial performance of the Society in relation to it
- Lead and participate in fundraising activities to support the Societies
- Help establish, review and monitor operational policies
- Participate as required in the recruitment, retention and evaluate the employees of the Yukon Montessori School
- Attend and participate in the Annual General Meeting
- Be an ambassador for the Societies and the Yukon Montessori School
- Adhere to the conflict of interest policy and excuse oneself as needed
- Participate in evaluation activities of the board itself

Essential Qualifications

- High professional integrity and ethical standards
- A motivation to serve the interests of the Societies
- An understanding of Yukon Montessori School and Montessori education
- A willingness to devote the time and energy required of the role
- A willingness to work collaboratively across diverse perspectives

Removal of a Board Member

A Director may be removed from office by special resolution of the members. A director may be removed from the board, by majority vote, for trying to exercise authority where they have none or for not following the code of conduct or other policies that apply to the board. Being absent from three board meetings in a board year (Fall AGM to Fall AGM) without notice and reasonable cause will result in the automatic removal from the board unless otherwise determined by a decision of the board.

Board President (Chair)

Accountability

The president serves and is accountable to the board of directors of the Societies.

Authority

The president has no formal authority to direct the board or the affairs of the Society, unless authorized by the board. Like other board members, the chair is entitled to make motions and vote on matters before the Societies.

Time Commitment

Ten hours per month: Monthly board meetings (usually 2 hours), preparing for board meetings, attending special events, and other duties as required.

Term of Office

One year term, renewable.

Responsibility

The president is, first and foremost, responsible for the effective functioning of the board in its role of governing the Societies including leading the other Directors in the execution of their duties.

Duties

In addition to the duties of every board members, the president is responsible for:

- Participating in the preparation of the board's meeting agenda
- Chairing all board of directors meetings
- Enforcing rules of conduct as they apply to the board and its individual members
- Coaching members of the board
- Ensuring there is a process to evaluate the effectiveness of the board as a whole
- Serving as spokesperson and represent the Societies, together with the Head Teachers, at events, community meetings, etc
- Ensuring full and timely communication with members of the board
 - Manage external correspondence and ensure that requests made of the board of directors or relevant to the governance of the Society, is reported and responded to in a timely manner
- Co-signing contracts and cheques on behalf of the Societies
- Prepare recommendations for board consideration and for changes to bylaws
- Be available to the Executive Director and Teachers for consultation purposes
- Preparing for and chairing the annual general meeting (AGM)
- The preparation of an annual statement from the board for presentation at the AGM and for inclusion in the annual report
- Recognizing the chair's role is a voluntary one, the board may formally authorize the chair to take on additional duties only if they do not interfere with any of the above.

Qualifications

In addition to those of members at large, the chair will have:

- Knowledge of meeting procedures, policies and by-laws of the Societies
- Ability to build the board and support/coach individual board members in their roles as needed

Removal of President/Chair

The president/chair may be removed by a special resolution of the Board for which advance meeting notification has been given to all directors, and where the resolution is duly moved and seconded and passed by a majority of directors present.

Vice-President

Accountability

The vice-president serves and is accountable to the board of directors of the Society.

Authority

The vice-president has no formal authority to direct the board or the affairs of the Society, unless authorized by the board. Like other board members, the chair is entitled to make motions and vote on matters before the association.

Time Commitment

Approximately 6 hours per month: Monthly board meetings (usually 2 hours), preparing for board meetings, attending special events and other duties as required.

Term of Office

One year term, renewable.

Responsibility

The vice-president is the vice-chair of the Board and is responsible for carrying out the duties of the president if the president is unable to act.

Duties

In addition to the duties of every board members, the vice-president is responsible for:

- Being an active member and work collaboratively with the executive team of the board of directors
- Perform the same duties as the president (listed above) when the president is unable to act

Qualifications

In addition to those of members at large, the vice-president will have:

- Knowledge of meeting procedures, policies and by-laws of the Society
- Ability to build the board and support/coach individual board members in their roles as needed

Treasurer

Accountability

The Treasurer serves and is accountable to the board of directors of the Society.

Authority

The treasurer has no formal authority to direct the financial or other affairs of the Society, unless otherwise authorized.

Time Commitment

Six hours per month: board meetings (usually 2 hours), preparing for board meetings, participating in committees, other duties as required.

Term of Office

One year term, renewable.

Responsibility

The treasurer role is to oversee financial management of the Societies and report to the board and members the financial status of the organization.

Duties

In addition to the duties of a member at large, the treasurer's duties include:

- Manage, with the executive director, the board's review of and action related to the board's financial responsibilities
- Keeping accounting records in respect of the Societies' financial transactions
- Preparing the Societies' financial statements; and ensuring the Societies file taxes.
- Work with the executive director to ensure that appropriate financial reports are made available to the board on a timely basis
- Present the annual budget to the board for approval as well as present on financial statements and budget at the AGM.
- Review the annual audit and answer board members' questions about the audit

Qualifications

The treasurer ought to have:

- a commitment to, and a clear understanding of the Society's mission
- at least one year of previous service on the board
- knowledge of financial accounting for non-profit organizations including the Society's legal obligations with respect to finances or a willingness to learn.
- an adequate level of financial literacy including working knowledge of budgeting, forecasting and balance sheets or willingness to learn.

Secretary

Accountability

The Secretary serves and is accountable to the board of directors of the Society.

Authority

The secretary has the same authority as a member at large.

Time Commitment

Six hours per month: board meetings (usually 2 hours), and secretarial duties as described below.

Term of Office

One year term, renewable.

Responsibility

The secretary has primary responsibility for documentation for the Society. The secretary will work closely with the board executive and Executive Director in the planning of directors and the society's meetings.

Duties

In addition to the duties of a member at large, the secretary's duties include:

- The accurate recording and distribution of the minutes of the board of directors meetings. In addition to the particulars about the meeting (e.g. date, time, members present and absent), the minutes should record at a minimum: agenda items, motions passed and by whom, decisions and action items.
- The creation and maintenance of an up-to-date board planning calendar outlining matters to be on the board's agenda over the course of a year.
- Maintenance of a full contact list of board members including board member appointment dates, term of appointments.
- In the event that the secretary is unable to attend a meeting where minutes or notes are to be taken, it is the secretary's responsibility to find an alternate.
- Working with the Executive Director and/ or executive committee, the secretary will support the following activities:
 - Updating, maintaining and safe storage of the Society's minute book and other legal documents (e.g. society documents, insurance policies and important contracts)
 - Oversight of the Society's incorporation and charitable registration and the facilitation of all annual filings of required reports and information.
 - The maintenance of a file or manual of governance policies and a systematic schedule for their review as determined by the board
 - The maintenance of an up-to-date list of members of the Society.
- In the event of a change of Secretary at an AGM, the incoming secretary will assume the responsibility of the office at the first Directors' meeting following his/her election or appointment.

Qualifications

The secretary ought to have:

- a commitment to, and a clear understanding of the Society's mission
- at least one year of previous service on the board
- knowledge of the meeting procedures, decision-making rules, governance policies and the bylaws of the Society
- an adequate level of writing proficiency and access to a computer for word processing purposes