



Information for Potential Board Directors

Thank you for expressing interest in Tourism Sun Peaks and our volunteer Board of Directors. Below are documents that might help inform your decision about whether to seek a nomination to our Board.

Extracts from our Board Governance Manual, which describe:

- The Boards Role
- Board Member Position Description
- Board Member Code of Conduct

In addition, our Member Guide can be found [here](#).

Anyone interested in a nomination is invited to have a private, informal discussion with one of our Directors before deciding whether or not to proceed. We will make a Director available for a virtual or in-person meeting at a time convenient for you. Please contact, Chris Rogers, to arrange for this discussion. She can be reached at 604.805.5000 or chris@rogersworks.com.

Should you decide to proceed, we ask that you complete the attached nomination form, and submit it to the TSP Executive Director via email at naomi@sunpeakstourism.com

Thanks again for your interest. We hope to be speaking with you soon!

Rina Jeyakumar
Tourism Sun Peaks Governance Committee Chair



THE BOARDS' ROLE

The board has responsibility to oversee the management of Tourism Sun Peaks, and the Chair is the contact between the board and the TSP Executive Director.

The collective responsibilities of the board include:

- Establishing its own governance
- Approving the strategic plan
- Overseeing organizational performance
- Overseeing financial assets and resources
- Establishing the organizations tolerance for risk and supervising the risk management process
- Hiring and overseeing the performance of the Executive Director
 - The board may delegate the annual review process to a committee of the board

The individual responsibilities of directors of the board include:

- To act in the best interests of Tourism Sun Peaks, which means fulfilling the mission, moving towards the vision, and adhering to core values of TSP
 - Occasionally, fulfilling the mission of TSP will be inconsistent with the best interests of certain member groups. The boards challenge is to resolve conflicts in a way that reflects the best interests of TSP and maintains the support of members to the extent that each party is fairly treated
- To be familiar with all aspects of TSP operations through preparing for, attending, and participating in board meetings
- To avoid conflicts of interest
 - Tourism Sun Peaks requires directors to acknowledge this duty by annual review and confirmation of Appendix D
- To act honestly and in good faith
- Individual directors have a duty to maintain confidentiality
 - All matters and discussions in the boardroom are confidential, other than those that are or will be disclosed to the public

In camera meetings may be called to emphasize the requirement for specific confidentiality of the matter at hand. Directors who break confidence may be removed from the board.

- Individual directors have a duty to solidarity, meaning that a director who is opposed to a board decision has a duty to respect and adhere to that decision. Directors who speak against a decision validly taken by the board may be violating their fiduciary duty to TSP and may be removed from the board.



BOARD MEMBER POSITION DESCRIPTION

Accountability

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

Authority

- Individual board members have no authority to approve actions by TSP, to direct staff, or to speak on behalf of TSP unless given such authority by the board.

Time Commitment

- An average of 6 hours per month (board meetings, preparing for board meetings, participating in committees, and attending special events)

Responsibility

- Board members are responsible for acting in the best long-term interests of TSP and the community and will bring to the task of informed decision-making a broad knowledge and an inclusive perspective.

Duties

Every member of the Board of Directors, including the Board's officers, is expected to do the following:

- Prepare for and participate in board meetings
- Listen to others' views, advocate their own, identify common interests and alternatives, and be open to compromise
- Support governance decisions once made
- Participate in the review of TSP's mission and objectives and in the development of a strategic plan
- Help the board to monitor the performance of TSP in relation to its mission, objectives, core values and reputation
- Abide by the by-laws, code of conduct, conflict of interest and other policies that apply to the board
- Participate in the approval of the annual budget and monitor the financial performance of TSP in relation to it
- Participate in committees as required
- Participate in the evaluation of the Executive Director
- Identify prospective board members and possibly help recruit them
- Participate in the evaluation of the board itself (annual board self-evaluation)
- Contribute to the work of the board as a member of a board committee
- Attend and participate in the Annual General Meeting and the TSP Annual Member Meeting



- Be an ambassador for TSP – ensure one’s involvement is known within their own network of friends and contacts
- Keep informed about community issues relevant to the mission and objectives of TSP

Qualifications

- Knowledge of the community
- Commitment to the TSP mission and strategic directions
- A commitment of time and attention
- Openness to learning
- Open to compromise

Evaluation

Individual directors are asked to self-evaluate annually in the context of the evaluation of the whole board. Evaluation is based on the carrying out of duties and responsibilities as outlined above.

Removal of a Board Member

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 25% of the board meetings over the course of the year without notice and reasonable cause will result in the automatic removal from the board unless otherwise determined by a decision of the board.

BOARD MEMBER CODE OF CONDUCT

The board of directors is committed to teamwork and effective decision-making. Towards this end board members will:

- Endeavour to represent the broader interests of members and external stakeholders
- Seek to balance their contribution as both an advisor and learner
- Be honest with others and true to themselves
- Refrain from trying to influence other board members outside of board meetings that may create factions and possibly limit free and open discussion
- Be willing to be a dissenting voice, endeavor to build on other director’s ideas, offer alternative points of view as options to be considered and invite others to do so too
- On important issues, be balanced in one’s effort to understand other board members and to make oneself understood
- During meetings, board members should uphold the values of mutual respect, courtesy, and professionalism
- Once a board decision is made, support the decision even if one’s own view is a minority one
- Do not disclose or discuss differences of opinion on the board with those who are not on the board. The board should communicate externally with “one voice”
- Respect the confidentiality of information on sensitive issues, especially in personnel matters



- Be an advocate for the organization and its mission wherever and whenever the opportunity arises in their own personal and professional networks
- Disclose one's involvement with other organizations, businesses, or individuals where such a relationship might be viewed as a conflict of interest (see Conflict of Interest Policy)
- Refrain from giving direction, as an individual board member, to the Executive Director or any member of staff
- Refrain from discussing the Executive Director and his/her performance with staff or other stakeholders without board authorization