



CCASH BOARD PRINCIPLES

1. "RIGHT PEOPLE" AS DIRECTORS

1.1 PRINCIPLE – BOARD COMPOSITION

The Board will attract, engage and sustain directors that have and demonstrate skills and experience that enhance the Board's capacity to govern at the highest standard.

Core Rationale

The Catholic Children's Aid Society of Hamilton aspires to achieve and sustain a governance system and board "style" that is characterized by the following:

- *Oversight (vs. Management):* the board of directors will be charged with overseeing the compliance and performance of the corporation. It will do so through the establishment of and adherence to sound governance principles, policies and practices. Operational accountability will be delegated to the Executive Director.
- *Strategic Leadership:* the board of directors will work together and in close relationship with their sole employee, the Executive Director, to establish the highest-level strategic direction, priorities, outcomes and resources for the corporation.
- *Competence (vs. Representation):* the board of directors will be composed of individuals who first demonstrate the requisite skills, experience and expertise necessary to perform the board's strategic leadership and oversight responsibilities. Key stakeholder or constituent perspectives will be gathered by more objective and reliable methods than through board composition.
- *Size:* for the board to be effective in carrying out its responsibilities every director is expected to actively engage and contribute to board discussions and decisions. For this to occur board size must be reasonable.
- *Sustainability:* the board of directors will ensure strong and sustainable governance through proactive and regular recruitment, qualification and development of directors and director candidates. Succession of directors and of board leadership (chairs) will be thoughtful and rigorous to ensure the ongoing strength and strategic leadership of the corporation. Terms of office will be set to support this sustainability.
- *Evolving Context:* as organizational and contextual circumstances evolve/change, the board composition practices will need to remain flexible and nimble enough to adapt to the evolving conditions.