



Terms of Reference for the Board of Directors

“Board” refers to the Directors of the B.C. Forest Safety Council

1. Purpose

The Board of Directors (BoD) is entrusted with the stewardship of the BC Forest Safety Council (BCFSC). It has overall responsibility for ensuring that the organization fulfills the purposes for which it was created. In doing so, it accepts complete and final responsibility for the policies, direction and future of the BCFSC Council.

2. Composition and Operations

The BoD consists of:

- Directors elected by the member organizations of the BCFSC; other persons as deemed appropriate by the BoD
- The CEO as an ex-officio member

To enable the BoD to function effectively, individual directors must see their primary responsibility as acting in the best interests of the BCFSC and all its stakeholders. Directors are nominated for election because of their knowledge, experience and background and are expected to utilize these perspectives when undertaking their responsibilities. However, their primary responsibility is to act with a view to the best interest and objectives of the forest sector safety infrastructure as a whole.

The Board of Directors may delegate its responsibilities to Committees.

3. Responsibilities

The BoD retains the responsibility for managing its own affairs including:

- Annual review of the skills and experience needed for any new appointees to the BoD
- Appoint, determine the composition of and set the terms of reference for BoD Committees
- Implement a process for assessing the BoD effectiveness
- Assume responsibility for the BCFSC governance activities

The BoD has the following responsibilities with regard to BCFSC Management

- Appoint the CEO, approve the terms of reference for the CEO
- Monitor and approve the CEO's performance through the Chair
- Review and approve the compensation policy
- Ensure that adequate provision has been made for management succession

The BoD has the following responsibilities for BCFSC strategies, plans and mandate:

- Monitor the BCFSC progress in fulfilling its mandate and alter its direction through management if necessary
- Participate in the development of, and approve, the BCFSC business plan
- Approve annual business plans and operating budgets that support the BCFSC's ability to meet its mandate
- Direct management to develop, implement and maintain a reporting system that accurately measures the BCFSC's performance against its business plan
- Monitor the BCFSC's progress towards the approved strategic objectives and performance against business plans and alter its direction in light of changing circumstances
- Review and approve significant changes to the plans

The BoD has the following responsibilities for BCFSC finances:

- Take reasonable steps to ensure the implementation and integrity of the BCFSC internal control and management information systems
- Ensure management identifies the principal financial and non-financial risks of the BCFSC and implements appropriate systems and programs to manage these risks
- Monitor operational and financial results
- Approve annual and quarterly financial statements
- Approve financial expenditure authorization policy and major programs and expenditures

The BoD has the following responsibilities for WorkSafeBC and Stakeholder Communications

- Ensure the BCFSC has in place a plan to enable management and the BoD to communicate effectively with WorkSafeBC and consult with stakeholders
- Ensure the financial performance of BCFSC is adequately reported to WorkSafeBC
- Ensure that the member organizations and companies supporting the Council through the CU Assessment are aware of the activities and direction of the Council.

4. Accountability

Directors occupy a position of trust. They will adhere to the BCFSC Standard of Conduct