



## Job Description – PAN Board Co-Chairs

### Responsibilities of the PAN Board Co-Chairs

#### **POLICY:**

The chair or co-chairs are elected by the Board of Directors, to serve at the will of the Board of Directors, and may be removed at any time by the Board of Directors. Wherever possible, a minimum of one of the co-chairs shall be a person living with HIV/AIDS and/or other lived experience.

#### **REQUIREMENTS:**

1. Knowledge of the organization and the HIV/AIDS and related sectors.
2. Personal commitment to devote the time necessary to perform the responsibilities of Co-Chair.
3. Human resource experience for acting as liaison/first point(s) of contact for Executive Director (ED).
4. Knowledge of policies, procedures, “best practices” for governance of nonprofit organizations.

#### **DUTIES:**

1. The job of the Co-Chairs is, primarily, to ensure the integrity of the Board’s process and, secondarily, to represent the Board to outside parties.
2. The Co-Chairs are the only Board members authorized to speak for the Board, other than in specifically authorized instances. The Co-Chairs may also act as alternate spokesperson(s) for the organization.
3. The Co-Chairs are to ensure that Robert’s Rules are observed during Board meetings, except where the Board has agreed to supersede them.
4. The Co-Chairs shall preside over all meetings of the Board of Directors including the Annual General Meeting, and meetings of the Executive Committee, should one be constituted.
5. The Co-Chairs call special meetings, if required.
6. The Co-Chairs appoint all committee chairs.
7. The Co-Chairs are responsible to ensure a process is developed for periodic assessment of the committees of the Board and the Board as a whole.
8. The Co-Chairs with support from the ED, are responsible for ensuring orientation of all Board members.
9. The Co-Chairs with support from the ED, prepare meeting agendas.
10. The Co-Chairs are responsible for ensuring maintenance of the Society’s policy manual and the Board policy manual.
11. The Co-Chairs periodically consult with board members on their roles and help them assess their performance.



12. A Co-Chair or Chairs acts as the immediate liaison/supervisor of the PAN Executive Director and is the first point of contact pertaining to Executive Director hiring, evaluation, disciplinary action/dismissal, succession planning, etc. The Co-Chairs lead the annual performance evaluation of the Executive Director.
13. The Co-Chairs may be designated by the Board of Directors and/or bylaws as one of the signing officers for certain documents. In this capacity, the Co-Chairs may be authorized or required to sign or countersign cheques, correspondence, applications, reports, contracts or other documents on behalf of organization.