

1.25 Board Chair's Role

The Board Chair, a specially empowered member of the Board, assures the integrity of the Board's process and, secondarily, occasionally represents the Board to outside parties.

- A. The assigned result of the Chair's job is that the Board behaves consistently with its own rules and those legitimately imposed upon it from outside the organization.
 - 1. Meeting discussion content will be only those issues which, according to Board policy, clearly belong to the Board to decide or to monitor.
 - 2. Information that is for neither monitoring performance nor Board decisions will be avoided or minimized and always noted as much.
 - 3. Deliberation will be fair, open, and thorough, but also timely, orderly, and kept to the point.
- B. The authority of the Chair consists in making decisions that will fall within topics covered by the Board policies on Governance Process and Board-Management Delegation, with the exception of (a) employment or termination of an Executive Director and (b) where the Board specifically delegates portions of this authority to others. The Chair is authorized to use any reasonable interpretation of the provisions in these policies.
 - 1. The Chair is empowered to chair Board meetings with all the commonly accepted power of the position, such as ruling, and recognizing.
 - 2. The Chair has no authority to make decisions about policies created by the Board within the Trust's Goals and Strategies and Executive Limitations policy areas. Therefore, except as expressly provided by Board action or in the policies or the employee handbook the Chair has no authority to supervise or direct the Executive Director.
 - 3. The Chair may represent the Board to outside parties in announcing Board-stated positions and in stating Chair decision and interpretations within the area delegated to that role.
 - 4. The Chair may delegate this authority, but remains accountable for its use.
 - 5. The Chair will also be a member of the Executive Committee, which also includes but is not limited, to the Vice Chair and Treasurer.
 - 6. The Chair represents the Board and the Trust at public events, advocating for our mission, reporting on goals and accomplishments, thereby promoting the Trust in the Community.
 - 7. The Chair shall be responsible for approving leave requests of the Executive Director.
 - 8. Should an allegation be made regarding the conduct of the Executive Director which, if supported by evidence, would constitute a violation of the law, a policy of the Board, or the Employee Handbook, the Chair may, after consultation with Board Counsel and Human Relations suspend the Executive Director with pay pending an investigation if warranted and further action by the Board. Any such suspension shall be immediately reported to the Board.

HISTORY

Adopted by Res. [2022-01](#) on 1/10/2022

Amended by Res. [2022-15](#) on 9/26/2022