

# Toronto Humane Society

## Board Director Profile

With a proud 125 year history, the Toronto Humane Society (THS) is one of the oldest animal welfare organizations in Canada. A haven for homeless, mistreated, neglected and abandoned companion animals, its mission is to promote the humane care and protection of all animals and to prevent cruelty and suffering.

An independent charity, supported by thousands of donors and members, the THS receives no government funding. With an annual budget of \$8 million, about 80 passionate employees and more than 500 dedicated volunteers, it is led by a Board of 15 elected Directors, plus the Chief Executive Officer (CEO).

Five Directors are elected at each Annual General Meeting to serve a three year term; all qualified individuals with a passion for animals are encouraged to run. Although not a requirement, participating on a committee(s) prior to running for the Board provides an excellent introduction to the organization, its people and its policies.

### ***Role of the Board of Directors***

The Board provides independent and objective oversight of the Toronto Humane Society and acts in the best long-term interests of the THS and the animals.

While day-to-day operations are led by the Chief Executive Officer, the Board-CEO relationship is a partnership, and the appropriate involvement of the Board is both critical and expected. Collectively, the Board:

- > Oversees the development of the strategic plan (mission, goals and objectives).
- > Ensures that THS' financial and operational plans align with the strategic plan, while striking the right balance between the prudent use of resources and providing high quality animal care and services.
- > Establishes, reviews and monitors policies that guide core operational practices and confirms that effective controls are in place to guarantee the health and welfare of the animals, safeguard the Society's assets, uphold a positive public image, and manage operational, reputational and financial risk.
- > Assists in planning and achieving the THS' financial goals, which includes working to a specified budget and revenue generation (i.e. fundraising). Oversees the preparation of, reviews and approves the budget and financial statements.

- > Approves audit reports and material business decisions; being informed of, and meeting all legal and fiduciary responsibilities.
- > Ensures that performance measures and targets are established and monitored, and that they are both realistic and challenging.
- > Recruits, retains and releases the CEO and sets the terms of his/her employment contract, participates in his/her evaluation, and ensures a strong succession plan is in place.
- > When necessary, directs corrective action be taken by management and arranges for audits as needed.

The Board is accountable for the THS' performance and for the effective stewardship of financial and human resources in support of the THS' mission. Individual Directors are accountable to the Board as a whole; collectively the Board is accountable to the members and donors of the Toronto Humane Society and the broader animal welfare community.

### ***Director Responsibilities***

Directors operate as part of an interdependent, multi-disciplinary team. Individual Board members do not represent specific constituencies and have no authority to approve actions, to direct staff, or to speak on behalf of the THS, unless given such authority by the Board.

Board members must act in the best long-term interests of the THS and the animal welfare community. They contribute to informed decision-making with a diverse set of skills, knowledge and experience. Every member of the Board of Directors is expected to:

- > Prepare for and attend all Board meetings and participate knowledgeably and meaningfully in all deliberations of the Board.
- > Serve on one or more committees and actively participate in special assignments/tasks as needed.
- > Keep abreast of developments in animal welfare and their professional area(s) of expertise and propose strategies to solve problems or seize opportunities.
- > Contribute personal knowledge and experience positively in discussions and strive to reach decisions through constructive discussion and consensus.
- > Know when to insist on further information or different advice, how to debate a matter constructively and how to compromise or resolve differences.
- > Protect confidential and sensitive information and support decisions of the Board even if they are unpopular.

- > Support the THS personally and financially (commensurate with their capacity), participate in special events and fundraising opportunities, and open doors in the community so that THS can credibly solicit contributions from foundations, organizations, and individuals.
- > Act with integrity and honesty and model behaviours for the staff, volunteers, members and the public. This means abiding by the by-laws, code of conduct and other policies that apply to the Board and the THS; it also means maintaining a high standard in all personal animal care responsibilities.

### **Time Commitment**

The Board meets monthly and Directors are asked to sit on at least one committee. Directors should expect to commit at least 10-15 hours per month preparing for and attending Board and committee meetings.

### ***Qualifications***

Directors are elected by the THS membership to serve for a three year term. Each Director may serve a maximum of two consecutive terms.

Under the THS' by-laws and the Corporations Act, all Directors must:

- Be at least 18 years old
- Not be an undischarged bankrupt
- Be a voting member in good standing of the THS
- Not have been convicted of animal abuse

The Board of Directors collectively represents a diversified skill set. Individual Directors may have skills in one or more of the following areas:

### **Knowledge and Experience**

- Professional skills such as legal, accounting/finance, communications/marketing, fundraising, human resources, government relations, medical/veterinary, management/administration, etc.
- Developing and monitoring the effectiveness of policies and strategic plans
- Assessing risks facing charitable organizations (such as financial, legal, operational and reputational risks)
- Philanthropy, grant writing, fundraising & generating funds from non-traditional sources
- Reviewing and evaluating financial data and the use of financial controls
- Strong networks and connections to diverse communities plus an ability to cultivate relationships that advance the organization
- An understanding of the charitable sector and/or the animal welfare environment

## **Personal Qualities**

- Ability to: listen, analyze, communicate clearly, work well with people individually and in a group to reach decisions through constructive discussion and consensus.
- Possess: honesty, tolerance of differing views, a friendly, responsive, and patient approach, personal integrity, and a sense of humor.
- A passion for animals and an understanding of how they enrich lives and contribute to a better society