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| Approved Date: March 11, 2020 Revision Date: | Approved by: the Board of Directors |
| Effective Date: January 2020 | Next Review Date: December 2022 |

BC Archery is led by an elected Board of seven Directors, supported by an Executive Director and is accountable to the membership. A separate election is held for each position (Bylaw 28.b.) and the term for each Director is 2 years (Bylaw 27.)

1. General Duties of Directors:

The general duties and responsibilities of all Directors shall be to:

- comply with the BC Societies Act and its regulations, including maintaining an acceptable standard of care for the organization, acceptance of liability for decisions made and actions taken, and declaration of any true or perceived conflicts of interest between the Director and the Society;
- comply with the Society’s Constitution and Bylaws, and Policies and Procedures;
- attend all meetings of the Board of Directors, or providing reasonable notice if non-attendance is unavoidable. Directors are expected to maintain 75% attendance at Board meeting within each 12-month period;
- prepare for each Board of Directors meeting by reviewing previous meeting minutes and reading the agenda, and reports and documents circulated in advance of meetings;
- actively participate in the Board’s governance role of planning, over-sight and accountability for the activities of the Society;
- report back to the Board as may be required from committees on which the Director is a member;

2. Board Meeting Operations

Proceedings of Directors is referenced in Part 6 of the Bylaws. In addition, and/or more specifically, the Board of Directors will operate under the following terms:

2.1 Calendar of Meetings

A projected Calendar of Board meetings will be developed and circulated soon after each Annual General Meeting to enable Directors to plan their own calendars and task timelines. Major business cycle topics will be noted as necessary for the meeting calendar (eg: budget development and review).

2.2 Meeting Format and Notice

The Board shall meet from time to time in accordance with Bylaw 32.a..

The official Notice of Meeting shall be circulated at least 21 days prior to the meeting date, with an invitation for agenda items. The meeting agenda and written reports will be circulated a minimum of 7 days prior to the meeting.

2.3 The Board Meeting Chair

The Board meetings are chaired by the President, and if the President is not in attendance, by the Vice President – Administration.

2.4 Meeting Reports

It is recommended that all reports to Board meetings are written and submitted to the Executive Director for circulation with the agenda a minimum of 7 days prior to the meeting.

2.5 In Camera Meetings

From time to time, the Board may suspend the regular meeting for a period and go “In-Camera”. This will be done with an approved motion “that the Board moves to an In-Camera session”.

While the Board is In Camera:

1. only Directors can be in attendance
2. documents distributed during this portion of the Board Meeting are not made public.
3. the Minutes applicable to this portion of the meeting are only distributed to those present and not made public

The Board returns to their regular meeting by approved motion “that the Board re-convene to the (date) Board meeting in progress”.

If a decision is made during the In-Camera session, the applicable motion and vote result is recorded in the full meeting Minutes as a Motion, as required by the Societies Act.

3. Consent Motions

From time to time, the Board may need to make a formal decision without a full Board Meeting being held, due to a critical issue or timing pressure. A “Consent Motion” will be utilized.

1. information for the Consent Motion will be circulated in writing, and the votes of Directors sent to the Executive Director in writing (email) by the deadline noted in the material
2. all votes will be recorded and kept as per Bylaw 37.
3. unless otherwise stated in the Bylaws, approving a Consent Motions requires the support of all Directors

4. Board Communication

A BC Archery Director is always a representative of the organization, the Board and their portfolio. As such, all verbal and written communication must be professional and respectful

1. Directors will use the BC Archery email addresses assigned for all BC Archery email communication
2. All communication (texts, emails, hard copy correspondence) sent by a Director or received by a Director in the course of BC Archery business is the property of the association
3. No written communication received or sent within 7 years should be destroyed by the Director
4. Directors should take notes of telephone or VOIP meeting conversations, and these should include the name(s) of the person(s) participating in the conversation, be dated and submitted to BC Archery at the end of their term as part of the files of the Director.

5. Directors Attending Meetings or Events on Behalf of the Board

From time to time, a Director may be asked to attend a meeting with members, or an event or activity on behalf of the Board. The Director will:

- wear BC Archery apparel if appropriate
- convey any key messages developed and approved by the Board
- disburse any BC Archery promotional goods as requested by the Executive Director

- report back to the President and Executive Director regarding any concerns or issues raised by members

6. Director Transitioning Off of the Board

When a Director leaves the Board of Directors through expiry of term, resignation, removal or other reason, several steps will occur to officially conclude the Director's role and responsibilities. All files and information received by an individual during their term(s) as a Director (electronic or hard copy) is the property of BC Archery and needs to be returned to the association.

Other transition steps also need to occur.

1. email access to the association's Director email address will be discontinued at a specific date.
2. a Director cannot copy or move any emails from that association email address to their own personal email address or any other email address without permission of the Executive Director. Permission may be granted to copy emails if the leaving Director will continue other connected roles in the association. (eg: former committee Chair as a Director will remain on the committee as a sitting member).
3. the leaving Director must delete all BC Archery Board or portfolio files and/or reports of a sensitive nature from their own computer(s) and other devices.
4. the leaving Director will return all BC Archery-owned equipment unless other arrangements are made with the agreement of the President and Executive Director.
5. the leaving Director will meet with the incoming Director within 2 weeks on the incoming Director's election or appointment. Transfer of any hard files will be done at that meeting or arranged through the Executive Director to occur as soon as possible.
6. the leaving Director's contact information is removed from the BC Archery website or transferred to any new role with the association with subsequent changes in contact information.
7. access to online shared records storage or restricted areas of the website will be terminated at a specific date.