



QUALIFICATIONS/SKILLS:

- Must be a Director on the Composites Innovation Centre (CIC) Board
- Completed two years of Board membership term and/or has a minimum of two years of experience sitting on other Boards
- Has an understanding of parliamentary procedures

TERM:

- The Chairman shall hold office until his or her successor is appointed. Appointment of the Officers of the Corporation shall occur at each Annual General Meeting.

REQUIREMENTS:

- Is committed to the work of the organization
- Has knowledge and skills in one or more areas of Board governance: policy, finance, programs, and/or personnel
- Willingness to serve on at least one committee and actively participate
- Represents the organization in an advocacy capacity with existing and new members, potential clients and government agencies
- A time commitment of ten to twelve hours per month
- Is informed of the objectives of CIC and publicly supports them
- Fosters a positive working relationship with other Board members and the Executive Director
- Is aware of and abstains from any conflict of interest
- Adheres to general duties outlined in the Director job description

MAJOR DUTIES:

- Chairs the Board of Directors and provides leadership and direction
- Provides leadership to setting and adhering to the overall long and short term goals, objectives and priorities for CIC
- Is responsible for approving the Board meeting agenda and minutes
- Attends and presides over scheduled Board meetings and the Annual General Meeting
- Reports to the Board on status of major programs and opportunities
- Is a signing authority on behalf of the Board for financial and legal purposes and key internal policies and procedures
- Is a primary spokesperson/representative for CIC to government, industry, media and the community at large
- Is the prime focal for communications between the Board and staff through the Executive Director

APPROVAL:

Chairperson, Governance and Nominating Committee

Date

QUALIFICATIONS/SKILLS:

- Knowledge and skills in one or more areas of Board governance: policy, finance, programs, and/or personnel.

TERM:

- Each appointed Composites Innovation Centre (CIC) Director shall be appointed for an initial term of one or two years. Thereafter, if reappointed, each director shall serve a term of two years. There shall be no maximum number of terms a director may hold office.

REQUIREMENTS:

- Is committed to the work of the organization
- Has knowledge and skills in one or more areas of Board governance: policy, finance, programs, and/or personnel
- Willingness to serve on at least one committee and actively participate
- A time commitment of four hours per month
- Is informed of the objectives of CIC and publicly supports them
- Is aware of and abstains from any conflict of interest
- At a minimum, attend 50% of board meetings and one committee meeting annually. Inability to meet these requirements will result in Board review with potential dismissal from the Board.

MAJOR DUTIES:

- Governs CIC by the broad policies developed by the Board and participates in making of key strategic decisions relating to the Corporation
- Develops and reviews the Corporation's strategy annually ensuring that it meets the overall objectives of the Corporation
- Approves projects (collaborative and service contracts) within approved limits
- Approves exceptional items of expenditures that fall outside the scope of the annual approved operating and capital budgets
- Approves the annual financial audited statements/auditor's report
- Signs legal documents and procedures that require Board of Director signatures as designated or as deemed appropriate through a decision made between the Executive Director and/or Board of Directors
- Reviews and approves the annual operating plan
- Recommends policy to the Board
- Prepares for and participates in the discussions and the deliberations of the Board
- Attends scheduled Board meetings and the Annual General Meeting
- Promotes CIC participation and membership through networking and known contacts

APPROVAL:

Chairperson, Governance and Nominating Committee

Date



QUALIFICATIONS:

- Must be a Director on the CIC Board
- Knowledge and skills in one or more areas of Board governance with a specific understanding of finance

TERM:

- The Treasurer shall hold office until his or her successor is appointed. Appointment of the Officers of the Corporation shall occur at each Annual General Meeting.

REQUIREMENTS:

- Is committed to the work of the organization
- Has knowledge and skills in one or more areas of Board governance: policy, finance, programs, and/or personnel
- Willingness to serve as Chairperson on the Audit Committee
- A time commitment of four to eight hours per month
- Is informed of the objectives of the Composites Innovation Centre (CIC) and publicly supports them
- Is aware of and abstains from any conflict of interest
- Adheres to general duties outlined in the Director job description

MAJOR DUTIES:

- Approves signatories to the bank accounts
- Guides and advises the Board in the approval of annual operating budgets and financial statements
- Chairs the Audit Committee
- Is a signing authority on behalf of the Board for financial matters within assigned authority
- Provides oversight to the financial operations of the organization including reviewing and approving critical financial policies and procedures ensuring adequate financial controls are implemented
- Performs regular monitoring of the draft quarterly and annual financial statements
- Reports to the Board on financial matters at regularly scheduled Board meetings
- Recommends/secures an external Auditor, makes the motion at the Annual General Meeting to appoint the Auditor, coordinates the Auditor's activities, reviews the Auditor findings and ensures the audited financial statements are presented to the Board on an annual basis
- Monitors corrective actions resulting from Auditor recommendations
- Is the primary focal with the Executive Director for CIC financial matters

APPROVAL:

Chairperson, Governance and Nominating Committee

Date



QUALIFICATIONS:

- Good communication and written skills; knowledge of Board documentation requirements

TERM:

- The Secretary shall hold office until his or her successor is appointed. Appointment of the Officers of the Corporation shall occur at each Annual General Meeting.

REQUIREMENTS:

- Is committed to the work of the organization
- Has knowledge and skills in one or more areas of Board governance: policy, finance, programs, and/or personnel
- Is informed of the primary objectives of the Composites Innovation Centre (CIC) and publicly supports them
- A time commitment of four hours per month
- Adheres to general duties outlined in the Director job description

MAJOR DUTIES:

- Prepares the agendas for the Board meetings and the Annual General Meeting
- Coordinates scheduled meetings including overseeing the logistics for the meetings
- Records, submits for review and circulates the minutes at regular Board meetings and the Annual General Meeting
- Approves the minutes of all Board meetings
- Prepares for and participates in the discussions and the deliberations of the Board

APPROVAL:

Chairperson, Governance and Nominating Committee

Date



QUALIFICATIONS:

- B.Sc. in Engineering or Science, Bachelor of Commerce, Certified Management Accountant or equivalent
- Broad understanding of the composites industry and research organizations in Canada; has an established network of contacts
- Knowledge of existing and new composite materials, technologies and applications
- Understanding of funding programs and agencies administered by federal and provincial governments
- Knowledge and skills in project management, business systems and financial systems/management
- Effective communication capabilities

TERM:

- The President & CEO is appointed by the Board of Directors at each Annual General Meeting and will remain in office until either the Board terminates the arrangement or he/she submits a formal resignation

REQUIREMENTS:

- Has general supervision responsibilities of the business of the Corporation
- Is well informed of the objectives of the Composites Innovation Centre (CIC) and publicly supports them
- Willingness to participate on Board committees and perform in other Officer positions
- Represents the organization as the main communication focal with existing and new members, clients, collaborators and government agencies; supports the Board Chairman in his/her advocacy role
- Is the main focal between the Board and CIC through the Board Chairman and the Board Treasurer (financial matters only)
- A time commitment equivalent to a full time employment position
- Is aware of and abstains from any conflict of interest

MAJOR DUTIES:

- Manages the day-to-day operations of the Corporation and presents periodic progress reports to the Board
- Administers the financial operations of the Corporation reporting to the Board and monitored by the Treasurer that includes submitting to the Board of quarterly and annual financial statements of the Corporation
- Is involved in all major approvals to ensure consistency with overall budget compliance and cash flows
- Coordinates and executes planning activities as designated by the Board to ensure the long term stability of the organization
- Reviews and recommends the annual budget and operating plan for Board approval
- Submits requests for approval to the Board or responsible Board committee for expenditures outside the scope of assigned responsibilities
- Is a signing authority on behalf of the Board for financial and legal purposes within assigned limits



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- Oversees the establishment and continuous improvement to CIC's business practices, policies and procedures
 - Serves as primary contact for business clients, potential new members, collaborators and government agencies
 - Attends and coordinates Board meetings and the Annual General Meeting
 - Maintains the minutes and records for all Board meetings and Board activities that includes the Corporate minutes book
 - Implements decisions taken by the Board

APPROVAL:

Chairperson, Governance and Nominating Committee

Date