Position Description – Board Chair

Policy Number: G-08.02.00	Next Review Date: 2031
Approved by: NSRDDA Board	Approval Date: August 28, 2025

1. Purpose

The purpose of this position description is to define the roles, responsibilities, and expectations of the NSRRDA Board Chair. As the leader of the Board, the Chair plays a critical role in ensuring effective governance, facilitating informed decision-making, and fostering a culture of respect, accountability, and public service. This document outlines the Chair's duties in supporting the Board's oversight of the Regulator's mandate to protect the public interest and uphold professional standards.

2. Scope

This policy applies to the NSRDDA Board Chair.

3. Policy Statement

(a) Role of the Chair

The Chair is the principal leader of the Board and is responsible for:

- Providing leadership to the Board and ensuring that it operates in accordance with its mandate, values, and policies
- Facilitating effective and impartial Board discussions and decision-making
- Facilitating meaningful conversations that concern EDIRA principles in a manner that values everyone's contributions
- Representing the Board to external stakeholders where appropriate
- Ensuring effective working relationships among Board members and between the Board and the Registrar

(b) Key Responsibilities

The Chair has the following key responsibilities:

Leadership and Governance

- Preside over all meetings of the Board and ensure meetings are conducted in an orderly, efficient and respectful manner
- Ensure the Board's focus remains on strategic oversight, governance, and public protection rather than operational matters
- Lead the Board in upholding its legal and fiduciary responsibilities

- Oversee the quality of the NSRDDA's governance processes
- Oversee the implementation of Board decisions through reports from the Registrar
- Address inappropriate behaviours, misconduct or breaches of governance policies by Board members or officers
- Take corrective actions as needed, such as coaching and mentoring, issuing warnings, implementing conflict resolution processes, or recommending removal of a Board member in severe or repeated cases of misconduct

Meeting Management and Facilitation

- In consultation with the Registrar and/or Executive Assistant, determine the number, length and timing of regular Board meetings for the coming year and review/revise the Board's annual macro agenda accordingly
- Collaborate with the Registrar and/or Executive Assistant to develop specific meeting agendas and ensure timely distribution of materials
- Ensure the Board members have the information and opportunity they need to participate fully and effectively
- Begin each meeting by asking Board members to declare any conflicts of interest and to excuse themselves from all discussions of the related matter by leaving the room at the appropriate time
- Conduct Board meetings in accordance with applicable bylaws and governance policies, making rulings on procedural matters as required
- Encourage balanced participation, manage conflict constructively, and support consensus-based decision-making where appropriate
- Facilitate and mediate Board decisions by proposing the termination of a discussion of any matter that:
    - Has been thoroughly canvassed and where no new points of view or information are being presented
    - Falls outside the scope of the Board's work as per the *RHPA* and the Board Charter
    - Requires additional information for an informed decision
- Summarize agreed action points for Board members at the end of each agenda item
- Ensure that minutes of meetings are accurate and timely

Support to Board members

- Serve as a resource and mentor to Board members, particularly those who are newly appointed or elected; consider when to elicit the support of a consultant or subject matter expert to train or support Board members in their development
- Maintain effective working relationships with Board members and meet or be available for discussion with Board members at their request
- Promote ongoing Board development, including training and performance evaluation
- Uphold and model the principles of respectful conduct, confidentiality, and conflict of interest management
- Oversee the orientation and development of new Board members

Relationship with the Registrar

- Support and maintain a productive, collaborate relationship with the Registrar, based on trust, respect and clear communication
- Provide guidance and feedback to the Registrar on behalf of the Board, without encroaching on operational matters
- Participate in performance evaluations of the Registrar, as determined by Board policy
- Receive any complaints concerning the conduct of the Registrar
- With the Registrar, ensure there is an appropriate succession/risk mitigation plan for the Registrar's position

Engagement with Board Committees

- Act as an *ex-officio*, non-voting member of all Board committees
- Provide assistance and advice to Board Committee Chairs to ensure they understand Board expectations and have the resources required for the performance of their Committee's Terms of Reference
- Assist the Governance and Human Resources (GHR) Committee in recommending the appointment of Committee Chairs and the composition for Board Committees
- Ensure that the Board understands the role of Board Committees and does not duplicate their work
- Provide input into the GHR Committee's periodic review of NSRDDA bylaws and governance policies

Representations and External Relations

- Represent the Board at official functions or stakeholder meetings
- Serve as the spokesperson for the Board and the NSRDDA where appropriate, ensuring alignment with organizational messaging and legal constraints
- On behalf of the Board, sign the NSRDDA's Annual Report to the Minister

Other

- Sign all official documents requiring the signature of the Board Chair
- Performance such other duties as are set out in the *Act*, regulations, bylaws and governance policies

4. Knowledge, Skills and Experience

The Board Chair is expected to have or to acquire, through available training, the following knowledge and skills to enhance their effectiveness in their role:

- Proven experience in board governance, with a deep understanding of fiduciary duties, risk management, and strategic oversight
- Previous experience as a Chair of a Board or Committee

- Strong leadership and facilitation skills, with the ability to manage Board dynamics and mediate conflicts
- Working knowledge of Rules of Order for the conduct of meetings
- Experience in enforcing discipline and managing conduct in a fair and effective manner
- Exceptional communication and interpersonal skills, with the ability to build strong relationships with Board members and the Registrar
- High ethical standards and a commitment to upholding the values and integrity of the NSRDDA
- Knowledge of the *Act*, regulations, NSRDDA bylaws and governance policies
- Understanding the NSRDDA organization and the Nova Scotia regulated health professions environment
- Knowledge of issues and policies impacting the NSRDDA
- Excellent organizational skills
- Excellent listening, verbal and written communication skills
- Comfortable using a variety of technologies such as computers, software applications and digital collaboration tools
- Demonstrated commitment to fostering diversity, equity, and inclusion in the workplace or in governance roles
- Impartiality, objectivity, and credibility
- Confidence, transparency, and empathy
- Knowledge of evolving EDIRA best practices in governance

5. Time Commitment

The Chair is expected to:

- Participate in any orientation sessions for new Board members and Board Committee Chairs
- Prepare for and chair all regularly scheduled Board meetings and special meetings as required
- Participate in Board retreats, training and development sessions
- Attend Board Committee members on an as required basis to obtain a deeper understanding of matters the Committee plans to bring forward to the Board for approval

6. Monitoring and Policy Review

The Chair of the GHR Committee will ensure that this policy is reviewed in accordance with the Board's policy review cycle or as required by significant operational or environmental changes.

7. Accountability

The Board Chair and the Chair of the GHR Committee are accountable for ensuring compliance with this policy.