

The intent of this policy is to establish the Board's sole, official connection to the operational organization, its achievements, challenges, and management, through its sole conduit, the CEO. The purpose of this policy is to ensure the CEO receives clear, collaborative, yet unequivocal direction from the Board of Directors, speaking as one – together.

Officially passed motions of the Board are binding on the CEO, within the lawful confines of the By-Laws, Policies and Procedures of IGNITE, as they represent *the will of the Board*. The Board is strongly encouraged to consult with the CEO, prior to considering issues of significance to IGNITE, in order to benefit from any advice, experience, or views which may assist the Board in its deliberations, direction, and fulfillment of its overarching duties.

1. Decisions or instructions of individual Board Members, Officers, or Committees are not binding on the CEO.
2. In the case of Board Members requesting information or assistance without Board authorization, the CEO may defer or in exceptional cases refuse requests which would require, in the CEO's best judgement, a material, unbudgeted allocation of staff resources, or which would be otherwise disruptive, or a distraction to IGNITE's daily and other, ongoing operations. Should such a refusal occur, the CEO shall endeavour to explain their rationale, in the best interests of IGNITE, for such refusal at or prior to the next available Board Meeting.

## **Delegation to the CEO**

The Board of Directors will instruct the CEO of prescribed organizational objectives to be achieved. These board-stated objectives will align with IGNITE's multi-year strategic plan, and priorities of IGNITE, and will help ensure alignment and guidance to all organizational activities.

Multi-year strategic planning activities shall take place from time-to-time at the direction of the CEO in order to ensure the ongoing health, best interests, and continuity of IGNITE's operations, in support of its Members. These activities shall involve the CEO, the Board, and others as may be necessary, or useful in supporting the long-term viability of the IGNITE organization.

*Date adopted by Board: December 4, 2013*

*Date amended by the Board: October 22, 2014*

*Date revised: March 29, 2021*