

Authority, Responsibility, Accountability

Role:	Lead Director
Support:	Chair of the Board, Independent Directors
Purpose:	The Lead Director is responsible for the management and the effective performance of the Board of Directors and for providing leadership to the Board for all aspects of its work in absence of the Chairman of the Board

Authority

The Lead Director will be an independent director appointed by the Board of Directors. The Lead Director will have a sufficient level of experience with corporate governance issues to ensure the leadership and independence of the Board. The lead director will have the full authority of the Chairman of the Board in his absence

Resources Needed:	<p>Description:</p> <ul style="list-style-type: none"> An adequate operating budget to support the director mandate 	\$\$ Budget not to exceed \$10,000
--------------------------	---	--

Responsibility

1. The Lead Director is a sounding board for the Board Chair.
2. Performs Board Chair responsibilities when the Board Chair cannot be available.
3. Performs Committee Chair responsibilities when Committee Chair cannot be available..
4. Ensures the independent Directors meet routinely and determines the frequency and venue for the meetings.
5. Assesses the effectiveness of the individual Board members in consultation of the Chairman of the Board.

Accountability

1. Report to the Chairman of the Board.