

POSITION DESCRIPTION

BOARD MEMBER

The affairs of the GTA Chapter are managed by the Board of Directors (“the Board”) which will provide direction and oversight to the President and the finances of the Chapter, as well as resources, advice, and introductions to help facilitate operations and to further the Chapters Core Purpose and Vision.

Primary roles of the Board:

- a) Setting Chapter direction, including ensuring effective planning;
- b) Ensuring the necessary resources are available, and ensuring accountability of those resources;
- c) Providing oversight of the President, as well as budgets, assets, programs and services.

General expectations of Board Members:

- a) Know the mission, purpose, goals, policies, programs, services, strengths, and needs of the GTA Chapter and to a lesser degree, the Association of Certified Fraud Examiners.
- b) Demonstrate a commitment to the Chapter’s Core Purpose and Vision.
- c) Serve in leadership positions and undertake special assignments willingly and enthusiastically.
- d) Ensure all significant matters coming to the attention of a board member to be brought to the attention of the Chief Executive Officer and/or the Chapter’s Chief Compliance Officer.
- e) Follow trends in the fraud prevention, detection, deterrence and education, and keep well informed.
- f) Review and approve the Chapters Vision and Core Purpose statements.
- g) Approve and oversee the Chapter’s strategic plan and maintain strategic oversight of operational matters.
- h) Oversee the financial reporting and audit process, internal controls, and legal compliance.
- i) Hold Officers accountable for performance.
- j) Provide oversight of the Chapter’s financial stability.
- k) Ensure, to the best of the board’s ability, the inclusiveness and diversity of the Chapter.
- l) Provide oversight of the protection of the Chapter’s and the ACFE’s brand
- m) Bring goodwill and a sense of humor to the board’s deliberations.
- n) Suggest possible nominees for board membership who would make significant contributions to the board and organization.
- o) Prepare for and conscientiously participate in board and committee meetings, obtain information before voting to make sound decisions, and exercise independent judgement.
- p) Ask timely and substantive questions at board and committee meetings, and promote both collective and individual vigilance.
- q) Uphold the ACFE Code of Professional Ethics and all Chapter policies.
- r) Speak on behalf of the Chapter as authorized to do so by the president.

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- s) Suggest board and committee meeting agenda items as appropriate.
- t) Vigorously participate in the discussions leading up to a board decision, and then follow and support the decisions of the board once they have been made.
- u) Faithfully read and understand the Chapter's financial statements and otherwise assist the board to fulfill its fiduciary responsibility.
- v) Exercise prudence with the board in the control and transfer of funds.
- w) Serve the Chapter as a whole, disclose any conflicts of interest to the Chief Compliance Officer, and avoid the use of Chapter opportunities for personal gain or benefit.
- x) Maintain independence and objectivity, and a sense of fairness, ethics and personal integrity.
- y) Represent the Chapter responsibly and diligently in the community.

Specific Responsibilities of Board Members:

Board members will participate meaningfully and appropriately in the governance process of the Chapter by:

- Reviewing and approving key Chapter bylaws, policies, procedures and strategic goals, focusing both on near-term and longer-term challenges and opportunities.
- Provide frequent, substantive and constructive feedback to the president, and other officers as appropriate;
- Ensure there are proper internal controls, audit and risk management processes in place, regular financial reporting is done, and all major transactions or other actions are Board authorized.
- Ensure the Annual General Meeting, and the election of directors, are held in accordance with the Chapter bylaws.
- Ensure Chapter members are offered regular professional development opportunities in assisting them improve their level of expertise and knowledge, as well as in achieving the Continuing Professional Education (CPE) credit requirements as mandated by the Association of Certified Fraud Examiners (ACFE).
- Oversee matters critical to the health of the organization, including those involving fundamental matters such as the viability of its business model, the integrity of its internal systems and controls, and the accuracy of its financial statements, while allowing officers of the Chapter to carry-out their designated responsibilities.
- Evaluate governance and provide direction with other board members in managing Chapter risk.
- Steward the resources of the organization for the longer run, not just by carefully reviewing annual budgets and evaluating operations, but also by encouraging foresight through several budget cycles, considering investments in light of future evolution, and planning for future capital needs