

**NV Board of Directors**  
*Directors' Job Description*

The purpose of this document is to define the duties and responsibilities of the directors. Some of those duties and responsibilities are defined in Bylaw 36. This document expands on those listed in the bylaws. In the event that there is any conflict between this job description and the bylaws, the bylaws take precedence.

Election of directors shall be by the membership in attendance at the Annual General Meeting which is generally held in April. (Bylaw 33)

**Duties and Responsibilities**

The following duties are defined in the Bylaws:

1. The directors may exercise all the powers and do all the acts and things that the society may exercise and do, and which are not by these bylaws or by statute or otherwise lawfully directed or required to be exercised or done by the society in general meeting, but subject nevertheless to
  - (a) all laws affecting the society;
  - (b) these bylaws; and
  - (c) rules not being inconsistent with these bylaws, which are made from time to time by the society in general meeting. (Bylaw 36(1))
2. No rule, made by the society in general meeting, invalidates a prior act of the directors that would have been valid if that rule had not been made. (Bylaw 36 (2))
3. The directors shall retire from office at each annual general meeting when their successors shall be elected. (Bylaw 38(1))
4. The directors may at any time and from time to time appoint a member as a director to fill a vacancy in the directors. (Bylaw 39(1))
5. The board of directors shall be entrusted with the discharge of all business of the society, with all monies received by the society, and with all property owned by the society. (Bylaw 44)

In addition to the duties specifically defined in the Bylaws a Director shall:

1. Be familiar with the objectives of the VNHS and work to further the goals of the
2. Society.  
Be familiar with the contents of the VNHS Reference Binder so that he/she is
3. aware of the organization of the Society and the policies that exist.  
Be familiar with the contents of the Bylaws which are included in Part 2 of the
4. Reference Binder.  
Be aware of the overall financial position of the Society and review the financial
5. statements issued by the Treasurer from time to time.  
Attend the monthly meetings of the Board of Directors which, at the present time,
6. are held in the evening of the first Tuesday of the month.