

**Organization:** Chartered Professional Accountants of Canada (CPA Canada)

**Position Title:** Vice Chair, Board of Directors, CPA Canada

---

## THE ORGANIZATION

Chartered Professional Accountants of Canada (CPA Canada) works in partnership with the provincial, territorial and Bermudian (PTB) CPA bodies to provide leadership for the CPA profession in Canada and globally. This partnership allows the Canadian profession to sustain and build the public's confidence in society's economic and financial systems. CPA Canada does so by offering the profession's perspective on national and international matters and by preparing the CPA profession for an ever-evolving environment featuring unprecedented change. CPA Canada is a progressive, forward-thinking organization and is a respected voice in the business, government, education and non-profit sectors.

Domestically, CPA Canada works in partnership with the PTB CPA bodies who are responsible to protect the public and regulate the profession. The PTBs also support members, educate students and participate together in overseeing the profession's strategic direction.

Globally, CPA Canada works together with the International Federation of Accountants and the Global Accounting Alliance to build a stronger accounting profession. CPA Canada's perspective is influential within Canada and internationally.

CPA Canada conducts research into current and emerging business issues and supports the setting of accounting, auditing, and assurance standards for business, not-for-profit organizations, and government. CPA Canada also issues guidance and thought leadership on a variety of emerging issues and technical matters, publishes professional literature, and develops education and professional certification programs.

Presently, the PTBs and CPA Canada are in the process of reviewing the profession's governance structure. Upon conclusion, the review is expected to evolve their respective responsibilities as well as how they interact with each other, execute their complementary mandates and collectively ensure unity in advancing the profession forward.

For more information about CPA Canada [visit the website](#).

## General Roles and Responsibilities of the Board

The Board of Directors (the "Board") is responsible for the stewardship of CPA Canada and ultimately accountable to its members for the oversight of the organization. CPA Canada has Organizational Members, comprised of the Provincial, Territorial and Bermudian CPA bodies (who appoint 8 of the Board's 12 members), and individual members, who are Canada's CPAs.

The Board:

- Recruits the CEO, establishes the CEO's annual performance objectives, assesses the CEO's performance and provides feedback to enhance the CEO's performance;
- Approves the organization's strategic plans and monitors the organization's performance and progress in meeting both its long and short-term goals;

- Promotes the effectiveness of the Canadian CPA profession through its engagement with all of Canada's CPA bodies, in accordance with the governance agreements they have collectively established; and
- Exemplifies the highest ethical standards and requires that such standards be observed at all levels of the organization.

### **The Vice Chair's Role**

The Vice Chair is an extension of the CPA Canada Board Chair ("Chair") role, which is to provide overall leadership to enhance the effectiveness of the Board.

### **Appointment and Term**

The Vice Chair is appointed for a two-year term, with the expectation that the Vice Chair will succeed to the Chair role after a successful two-year term as Vice Chair. As the successor to the Chair position, a deep learning and understanding of the Chair's responsibilities is expected and required over the 2-year term. This includes building relationships amongst the Provincial, Territorial and Bermudian CPA bodies.

### **Responsibilities of the Vice Chair**

The Vice Chair has the following responsibilities:

- Assists the Chair in all of the Chair's duties, where required and appropriate;
- Acts as a sounding board and second opinion for the Chair relative to various matters, including communications with Management;
- Fills in for the Chair at events/meetings when a timing conflict arises;
- Collaborates with the Chair and CEO to personally attend convocation events ensuring Board coverage;
- Chairs the Nominating and Governance Committee, participates as a member of the HRCC, and acts in an observer capacity on the Finance, Audit and Risk Committee;
- Leads the Vice Chair recruitment process;
- Attends Council of Chairs meetings (typically quarterly); and
- During periods when the Chair is absent and the normal functions of the Chair cannot be carried out, assumes the role of acting Chair until the latter resumes carrying out their normal duties or a new Chair has been elected and appointed by the Board.

Time commitments for the Vice-Chair may vary depending on specific projects in a given year, however the normal business of the Board and Nominating and Governance Committee including meeting planning and attendance, recruiting efforts, other aspects of the Vice Chair's responsibilities, attendance at events, etc would typically require approximately 600 or more hours of time from the Vice Chair. Both the Vice Chair and Chair roles receive an honorarium.

### **Appendices**

- CPAC Board Chair Position Description
- CPAC Nominating and Governance Committee Terms of Reference