


Policy Title: OVERVIEW OF BOARD-CEO RELATIONSHIP		Policy Section: III Board-CEO Relationship	Policy Number: III-01
Approved By: Board of Directors	Date Approved: Sept 8, 2006	Date Reviewed/ Revised: May 28, 2009 Sept 16, 2010 Sept 17, 2013 Sept 20, 2018 Dec 3, 2021 May 27, 2024 May 27, 2025	Board Chair's Signature: 

BACKGROUND

The “Overview of the Board-CEO Relationship” is the umbrella policy for the other Board-CEO Relationship Policies which further define this overarching policy.

POLICY PURPOSE

The purpose of this overarching policy is to outline the highest-level principles governing the Board-CEO Relationship Policies (i.e., the relationship between the Registrar & CEO and the Board of Directors).

POLICY

The Board’s sole official connection to the operational organization, its achievements, and conduct is through the Registrar & CEO.

Further:

Registrar & CEO/Organizational Performance

1. The Board will consider the Registrar & CEO’s performance synonymous with organizational performance as a whole.

Appointment and Termination of Registrar & CEO

2. Only the Board acting as a body, in an objective manner, can employ, direct, terminate, discipline, or change the conditions of employment of the Registrar & CEO or an Acting Registrar & CEO, pursuant to CMLTO By-Law Section 2.5.1 Appointment of Registrar and CEO and Section 2.5.2 Appointment of Acting Registrar and CEO.



- 2.1 The terms and conditions of employment for the Registrar & CEO, including the termination clause, will be outlined by the Board of Directors in an Employment Agreement Letter.
- 2.2 The Board shall appoint and remove the Registrar & CEO only by formal resolution, following a Board-determined process.
- 2.3 In the event that the Board makes a decision to terminate the employment of the Registrar & CEO, a two-thirds majority vote of the Board is necessary to carry the vote. The requirement for a super majority vote is to ensure that this decision has been fully assessed for fairness, equity, reasonableness, and justice.

Operational Feedback

3. Board Members will refer any compliments, complaints or criticisms about operational issues and trends to the Registrar & CEO.

REFERENCES

- CMLTO By-Law Sections:
 - 2.5.1 Appointment of Registrar & CEO
 - 2.5.2 Appointment of Acting Registrar & CEO
- CMLTO Board-CEO Relationship Policies:
 - BCR III-01 Overview of Board-CEO Relationship
 - BCR III-04 Registrar & CEO Position Description Policy
 - BCR III-25 Registrar & CEO Compensation Program and Principles Policy
 - BCR III-25.05 Registrar & CEO Compensation Program: Structure and Administration Policy