



**Volunteer position: Board of Directors**  
**On going recruitment until positions are filled**  
**Contact: [info@maxottawa.ca](mailto:info@maxottawa.ca)**

**Location Virtual/ office- 400 Cooper, suite 9004 Ottawa, ON**

**Position duration: 2 years**

**Position type: Board Director - MAX's Governance**

### **STATEMENT OF VOLUNTEER VALUE**

At MAX Ottawa, we value our volunteers for the crucial role they play in advancing MAX's mission of championing improved health outcomes for guys into guys in the Ottawa region. Our volunteers support the organization in myriad ways, acting as facilitators, mentors, leaders, donors, educators, and advocates. The diversity of experiences and knowledge they bring to our team is an essential asset. Their skills and talents help us create larger circles of social connection and reduce health barriers for queer folk.

### **PURPOSE OF THE POSITION**

MAX Ottawa's Board of Directors is seeking dedicated volunteers to assume the role of Director.

The Board of Directors is the legal authority for MAX Ottawa. As such, it represents, leads, and serves MAX, and holds itself accountable to it by committing to act in MAX's best interests and by ensuring that all board and organizational action is consistent with the law, with MAX's policies and goals, and with MAX's values. Working collaboratively with the Executive Director, the board is actively involved in setting strategic priorities and goals based on the vision and mission of the organization. The board is ultimately responsible for the management of MAX's affairs and for all aspects of MAX's performance.

The general areas of focus for the board's work are the following:

- **Establishing and safeguarding MAX's mission and planning for the future;**
- **Financial stewardship;**
- **Human resources stewardship;**
- **Performance monitoring and accountability to stakeholders;**
- **Community representation, engagement and education;**
- **Risk management.**

The board is not involved in the day-to-day operations of the organization and instead focuses on setting a clear direction for the organization and getting the best results for the money invested.

As members of the board, directors act in a position of trust vis-à-vis the community and are responsible for the effective governance of the organization. They are expected to be fully informed of organizational matters and participate in the Board's deliberations and decisions. In the performance of their duties, directors have a legal obligation to exercise due diligence, loyalty, and care.

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The board recognizes the importance for MAX of adequately meeting the needs of the diverse communities it serves. Accordingly, in every aspect of its activities, MAX subscribes to, and the Board is deeply committed to, principles of equity, diversity and inclusion, and reconciliation with Indigenous communities. People with lived experiences that lie at the intersection of multiple inequities, including people who are Indigenous, racialized, trans, newcomers and refugees, street-involved, substance users, HIV positive, or living with disabilities, are strongly encouraged to apply and to self-identify.

## RESPONSIBILITIES AND DUTIES

In addition to assisting the board in its essential governance tasks, directors have a legal obligation to exercise due diligence, loyalty and care in the performance of their duties. Generally speaking, each director is expected to exercise these duties as follows:

### 1. Duty of due diligence

- Be informed of the articles of incorporation, of the legislation under which the corporation exists, of the organization's bylaws, mission, values, code of conduct, and policies.
- Keep generally informed about the activities of the organization, the community issues that affect it, and the general trends in the business in which the organization operates.
- Attend board meetings, serve on committees, contribute to the work of the board from personal, professional and life experience.

### 2. Duty of loyalty

- Act with honesty and good faith in what the director believes is the best interests of the corporation.
- Maintain solidarity with fellow directors in support of a decision that has been made in good faith, in a legally constituted meeting, by directors in reasonably full possession of the facts.
- Exercise vigilance for and declare any actual, potential or perceived personal conflict of interest in accordance with the organization's bylaws and policies and statutory requirements.

### 3. Duty of care

- Exercise the same degree of care, diligence and skill that a reasonably prudent person would show in comparable circumstances.
- Offer personal perspectives and opinions on issues that are the subject of board discussion and decision.
- Voice, clearly and explicitly, at the time the decision is being taken, any opposition to a decision being considered by the board.
- Ask for a review of a decision if the director has reasonable grounds to believe that the board acted without full information or in a manner inconsistent with its fiduciary obligations.
- Work cooperatively with the staff of the organization on committees of the board.
- Know and respect the distinction in the roles of board and staff, consistent with the principles underlying applicable governance policies.

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## Qualifications

### Required qualifications:

- Being 18 or more years of age.
- Being committed to the work of the organization.
- Possessing lived experiences as a member of the queer community
- Having knowledge of the social determinants of health.
- Possessing the ability to communicate effectively with GBT2Q guys from an array of socioeconomic and cultural backgrounds.
- Having a genuine passion for working with queer communities.
- Being able to work as part of a team.
- Being willing to adhere to MAX's confidentiality policies and other relevant policies and procedures.

### Asset Qualifications:

- Having experience of and knowledge in the area of human resources management.
- Having experience of and knowledge in the field of equity, diversity and inclusion.
- Being bilingual (French/English).

## Commitment Expected

The board meets eight times per year for approximately 2-3 hours each time. Directors are expected to commit sufficient time to become oriented to their responsibilities and the work of the organization, to contribute their knowledge and skills in one or more areas of board governance (i.e. policy, finance, programs, human resources, fundraising), to be willing to serve on board committees, and to attend special events, like the annual retreat and the annual general meeting. Added commitment in line with the needs of the organization is encouraged. Board members are expected to commit to a two-year mandate.

**Please email your résumé and a cover letter explaining your interest and experience to the Chair of our Board of Directors, Rémi Samson, at:  
info@maxottawa.ca**

**Email subject: "Volunteer position - Member of the Board of Directors"**

**If you are new to MAX as a volunteer, please also fill out the online  
volunteer  
application form, available in English or French.**