



RESPONSIBILITIES OF DIRECTORS OF NORTHERN EMPLOYEE BENEFITS SERVICES

Northern Employee Benefits Services (NEBS) is a corporation established under the Canada Corporations Act, Part 2. The NEBS Corporate By-law governs the business and affairs of the corporation.

These laws establish that the Board of Directors is responsible for the management of the NEBS program. The Board assumes these responsibilities on behalf of all members of NEBS, who are the employers that participate in one or more of the NEBS group insurance or retirement plans. The Board is accountable to the members. Directors are members of the Pension Committee established in the Corporate By-law with full functional authority for all pension matters.

Responsibilities of Directors, including their role as Pension Committee Members, include:

- Fiduciary Duty, see “Duties and Powers of Trustees”.
- Strategic Planning-setting mission, vision, values and principles and creating strategic direction, measurable objectives and performance measures.
- Corporate Governance-setting the structure (jobs, responsibilities, reporting and accountabilities): maintaining the provisions of the Corporate By-Laws; setting corporate policies, guidelines and procedures.
- Program Governance-setting the plans, marketing, establishing program policies and procedures.
- Human Resource Governance-setting the overall staff resources, employment practices, policies and procedures.
- Financial Governance-setting budgets, monitoring expenditures, approving contracts, managing plan funds.

Individual Directors must:

- Prepare
 - Attending all orientation and training sessions arranged for Directors
 - Being familiar with all materials in the Directors Handbook
 - Reviewing all materials in advance of meetings
- Attend
 - At meetings of the Board (3 per year, plus 3-5 teleconference calls)
 - At the Annual General Meeting and other General Meetings of Members
- Participate
 - In discussions and decisions of the Board
 - On committees of the Board
 - In events and activities of the Board and as a representative of the Board