

## APPENDIX G

# Executive Expectations of the Chief Executive Officer (CEO)

### Introduction

Executive expectations are a mechanism that allows the Board to exercise appropriate control, promote accountability and foster flexibility, innovation and creativity to benefit CPATA's purpose. They help protect the well-being of CPATA from risk while encouraging the CEO to improve processes and identify new responses to needs of CPATA in a strategic manner.

### 1. General Requirements

The CEO is the Chief Executive Officer of CPATA and, under the direction of Board, is responsible for the management and coordination of the operation, administration, finances, organization, supervision and maintenance of all of CPATA's activities. The CEO performs all the functions and duties normally associated with the Office of Chief Executive Officer.

The CEO sees that all policies necessary for the operation and management of CPATA are created, kept current, documented and followed. Such policies must follow applicable legislation, professional ethics and best business and management practices.

The CEO is responsible for taking steps to prevent any practice, activity, decision or organizational circumstance that is imprudent or violates the *CPATA Act*, Regulations, By-laws, other applicable legislation, policies, professional ethics or commonly accepted business and management practices.

The CEO is evaluated by the Board in a mandatory annual performance review.

### 2. Employees

The CEO is expected to create and support working conditions for CPATA employees that are fair, dignified, safe and in compliance with applicable legislation, employment contracts, professional ethics and best business and management practices. This includes ensuring there are current position descriptions in place for all employees; regular performance reviews are conducted; employment, compensation and benefits of employees, consultants and contract workers accord with approved budgets compensation and benefits included in the budget do not substantially deviate from the mean salary for similar positions in the National Capital Region market. The CEO also ensures that appropriate succession planning, back-up and cross-training is in place.

3. **Strategic Framework** – The CEO facilitates Board’s development and approval of a Strategic Framework that sets the strategic direction for the Board and CPATA.
  
4. **Annual Workplan** – The CEO supports the Board’s consideration and approval of the Annual Workplan for the successive Board year.
  
5. **Finances**

The CEO presents an annual budget to the Board for approval. The budget will:

- contain expenditures that do not exceed forecasted revenues;
- allocate resources that do not deviate substantially from broadly stated organizational goals and priorities;
- correspond with the priorities and objectives of the Annual Workplan and Strategic Framework;
- contain credible projections of revenues and expenses;
- separate capital and operational items; and
- disclose planning assumptions, risk factors and cash flow projections.

The CEO provides regular written reports to the Audit and Risk Committee on CPATA’s financial situation that specifically advise of any material changes in assumptions or expected deviations in projected revenue or expenditures (material means variances from budget that are greater than 5% or \$10,000.00). Current reports are provided to the Board at each meeting.

## 6. Risk – Financial Reporting and Accountability

The CEO’s responsibilities include that:

- expenditures are made in compliance with the budget (however, the CEO may reallocate between items in the budget within guidelines provided by the Audit and Risk Committee);
- appropriate signing authorities and banking resolutions are kept current;
- tax payments and other government-required remittances and other deductions are current and so certified to the Board as part of each written report;
- sufficient funds are always available to meet current obligations in a timely manner;
- receivables are addressed in a timely manner;
- cash and funds are handled in accordance with applicable standards;
- an Enterprise Risk Management Policy is developed, approved by the Board, on advice of the Audit and Risk Committee, and there are annual reviews and reports to the Board on the Policy; and
- instructions to CPATA’s auditors include:

- a requirement for independent review and reporting on CPATA’s statutory compliance obligations; and
- a review of risks usually associated with an organization like CPATA, identified by the CEO, the Audit and Risk Committee, the Board and the Auditors.

## 7. Risk – Statutory Compliance

The CEO is responsible to see that:

- CPATA complies with its obligations under the *Privacy Act*, the *Access to Information Act*, the *Official Languages Act*, the Canada Labour Code and any other federal legislation that applies to it;
- CPATA complies with the provisions of The *CPATA Act*, the College’s Regulations and By-laws

## 8. Risk Management and Asset Protection

The CEO takes care to see that CPATA’s tangible and intangible assets are adequately protected and maintained and are not subject to unnecessary risk. In particular, the CEO:

- properly maintains property and equipment;
- properly protects intellectual property, information and files from loss, theft or significant damage;
- arranges for CPATA to have adequate insurance protection against all risks; and
- properly maintains information systems and appropriate backups for electronically stored information.

## 9. Whistleblowing

The CEO maintains a Board-approved Whistleblower Policy that is reviewed annually by the Audit and Risk Committee (see Appendix J).

## 10. Litigation Policies

The CEO instructs counsel on behalf of CPATA in all matters in which CPATA is a party to litigation or to judicial or quasi-judicial proceedings and is not represented by its insurer.

Any participation by CPATA in litigation or in judicial or quasi-judicial proceedings in which it is an applicant, appellant, intervener or plaintiff must be authorized by the Board, which must set out the scope of CPATA’s role in the matter.

In matters where CPATA or its employees, Board directors or committee members, are named as a defendant or a responding party in litigation or in judicial or quasi-judicial proceedings arising out of their role in CPATA, the CEO will:

- advise the Board as soon as practicable;
- report the matter to CPATA's insurers as soon as practicable for a determination of whether the matter is covered by the terms of the insurance policy and report the results to the Board;
- if the matter is not covered by insurance, retain and instruct counsel for CPATA, its employees, Board or committee members, and provide direction with respect to the nature and scope of CPATA's role in the matter, in consultation with the Chair of the Board as practicable; and
- report to the Board on the status of the matter from time to time.

The CEO advises on the status of litigation matters at all regular Board meetings or at special meetings called for that purpose.

## II. Support and Communication

The CEO supports the Board, committees and all those who provide assistance to CPATA through both leadership and administrative support. This includes effectively supporting good licensee and public relations and helping maintain and support key external relationships.

CPATA's relationships with individuals and organizations involved in innovation and intellectual property issues are critical to achievement of its strategic goals. Because the CEO plays a vital role in developing, nurturing and enhancing the quality and extent of these various relationships on behalf of CPATA, the CEO strives to see that external relationships are developed and maintained effectively with organizations having an interest in innovation and intellectual property, and opportunities for developing new external relationships and partnerships are identified.