
**DIAGNOSTIC SERVICES OF MANITOBA
BOARD OF DIRECTORS POLICY**

Policy Name: Delegation to the Chief Executive Officer **Number:** BC-2
Policy Type: Board-CEO Relationship **Date Approved:** April 14, 2005

All Board authority delegated to staff is delegated through the Chief Executive Officer (CEO), so that all authority and accountability of staff - as far as the Board is concerned - is considered to be the authority and accountability of the CEO.

Accordingly:

1. The Board's role is generally confined to establishing policies in accordance with GP-4. Implementation and subsidiary policy development is delegated to the CEO.
2. **Ends policies** direct the CEO to achieve certain results, for certain recipients, at a certain cost. **Executive Limitations policies** constrain the CEO to act within acceptable boundaries of prudence and ethics. With respect to Ends and Executive means, the CEO is authorized and required to establish all further policies, make all decisions, take all actions and develop all activities as long as they are consistent with any reasonable interpretation of the Board's policies.
3. The Board may change its policies, thereby shifting the boundary between Board and CEO domains. Consequently, the Board may change the latitude of choice given to the CEO, but so long as any particular boundary is in place, the Board and its Members will respect and support the CEO choices. This does not prevent the Board from obtaining information in the delegated areas.
4. The CEO may act as a spokesperson for the Board as determined by the Board, and any statements made in this capacity shall not deviate from established Board policy.
5. Only the board acting as a body can employ, terminate, discipline, or change the conditions of employment of the CEO.
 - 5.1. The Board may, for just cause, by resolution, revoke or suspend the appointment of the Chief Executive Officer.
 - 5.2. If the CEO is unable to act in his or her capacity, the Board may, by resolution, appoint an individual to temporarily assume the Chief Executive Officer's responsibilities.