



BOARD OF DIRECTORS ROLES, RESPONSIBILITIES and GENERAL INFORMATION

The Provincial Sport Organizations Council (operating as "SPORT4ONTARIO" and herein referred to as SPORT4ONTARIO) encourages those interested in serving on its Board of Directors to speak with a member of the Nominating Committee.

Background Information:

SPORT4ONTARIO is a not-for-profit, non-partisan organization incorporated in the Province of Ontario in 1998.

SPORT4ONTARIO represents the collective interests of its membership and other key stakeholders.

SPORT4ONTARIO is committed to working with the public and private sector and both existing and identified partners to assist in strengthening the sport and physical activity sector in Ontario.

SPORT4ONTARIO has a sound governance structure and a by-law which conforms to the Ontario Corporations Act for not-for-profit associations. This board model incorporates the following:

- Six elected Directors (and the Immediate Past Chair (Article 3.7)
- Staggered two-year terms for Directors (Article 3.16)
- A vacancy on the Board of Directors may be filled by a majority vote of the Board of Directors until the next Annual General Meeting (Article 3.17)
- The officers, i.e. the Chair, Vice-Chair, Secretary and Treasurer shall be appointed at the first meeting of the Board of Directors after the Annual General Meeting ("AGM") to hold office until the first AGM after their election or until their successors shall have been appointed (Article 3.37)
- The terms of the Officers will be for one year (Article 3.37)

The Role of the SPORT4ONTARIO Board of Directors

The Board is responsible for determining policy; for protecting the long-term growth and health of the Council; for monitoring and evaluating the goals of the Council; for approving the budget and for authorizing and taking responsibility for the sustainability of the organization.

Level of Authority

The Board shall be responsible for "ultimate corporate accountability" and shall be the final decision-maker on all issues within its purview.

Board Functions and Responsibility

Board functions include but are not limited to:

- Strategic Planning
- Financial Management

- Organization Mission and Long Term Goals
- Human Resource Management
- Management of Committees

Key Responsibilities include but are not limited to:

- Policy Creation and Implementation
- Evaluation of Programs
- Approval of Budgets
- Community Relations
- Personnel Performance Appraisal and Hiring
- Approval of Financial Statements
- Chair standing or ad-hoc committees as required

Board Composition

The Board shall be comprised of individuals who have:

- An interest in the development and growth of amateur sport in Ontario.
- An awareness of the issues within the sport and physical activity sector.
- A commitment to the membership and to SPORT4ONTARIO's mission, goals and objectives.
- Strong leadership skills.
- The ability to assist in the development of governance and organizational strategies, policies and practices.
- The capability and the enthusiasm to cope with changing values in sport and their implications for the vision and future of SPORT4ONTARIO.
- The ability to deal assertively in the deliberation of issues pertaining to the organization's values and vision.
- The ability to work in a team environment and a willingness to delegate and allow others to make decisions.

Minimum Requirements

Candidates must be a Member in Good Standing of a Member Organization in Good Standing of the SPORT4ONTARIO, and, at a minimum, should have the following attributes:

- A demonstrated interest in SPORT4ONTARIO's goals and objectives.
- Specific experience, interest in and /or knowledge of at least one area of SPORT4ONTARIO's operations: administration, finance, human resources, program development and delivery, marketing and/or public relations.
- Commitment to attend Board meetings, to serve as Board Liaison to at least one Committee and to participate in the required SPORT4ONTARIO activities.
- A willingness to participate in Board orientation and training activities and to adhere to Board duties and responsibilities as outlined in the by-laws.
- Any individual who is 18 years of age or older, who has the power under law to contract, who is a member and a director in good standing or the senior staff of an active member in good standing of the corporation, may be nominated for election as a Director. (Article 3.8)

Additional Requirements

Once elected, Directors are required to sign SPORT4ONTARIO's Code of Conduct, Confidentiality Agreement and Conflict of Interest Guidelines.

Officers Duties

Duties – The duties of the Officers are as follows (Article 3.38):

- a) The **Chair** shall be a volunteer and shall be responsible for the general supervision of the affairs and operations of the Corporation, shall preside at the Annual and Special General Meetings of the Corporation and at meetings of the Board, shall be an ex officio member of all committees, except for the Nominating Committee established by the Board, shall sign all instruments which require the Chair's signature, shall perform all duties incidental to office, shall represent the Corporation to other bodies and at events deemed important to the Corporation and shall perform such other duties as may from time to time be established by the Board.
- b) The **Vice-Chair** will support and assist the Chair in all duties and exercise the powers of the Chair in the absence or disability of the Chair, and will perform such other duties as may from time to time be established by the Board.
- c) The **Secretary** will distribute all notices required to be given to Members, Boards and Committees, will attend all meetings of the Board of Directors, Executive Committee and meetings of the Members for the purpose of recording minutes of each meeting and issuance to the appropriate parties, will keep proper books, papers, records, documents and other instruments as required and lodge them at the Head Office of the Corporation and will perform such other duties as may from time to time be established by the Board.
- d) The **Treasurer** will keep proper accounting records as required by the Act; shall cause to be deposited all monies received by the Corporation in the Corporation's bank account, as directed by the Board shall supervise the management and the disbursement of funds of the corporation, shall supervise the work of the auditor and ensure that an annual audit of the Corporation's finances are complete, when required shall provide the Board with an account of financial transactions and the financial position of the Corporation and shall perform such other duties as may from time to time be established by the Board;

Time Commitment

Members of the Board are expected to attend, to the greatest extent possible, all Board and Membership Meetings and specific events important to the promotion of the Council, including, but not limited to:

- Board Meetings 4 – 5 meetings annually
- Annual Membership Meetings Minimum of one (1) meeting annually
- Committee Meetings As per respective committee terms of reference
- SPORT4ONTARIO Ontario Sport Forums Held monthly, second Wednesday
- Professional Development Events As scheduled
- Special Events As scheduled

Length of Term

Elected Directors will serve terms of two years and will hold office until their successors have been duly elected in accordance with By-law 1, unless they resign, are removed from or vacate their office. The terms of elected Directors will be staggered by electing half of the Directors at each Annual General Meeting. (Article 3.16)

Compensation Level

SPORT₄ONTARIO Board Members do not receive wages, stipends or honorariums. Compensation for reasonable expenses incurred during the performance of Board and/or SPORT₄ONTARIO duties or functions shall be provided.

Election Process

Nomination for election to the SPORT₄ONTARIO Board of Directors can be achieved by:

1. Recruitment and/or presentation to membership via the Nominations Committee.
2. Nominations from the floor at the Annual General Meeting of Members.

Note: According to By-law 1, Article 3.17, where the position of a Director becomes vacant for whatever reason, the Board may appoint an individual by majority vote to fill the vacancy until such time as a Director is elected or appointed in accordance with By-law 1.

Next Steps

If the proposed candidate meets the Minimum Requirements, he/she must express his/her interest in running for election to the Nominating Committee. The proposed candidate must then:

1. Complete and forward the "Board of Directors Nomination Form" to the Nominating Committee Chair
2. Speak to a member of the Nominating Committee
3. Consent to being identified on the Slate of Directors for the next Annual General Meeting of Members to be circulated to the Membership
4. Attend the next Annual General Meeting of Members
5. Be prepared to stand for election at said Annual General Meeting of Members
6. Be prepared to serve on the New Board of Directors to be approved by the Membership at the Annual General Meeting of Members