



canada  snowboard

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Board of Directors – Candidate Information

12 December, 2010

Introduction

Thank you for your interest in election to the Board of Directors of Canada~Snowboard. We are currently accepting applications for an election to be held on January 12, 2011. We are asking that nominations be provided by January 05, 2011 on the attached nomination form so that your information can be pre-circulated in advance of the election. Nominations will also be accepted from the floor on the date of the election.

This document provides background information about Canada~Snowboard, and about the Board of Directors.

Canada~Snowboard

Canada~Snowboard is the national governing body in Canada for the sport of snowboarding.

Its mission is to lead snowboarding from park through podium. This mission will be achieved by employing our key strengths in the pursuit of our core strategies, while respecting at all times the fundamental values that guide our conduct as we work towards our vision of a desired future. These attributes of the Corporation are set out in a Statement of Purpose, which is available for reference on the Canada~Snowboard website (www.canadasnowboard.ca).

Canada~Snowboard is led by a Board of Directors elected by and from its Member Organizations.



Canadian
Heritage
Sport Canada

Patrimoine
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Board of Directors

The Canada~Snowboard Board of Directors consists of:

- ☞ The Chairperson, Vice-Chairperson, and Treasurer, who are elected by the membership. Candidates for these positions must be nominated by a Member Organization.
- ☞ One Director At Large, who is elected by the athlete members of the High Performance Program. This election will be coordinated by the HPP program staff.
- ☞ Four Directors At Large, who are elected by the Member Organizations. Each of these Directors At Large must be nominated by a Member Organization.
- ☞ Up to three additional non-voting Directors, who may be appointed by the Board of Directors. PTSA's are welcome to nominate individuals for these non-voting director positions.
- ☞ The Chief Executive Officer, who is an *ex officio* non-voting Director, and who serves as Secretary.

The principal role of Directors is to serve as knowledgeable and participating members of the Board in fulfilling that body's role to establish and monitor the mission, values, vision, core strategies, and policy statements of Canada~Snowboard.

Directors are also required to help fulfill the Board's role to ensure the effective management and fiduciary responsibility of the organization.

Each Director serves on at least one of the three Standing Committees of the Board:

- ☞ Finance and Audit Committee.
- ☞ Nominations Committee.
- ☞ Governance Committee

A general outline of the responsibilities of Directors consists of the following:

- ☞ Be prepared for, attend, and take an active part in all meetings of the Board and Standing Committees.
- ☞ Establish the strategic purpose and values of the organization.
- ☞ Exercise financial oversight and fiduciary responsibility for the organization on behalf of its members.
- ☞ Exercise risk management oversight on behalf of the organization.
- ☞ Establish formal and informal reporting requirements between the Board and Committees of the Board, and between the Board and the CEO.
- ☞ Establish, approve, and review policies, particularly those related to governance of the organization or its members.
- ☞ Avoid real or perceived conflicts of interest.
- ☞ Engage in developmental activities to improve Board performance and ensure "best practices" in Board procedures.
- ☞ Review the performance of Board members and of the Chairperson of the Board.
- ☞ Respect the authority of the Chair, and exercise only such authority as is granted individually or collectively by Board governance policies.

- ↻ Respect the relationship between the Board and CEO, and the authority of the CEO over management of the organization.
- ↻ Ensure that only the Chairperson of the Board or the CEO speaks publicly on behalf of Canada~Snowboard, unless another spokesperson has been specifically authorized by the Board, the Chairperson or the CEO.
- ↻ Establish clear performance criteria (including key results and time frames) for the periodic evaluation of the performance of the CEO.

Elections

Directors are elected or appointed for terms of office of two years. There is no limit on the number of times a Director may be re-appointed or re-elected.

The Chairperson, Treasurer, the Director At Large elected by the athlete members of the High Performance Program, and one other Director At Large are elected in even numbered years. All other elected Directors are elected in odd numbered years.

All Candidates for election must submit a Nomination Form which is available on the Canada~Snowboard website to the Nominations Committee. Final deadlines for acceptance of advance nominations will be set by the Nominations Committee each year (in this case by 05 January, 2011). The Nominations Committee will assess all candidates in accordance with criteria established by the Board and will issue a report prior to the Annual General Meeting.

Elections are conducted at the Annual General Meeting (In this case on 12 January 2011)

Votes at Annual General Meetings are carried by the Member Organizations (Provincial and Territorial Snowboard Associations) on behalf of their individual members. Each Association will carry from two to six votes, depending on the size of its membership.

Further Information

For further information on election to the Canada~Snowboard Board of Directors, please contact Steven Hills, CEO and Secretary to the Nomination Committee, at steven@canadasnowboard.ca.