



Canada Snowboard Board of Directors

Roles and Responsibilities of Board Members

May 10, 2023

The Board is elected by the members of Canada Snowboard and is accountable to them. It is both a legally responsible body and represents the organization.

This document explains the roles, responsibilities and expectations of a Director on the Canada Snowboard Board.

A. Roles

The primary role of the Board is to create policies and oversee the work necessary to implement them. Specific responsibilities lie in the areas of:

1. Policies and Procedures
2. Management and Human Resources
3. Planning
4. Fiduciary Responsibility
5. Business Management
6. Compliance Reporting and Communications

The Board of Directors shall act as a “policy” Board, providing strategic direction and planning. Responsibility for the day to day operations and achieving results are the responsibility of the Executive Director (E.D.).

As a policy board, the Board of Directors shall concentrate on providing leadership and direction to the organization through clearly articulated policies and goals. The strategic results to be achieved by Canada Snowboard and the guidelines placed on how these results are achieved shall be governed by Board policies and communicated to staff through the E.D.

The Board will allow the E.D. to administer operations and will not involve itself in management decision making or in the day to day operations of Canada Snowboard. This approach will enable the Board to focus on creating, sustaining and fulfilling a vision. The Board will monitor and hold the E.D. accountable for results and progress.

The Canada Snowboard by-laws detail the composition, powers and legal responsibilities of the Board.

B. Responsibilities

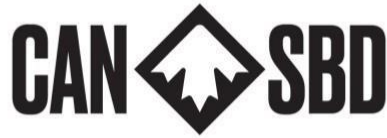
The following table outlines the responsibilities for each area between the Board of Directors and E.D.:



| AREA | BOARD | E.D. |
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| Strategic Plan Development | Approves | Develops with Directors and Management input & recommendations |
| Performance to Strategic Plan | Monitors | Establishes strategies to achieve Provides regular variance reports |
| Day to Day Operations | No Role | Fully responsible with delegated tasks to Management Team |
| Hiring/Firing/Evaluation Executive Director | Full Responsibility | |
| Hiring Staff | No Role | Approves all hiring |
| Management Responsibilities | No Role | Develops & approves |
| Firing Staff | No Role | Makes termination decisions |
| Staff Grievances | No Role | Grievance stops with E.D. |
| Personnel Policies | Adopts | Recommends and administers |
| Staff Salaries | Approves top line HR in budget (total package) | Approves salaries with recommendations from Finance |
| Staff Evaluations | Evaluates ED | Evaluates Management |
| Media Response | President may be spokesperson | ED as official spokesperson |
| Member Liaison | As Assigned | Ongoing |
| Template Policies to share with Members | Approves | Develops and Circulates |
| Special Events | Host Role / Participant | Host Role / Management of Events |
| Budget | Approves and monitors variances | Develops and reports variances/year-end forecasts |
| Capital Expenses | Approves spending authority Approves purchases over spending authority | Quotes as per spending authority guidelines. Prepares requests to Board |
| Repairs & Maintenance | Major: Approves Minor: No role | Approval on prepared request from Management/B & P Committee |
| Fees & Dues | Approves | Develops & recommends |
| Billing, credit & collections | Approves policy | Proposes policy & implements |

C. Requirements and Expectations

1. Board members are required to attend face-to-face meetings a minimum of 1 per year and usually no more than 2.
2. Board members are expected to participate in 1.5 - hour conference calls and devote 2 hours to preparation, approximately every 6 – 8 weeks.
3. Board members are expected to help raise the profile of the organization whenever possible.
4. Board members are to be involved in selected committees with specific work to be accomplished as detailed in the strategic plan. The Canada Snowboard Board of Directors has the following committees:
 - a. Executive Committee
 - b. Governance Committee
 - c. Finance and Audit Committee



- d. Communications Committee
 - e. Nominations Committee
5. Board members are expected to fill a specific skill set on the Board, and provide guidance particularly in that functional area.

D. Canada Snowboard Policy Framework

Canada Snowboard has put in place a Policy Framework for the purposes of

- establishing common definitions;
- defining overall scope and application;
- outlining roles and responsibilities for relevant documentation;
- describing the structure of the organization’s “policy suite”;
- illustrating the legal and administrative ecosystem where Canada Snowboard policies reside; and
- providing a process map for the ongoing management of Canada Snowboard’s policies

Please familiarize yourself with the full Policy Framework in [Appendix A](#) of this Orientation Manual.

E. Canada Snowboard Board Committee Structure

The By-Laws specify the Committees that can be established by the Board of Directors, and in turn, each committee is accountable to the Board of Directors. A Terms of Reference for each committee specifies the operational aspects of that committee including composition, term, mandate, duties and responsibilities and reporting requirements. Each committee is responsible for refining their respective terms of reference, having those subsequently embedded by the governance committee, and ultimately approved for implementation by the Board of Directors.

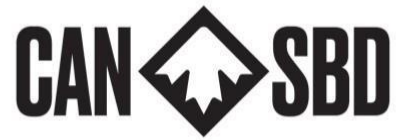
The intent with the committees is to provide effective support to Canada Snowboard as an organization while ensuring the efficient and effective use of time for board members. It is expected that all committee’s will initially require an examination of needs and focus, with a re-drafted terms of reference document required to define the areas of focus and objectives going forward. The establishment of committees is to be guided by best practices for NSO boards, and for the specific areas of need for Canada Snowboard.

Each committee requires a board member to take on leadership, with multiple board members joining to support (along with the potential for non-board members). The leader of each committee is expected to address and define the needs and objectives of the committee they lead, and define and draft terms of reference, and set and lead a working meeting schedule for the year ahead.

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| Executive Committee | As stated in the By-Laws, the Executive will consist of: Chairperson, Vice-Chairperson, Treasurer and Secretary |
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| Governance Committee | <p>The Governance Committee shall consist of not fewer than three (3) and not more than five (5) persons including:</p> <ul style="list-style-type: none"> - Committee Chairperson – appointed by the Board of Directors; - Committee Members: <ul style="list-style-type: none"> o Three (3) to five (5) Board appointed people, with the understanding that a majority of the Committee will be members of the Board; |
| | <ul style="list-style-type: none"> o Board Chairperson of Canada Snowboard (<i>ex officio</i>); o The Executive Director (<i>ex officio</i>). |
| Finance Committee | <p>The Committee shall consist of not fewer than three (3) and not more than five (5) voting members, exclusive of <i>ex officio</i> members, deemed to be qualified individuals, from:</p> <ul style="list-style-type: none"> - The Board of Directors, with a minimum of two (2) appointments; - Canada Snowboard’s membership; or - General public. - The Chairperson of the Committee will be appointed by the Board and normally will be the individual elected Treasurer of the Board. <p>A minimum of three <i>ex officio</i>, non-voting members, who are not considered when establishing numbers for quorum, comprised of:</p> <ul style="list-style-type: none"> - Executive Director; - Senior Finance person at Canada Snowboard; - Finance Manager or equivalent, serving as Secretary to the Committee; and - Board Chairperson. |
| Communications Committee (In process of restructure further details to come). | <p>The Committee shall be comprised of a minimum of three (3) persons appointed by the board (non-board members can be included), with:</p> <ul style="list-style-type: none"> - Staff support from the Canada Snowboard Communications Specialist and Business Development Director. - The Chairperson shall be an elected member of the Board of Directors. |
| Athletes Council | <p>Eligibility for election to CSAC is limited to those athletes who are current members of the National Team, or those athletes who have been members of the National Team for any period within the eight (8) years preceding the election as long as that individual is still active in the sport of snowboard. The Council is made of:</p> <ul style="list-style-type: none"> - A minimum of five (5) and maximum of ten (10) athlete members are to be elected. - At least one (1) and up to two (2) athletes are to be elected from each of the following disciplines, based on interest and with consideration for equity and diversity; Alpine, Halfpipe, Para Snowboard, Slopestyle/Big Air, Snowboardcross |
| Risk Management Sub Committee | Not an official Committee and therefore no set requirements in regard to membership numbers |
| Revenue Generation Sub Committee | Not an official Committee and therefore no set requirements in regard to membership numbers |



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| EDI Sub Committee | Not an official Committee and therefore no set requirements in regard to membership numbers |
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The ED confirmed that a staff member from CS will be present on each Committee to assist with taking meeting minutes and administrative duties as required.