

## **Duties and Responsibilities of the Board of Directors**

### **Sovereign Lake Nordic Club**

The Sovereign Lake Nordic Club (SLNC) was founded in 1975 by a group of cross-country skiing enthusiasts who named the club the North Okanagan Cross Country Ski Club, incorporating it as a non-profit society under the B.C. Society Act. In 2000 the name was changed to SLNC.

The club operates the Sovereign Lake Nordic Centre in Silver Star Provincial Park and delivers Nordic skiing on 50 km of groomed trails, provides instruction in cross-country skiing, and engages in a number of community – based events requiring significant volunteer effort. There are approximately 1,700 members in the club and the Nordic centre receives significant day usage by the visiting public who ski and also snowshoe on marked snowshoe trails. SLNC regularly hosts local, regional, national and international events including the World Cup in 2005 and the Masters World Cup in 2011.

The club is led and governed by a 10 member volunteer Board of Directors. Directors typically meet monthly except for a summer recess in July. The Board oversees finances, club staffing, club programs, and partnerships including the dual-area pass agreements with neighbouring Silver Star Ski Resort. The society employs a full-time General Manager who works closely with the Board, along with a number of other support staff who operate the lodge, grooming machines, and provide coaching and instruction.

#### **Board of Directors Responsibilities**

The fundamental responsibility of the Board of Directors is to advance the mission and objectives of the club. The responsibilities of the Directors include assisting in the development, approval, implementation, and monitoring of the organization's strategic plan and budget. The Board also manages club communications and oversees development and implementation of policy.

#### **Policy**

Directors shall perform their duties, including committee duties, in good faith in a manner that he/she believes to be in the best interests of the Society and with such care, diligence and skill as an ordinary prudent person in a like position would use under similar circumstances.

#### **Procedures**

In general, the responsibilities of Directors include:

- Identifying principal risks of the organization's operations and ensuring that appropriate systems are in place to manage these risks.
- Hire, monitor and evaluate the performance of the General Manager.
- Ensure ethical behavior of the organization and compliance with all the laws and regulations.
- Ensure accuracy of financial information; ensure compliance with all accounting and audit principles; approve and monitor annual budgets.
- Establish appropriate governance structures to ensure efficient and prudent stewardship of the organization and assess the boards' own effectiveness.

- Review and decide on non-budgetary transactions that are not in the ordinary course of business.
- Participate as appropriate on board committees/task forces that may be established from time to time.

In general, it is expected that:

- Directors' contribution to discussions and decision-making shall be positive and constructive.
- Directors' interaction in meetings shall be courteous, respectful and free of animosity.
- Directors' will support the Club's mission, vision and mandate.
- Directors will abide by and support decisions of the Board made by majority vote.
- Directors shall be prepared for meetings, having read pre-circulated material in advance of the meeting.
- Directors shall conduct themselves in an ethical and professional manner.
- Directors shall bring credibility and goodwill to the organization.
- Directors will respect the confidentiality of the decisions and deliberations of the Board and only communicate those decisions and deliberations through agreed upon time lines and channels.
- All internal documents are considered to be the property of the Society and the Directors should approve requests for this information. The Provincial Information and Privacy Act shall govern all requests for information.
- Directors shall acknowledge that they do not have individual authority to influence the organization, other Directors or staff.
- Directors shall disclose a conflict of interest if decisions being deliberated at the Board table directly or indirectly benefit themselves, their family or friends. If such a conflict of interest does exist, the Director involved will be asked to step away from the deliberations and decision making until the matter is decided.

### **Time Commitment**

At present, Board member terms are for two years. During a typical term, a Board Member can expect to spend 4 to 8 hours per month reading relevant club related correspondence, and approximately 4 hours per month preparing for and attending regular Board meetings. Many board members volunteer significantly more time to the club by leading committees, volunteering at events, and so on. Board members who serve on the executive (Chair, Vice-Chair, Secretary, Treasurer) typically carry a heavier workload.