

# CLUB EXCELLENCE



## Basics of Serving on a Board





# BOARD GOVERNANCE

## 1. Mission

- i. Defines the purpose of the association
- ii. Guides the long-term direction


## 2. Values

- i. What core values the association represents and guides them during the decision making process

## 3. Bylaws


- i. Instructions for achieving association goals
- ii. How the board will operate

## 4. Policies and Procedures

- i. The directions to carrying out your bylaws
  - ii. Directions on how the association will conduct their daily business
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# BYLAW BEST PRACTICES

- **Follow the provisions in your bylaws**
    - Strengthens how your board operates
  - **Make sure the bylaws are compliant with your state's nonprofit corporation laws**
    - ex:
      - Electronic voting
      - Using a proxy vote
  - **Make sure bylaws match the Affiliate regulations**
  - **Eliminate the “What If’s”**
    - ex: Provision of removing a board member, but nothing on how to fill the vacancy
  - **Post the bylaws on your website**
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# BASIC RESPONSIBILITIES

1. Determine mission and purposes, and advocate for them
2. Select the chief executive
3. Support and evaluate the chief executive
4. Ensure effective planning
5. Ensure adequate financial resources
6. Protect assets and provide financial oversight
7. Monitor and strengthen the programs and services
8. Enhance the organization's public standing
9. Ensure legal and ethical integrity
10. Build a competent board

-BoardSource: Basic Responsibilities of Nonprofit Boards  
800.883.6262 / [www.boardsource.org](http://www.boardsource.org)





# SERVING ON A BOARD

## *Youth Hockey Association Board*

- Protect the association and its members
- Ensure that the organization stays focused on its mission
- Follow the organization's governing documents and procedures
- Establish long-term goals
- Ensure that the board operates in the best interest of the association



# THE THREE D'S

*Nonprofit corporation law has three overriding standards board members need to follow:*


1. Duty of Care
2. Duty of Loyalty
3. Duty of Obedience





# DUTY OF CARE


**Utilize your reasonable and informed judgment when making decisions that impact the association**

- Be an active participant
  - Use diligence with oversight when making, understanding and evaluating decisions
  - Act in good faith
  - Review meeting minutes
  - Have a working knowledge of bylaws, policies and procedures
  - Be fiscally responsible
  - Utilize qualified experts when needed
  - Know the benefits provided to USA Hockey associations
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# DUTY OF LOYALTY

**Prioritize the organization's best interest when making decisions—put aside professional and personal interests**


- Prioritize the best interests of the association
  - Utilize conflict of interest forms and take precautions when a conflict arises
  - Don't use information obtained from your role for personal gain
  - Association assets should never be utilized to improperly benefit another organization
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# DUTY OF OBEDIENCE

**Follow association's mission statement and governing documents when making decisions. Additionally, have the association operate within the scope of the law.**

- Build trust that the association is being fiscally responsible
  - Board members must act when the organization is acting in an illegal manner
  - Abide by the rules of USA Hockey and the local governing Affiliate
  - Comply with federal and state regulatory / reporting requirements
  - Act consistently with the association's mission statement
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# IMPORTANT DOCUMENTS

## ■ Conflict of Interest

- Conflicts arise when organizational obligations are compromised by personal relationships and interests
- Conflict of Interest form adds clarity to what discussions and votes board members should participate

## ■ Whistleblower Policy

- Encourages board members, staff and volunteers to come forward with credible information on illegal practices or serious violations of adopted policies
  - Specifies that the youth hockey association will protect the person from retaliation
  - Identifies where such information can be reported
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# CONTACT US

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