

## Appendix B: OVA Board Structure

### Governing Style

The board will approach its task with a focus that emphasizes outward vision rather than an internal preoccupation, encouragement of diversity in viewpoints, strategic leadership more than administrative detail, clear distinction of board and staff roles through clearly developed job descriptions and proactively rather than reactivity. In the context of this governing style, the board will:

- Govern with excellence through discipline of members and the Board collectively. Discipline shall apply to attendance, respect for clarified roles, speaking with one voice to management and the public, and avoiding any tendency to stray from the governance structure, style, and processes adopted in these board policies (including attendance, dismissal, etc.)
- Account to its stakeholders and the general public by accomplishing its objectives and obligations as an organization, in a competent, conscientious, and effective manner. It will allow no officer, individual, or committee of the board to usurp this role or hinder this commitment.
- Monitor and regularly discuss the board's own processes and performance, seeking to ensure the continuity of its governance functions by selection of capable directors, orientation and training, and through yearly performance evaluations of Board members and membership surveys on board performance conducted every two years.
- Take a proactive as opposed to reactive approach to policy development. The board should not merely react to initiatives nor abdicate its policy development responsibility to staff, or others.

### Board's Responsibilities

To advise, govern, oversee policy and direction, and provide strategic leadership and general promotion of Ontario Volleyball so as to support the organization's mission and purpose. The job of the board is to lead the organization toward the Vision, through desired performance and ensure that that performance occurs. The board's specific contributions are unique to its trusteeship role and necessary for proper governance and management.

Members of the board share the responsibilities described below while acting in the interest of Ontario Volleyball. Each member is expected to make recommendations on how to accomplish these tasks based on his or her experience and vantage point in the community. To perform its job, the board shall, collectively:

- Determine the mission, values, strategies, and major goals/outcomes in conjunction with the Executive Director, and hold the Executive Director accountable for developing a strategic plan based on these policy directions.
- Incorporate into, and model good governance practices and ethical standards in, daily activities.

- Select, fairly compensate, nurture, evaluate annually, and, if necessary, terminate an Executive Director, who functions as the board's sole agent.
- Determine the parameters within which the Executive Director is expected to achieve the goals/outcomes. Establish yearly performance goals in conjunction with the Executive Director. Conduct a performance evaluation of the Executive Director on an annual basis.
- Ensure that staff performance reviews and staff development are undertaken through defining the role and responsibilities of the Executive Director
- Monitor the performance of the organization relative to the achievement of the goals/outcomes determined.
- Ensure financial solvency and integrity through policies and behavior by requiring periodic financial and other external audits to ensure compliance with the law and with good practices.
- Manage risk through awareness of legal obligations and commitment to quality and safety. Ensure compliance with policies, laws and regulations
- Specify the delegation of the Chair, Executive Director and the Board and clearly identify Board and Management responsibilities
- Evaluate and constantly improve the board's performance as the governing board and set expectations for board members' involvement as volunteers.
- Maintain and constantly improve all ongoing policies of the board
- Develop board member job descriptions and committee chair job descriptions and review, update and/or modify them as required, on a regular basis. Each job description should include responsibility for outreach and for the promotion of the organization.

### **Expectations of Board Members**

Board members are expected to:

- a. Attend and participate in all Board and assigned Committee meetings; and attend special events as able
- b. Think in an integrative manner, building on different perspectives, being collaborative and open to change
- c. Possess good communication skills, understand and relate to stakeholders
- d. Understand Ontario Volleyball's finances, budget, financial and human resource needs
- e. Bring forward community concerns that can be addressed by Ontario Volleyball's mission, strategic plan, objectives and programs
- f. Participate on a committee of the board and/or serve on a working group if appropriate
- g. Communicate and promote Ontario Volleyball's mission and programs to the community
- h. Understand the policies and procedures of Ontario Volleyball
- i. Identify and agree to accountability measures that are established to ensure integration of strategy through the Board; processes should be consistent, performance should be monitored, and procedures should be transparent

Board members may not hold any official position within the Association or Volleyball Canada that creates a material conflict of interest defined, as “a set of circumstances that creates a risk that professional judgment or actions regarding a primary interest will be unduly influenced by a secondary interest”<sup>1</sup>.

### **Board Job Descriptions**

The **President** will be responsible for the general supervision of the affairs and operations of the Association, will chair the Annual and General Meetings of the Association and at meetings of the Board, will be the official spokesperson of the Association, and will perform other duties as may from time to time be established by the Board.

Candidates for President should possess some or all of the following characteristics:

- Commitment to the Association, and strong knowledge of the OVA’s governance and operational issues
- Strong managerial and leadership skills
- Ability to commit the required time
- Excellent interpersonal skills

The **Vice-President Finance/Treasurer** will assist with the strategic leadership of the Association and will provide leadership in the financial direction of the Association through the formulation and oversight of proper accounting processes and procedures.

This position requires the following:

- A thorough knowledge and understanding of financial reports,
- Ability to communicate financial information and concepts
- Provide the board with an account of financial transactions and financial position of the Association at each meeting of the board
- Ability to articulate the board’s financial questions to the staff
- Ability to explore financial options and decisions for long term goals.

A professional accounting/financial designation is an asset.

The **Vice-President Admin/Secretary** will be responsible for ensuring that the Association meets all legal requirements for record keeping by ensuring that all official documents and records of the Association are properly kept, ensure records of minutes of all meetings of Members, Board of Directors and Committees of the Association are properly kept and will perform such other duties as may from time to time be established by the Board.

This position requires the following:

- Attention to detail
- Strong written and verbal communication skills
- Knowledge of the Association’s by-Laws

The **Director, Regional Engagement** will ensure integration of and collaboration with regions and lead the Regional Council. The Director, Regional Engagement is bound by a fiduciary duty to make decisions and to act in the best

interests of the Association, and must not engage in transactions or conduct that creates a conflict between their duty to act in the best interests of the Association and the interests of the members of the Regional Council.

**Directors-at-Large** will assist with the strategic leadership of the Association. They will be engaged by the Executive Committee or other members of the Board to assist with strategic initiatives, and may be tasked with some of the following responsibilities:

- Representing and promoting the OVA at events
- Engaging with provincial, municipal or district levels of government
- Serve on committees of the Board
- Collaborate and communicate with other Directors

The **Athletes' Representative** will, through the leadership of the Athletes' Council, represent and promote the views and interests of the OVA's athletes to the Board, and manage all issues that directly or indirectly affect athletes.

Key duties of the Athletes' Representative include

- Advocating for the needs of athletes in the development of OVA policies and programs;
- Providing input prior to approval on key documents / policies / topics directly affecting athletes;
- Soliciting and presenting athletes' views and positions to any relevant decision-making body on issues identified by the athletes as affecting athlete health, safety, and performance;
- Representing OVA athlete interests at meetings and events;
- Contributing content to OVA communications; and
- Building leadership succession and skills within the OVA athlete community, with the support of the OVA.

The prospective Athletes' Representative would be eligible with the following criteria:

- A current or past volleyball athlete that participated for 2+ years in OVA competitions within the last 10 years.
- Must have the required time commitment available to fulfill the Board and Athlete Council responsibilities

Desirable attributes and characteristics would include:

- Passionate about supporting athletes on and off the field of play
- Ability to be objective when bringing athlete feedback to the organization's leadership, separating themselves from their personal viewpoint for the betterment of their entire athlete community
- Excellent time management and commitment to following up on items in a timely fashion
- Trustworthy and respected, with the ability to maintain confidentiality about sensitive matters
- Knowledgeable about your organization's policies\*, especially those that affect athletes and keeping up to date with current issues

\*Please note that it is not expected that a new Athletes' Representative understands these in their entirety upon entering the role. Developing an understanding and knowledge of an organization's governance and policies is extremely important and can be learned once in the role.