

Memo**To:** OVA Members**Date:** August 2019**Re:** Nominations for OVA Board of Directors

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At the 2019 Ontario Volleyball Association (OVA) Annual General Meeting (AGM) to be held on Sunday December 1, 2019, delegates will be asked to elect four (4) Directors. At this time, the Nominations Chair would like to invite nominations for the following positions:

1. President
2. Vice-President Admin/Secretary
3. (2) Director at Large positions

Any Member who is eighteen (18) years of age or older, who has the time, energy and expertise to fulfill the commitment as a Director, who has the power under law to contract and is a member of the Association in good standing may be nominated for election or appointment as a Director.

Please review *Appendix A* to review an excerpt from the OVA Governance Policy and Procedure manual to read more about the positions for election and the nomination process.

To submit a Nominee for any of these positions, please submit the following documentation to the Nominations Committee:

- a. The written consent of the nominee including the nominee's signature.
- b. Completed Board of Directors application document
- c. Cover letter and resume of nominee
- d. Three (3) References
- e. A letter of support from a voting Regional Member or Director
- f. All applications/nominations must be received by the deadline specified

The information must be provided to ensure that the voting representatives, and the OVA community, are provided information to allow for an informed opinion. The Nominee must be a member in good standing of the OVA.

All required documentation can be emailed to the Nominations Committee:

OVA Nominations Committee

Email: nominations@ontariovolleyball.org

Please forward nominations by 11:59PM on Friday November 22, 2019.

Elections – AGM 2019

Prior to the election, Nominees will have the opportunity to address the delegates directly or have someone speak on their behalf. The positions will be elected for a two (2) year term, up to a maximum of three (3) consecutive terms. Valid nominations will be circulated to voting Members at the Annual General Meeting prior to the elections.

Nominations from the floor

As per section 4.11 of the OVA Constitution, nominations from the floor may be accepted upon the approval of twenty-five percent (25%) of the voting Members in attendance at the meeting and must include the written consent of the nominee.

Decision – Elections will be decided by the voting Members in accordance with the following:

1. **One Valid Nomination** – Winner declared by acclamation.
2. **Two or More Valid Nominations** – Winner is the nominee receiving the greatest number of votes. In the case of a tie, the nominee receiving the fewest votes will be deleted from the list of nominees and a second vote will be conducted. If there continues to be a tie and more than two nominees, the nominee receiving the fewest votes will be deleted from the list of nominees until there remains only two nominees or a winner is declared. If only two nominees remain and there continues to be a tie, the winner will be decided by the Board of Directors by resolution.

Any questions can be directed to the Nominations Chair at nominations@ontariovolleyball.org.

Nomination Form

I, the undersigned, nominate _____ of
(Name)

(Address & Region)

For the position of:

1. President
2. Vice-President Admin/Secretary ☐
3. Director at Large ☐

Name of Nominator #1: _____
(Print Name)

(Address & Region)

(Signature)

Confirmation of Acceptance and Commitment:

I, _____, agree to stand for election for the above position, and agree to have my information circulated to the membership for review in advance of the election. If elected, I commit the necessary time to fulfil the role on the OVA Board (minimum 20 days for Directors).

(Signature)

**Ontario Volleyball Association
Board of Directors' Candidate Application Form
2019**

Date _____

Name _____

Residence

Address _____

Phone _____ **E-mail** _____

Employer

Name _____

Your title _____

Address _____

Phone _____ **E-mail** _____

Type of business or organization _____

Primary service(s) and area/population served _____

Preferred method of contact () Work () Residence

Please list boards and committees that you serve on, or have served on (business, community, political, professional, recreational, social, sport, club, etc).

Organization Role/Title Dates of Service

Education/Training/Certificates

Optional – Have you received any awards or honors that you'd like to mention?

How do you feel Ontario Volleyball would benefit from your involvement on the Board?

Skills, Experience and Interests (Please put an X beside or circle all that apply)

Finance, Accounting _____ Education, Instruction _____ Personnel, Human Resources _____

Special Events _____ Administration, Management _____ Grant Writing _____

Nonprofit Experience _____ Fundraising _____ Community Service _____ Outreach, Advocacy _____

Policy Development _____ Program Evaluation _____ Other _____

Public Relations or Communications _____ Other _____

Please list any groups, organizations or businesses that you could serve as a liaison to on behalf of Ontario Volleyball

Please tell us anything else you'd like to share that will help us in making a decision about your candidacy.

Please include the names and contact information of three (3) References

Appendix A:
Excerpt of the OVA Board Governance Policy and Procedure Manual

Part 3: Board Structure and Processes

3.1 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:

- 3.1.1 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.).
- 3.1.2 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.
- 3.1.3 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.
- 3.1.4 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.

3.2 Board Job Description

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. Job descriptions for the Board and Committee Chair positions are incorporated into this GPPM. 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:

- 3.2.1 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
- 3.2.2 Incorporate into, and model good governance practices and ethical standards in, daily activities

- 3.2.3 Select, fairly compensate, nurture, evaluate annually, and, if necessary, terminate an Executive Director, who functions as the board's sole agent.
- 3.2.4 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.
- 3.2.5 Ensure that staff performance reviews and staff development are undertaken through defining the role and responsibilities of the Executive Director
- 3.2.6 Monitor the performance of the organization relative to the achievement of the goals/outcomes within the executive parameters as described in Part 5.
- 3.2.7 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.
- 3.2.8 Manage risk through awareness of legal obligations and commitment to quality and safety. Ensure compliance with policies, laws and regulations
- 3.2.9 Specify the delegation of the Chair, Executive Director and the Board and clearly identify Board and Management responsibilities
- 3.2.10 Evaluate and constantly improve the board's performance as the governing board, and set expectations for board members' involvement as volunteers.
- 3.2.11 Maintain and constantly improve all ongoing policies of the board in this GPPM
- 3.2.12 Develop board member job descriptions and committee chair job descriptions and review, update and/or modify as required, on a regular basis. Each job description should include responsibility for outreach and for promotion of the organization.

3.3 Expectations of board members

This section describes the overall expectations of all 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 and to 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”¹.

3.4 Board member criteria

In nominating members for the board, the Nominations Committee shall be guided by the profiles that are incorporated by reference to this GPPM and respective job descriptions. Potential Directors should have one or more of the following skills:

- Accounting designation (CA, CMA, CGA)
- Legal designation (LL.B.)
- Professional qualifications (MD, PhD, MBA, Sport Science)
- Personnel Management (Human Resource Professional designation)
- Media/Marketing/Public Relations contacts/experience
- Fundraising experience and/or funding source contacts
- Grant writing, proposal writing experience
- Administration/Management experience
- Communications experience
- Government relations (municipal, provincial and national) experience
- Organizational development/Strategic planning experience
- Project management experience
- Knowledge of volleyball programs from ‘playground to podium’ in Ontario and Canada
- Sport organization experience at multiple levels (local, provincial, national and international)

These criteria are a guide to allow the Nominations Committee to consider diverse skills and experiences that will add value to the Board of Directors and the Association as a whole, when appointing Directors.

3.4.1 President will assist with the strategic leadership of the Association and 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 such 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 Association’s governance and operational issues
- Strong managerial and leadership skills
- Ability to commit the required time and

¹ Lo, B., and Field, M.J. *Conflict of Interest in Medical Research, Education, and Practice* 2009

Washington (DC): National Academies Press (US)

- Excellent interpersonal skills.

3.4.2 Immediate Past President is appointed for only one term immediately following their term as President and will assist with the strategic leadership of the Association by helping the President to transition to their new role and help facilitate other transitions. The past President will also play a leadership role on the Board providing advice, guidance and assistance by encouraging cooperation and teamwork. They use their experience as the previous President to help move Board deliberations along constructive and productive lines as needed. This position will remain vacant until the current President retires.

Responsibilities may include:

- Orientation of new Board members
- Honours, awards and recognition and
- Assisting with the performance evaluation of the Executive Director.

3.4.3 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.

3.4.4 Vice-President Admin/Secretary will assist with the strategic leadership of the Association and 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 Association By-Laws and Constitution

3.4.5 Regional Council Director will assist with the strategic leadership of the Association and ensure integration of and collaboration with regions. Although selected by the Regional Council s/he is bound by a fiduciary duty to make decisions and to act in the best interests of the Association. In other words, directors 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 Regional Council to which they may also owe a fiduciary duty.

3.4.6 Directors At Large (Elected) will assist with the strategic leadership of the Association, will possess the skills as outlined in section 3.4 or such other skills which complement the Board composition and will be assigned a specific portfolio as needed.

3.5 Nominations Process

Any individual who is eighteen (18) years of age or older, who has the time, energy, and expertise to fulfill the commitment as a Director, who meets one or more of the required skills as described in section 3.4, who has the power under law to contract and who is a member of the Association in good standing may be nominated for election as a Director. Nominations must be sent to the OVA Nomination Committee in the form described in Appendix C, including:

- a. The written consent of the nominee including the nominee's signature.
- b. Completed Board of Directors application document(download from OVA website)
- c. Written consent of the nominee by signature (download from OVA website)
- d. Cover letter and resume of nominee
- e. A letter of support from a voting Regional Member or Director
- f. All applications/nominations must be received by the deadline specified.

3.5.1 Nominations from the floor: Nominations from the floor for election-President, Vice-President – Finance/Treasurer, Vice-President – Admin/Secretary and Directors at Large may be accepted upon the approval of twenty-five percent (25%) of the voting Members in attendance at the meeting and must include the written consent of the nominee.

3.6 Orientation

Prior to election, each nominee must be given this GPPM along with adequate briefings on the role of the board, officers, and staff and an overview of programs, plans, and finances. Soon after election, each new board member will be given more comprehensive Board orientation material and training, involving detailed information on the role of the Board, officers, staff, the by-law and constitution, strategic plan, budget, their legal obligations, review of Board policies and how the Board operates in relation to the Executive Director and the remainder of the staff. As well, more detailed information on programs, finances and current issues will also be provided.

3.7 President's Role

The job of the President is, primarily, to maintain the integrity of the board's processes. The President "manages the board." The President is the only board member authorized to speak for the board, other than in rare and specifically board-authorized instances.

The President ensures that the board behaves in a manner consistent with its own rules, the by-laws and constitution and those rules legitimately imposed upon it from outside the organization. Meeting discussion content will be those issues that, according to board policy, clearly belong to the board to decide, not to staff.

The authority of the President consists only in making decisions on behalf of the board that fall within and are consistent with any reasonable interpretation of board policies in Parts 3 and 4 of this GPPM. The President has no authority to make decisions beyond policies created by the board. Therefore, the President has no authority to supervise or direct the Executive Director's work, but is expected to maintain close communication with, offer advice to, and provide encouragement to the Executive Director and staff on behalf of the board.

3.8 Board Meetings

Board meetings and events often will include time for guest presenters, interaction with staff and beneficiaries, board training, and social activities, as well as business sessions. Policies that are intended to improve the process for planning and running meetings follow:

- 3.8.1. The dates for board meetings shall be set two year in advance.
- 3.8.2. The Executive Director (or designate) will work with the President and the committee Chairs in developing agendas, which, along with background materials for the board and committees, monitoring reports, the Executive Director's (or designate's) recommendations for changes in the GPPM, previous minutes, and other such materials, shall be available to all board members approximately two weeks in advance of board meetings, with minutes and GPPM updates sent/available 14 days in advance, exactly.
- 3.8.3 Regular board meetings shall be held four times a year in the months of March, June, September and December, preceded by a reminder notice approximately 30 days in advance of the meeting date. The June meeting shall include a review of the planning and budgeting for the upcoming year. The June meeting shall include a review of the performance of the Executive Director and the organization for the past year. Special meetings of the board in between these four meetings may be called according to the bylaws.
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- 3.8.4 The Executive Committee shall prepare a meeting evaluation form for completion by each board member who attends the board meeting. The completed forms shall be reviewed, analyzed, and summarized by the Executive Committee, which shall report the results of the meeting evaluation to the board members within two weeks of the board meeting.