



POLICY MANUAL

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Policy Statement:

This policy provides an overview of the Board of Directors composition and general expectations.

The purpose of this policy is to ensure the appropriate conduct of the board's business while maintaining accountability to stakeholder groups and the public.

2.3.1 Board Structure

The CADS-AB Board of Directors is composed of a minimum of 10 members and is structured to best represent the needs of the members located throughout the province. Positions are also designed to reflect the on-going governance, management and programming needs of the organization.

The Board composition and position descriptions are defined in the organization's bylaws.

2.3.2 The Board's Role

The Board of Directors provides the leadership necessary to achieve the organization's Mission, Vision, and strategic plan. Key roles fulfilled by the Board are:

Stewardship

- Provide leadership in articulating and communicating a broad vision for snowsports in the disabled community.
- Identify the roles of CADS Alberta in achieving that vision.
- Define strategic plans for CADS Alberta and set priorities for achievement.
- Requesting and approving policies.

Advisory

- Advise provincial and national sports councils and other organizations on disabled snowsports matters.
- Keep affected stakeholders informed of CADS Alberta matters
- Enhance the organization's public image

Fiduciary

- Ensure effective financial planning
- Ensure adequate resources (including funding) to accomplish the organization's mandates.
- Appoint financial reviewer annually, and review/approve the annual financial report.

Monitoring

- Monitor the organization's programs and services for progress and results
- Assess the performance of the Board

Individual Responsibilities of Directors and Officers

Directors and Officers have a fiduciary responsibility to CADS Alberta. Every Director and Officer is required to exercise his or her powers and discharge his or her duties by:

- Acting honestly and in good faith with a view to the best interests of the organization.
- Exercising care and diligence that a reasonably prudent person would exercise in comparable circumstances.

In addition, directors are expected to:

- make every reasonable attempt to attend all board functions, meetings and activities;
- Participate in at least one Board Committee.
- give each member full respect and courtesy during all interactions;
- maintain confidentiality where appropriate;
- act as spokespersons for the organization, serving as representatives of the organization to both internal and external groups.
- avoid any act that might promote their individual interests at the expense of the integrity of CADS-Alberta;
- avoid conflicts of interest through disclosure to the Board;
- put forth discussions and decisions that benefit the society;
- conduct themselves with fairness, courtesy and good faith towards members, clients, colleagues and others.

2.3.3 Executive Committee/Officers

The Executive Committee, also known as the Officers of the Society, is comprised of: President, Vice-President, Secretary, Treasurer, and CADS Representative. The purpose of the Executive Committee is to conduct and coordinate the business of the Association in the absence of the Board. This is a decision-making body which is able to implement policy without the need to hold a Board of Director's Meeting.

2.3.4 Board Succession Planning and Orientation

The Board should develop succession plans to address the eventual loss of directors from the Board. This plan should include the desirable Board composition and skills mix.

The Nominations committee assesses and gathers recommendations regarding nominees for election/re-election to the Board. Nomination forms must be completed and presented to the Board of Directors well in advance of the Annual General Meeting.

Each new director should arrange for an orientation meeting with their past counterpart. This meeting should address current plans and projects, contacts and resources and Board expectations. Each new member will receive a role description outlining their role and responsibilities on the Board, the Bylaws of the Association, and the Association Policies. In addition, each new member should meet all staff members and become familiar with the day to day operations of the Association.

Terms of office are described in the bylaws of the Association.

2.3.5 Committees

Ad hoc, special project, or specific functional committees may be formed as determined by the Board. Meetings of Committees are not open to the public. Board committee updates are provided to the full Board at each regular Board meeting. Examples of committees are:

- Communications and Public Relations
- Nominating
- Competition
- Technical
- Equipment
- Awards
- Fundraising

2.3.6 Board Retreat

Occasionally, a retreat is organized in a face to face setting to facilitate the setting of strategic directions, priorities or other goals. These retreats may be limited to the Board of Directors or can include staff such as the Executive Coordinator and Program Director and other guests.

2.3.7 Directors and Officers Liability Insurance

While the members of the board of directors are required to act in good faith and in the best interest of the organization as they oversee the CADS Alberta business activities, they can face legal exposure in respect of their association with and fiduciary duty to the organization. Therefore, CADS Alberta subscribes to a program of insurance that includes coverage for Directors and Officers Liability that is renewed annually.

2.3.8 Removal from Board of Directors

In certain circumstances, a Director can be expelled from the Board. Refer to the bylaws for the outline.

2.3.9 Board Relationship to Executive Coordinator and Program Director

While the Board of Directors provides oversight and guidance to the Association, paid positions such as Program Director and Executive Coordinator may be filled to execute policies, programs, initiatives and other activities related to the day to day operations.

The Board of Directors is responsible for the selection of the Executive Coordinator and Program Director. The Board shall ensure that these individuals are provided with detailed job descriptions & responsibilities, and the tools required to fulfill their roles.

The Board supports the Executive Coordinator and Program Director and provides regular performance evaluations.

The Executive Coordinator and/or Program Director may be involved in the hiring, supervision, and motivation of sub-ordinate staff.

Ongoing communication between the Board and the Executive Coordinator and/or Program Director through regular meetings, understanding and accepting responsibilities, and creating a culture of mutual respect is integral to an effective relationship.

Some of the shared responsibilities between the Board and Executive Coordinator/Program Director include:

- 1) Strategic Plan
The Board and Program Director/Executive Coordinator work together to create a strategic plan to guide the organization
- 2) Fundraising Plan
The Board and Program Director/Executive Coordinator develop a fundraising plan to ensure that the organization has the resources needed to fulfill the strategic plan
- 3) Evaluation of the Organization
The Board and Program Director/Executive Coordinator implement periodic evaluations of the organization to ensure that the association is effective and remains true to its mission.