



## Roles and Responsibilities of the Board

To be an effective board member and to have an enjoyable experience in your role as a director, it is critical that you understand the responsibilities of the board and of a board member.

### What are the responsibilities of the Board of Directors?

- Set the strategic direction for the organization, including developing and continually re-evaluating the mission, vision and direction of the PSO.
- Develop, implement and ensure compliance with the constitution, bylaws, policies and procedures of the organization.
- Monitor the budget, revenue and expenses to ensure the financial health of the organization and ensure that adequate resources exist to carry out your programs and services.
- Promote and enhance the public image of the PSO.
- Oversee the operations of the board, including determining its role, doing recruitment, training and evaluation

“The Board of Directors is responsible for the highest level of decision making and legal authority in an organization. By law, it is ultimately accountable for and has authority over the organization’s resources and activities. The board articulates and communicates the organization’s vision to the membership and community. Through policy, the board defines the parameters within which the organization will carry out its work.” *Source: Roles and Responsibilities of Not-for-Profit Board – resource Centre for Voluntary Organizations*

The Board of Directors of a PSO can carry out its duties if it attends to six key areas of governance: legal, financial, planning, policy and procedural, meeting and self-governance.

**Legal Governance:** The board must ensure that all operations are in compliance with the law.

- Board members must abstain from conflicts of interest
- Board members must not use or disclose confidential information that they receive about the PSO
- As an incorporated not-for-profit organization, ensure that you meet the minimum standards of the Manitoba Corporations Act

**Financial Governance:** The board is the legal “trustee” of the PSO’s assets and is therefore responsible for the financial health of the PSO.

- The board must ensure that they set long range financial policy, including financial controls and procedures
- Help develop and approve the budget
- Monitor revenue and expenses
- Submit a signed audited financial statement to Sport Manitoba, on an annual basis

### Did you know?

A requirement of Sport Manitoba’s Terms and Conditions of Funding Agreement is that internal reporting of your PSOs financial statements must be made to your Board of Directors at least quarterly.

**Planning and Program Governance:** The board is responsible for determining where the PSO is headed and ensure it will get there.

- The mission statement, vision, values and strategic plan for your PSO should be reviewed and re-assessed on an annual basis
- Are these statements and plans still relevant? Do they need to be revised and updated?

**Sport Fact:** There are over 725 volunteers serving as board members for the PSOs. The average PSO board consists of 9 positions.

**Policy and Procedure Governance:** The board must ensure that the PSO has guidelines, structures and systems within which to function.

- All PSOs framework policies should capture the mission and vision of the organization
- Governance policies set the legal parameters of the PSO, these documents include your bylaws, policies, code of conduct, terms of reference and job descriptions
- Operational policies guide personnel, finance, programs and administration

How does the board carry out its duties?

The **Board** is the owner.

The **Executive Director** is the operator.

The **Board** is the overseer of the operations.

The **Executive Director** is the director of operations.

**Meeting Governance:** The board holds meetings to make decisions and ensure that the work of the PSO is being implemented

- Board members have a legal responsibility to attend, prepare in advance of and participate in board meetings
- As a means of participating in the meeting, take notes, ask questions, report and inform other board members, discuss and deliberate and finally be part of the decision-making
- Debate should be encouraged at meetings, but once a decision is made, the board speaks as one

It is critical that “parking lot meetings” do not occur. Once a decision is made, it is final and no further discussion should take place outside of the boardroom. Encourage other board members to follow this rule and do not engage in topical discussions after the meeting while walking to your car.

**Self-Governance:** The board is responsible for its own development and ensuring its continuation.

- All board members need to understand their roles and responsibilities
- All board members should have a job description, know their responsibilities, go through an orientation session and receive copies of the association’s bylaws and policies
- It is also critical that the board develops a succession plan and that the nominating committee for the PSO is always active and recruiting potential board members

### **Publication of the PSO Unit**

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