



BOARD ORIENTATION MANUAL

THE FASTEST GAME ON ICE

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Organizational Introduction & Background

Ringette Saskatchewan (RAS) is the Provincial Sport Governing Body responsible for the development and administration of Ringette in the province. RAS is a non-profit corporation, first incorporated as non-profit in 1976. RAS is an active member of Sask Sport Incorporated and the Canadian Ringette Association which is the body governing the sport of Ringette in Saskatchewan.

As a member of Sask Sport Inc. RAS is eligible to receive grants via the Saskatchewan Lotteries. These grants combined with self-help revenue generated through membership, fundraising and program fees are used for initiating and implementing programs for the grassroots to elite levels, as well as for administrative costs for our office, staff, and programs.

Our members are comprised of local Ringette Associations including; coaches, athletes, and officials. RAS is governed by an elected Board of Directors, comprised of a President and 8 other board members.

As a director, you and your fellow board members are responsible for establishing our strategic direction, ensuring our compliance with all applicable legal requirements, and keeping Ringette Saskatchewan financially healthy. This manual will help you understand your rights and responsibilities as a director so that you can effectively carry out these duties. We encourage you to refer to it whenever you have questions about your Board service. Before you begin reviewing this manual, you should remember that you are not alone, when exercising your responsibilities, you may draw from the expertise of your fellow directors and management. Please note that when needed, Ringette Saskatchewan also retains the expertise of outside specialists to assist the association. These individuals include legal counsel, independent auditors and insurance brokers.

To meet the expectations from our partners and stakeholders, Ringette Saskatchewan created foundational statements that reflect current state, future state and expectations on how we serve our stakeholders and deliver our programs.

MISSION

Ringette Saskatchewan governs, promotes and develops Ringette for all athletes, coaches, officials and Associations providing leadership that fosters a positive sport experience, lifelong participation, and opportunities for the pursuit of excellence.

VISION

Ringette is the most popular sport among females in the province because it is an inclusive community focused on athlete-centered programming, the growth and development of athletes, and the development of future leaders

VALUES

The principles and beliefs that guide our action are as follows:

- **Teamwork** - We believe in working collaboratively in the spirit of good sportsmanship
- **Athlete- Centered** - We support our athletes and strive to provide them with a positive and fun experience
- **Excellence** - We believe in the pursuit of excellence at all levels for all athletes, coaches, officials, volunteers and staff
- **Honesty** - We are open, transparent and accountable for what we do
- **Respect** - We respect and trust each other as individuals, and we respect the sport and our organization
- **Fairness** - We are inclusive and supportive and believe in fair play in everything we do

A great resource for all Board members is the Ringette Saskatchewan website at www.ringettesask.com. We encourage all Board members and stakeholders to reference the website to ensure that you are accessing the most up to date versions of Ringette Saskatchewan Bylaws and Policies. As a Board of Director, it is important that you become familiar with these documents and reference them throughout your term.

We want to express our appreciation of your willingness to serve as a director of Ringette Saskatchewan. There are many exciting challenges ahead, and we are grateful that you have accepted the responsibility of being a member of the Board. In addition, we realize that as a new member, you have a background that is different from members of the Board who have served longer; your presence enriches and renews the Board so we hope this information provides a great foundation for you in your role as a Board of Director with Ringette Saskatchewan. Much of the information you need to carry out your role can be found within this manual, but if you have any questions or if there is anything, we can do to assist you in your Board service, please reach out to the Executive Director, the President or your Onboarding Director. We hope you will find your election/ appointment on the Ringette Saskatchewan Board insightful and rewarding.

Board of Directors & Governance Model

The Governance Model

RAS adopted a Policy Governance model in 2007. Essentially, Ringette Saskatchewan has transformed its Board of Directors into a Policy Governance Board comprised of directors elected as its Annual General Meeting by the Members of the Association, as defined in Ringette Saskatchewan bylaws. Operational responsibilities have been assumed by professional staff with the assistance of program committees when needed.

Some of the perceived advantages ascribed to the new governance structure include:

- Enables the Board to add real value by clearly setting the vision and direction of the organization.
- Enables the Board to connect with and be accountable to those for whom it holds the organization in trust.
- Makes the best use of valuable board time.
- Creates the freedom for innovative thinking.
- Provides clear rational separation of the roles of the Board and management.
- Promotes teamwork between the Board and management.
- Makes accountability meaningful.
- Gives Ringette Saskatchewan the ability to recruit Board members based on needed skill sets.
- Committees have clear terms of reference and understand roles and responsibilities.
- Ringette Saskatchewan staff clearly report to the Executive Director.

The governance model can be described as a pure policy governance model (Carver). The general principles underlying the Governance Model are that it clearly distinguishes between the governing and managing levels of decision-making to reduce duplication of effort and to result in more expedient decision making. The Board’s role is to focus on leading through setting long-term direction, establishing priorities, and creating organizational policies. It is then up to the Executive Director and staff, to decide how best to achieve results to these long-term and strategic goals.

A) Executive Director

In this model the Executive Director is empowered to:

- Plan the operational programs that deliver the strategic priorities of RAS
- Create the operational governance structure
- Hire and develop staff
- Manage the finance and operations of the organization

Roles and Responsibility of the Executive Director:

- Leadership of day-to-day operations of Ringette Saskatchewan
- Supervision of Ringette Saskatchewan staff
- Financial oversight and management of Ringette Saskatchewan’s operations ie development of overall budget and presentation to Saskatchewan Sport
- Government relations and funding activities
- Liaison with Ringette Saskatchewan and other related sport organizations
- Central leadership role and responsible for relationships with partners and stakeholders
- Marketing and Promotions. Website and Social Media Management
- Support of Board of Directors

B) Board Chair (President)

The main areas of responsibility for the President are:

- Leadership in keeping the full board work focused on the organization’s mission, vision, and strategic direction.
- Meeting Management when it comes to engaging the board members while encouraging them to participate and share information. The President moves the board towards decision making and closes the meeting on time.
- Sets a high standard for board conduct and addresses issues regarding confidentiality, conflict of interest, and other pertinent board policies.
- Lead role in recruiting and developing new board members. They assist the Executive Director in orientating new board members to the board.

The President has a key relationship with the Executive Director that is built on mutual trust and respect. The President is the sounding board for the Executive Director regarding emerging issues or potential problems. They share a common understanding of the organization’s goals, strategies and work together to achieve the goals of the organization.

C) Board Members

The Ringette Saskatchewan Board of Directors is made up of eight Directors serving alternating two-year terms. In order to fulfill the mandate of the Board, various expertise and experience is necessary which may include, for example, strategic planning, policy development, change management, risk management, board development, fund raising, marketing, and business management.

Here are some examples of the type of work that is included in the Roles and Responsibilities of members of the Board of Directors:

- Establish the mission, vision, and values of Ringette Saskatchewan and develop and monitor the progress of the strategic plan;
- Ensure Ringette Saskatchewan acts in keeping with its own bylaws, policies, and procedures. As required develop and recommend to the Annual General Meeting changes to the bylaws and identify other matters requiring approval at the AGM;
- Develop, review, and approve organizational policies;

- Ensure the long-term financial stability of the organization
- Ensure the hiring, supervision, and evaluation of the Executive Director;
- Evaluate the function and performance of the Board of Directors and develop a leadership plan that ensures quality and continuity.

All of Ringette Saskatchewan Board of Directors should read and familiarize themselves with Ringette Saskatchewan’s Privacy Policy <http://www.ringettesask.com/assets/Privacy-Policy-1.pdf>. This Policy is based on standards required by Personal Information Protection and Electronic Documents Act (PIPEDA).

Specific details regarding the Board of Director and their roles and responsibilities are outlined in Ringette Saskatchewan Directors Agreement.

From time-to-time, Ringette Saskatchewan Board members may be approached for an opinion on various topics from the Executive Director based on skills they know you exhibit, or you have identified in your nomination form at the time of your application/appointment.

Legal Duties of Directors

The basic responsibility of directors is to represent the interest of the members in directing the affairs of RAS, and to do so within the law. This legal duty is described in statutes (such as Saskatchewan’s Non-profit Corporations Act or, as amended) and has been expanded and interpreted in the common law.

In representing the members of the organization and acting as their “trustee”, directors have three basic duties:

- The duty of diligence: this is the duty to act reasonably, prudently, in good faith and with a view to the best interests of the RAS and its members.
- The duty of loyalty: this is the duty place the interests of the RAS first, and to not use one’s position as a director to further private interests.
- The duty of obedience: this is the duty to act within the scope of the governing policies of the RAS and within the scope of other laws, rules and regulations that apply to the RAS

Confidentiality: You should not disclose information about Ringette Saskatchewan’s activities unless the Board decides to make the information public, or unless the information is a matter of public record. Discussion in the boardroom must be held in the strictest confidence. Information and decisions must not be relayed to anyone outside the Board until circulated through official channels. The official report of a Board meeting will be circulated to you via the minutes. On occasion, Board matters will be dealt with on an ‘in-camera’ basis. Material, notes, and minutes from any in-camera session shall be retained in the strictest confidence.

Attendance: You should demonstrate your commitment to Ringette Saskatchewan by regularly attending Board meetings and any meetings of standing committees to which you have been assigned. This will allow you to stay informed of activities and, in turn, Ringette Saskatchewan will benefit from the skills you bring to the Board. There are ways you can attend meetings without being physically present. For example, you may participate via webinar/conference call, provided you can hear all the other participants in the meeting, and they can hear you. However, being a member of the Board of Directors is a personal responsibility. You cannot delegate this responsibility to others.

Director’s Rights: A director’s legal rights are designed to assist you in carrying out your fiduciary duties as a member of the Board. For example, it is important that you stay informed about Ringette Saskatchewan business affairs. Consequently, as a director, you have a right to have reasonable contact with Ringette Saskatchewan’s Executive Director.

At the same time, you should remember that while the Board retains the fiduciary responsibility for Ringette Saskatchewan, the Executive Director is responsible for the day-to-day management of the organization. Your duty as a director is to ensure that they exercise their management responsibilities in a manner that best serves Ringette Saskatchewan. It is not in the organization's best interests if the Board attempts to review and approve day-to-day management decisions or substitutes its judgment for that of the Executive Director or senior staff. Therefore, when you request information from the Executive Director, it is important that you are reasonable in the frequency and scope of your requests. You want to take care that your requests are suited to what you need to perform your job as a director, and not the day-to-day management of the organization.

Another important way to stay informed about the organization's activities is to ensure that you have read operational reports the Executive Director sends via email as well as review the Board minutes. The minutes of any Board meeting will be circulated in time to be approved before the next Board meeting. If, for some reason, you do not receive the minutes of a Board meeting, you have the right to ask for a copy of the minutes.

You will be given advance notice of each meeting so that you can prepare for the meeting and plan to attend. If you do not receive the proper amount of advance notice, you can still attend the meeting and participate. However, your participation at the meeting must be limited to making your objection.

Finally, Ringette Saskatchewan encourages open and informed discussion among the Board Directors, which helps ensure the best possible decisions are made. If you disagree with any action the Board proposes to take, you have the right to vote against the action. In addition, you have the right to have on record your objection, by name, in the minutes of the meeting. This is important if you believe that the actions of the Board are not only unwise, but also improper. In such case, if you object to the actions and have your objection recorded in the minutes, you may escape liability if the action is later challenged

D) Committees/Ad- Hoc Working Groups

Ringette Saskatchewan has moved into doing AD-Hoc working groups to complete a specific purpose or task. These working groups will be formed around a terms of reference document that outlines the ways in which the group agrees to work together to accomplish a common goal. The terms of reference are also created to share a set of expectations and accountabilities of the group with an end deadline of this working group.

The Executive Director will determine when a working group needs to be formed as well as develop the terms of reference. The President and Executive Director will determine the working group members with occasionally Associations being able to appoint working group members based on criteria that RAS develops that these working group members should exhibit. If there are Board of Directors who wants to sit on a working group they will need to be approved by the Board, as they will be a representative of the Board in the working group.

E) The Performance and Compensation of Executive Director

The Executive Director reports to the President of Ringette Saskatchewan. The President reviews the performance of the Executive Director annually. The President may call upon other Board of Directors to assist in this.

During the Performance Review a merit increase is discussed with the following guidelines listed:

- Achieves Expectations 4-5% merit increase requires approval from RAS President or RAS Director.
- Exceeds Expectations >6% merit increase requires approval from RAS President and RAS Director.

Board of Director's Meetings

A) Introduction

Attendance at Board meetings is the top priority over any other ringette function. Try to ensure, if possible, that personal commitments do not conflict with the Board of Directors' Meetings.

Ringette Saskatchewan Executive Director will circulate electronic copies of all reports/documents as part of the package within a reasonably appropriate time period prior to the Board meeting. Please ensure that you are familiar with all agenda material in advance of the Board meeting, it is much more efficient to deal with these on the presumption that all have read the report/documents rather than go through them in detail at the meeting.

B) Preparation

Read minutes from previous meetings thoroughly and make notes of any errors or omissions. Send a notice of the error to the office as soon as you have received and read the minutes. Don't wait until the next meeting. Be prepared with any business arising from the minutes. If you are appointed to follow through with any actions determined at the previous meeting, make sure you do so, and report at the next meeting or by memo prior to the next meeting if necessary.

It is up to you to inform the Ringette Saskatchewan Executive Director well in advance if there are specific times at which you cannot be available.

C) Conduct and Procedures

The meeting agenda will be adhered to as closely as possible. If any Board member wishes to place an item on the agenda, please inform the Executive Director prior to the meeting.

The first item of business will be a roll call of the Board members and determination of the presence of a quorum. Meetings are conducted in accordance with Robert's Rules of Order. It is the duty of the President to enforce the rules of order.

Discussion on a motion should provide every director who wishes to do so with an opportunity to speak for or against the motion.

It is important for you to feel very free to express your true opinions. It is also important to ask for an explanation if you don't understand. Do not be shy or intimidated by more vocal Board members or feel that you are asking stupid questions.

It is of the utmost importance for Board members to work together as a team. During discussion, argue your point as strongly as you wish; however, once the vote is taken, even if you are not in agreement, you are expected to support the decision. It is not acceptable for any member of the Board of Directors at any function to stand up and say, "I did not agree with that at the Board meeting".

D) Meeting protocols

Web-based meetings are scheduled throughout the year when topics arise that require Board approval or discussion. These meetings use the software Zoom, but a conference number is also available for voice only attendance if necessary.

One face-to-face meeting happens once during the year when time permits, and if Executive Director and President feel the need. Location of face-to-face is determined by the Executive Director with input from the President.

Also, it is strongly recommended that Board of Directors attend Ringette Saskatchewan’s Annual General Meeting usually held in late August.

Ringette Saskatchewan’s Strategic Plan

With staff, the Board takes the lead in mapping out the strategic direction of Ringette Saskatchewan. The Board takes time every four years to develop a long-term plan for the organization, to ensure its future sustainability and growth. Part of this process include the Board having a good understanding of the interests and concerns of our various stakeholders. What resources exist to meet the needs of the community we intend to serve, and what needs have not been met. To this end, stakeholder engagement is extremely important and is a priority for Ringette Saskatchewan. Board members are asked to familiarize themselves with this plan that can be accessed on our website.

Miscellaneous

A) General

The Executive Director will attend all Board of Directors’ Meetings. Other staff members may attend some Board meetings depending on the agenda. Your main contact with the office staff should be with the Executive Director.

Any complaint regarding any staff member is to be addressed to the Executive Director and the President. No Director is to deal in a disciplinary manner with any staff member. If there is a complaint regarding the Executive Director, please contact the President.

The staff has been advised that should they have a complaint regarding any Board member they are to contact the Executive Director who will inform the President.

B) Onboarding Director

To help ease the transition onto the board, you will be paired with a current Board member to help guide you through your first year. It may be overwhelming at first glance. Your “Onboarding Director” will be available to answer any questions that you may have or bring you up to speed on certain topics. Please feel comfortable in asking as many questions as possible as all questions are welcome, including things like what one should wear during meetings. You will be provided the contact information of your Onboarding Director and they will reach out to you prior to your first meeting.

C) Travel and Accommodation Arrangements

All travel and accommodation will be coordinated through the Executive Director.

D) Board Compensation and Expenses

As a director, you will not be compensated for your services.

Board members are entitled to be reimbursed for any reasonable out-of-pocket expenses you incur while engaging in your role as a director for Ringette Saskatchewan. All personal claims must be submitted using an authorized expense form of Ringette Saskatchewan.

E) Events

Ringette Saskatchewan Provincial Championship

Our Provincial Championships are our signature events. It is strongly recommended that Board Members attend these events to represent the organization, liaison with ringette players, coaches, and officials. As well as help with award presentations, or any roles the Executive Director sees fit.

Ringette Saskatchewan Directors should wear Ringette Saskatchewan attire for attendance at these events, particularly the Ringette Saskatchewan Board and Staff jacket that you were provided.

CONCLUSION

Thank you again for joining the Ringette Saskatchewan Board of Directors. We hope you find this to be a rewarding experience and we look forward to your contribution.



