

CADA (MS) Board of Directors Roles and Responsibilities



MANITOBA DIVING ASSOCIATION - BOARD OF DIRECTORS

Introduction

Members of the Board and members of all committees, councils, and associations of Manitoba Diving Association (CADA (MS)) shall at all-time conduct themselves in a professional manner and in accordance with the Board and Committee Member Code of Conduct (attached Schedule "A").

Purpose

This policy was created to ensure all members of the Board of Directors and of any committee, council and association of CADA (MS) adhere to common standards of personal conduct and commit to clear performance expectations in carrying out the business of CADA (MS).

Application

This policy applies to all members of the Board of Directors, to all members of Standing or Independent committees, council and association of the Board of Directors, and to any individual appointed to an operational committee of CADA (MS).

The President of CADA (MS) shall ensure that all Directors and members of any committee, council and association are aware of their responsibilities as defined in the Code of Conduct. Breach of the Code of Conduct may be cause for removal of a member from service on a committee, council and association or for a recommendation to the CADA (MS) Membership for the removal of a Director from the Board of Directors as permitted in Section 4.16 of the Bylaws

Responsibility

President

- a) Ensures the Code of Conduct is reviewed annually for the first meeting of the Board, or as soon as practical after the election of the Board.
- b) Assists Committee, Council and Association Chairs to ensure that members of committees and councils comply with the Code of Conduct.

Executive Director

- a) Ensures all members of committees, councils and associations complete and sign the notice of compliance with the Code of Conduct, and that such notice is updated annually, usually at the first committee or council meeting after the Annual Meeting. Individuals appointed to more than one committee or council may complete one notice, listing all applicable positions held.
- b) Advise the President of CADA (MS) annually that all members of the committees and associations have signed/updated their notices of compliance.

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Position Descriptions of the Board of Directors

(re: Constitution and Bylaws Section 5.2)

President

- The President will be responsible for the general supervision of the affairs and operations of the Association, will preside at the meeting of Members, Board or Executive, will be the official spokesman of the Association, will oversee and supervise office staff, provide leadership, present a report to be presented at the Annual General Meeting and will perform such other duties as may from time to time be established by the Board.

Vice President

- The Vice-President will support and assist the President in all duties, assume the duties of the President in their absence, and will perform such other duties as may from time to time be established by the Board.

Treasurer

- The Treasurer will keep proper accounting records as required by the Act; will cause to be deposited all monies received by the Association in the Association's bank account, will supervise the management and the disbursement of funds of the Association, when required will provide the Board with an account of financial transactions and the financial position of the Association, will prepare annual budgets, provide the Board of Directors an up-to-date financial report of the Association, and will perform such other duties as may from time to time be established by the Board.

Secretary

- The Secretary will attend all meetings of the Board, will be responsible for the documentation of all amendments to the Association's Constitution and Bylaws, will ensure that all official documents and records of the Association are properly kept, cause to be recorded the minutes of all meetings of Members, Board of Directors and Committees of the Association and will perform such other duties as may from time to time be established by the Board.

Technical Director

- The Technical Director will report to the board all results relating to athletes, coaches and officials. The Technical Director will work with the Executive Director to monitor activities and funding opportunities relating to the Provincial Team, Canada Games Team and any other inter-provincial games teams, and will perform such other duties as may from time to time be established by the Board.

Executive Director

- The Executive Director will support the Board in carrying out its duties and will have the overall management responsibility for all programs and activities of the Association, and will perform such other duties as may from time to time be established by the Board.

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Schedule "A" CODE OF CONDUCT

MANITOBA DIVING ASSOCIATION BOARD OF DIRECTORS

Introduction:

The Board of Manitoba Diving Association (CADA (MS)) is elected by and responsible to the membership of CADA (MS) as defined in the CADA (MS) Bylaws. Members of the Board, members of any committee, council or Association of the Board, or any person appointed by the Board to serve on any committee or association of CADA (MS), shall at all times be governed by applicable federal and provincial statutes, by the Bylaws, and by any policies adopted by CADA (MS) for the governance and management of its affairs. Members of the Board, and CADA (MS) committees, councils and associations shall ensure that none of their actions or decisions conflict with the rules of diving.

General Standards of Conduct:

Members of the Board shall:

- A. When acting in the capacity of a CADA (MS) board and/or committee member, will function primarily as a member of the board and/or committee(s) of the CADA (MS); not as a member of any other particular member or constituency
- B. Act with honesty and integrity and conduct himself or herself in a manner consistent with the nature and responsibilities of CADA (MS) business and the maintenance of Member confidence
- C. Conduct the financial affairs of the CADA (MS) in a responsible and transparent manner with due regard for his or her respective responsibilities
- D. Conduct oneself honestly, professionally, lawfully and in good faith in the best interests of the CADA (MS)
- E. Be independent and impartial and not be influenced by self-interest, outside pressure, expectation of reward or fear of criticism
- F. Behave with decorum appropriate to both circumstance and position and be fair, equitable, considerate and honest in all dealings with others
- G. Make reasonable efforts to keep informed about the activities of the CADA (MS) and, the provincial sport community
- H. Respect the confidentiality appropriate to issues of a sensitive nature
- I. Ensure that all Members are given sufficient opportunity to express opinions, and that all opinions are given due consideration and weight
- J. Respect the decisions of the majority and resign if unable to do so
- K. Commit the time to attend meetings and prepare for, and participate in, discussions at such meetings

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- L. Have a thorough knowledge and understanding of all CADA (MS) governance documents
- M. Conform to the bylaws and policies approved by the CADA (MS), in particular this Code of Conduct

General Duties and Responsibilities

Members of the Board shall:

- A. Establish the strategic purpose and values of the organization.
- B. Exercise financial oversight and fiduciary responsibility for the organization on behalf of CADA (MS) members.
- C. Exercise risk management oversight on behalf of the organization. Risk management includes; identifying and prioritizing risks to the organization; developing a written action plan for each significant risk; communicating and training the plan; monitoring its success and making changes where necessary.
- D. Establish formal and informal reporting requirements between the Board and any committees, councils and associations of the Board, between the Board and the Executive Director, and (through the Executive Director) between the Board and any operational/management committees.
- E. Establish, approve and review policies.
- F. Adhere to CADA (MS) Conflict of Interest policy;
- G. Respect the authority of the President, and exercise on such authority as is granted individually or collectively by Board governance policies.
- H. Respect the relationship between the Board and Executive Director, and the authority of the Executive Director over CADA (MS) management and administration.
- I. Ensure only the President or the Executive Director speaks publicly on behalf of CADA (MS), unless another spokesperson has been specifically authorized by the Board.
- J. Assist the President in establishing clear performance criteria, including key results and time frames, for the periodic evaluation of the performance of the Executive Director. Performance criteria should be objective, measurable and in accordance with the strategic goal established by the Board.