



Ringette Canada is seeking volunteers for the Board of Directors for a term beginning at our Annual General Meeting to be held September 25, 2016.

For the coming year, there will be five positions up for election. Three (3) Directors at large positions, one (1) President position, and one (1) Athlete Director position. All positions will be for a two-year term.

These openings will be filled by:

- * Persons with expertise in the competency areas outlined in the attached Board Information Package.

Interested individuals are encouraged to complete the Candidate Qualification Form and submit additional documentation outlining their interest and experience as defined in the attached Information Package. The completed form and documentation must be received by Natasha Johnston, Executive Director @ natasha@ringette.ca no later than July 29, 2016 at 17h00 (EDT).



BOARD OF DIRECTORS INFORMATION PACKAGE & NOMINATION FORM

(Revised May 2016)

QUALIFICATIONS AND CORE COMPETENCIES OF ELECTED OFFICERS

Directors shall fulfill all requirements of the *Canada Not-for-Profit Corporations Act* and further, shall be a resident of Canada and of legal age.

Directors of Ringette Canada commit themselves to ethical, businesslike and lawful conduct, including proper use of authority and decorum when acting as Board members. Accordingly, Directors must be able to represent non-conflicted loyalty to the interests of all Ringette Canada members. This accountability supersedes any conflicting loyalty such as to advocacy or interest groups, and membership on other boards. It also supersedes the personal interest of any Director acting as a consumer of Ringette Canada's services, or having a family member who is a consumer of Ringette Canada services.

Directors will be recruited based upon their demonstrated ability to contribute significantly to the leadership of Ringette Canada and to fulfill their statutory fiduciary responsibilities. The core competencies that ideally will be reflected in the Board as a whole are:

- ❖ Sponsorship;
- ❖ Marketing;
- ❖ Media, media relations and communications;
- ❖ Accounting;
- ❖ Governance and Strategic Planning for Not-for-profit organizations;
- ❖ Business and corporate experience, including expertise in financial management along with business analysis;
- ❖ Expertise in amateur sport;
- ❖ Human resources management;
- ❖ Legal and risk management experience;
- ❖ Demonstrated leadership skills in the non-profit sector or other endeavors; and
- ❖ Ringette background and knowledge as an athlete, coach, official, administrator or volunteer leader.

All candidates for election as a Director will complete and submit a Candidate Qualification Form (Attachment "A"). Additional information on the Ringette Canada governance model can be found at Attachment "B".



Attachment "A"

RINGETTE CANADA CANDIDATE QUALIFICATION FORM

This form must be submitted to the Ringette Canada National Office by **July 29, 2016**.

This form is to be completed by any person wishing to have their name submitted for election as a Director, Athlete Director or President with Ringette Canada.

To be eligible for nomination, a person must:

Be at least 18 years of age and a resident of Canada

❖ *For additional qualifications, please refer to the Ringette Canada By-Laws and Attachment B.*

Name of Candidate: _____

Address: _____

Phone Number: _____

Email Address: _____

Interested in the position of:

President

Director at large

Athlete Director

Please attach additional documentation that highlights the following:

1. Brief summary of your experience in the sport of ringette.
2. Brief summary of your experience in a club, a provincial/territorial association, and/or other associations in sport.
3. Brief summary of your experience with other voluntary or community organizations.
4. Highlight additional skills or competencies (volunteer or professional) that would contribute to the effective leadership and governance of Ringette Canada and fall within the core competencies outlined in the "**QUALIFICATIONS AND CORE COMPETENCIES OF ELECTED OFFICERS**" section of this package.
5. Brief summary of any previous experience with Ringette Canada or any other National Sport Organization.

Signature of candidate _____

Confirmation of receipt by Ringette Canada (ED Signature) _____

Date _____



Attachment “B”

RINGETTE CANADA BOARD OF DIRECTORS INFORMATION PACKAGE¹

Background

In 2006-07 the Board of Directors of Ringette Canada changed from an operational board to a policy governance board, following the precepts of the “Carver” model.² This change resulted in an elected Board as outlined in the Ringette Canada By-laws. This change also resulted in a better understanding of the role of the Board member with the emphasis on the operations of the non-profit organization shifting from Board control to staff (Executive Director) control.

Composition

The Board of Directors is composed of the President, seven (7) directors-at-large and one (1) athlete director³. There shall not be less than three (3) members of the Board of Directors. All of these positions are elected positions, each consisting of a maximum of two (2) consecutive 2-year terms; however the President may serve two terms as a director and immediately commence serving two terms as President.⁴

Three directors-at-large are elected in even numbered years; four directors-at-large are elected in odd numbered years; and the athlete director is elected in even numbered years. The President is elected in even numbered years. Including the President, there must be a minimum of three females on the Board.

Qualifications

A Director must be an individual with power under law to contract and who resides in Canada. Individuals with the following attributes are disqualified from serving as a director:

- Anyone less than 18 years of age
- Anyone who has been declared incapable by a court in Canada or another country
- A person who is not an individual, and
- A person who has the status of a bankrupt.

¹ In April, 2013 the Board took the first step in compliance with the *Canada Not-for-profit Corporations Act*, S.C. 2009, c.23, as amended, by approving two amendments to the current By-laws: reducing the number of classes of members from five to one; and, limiting the voting rights of members to one vote per member. These amendments were adopted and approved by the Government.

² *The Policy Governance Model and the Role of the Board Member*, Carver, John & Carver, Miriam, The Carver Policy Governance Guide Series, Jossey-Bass, A Wiley Imprint, © 2009 by John Carver & Miriam Carver

³ The Athlete Director must be, or have been, a registered athlete with Ringette Canada within the past three years of being elected/appointed to the Board.

⁴ The By-laws provide that a director may not serve more than 4 terms (i.e. 8 years) so long as there is a one term (2 years) gap between the two consecutive terms. The President is excluded from this 4 term maximum if elected to two consecutive terms, whereby the maximum would be six (6) terms in total.



Roles, Responsibilities & Powers

Many prospective Board members currently serve, or have served in the past, on organization boards and each comes to Ringette Canada with personal experiences and perceptions of how a board operates. In many instances, the direct involvement with a strictly “policy governance board” is limited and takes some getting used to. Consequently, the Carver Policy Governance Guide Series outlines the basic precepts of this model⁵.

Under the By-laws the powers of board members are general:

- Establish and regulate committees
- Direct and evaluate the performance of the Executive Director
- Exercise financial control of the affairs of Ringette Canada
- Prescribe such fees and assessments on Members and participants as it may deem necessary
- Receive and act upon complaints registered by Members and participants
- Make policies, procedures, rules and regulations to manage the affairs of Ringette Canada
- Employ or engage under contract, people who will carry out the work of Ringette Canada
- Perform any other duties from time to time as may be in the best interests of Ringette Canada.

Remuneration

Directors receive no financial compensation for their participation, however are entitled to be reimbursed for their travelling and other expenses incurred in the course of engaging in their role as a Director.

Meetings

The Board is obligated to meet at least two times per year, however traditionally there are two face-to-face meetings per year, and one to three webinar/teleconference meetings on the basis of the fiscal year running from May 1 through to April 30. Depending on the circumstances, these meetings usually occur in September (prior to and in conjunction with the Annual General Meeting-AGM); in November and includes the newly elected directors; in February, in late April and in June. The current schedule for face-to-face meetings has Board members arriving in time for a Friday evening meeting, all day Saturday, and Sunday morning, leaving in the afternoon to return home. The date of the AGM meeting is determined by the timing of that event, while the other meetings are determined by the Board at the previous meeting.

Traditionally the April meeting considers the upcoming budget and Hall of Fame inductees, the AGM meeting represents the last meeting of the current board, and the fall meeting welcomes new directors and deals with any issues coming out of the AGM.

⁵ See Appendix for listing of the basic precepts identified in The Policy Governance Model and the Role of the Board Member. Keep in mind this is an American publication and references and expectations may not be applicable under Canadian law.



In addition to the identified meetings, circumstances may dictate the need for conference calls for specific issues. These conference calls are arranged by the Ringette Canada office and the timing is determined by the availability of the Directors. A quorum is a simple majority of the number of Directors holding office.

Travel to/from the Board meetings is generally arranged by the Ringette Canada office, and accommodations are covered by Ringette Canada (accommodations are single occupancy). Meals are usually not supplied and the Directors complete an expense form for the per diem allowance permitted under the Ringette Canada Travel Policy.

Issues

Many topics are on the agenda of the Board from time to time. Currently the following items are part of the discussion (in no particular order):

- Monitoring of Ringette Canada's Key Performance Indicators in conjunction with the 2014-2018 Strategic Plan for the Association
- Completion of transition to policy governance model
- Review of policies (current requirement is that each policy be reviewed at least every three years to ensure relevance remains and policy is up-to-date)
- Growth of ringette throughout Canada
- Event hosting policy and event hosting selection
- Marketing and sponsorship opportunities for ringette
- Review and monitoring of Ringette Canada's financial statements

APPENDIX

- If you are a board member, it is important to be ready for new learning that can be counterintuitive until you master the ideas and practices. Policy Governance is an approach unlike anything that went before, even by the best of traditional boards. This can be a particular challenge if you have years of active board experience.
- If you are a board member, you must make your decisions on behalf of the Ringette Canada members and athletes not the staff, today's clients or recipients, or yourself. Morally, even if not legally, you and your board colleagues are agents of the owners.
- If you are a board member, you are obligated to support the legitimacy of board decisions that you disagree with, though there is no reason you should have to hide your disagreement.
- If you are a board member, you must understand that as an individual, you have no authority over the organization and that no one who works in the organization works for you.
- If you are a board member, using words with either old or ambiguous definitions will damage communication with our colleagues. It isn't that words themselves matter, but that *agreed upon definitions* matter. That is always an important point, but even more so when considering making changes in concepts.
- If you are a board member, the new concept of ends, despite its apparent simplicity, will take some getting used to. It isn't the same as goals, objectives, plans or mission. Ends are simply the designation of organizational results, who gets the results, and the cost or priority of the results – with no “contamination” by methods used to achieve or support them.
- If you are a board member, you must learn this very special way of separating organizational issues into two discrete categories. Just because an issue seems important or seems to you something the board should decide does not make it an ends issue. Keep going back to the definition until it becomes second nature.
- If you are a board member with expertise or interest in some component of organizational means (such as human resources, accounting, or program planning), you must remember that indulging your interest is neither part of your board responsibility nor your authority, except as it might help you contribute to board debate about applicable policies.
- If you are a board member, remember you are on the board to govern, not manage. Using your area of expertise to draw your colleagues into setting prescriptive requirements for operational means is an inappropriate use of authority that allows the Executive Director to take no responsibility for operational means decisions that he or she did not make. The most you can responsibly do is make yourself available to the Executive Director on a strictly advisory basis, aware that “strictly advisory” means the Executive Director is under no obligation to take your advice.
- If you are a board member, you must discipline your natural instincts to prescribe means and help your colleagues on the board do likewise. If it seems a little against human nature to stay prescriptive, not prescriptive in the operational means category, remember all our other capabilities that once seemed out of reach. Think of flight, gymnastics, and Sudoku...
- If you are a board member, it may help to think of the board as a commander, not an advisor. It doesn't exist to help but to be in charge. The board's job, by no means an easy one: Set challenging expectations. Then get out of the way, except to check that they're accomplished.
- If you are a board member, think of decisions inside decisions inside decisions all the way from the broadest decision the board might make to the narrowest one made by the most organizationally distant staff member. Each of his or her decisions is wrapped in one above and that in another above until finally they are all inside the largest “wrapper” decided by the board.
- If you are a board member, it is important that you consider the range of interpretation made available by board policies and remember that “any reasonable interpretation” means just that. The Executive Director is not required to interpret a policy in the way you may have interpreted it. He or she is simply required to make (and accomplish) a reasonable interpretation. If you are not sure that a policy is defined enough to delegate to the Executive Director, you should feel free to press your colleagues for further policy extension. Once delegated, however, you are duty-bound to support any Executive Director interpretation that can be shown to the board's satisfaction, not just your own, to be reasonable.
- If you are a board member, you need go to only one place to find everything the board has decided that is still in effect: the current board policy manual. It should always be up-to-date, accurate, and easily accessible.



- If you are a board member, although the organization may have many documents, all documents except board policies and by-laws, if applicable, belong to the Executive Director. Although the Executive Director documents are available to you as matters of personal interest, your responsibility is carried out entirely by adjustments of your powerful control “handles”: prescriptive Ends policies and proscriptive Executive
- Limitations policies, each written to the detail that represents the board’s “any reasonable interpretation” judgment.
- If you are a board member, resist the temptation to suggest or support the creation of officer or committee roles that overlap with the job given to the Executive Director. If you want to volunteer to help out in operations, the decision whether you can do so belongs to the Executive Director. This volunteer help, even if accepted, is not a board activity but an individual one. The board, as a board, exists to govern, not to help out.
- If you are a board member, you might find it difficult to suppress your natural personal reaction to the Executive Director, whether positive or negative. Just keep in mind your obligation to the ownership is that the organization works, even if that means ignoring whether you like or don’t like the current Executive Director.