

Board of Directors

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Sitter on many Boards



1. Why do Clubs need Board of Directors
2. Look at Board's role in example organizations
3. Board Responsibilities
4. Board Engagement
5. Board Culture
6. Board Makeup and parent's role
7. Board and Staff, responsibilities defined
8. Q & A



Top Five Reasons Snow Sport Clubs Need a Board of Directors

[Yazad Patel](#) CEO of BoardTitans

<http://www.boardtitans.com/>



1. Skills & Expertise

A Board of Directors helps senior leadership to step back from daily operations and focus strategically on its business.

2. Corporate Governance

A system of rules, principles and processes by which your group is directed and controlled.

3. Independence & Accountability

Boards are independent, act only in the interest of your organization, are free from conflicting interests that can compromise judgment. The Board of Directors has a dual mandate of Advisory and Oversight governed by their fiduciary / legal responsibilities.

4. Strategic Direction

Strategy is as much a responsibility of the Board as it is of senior management and leadership.

5. Credibility & Legitimacy

An effective Board portrays integrity and objective advice which helps mitigate risk.



Learning from others - Benchmarking Example Boards

Interviews with reps from 10 nonprofit boards to understand successful structures & practices:

- Nature Conservancy
- Association of Yale Alumni
- Women Impacting Policy
- Chicago Area Runners Association
- Wisconsin Mem. Union Assn.



What was learned from interviews

- **Clear board purpose** allows members to experience a sense of accomplishment
- **Structure** intentionally supports the organization's purpose
- **Strategic focus** guides decisions



What was learned from interviews

- **Defined terms/term** limits encourage greater member engagement and support
- Specific metrics and annual board and **self reviews** are used

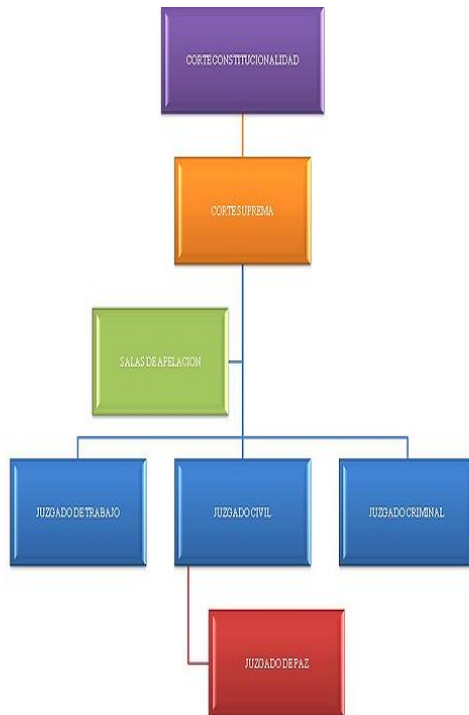


What was learned from interviews

- Project groups involving non-Board members often used
- Advisory groups serve as **training ground** for potential board members for some boards
- **Emeritus members** provide institutional memory and sustain ongoing social engagement



Board Responsibilities, Structure



- What structure will best fulfill the Board's mission?
- What are rationales and recommendations for Board and committee roles, size, terms of office, metrics, and pathways to participation?
- What is the Board's primary and secondary purpose?



Board Responsibilities, Structure



- Working Board
- Advisory Board
- Fundraising Board

Q. Which does your Club have?



Parent Focused Boards – Why not?

- Learn from others

“Small nonprofit or **charter schools**, who fill their initial board with **parents** of students... **often become** more of a **PTA** than a real governing board. Years after...these boards complain that new **board members usually leave in frustration that the board can't get past acting like a PTA**. And that cycle continues” *Hildy Gottlieb, ReSolve, Inc. - help4nonprofits.com*



Parent Focused Boards – Why not?

USSA Club Development recommends that no more than 60% of a nonprofit ski club board be parents of current athletes.

Q. Pitfalls of parent-centric boards?

-Share your example



Creating a great Board - Tips and Tools

Elements needed to develop an engaged, active Board and encourage active parent involvement



Board Member Engagement

- Member Lifecycle affect onboard recruitment
 - Q. Most appropriate Board member term?
- Number of Board members
 - Too many or too few?
 - Q. Appropriate number of Board members?
- Framework - onboarding, training, and engaging board members
 - Q. How does your Club ensure your Board is ready to effectively govern?



Board Culture

- How best to enhance board members' engagement?
 - Focused workgroups based on expertise
 - Understand the difference between “doers”, “advisors”, “convincers”, “historians” and “Mentors”.
- How best to assess Board's performance to encourage ongoing growth?
 - Define performance measures
 - Regularly assess progression



Too many parents?

- How to transition from “mostly parent” Boards?
 - Define a strategy based on the Club’s clearly defined Mission statement, falling back on USSA best practice and principles
 - May need to change Club Bylaws
 - Use individual Board member terms as guideline if possible
 - Discuss the need for Board diversity
 - Does your Board have representation from local government, resort, all needed skills (marketing, finance, education, etc.)?



Too many parents?

- Don't rush, it takes time!



- Forcing an overly speedy transition may cause turbulence and can lead to infighting and stagnation.
- Gently ask some parent Board members to transition to other roles
 - Advisory, Emeritus, working groups, etc.



- If the parents become disgruntled you may need to develop alliances and press for a rapid vote, based on well defined reasons



Board Performance

- How best to assess Board's performance to encourage ongoing growth?
 - Clearly spell out achievable milestones
 - Define Metrics - share will all involved
 - Celebrate successes at all levels

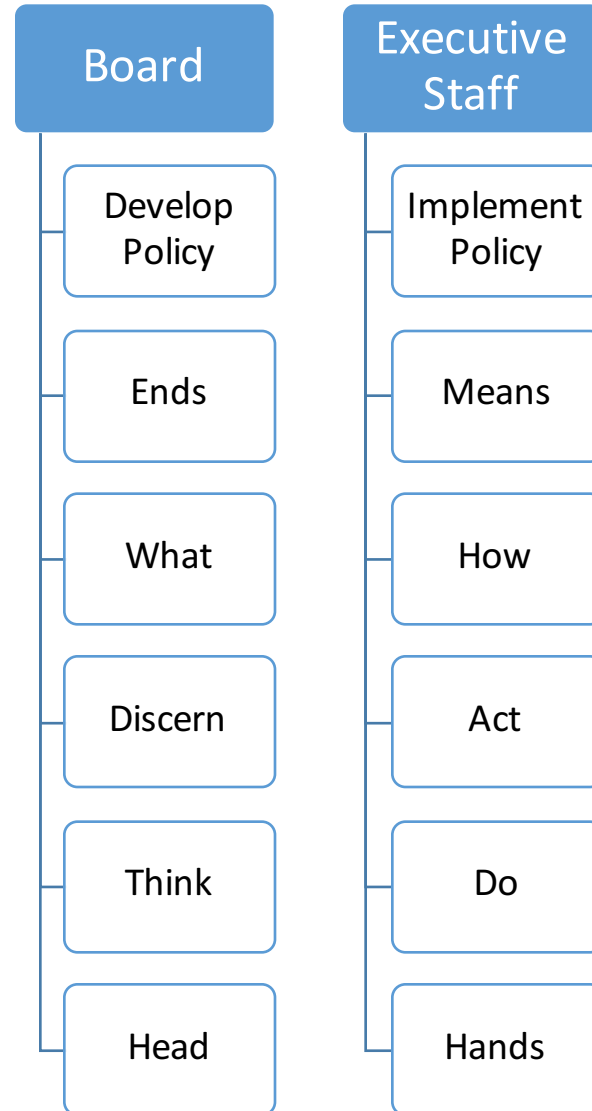


Board & Club Management

- Tasks and responsibilities of the Board and Staff.

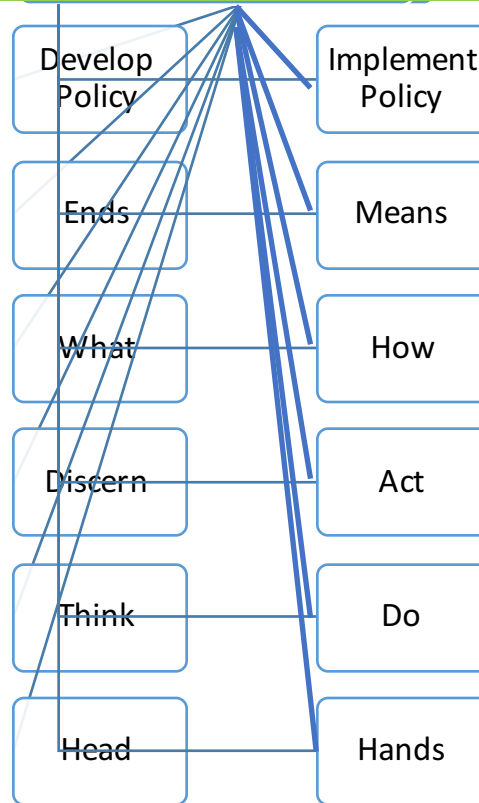


Board Ownership and Staff Roles



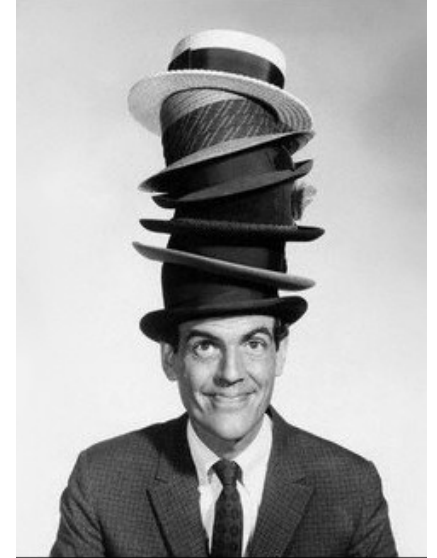
Does your Club look more like this?

Board and/or Exec Staff



Define Primary and Secondary Roles

- Many nonprofit Boards members perform staff functions
 - Ex. - organization, events, programs, initiatives
- Resulting problem - Board functions go undone
- Solution
 - 1st step
 - identify and clarify distinctions – provide clear direction for Board and staff roles.
 - 2nd step - Teach Board how to wear two hats: Governance, Volunteer.
 - First priority is leadership, planning and governance.



Board Manual

Create a summary for the Board to:

- Orients new Board members
- Guide the Board in its on-going operations and leadership roles,
- Repository for all important organizational documentation.



Board Manual - Contents

- I. History
- II. Mission
- III. Programs
- IV. Synopsis of most important and operational bylaws
- V. Composition of board of directors
- VI. Election to the board of directors and succession planning
- VII. Governance model, roles of board members and officers
- VIII. Organizational structure and committees



Board Manual - Contents

- IX. Evaluation of Organization, Director, Board and Board members
- X. Financial policies
- XI. Development and fundraising policies (“Give and/or Get policy”)
- XII. Non-discrimination policy
- XIII. Conflict resolution policy
- XIV. Other key policies
- XV. Primary strategic alliances and relations with other groups

Articles of Incorporation, By-Laws, merit & need scholarship guidelines, scholarship review criteria



Learn from others – Badminton Federation

The affairs of the Federation Of Badminton Clubs shall be conducted by the Board members (over the age of 18 years as at December 31...with full voting privileges. Assisting the Board will be Directors with no voting privileges.

1. The Board shall be **elected at the Bi-Annual General Meeting** subject to termination of office by resignation or otherwise, shall remain in office for a period of two years.

3. Nominations to the Board of Directors shall be provided to the Secretary in writing twenty-one (21) days prior to the Annual General Meeting.

4. The following positions shall be elected for a **two-year term** at the Annual General Meeting held in **odd numbered years**:

President, Secretary, VP of Programs, VP of Operations

5. The following positions shall be elected for a two-year term at the Annual General Meeting held in **even numbered years**:

Treasurer, VP of Marketing & Sponsorships, VP of Communications

6. ...the President shall manage the day-to-day operations of FBC and preside at all meetings. **In the case of an equality of votes at any meeting, the President shall have a casting vote.**

7. The **Secretary shall discharge all the duties of the President when the President is absent.**

8. The Treasurer shall conduct the financial business of FBC. The Treasurer shall keep an accurate ledger of accounts, and provide a **current financial report at each Annual General Meeting.**

9. The Secretary shall keep and maintain the Minutes of all meetings, and provide a copy of those Minutes to all board members. The **Secretary shall be the custodian of all documents** and correspondence. The Secretary shall keep and maintain lists of all members.

10. The **Directors shall act in an advisory capacity or otherwise assist in the management of the FBC** as requested by the President in regards to internal and external communications, promotions, socials, tournaments, coaching, and other special activities.

11. Honorary Board Member: The **Honorary Board Member has no voting privileges.**

13. **Five Board Members shall form a quorum**



Summary

1. Clubs need effective Board of Directors
2. Board's Primary responsibility is to Govern
 1. Engaged Boards are productive Boards
3. Your Club needs to diversify if your Board has too many parents
4. Create separation between Board and operational Staff, understanding that some overlap is normal



Questions?

