



CCC

Board Orientation

Overview

**COMMUNITY PARTICIPATION EXCELLENCE
COMMUNAUTÉ PARTICIPATION EXCELLENCE**

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1. Board Orientation

What is Board Orientation:

Board orientation is a **process** to provide prospective and/or new Board members with the information they need to understand their role in the organization and guidance to how they can be effective in that role as quickly as possible.

The purpose of Board orientation is to provide important information about both the organization and about the Board's roles and responsibilities. Orientation also serves as a basis to build a working relationship amongst Board members that promotes engagement, enables discussion at the right levels and feeds ongoing Board activities.

The Board orientation process is important as new Board members are expected to engage quickly in Board activities in order for the Board to execute its mandate on behalf of the Cross Country Canada membership. New Board members need to feel like they're an integral part of the Board as soon as possible. If they don't feel comfortable voicing their opinions, the organization loses valuable input. Orientation also helps future Board members understand the expectations of the role so that they can make informed decisions regarding their participation as a Board member.

The Orientation Process:

The governance orientation process has three components:

1. Education and welcome
2. Mentoring and guidance
3. On-going education

Education and Welcome

This orientation package is part of the overall education and welcome step to being a Board member. There are a number of guiding documents that are absolute must reads in order to be effective as a Board member. This reading list is covered in the "MUST READ" document and the governance introduction. Most of this material is available on the CCC website as well as a number of documents that allow you to learn about CCC.

Mentoring and Guidance

After the first Board meeting a current Board member will be assigned as your mentor. In addition members of the Governance Committee will be identified to assist you in understanding governance within CCC and your role as a Board member. Mentoring will also include updates regarding current discussions, current priorities and concerns, committee activities and management reporting and evaluation.

On-going Education

Understanding governance and applying that understanding effectively is a continuous process. The Governance Committee will be executing an on-going education program to ensure the on-going engagement of the Board and Management team in governance. The content of this program will vary over time however there will be some sort of governance education as part of the agenda of the fall face-to-face meetings.

Finally, this document provides detail of the basic information that a Board member for CCC must be familiar with in order to be effective in their role.

- What skills and knowledge do each of us bring to the table?
- What do we need to know and learn?
- How will we function as a Board?
- Within what principles will we operate?
- What resources are available?
- How often and where should we meet?
- How will we run our meetings?
- With whom and how will we communicate?
- What administrative systems will we require?
- What are our legal responsibilities?

2. About CCC

Website:

CCC's website is very comprehensive providing a significant amount of historical and current information. We are transparent in our structure and operations. Nearly all of our organizational documents are posted as well as news and events information. See: <http://www.ccski.com>

CCC Mission and Mandate

CCC's **Mission** is to develop and deliver programs designed to achieve international excellence in cross-country skiing.

CCC's **Mandate** is to provide national programs for the continuous development of cross-country skiing, from introductory experience to international excellence, for participants of all ages and abilities, fostering the principles of ethical conduct and fair play.

Strategic Planning

As detailed in the "Governance, Roles and Responsibilities" sections of this document, the Board of Directors is responsible for setting strategic direction for the organization. The primary tool for developing and communicating such direction is CCC's Strategic Plan. CCC's most recent Strategic Plan "One Inspired Direction" was approved by the members in 2014 and provides relatively specific direction to 2018 and general direction

to 2022+. It is important that all Board members are intimately familiar with the current strategic plan.

Business Planning

It is the CEO's role to make operational plans that will be best able to achieve strategic objectives set by the Board. In discharging this duty, the CEO is responsible for the development of CCC's annual business plan, which is a primary tool for communicating operational plans to the Board and to members. The Board reviews and approves operational plans and associated target metrics annually prior to their publication for the AGM. In addition the Board will work with the CEO to identify the appropriate Board reporting framework to ensure focus on the key risks and opportunities relevant to the strategic objectives.

Policies & Procedures

Nearly all of CCC's policies and procedures are available on CCC's website. It is important that Board members are familiar with all Board and Operational policies.

3. Governance, Roles and Responsibilities

CCC's Governance Structure

CCC is governed by a volunteer Board of Directors, elected by the Voting Members of the Association to govern the Association on their behalf. The Board is accountable to the Association for both governance and management. The Board is directly responsible for the creation of Board policies (i.e. governing policies other than administrative or operational policies) and for the long-term strategic direction of the organization.

The CEO and the full-time staff manage the day-to-day operations of CCC. CCC's National Office is located at the Canmore Nordic Centre in Canmore, Alberta, which is also the base of operations for the National Ski Team. However, while most of the staff work in the National Office, others work from their homes elsewhere in Canada, thus constituting a "virtual office".

The CEO is assisted by Operational Committees, comprised of staff and volunteers who provide subject matter expertise and regional representation in their respective functional areas. The authority of the Board has been delegated to the Operational Committees to make decisions and develop operational policies within their terms of reference.

Board Governance Policy:

The Board Governance Policy explains and provides policy guidance for the manner in which the Board of Directors of Cross Country Canada (CCC) carries out its governance role with respect to CCC. This document is consistent with and flows from the objects of CCC as well as the bylaws. Members of the Board need to read and understand this document in detail.

Key concepts of the Board Governance Policy include:

CCC employs a form of governance that endeavours to separate governance from day-to-day operations. The Board sets long-term strategic direction for CCC and then monitors the ongoing performance of CCC in achieving that direction on behalf of the Voting Members. The Board is responsible for determining general non-operational policies that provide over-arching direction to management in what needs to be achieved. These will be referred to as “Board policies”. The CEO is responsible for the day-to-day operations in accordance with Board policies and within any limitations imposed by the Board. The Board can constitute committees or task forces of the Board to support it in its role.

While the Board is accountable for all of CCC's activity, it delegates to the CEO the responsibility for carrying out the actual work of the association, empowering the CEO to execute the “how” of achieving the organizations goals the maximum extent that is consistent with maintaining the Board’s accountability. The Board assigns the responsibility by setting explicit expectations (criteria or limits) governing the activities of the CEO, and therefore staff and Committees that support the CEO.

Communications with CCC Management and Administration:

Board members should normally communicate with CCC Management and administration through both the Board Chair and the CEO. This is to ensure that Board Members maintain and respect the separation of duties between governance and day-to-day execution as well as respecting the role of the CEO in leading and managing the work of the organization.

Nevertheless, common sense should apply. Communication between Board members and management is appropriate in many circumstances. Board members will be members (in a non-voting ex officio capacity) of Operational Committees headed by a member of CCC’s management (staff or volunteer) and with other staff representation. This will undoubtedly generate communication, some of it initiated by CCC management. This level of involvement and communication is the intent of Board members’ presence on these committees, to help ensure some ongoing understanding on the Board of what is going on “out there” (but noting that Board members do not pass on Board “direction” to Committees).

In addition to Board members’ committee involvement, many Board members have other involvements that may require normal contact with a member of CCC Management (e.g.: as a race organizer, official, TD, or coach). And there will be other necessary communications with staff.

When Board direction and other formal communications need to occur, Board Members must adhere to the communication principle of how direction and any other formal communication happen between the Board and CCC Management.

Board Solidarity/Unity

The CCC board makes decisions as a Board. This does not require that members always agree with each other or with every decision made as a Board. But an individual Board

member disagreeing with or criticizing Board decisions in public can undermine the Board and CCC as a whole. To maintain Board solidarity, Board members should:

- Analyze their positions on issues, gather information, and candidly express their views within the Board and at Board meetings;
- When issues come to a vote, vote according to their opinions;
- If they disagree with how a particular issue is decided, they should either:
 - Support the decision in public; or
 - Direct questions to the Chair; or
 - If they cannot support the decision, and feel they must express their disagreement in public, resign from the Board.

Common sense normally prevails and most of our decisions reflect a consensus.

Accountability Framework

The Accountability Framework is a document, which describes the mutual obligations of the various components that make up Cross Country Canada (CCC). The purpose of the framework is to describe and clarify responsibilities and accountabilities in a way that will assist all of the stakeholders in understanding who is responsible or accountable, for what, to whom, and when. It is intended to be a guide or “roadmap”, flexible rather than rigid, and will need to be regularly updated, similar to a strategic plan or annual budget. Many of CCC’s stakeholders are volunteers with a passion for skiing, and staff are similarly motivated and almost always under-resourced.

Responsibilities of the Board

The board is responsible in five key areas:

To establish the organization's mission, vision, and direction

- vision and values
- mission and philosophy
- strategic planning
- programs and services
- methods of evaluation

To ensure the financial health of the organization

- ensuring there are adequate financial resources for the work of the organization

To ensure the organization has sufficient & appropriate human resources

- responsible for the working conditions in the organization
- responsible for hiring, giving direction to and evaluating the CEO
- responsible for ensuring the capability, suitability and vitality of its membership
- responsible for ensuring the existence of a Nominating Committee

To direct organizational operations

- responsible for ensuring that the organization and its directors are in compliance with its legal requirements
- responsible for ensuring that the board works effectively

- oversees organizational structure and agency administration
- holds the CEO accountable for delivering the annual business plan

To ensure effective community relations

- respond to changing needs/pressures in the community
- find new ways to meet needs
- use marketing and public relations

Responsibilities of Individual Board Members

Board members are elected by the members as a whole, and do not represent partisan interests or regions. Board members must act in the best interests of CCC as a whole.

Board members are expected to contribute their enthusiasm, expertise, strategic insight and time to lead the sport of cross-country skiing at the national level. Ordinarily, a candidate should have sufficient background in the sport to have a broad understanding of the issues facing the sport in at least one major operating area. Such a background can include experience working at the club and division level within the sport. The candidate should expect to contribute up to 10 hours per month, attend 3 weekend meetings per year, participate in approximately 10 conference calls per year and participate in at least one operational committee and one Board Committee. Board members are also expected to read reports and other documents to prepare for meetings and to make a positive contribution to the decision making process. Travel expenses are provided by CCC.

Candidates should have high standard of personal ethics, and a strong belief in the mission and values of CCC. As well, they should have some or all of the following experience and abilities:

- Board, professional and /or organizational committee experience:
- Ability to effectively communicate information and ideas while working in a team environment:
- Previous involvement with cross country skiing; e.g. as an athlete, coach, race or club organizer, or official;
- Expertise in design and delivery of sport programs similar to those delivered by CCC, its divisions and member clubs;
- A field of sport science helpful to the strategic governance of CCC;
- Marketing and fundraising;
- Experience or expertise in financial management and business planning;
- Experience in human resources management.
- Knowledge and experience with effective governance practices
- International sport experience
- Experience with government relations/ public policy
- Legal expertise and/or experience
- Investment planning knowledge and experience
- Organizational performance management and evaluation
- Strategic planning and evaluation
- Communications and media relations

4. Board Activities

As mentioned above Board Members are expected to be involved in one or more operational or Board committees and other Board tasks as they are identified throughout the year. Each Board committee will have a terms of reference that is approved by the Board and posted on the CCC website

The Board has three standing Committees:

- The Finance Committee
- The Governance Committee
- The HR Committee

The Board will also have other Committees as needed to execute Board business:

- Nominations Committee
- Awards Committee
- Strategic Planning Committee
- Ad-hoc committees as required

These committees will be identified on the CCC website as needed

Financial Management

Finance Committee

The Finance Committee supervises CCC's financial operations.

The Board is asked to approve an annual budget that is produced by the CEO in conjunction with the Business Plan. Reporting on progress against the budget is provided by delivery of an Income Statement and Balance Sheet every 4-8 weeks to the Finance Committee, who review and in turn provide to these documents to the entire Board. Board members need to understand the contents of these documents in order to provide the necessary oversight to CCC financial operations.

Variance Reports

In addition to preparing regular an Income Statements and Balance Sheets, the Board is provided with two variance reports per year, in December (based on November statements) and February (based on January statements). In addition to actual expenditures which are captured in Income Statements, Variance Reports provide additional detail of anticipated expenses to year end in each budget category.

Audit

As a not-for-profit corporation, CCC is required to provide externally audited financial statements to its members annually. The audit is completed by an accounting firm in the months following CCC's March 31 year-end.