



BOARD OF DIRECTORS – ROLES AND RESPONSIBILITIES

PRESIDENT

Orienteering Canada, incorporated as the Canadian Orienteering Federation, is the governing body for the sport of Orienteering in Canada and is recognized as such by the International Orienteering Federation. Seven provinces and the Yukon have provincial or territorial orienteering associations that are members of Orienteering Canada. Orienteering Canada supports development, training and competition in the disciplines of orienteering by foot, mountain bike, nordic ski or trail orienteering for those with a mobility impairment.

Orienteering Canada is governed by a Board consisting of seven Directors elected by the membership, the Immediate Past President, an Athletes' Representative elected by national team athletes, and the association Executive Director (non-voting). Elected Directors hold the positions of President, Treasurer and five Directors-at-Large. Elected Directors serve two year terms and the Past President a one year term.

The Board of Directors is responsible for managing and directing the work of the federation and is accountable to the members. The over-all role of the Board of Directors is to provide leadership and stewardship to the corporation.

General Duties of Directors:

The general duties and responsibilities of all Directors shall be to:

- meet and maintain the qualification requirements of a director of a corporation as dictated by the Not-for-Profit Corporations Act
- meet and maintain the qualification requirements of a director of a Registered Canadian Amateur Athletic Association as dictated by the Income Tax Act
- meet and maintain the qualification requirements of the corporation's Bylaws that are in addition to those in the Not-for-Profit Act and Income Tax Act
- comply with the Not-for-Profit Corporations Act and its regulations, including maintaining an acceptable standard of care for the organization, acceptance of liability for decisions made and actions taken, and declaration of any true or perceived conflicts of interest between the Director and the corporation
- comply with the corporation's articles, by-laws, policies and procedures, as properly adopted by the Directors and/or membership
- attend all meetings of the Board of Directors, or providing reasonable notice if non-attendance is unavoidable. Directors are expected to maintain 80% attendance at Board meeting within each 12 month period.
- attend all meetings of committees of which the Director is a member, or providing reasonable notice if non-attendance is unavoidable. Directors are expected to maintain 80% attendance at committee meetings within each 12 month period
- report back to the Board as required by membership on committees of the corporation
- prepare for each Board of Directors meeting by reviewing previous meeting minutes and reading reports and documents circulated in advance of meetings

- prepare for committee meetings of which the Director is a member by reviewing previous meeting minutes and reading reports and documents circulated in advance of meetings
- actively participate in the Board's planning, monitoring and evaluation responsibilities
- actively participate in the Board's governance role of over-sight and accountability for the activities of the corporation
- submit authorized expense claims plus required original receipts for approved expenses incurred on behalf of the corporation in a timely manner
- diligently complete tasks and assignments as may be requested of the Director from time to time

Specific Duties of the President:

The specific duties of the President, elected by the membership, shall be to:

- be the leader and steward of the Board of Directors
- be an Officer of the corporation
- be the chief executive officer of the corporation and have general supervision over the affairs of the corporation, subject to the authority of the Board of Directors
- be a primary signing officer of the corporation for financial instruments and contracts
- be an official spokesperson for the corporation
- preside at all meeting of the Board of Directors
- preside at all meetings of the membership
- be the official liaison between the corporation and the International Orienteering Federation, , or delegate this responsibility to another Director or the Executive Director
- assign portfolios of responsibility or projects to the Directors
- assign Directors to be liaisons to *Standing Committees* or *Ad Hoc Committees* of the corporation as may be required for by the Terms of Reference of committees
- conduct the Director selection for *Committees of the Board* at the first Board meeting after the AGM
- be the reporting contact and supervisor for the Executive Director of the corporation
- ensure that the corporation seeks funding opportunities from appropriate sources for the benefit of the programs and services of the corporation
- ensure that all required grant requests, submissions and reporting to funders and / or sponsors are completed and submitted in a timely fashion
- represent the corporation at meetings with funders, sponsors and other partners, or delegate this responsibility to another Director or the Executive Director
- represent the corporation at competitions and events, or delegate this responsibility to another Director or the Executive Director
- chair the Human Resource Committee of the corporation
- chair the Governance Committee of the corporation
- chair the Finance and Audit Committee of the corporation, and be the primary corporate liaison with the auditor
- ensure that on-going monitoring of the Strategic Plan, performance indicators and association activities takes place, with regular reports to the Board of Directors
- ensure that an appropriate evaluation of the Strategic Plan takes place in a timely fashion
- work with Directors to build capacity through professional development opportunities and learning partnerships with other organizations

- conduct and document evaluations of the Executive Director in accordance with the employee contract, and Human Resource policies of the corporation
- report the activities of the Board to the membership at general meetings and other times throughout the year as is appropriate

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