

# Board of Directors

## DUTIES AND RESPONSIBILITIES

### General

As a nonprofit organization, OGC Directors are required to exercise their duties in line with certain standards of conduct. The attached sheet contains a review of the general responsibilities of a nonprofit Director.

### Additional OGC Director Requirements

The Oakville Gymnastics Club:

- provides community services in partnership with, and in a facility owned by, the Town of Oakville;
- wants to maintain a positive Club environment and reasonable registration fees for all users; and
- draws its Board of Directors primarily from the parents of competitive athletes.

These conditions give rise to four additional requirements that the Board asks of each Director:

1. To oversee a Board Committee if needed.
2. To recognize and understand the importance of the Recreational Program to the Club and to the community
3. To strictly enforce the Club's Code of Ethics and Conduct
4. To fully separate the role of "Director" from the role of "parent of athlete"

These requirements are designed to ensure the future success of the Club and to keep its positive momentum in the community.

**October, 2005**

## Legal Responsibilities of Non-profit Boards

A Board member must meet 3 standards of conduct in carrying out his or her responsibilities to the organization:

**Duty of Care** – A Board member owes the duty to exercise reasonable care when he or she makes a decision as a steward of the organization.

**Duty of Loyalty** – A Board member must give undivided allegiance when making decisions affecting the organization.

**Duty of Obedience** – The duty of obedience requires Board members to be faithful to the organization's mission. They are not permitted to act in a way that is inconsistent with the central goals of the organization.

## Ten Basic Responsibilities of Non-profit Boards

1. Determine the organization's mission and purpose
2. Select the chief executive
3. Provide proper financial oversight
4. Ensure adequate resources
5. Ensure legal and ethical integrity and maintain accountability
6. Ensure effective organizational planning
7. Recruit and orient new Board members and assess Board performance
8. Enhance the organization's public standing
9. Determine, monitor, and strengthen the organization's programs and services
10. Support the chief executive and assess his or her performance

## Individual Board Member Responsibilities

- Attend all Board and committee meetings and functions, such as special events
- Be informed about the organization's mission, services, policies, and programs
- Review agenda and supporting materials prior to Board and committee meetings
- Serve on committees or task forces and offer to take on special assignments
- Inform others about the organization
- Suggest possible nominees to the Board who can make significant contributions to the work of the Board and the organization
- Keep up-to-date on developments in the organization's field
- Follow conflict of interest and confidentiality policies
- Refrain from making special requests of the staff
- Assist the Board in carrying out its fiduciary responsibilities, such as reviewing the organization's annual financial statements.

**Source: This information summarized from "Building Effective Non-profit Boards", Boardsource website ([www.boardsource.org](http://www.boardsource.org)) – Oct 2005**

