

The Oak Ridges Athletics Club Governance Policies

INTRODUCTION

Background

The Oak Ridges Athletics Club, is a not-for-profit athletics club in Durham region and surrounding areas that is governed by Athletics Ontario and Athletics Canada. The organization is athlete-centered and largely volunteer based.

“Athletics” is defined as “all athletics, including, but not restricted to, track and field, running, jumping, throwing, cross country, race walking, road running, ultra-running and competitive athletics held under the auspices of Athletics Canada.

Purposes

The objects of The Oak Ridges Athletics Club are to:

- Promote physical, emotional and mental well-being
- Promote athletics
- Support and assist athletes in their development
- Promote a safe sport environment
- Promote fair play and good sportsmanship
- Promote lifelong participation in sport and healthy life habits

Vision

To cultivate an inclusive and supportive running community that develops middle-distance and distance athletes from grassroots to high performance, empowering every runner to enjoy the sport, and reach their full potential.

Mission

The mission of The Oak Ridges Athletics Club is to:

- Develop, promote and ensure competent delivery of programs and competitions in athletics for the participant’s enjoyment of the sport
- Produce highly competitive athletes and teams to compete at the provincial, national and international stages of athletics

- Contribute to the health, fitness, social development and well-being of all participants in a safe sport environment.

In totality, our mission is to provide high-quality, athlete-centered coaching that supports runners at every stage of development. We aim to foster a safe, inclusive, and motivating environment where athletes build strong fundamentals, develop long-term skills, and pursue excellence in middle-distance and distance running. Through evidence-based training, community engagement, and a commitment to well-being, we empower athletes to grow, compete with integrity, and cultivate a lifelong love of the sport.

The Oak Ridges Athletics Club Values

- Integrity - Instill values that promote character development in our athletes, coaches, families, and community
- Family - Cultivate lasting relationships and friendships that value trust, honesty, respect and inclusiveness
- Passion - Demonstrate pride, work ethic, discipline and humility in everything you do and display an attitude that promotes a love for the sport while proudly representing the club

Other Key Documents

- AO Safe Sport Policy Manual
- Oak Ridges Athletics Club Constitution & By-Laws
- Oak Ridges Athletics Club Athlete Code of Conduct
- Oak Ridges Athletics Club Athlete Support/High Performance Fund
- Oak Ridges Athletics Club Social Media and Electronic Communications Policy
- Oak Ridges Athletics Club Parent Handbook
- Oak Ridges Athletics Club Complaints Form
- AO Athlete Transfer Policy/Form

OVERVIEW OF GOVERNANCE POLICIES

These policies summarize the roles and responsibilities of the Board of Directors of The Oak Ridges Athletics Club, its officers and committees; the manner in which the Board exercise its authority in the fulfillment of its responsibilities; the responsibilities and authority of the Executive Director/Head Coach; the relationship between the Board and Oak Ridges management; and the general principals that will guide its governance responsibilities and operating practices.

Governance: The Primary Focus of the Board of Directors

The primary focus of the Board of Directors, in consultations with the Executive Director/Head Coach will be on establishing strategic goals and objectives that achieve the vision and strategic orientation set by the Board. The Board will be responsible for monitoring and auditing results in implementation of the strategic and operations plans. It will reflect clear values, vision and mission through its strategic planning in consultation with the Executive Director/Head Coach. It will endeavor to ensure that the affairs of the organization are conducted in an ethical manner, that resources are used efficiently, that realistic goals and objectives are established and achieved, and that a full accounting for performance is provided to members and other key stakeholders.

BOARD STRUCTURE AND GENERAL DUTIES

The structure and objectives or purposes of The Oak Ridges Athletics Club are defined by the legislations under which it is incorporated, other legislations related to its operations, the Constitution & Bylaw, and these governance policies.

Board Structure

The Bylaw specifies the number of Directors, eligibility criteria, election process, and terms of the office of Directors. The Board is comprised of no fewer than three and no more than five elected persons. The number of Directors is determined from time to time by a majority of the Directors at a meeting of the Board of Directors.

General Governance Responsibilities

The Board's job, along with the Executive Director/Head Coach, is to govern the affairs of The Oak Ridges Athletics club within the framework of relevant legislations. The Board has the authority and responsibility for:

- Acting honestly and in good faith with a view of the best interests of The Oak Ridges Athletics Club and, in doing so, exercising the care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances
- Safeguarding the organizational mission and endeavouring to ensure the viability and stability of the Club
- Seeking input of Members and other key stakeholders to strategic planning
- Seeking adequate information to monitor major areas of the Executive Director/Head Coach's organizational performance

- Overseeing the proper and prudent management of The Oak Ridges Athletics Club
- Endeavoring to ensure that the Club's activities are consistent with its mission
- Reporting to Members of the Club and other key stakeholders regarding the performance of the Club
- Linkages/coordinations/cooperation with organizations engaged in the pursuit of similar or related objectives, and with other key stakeholders

Director's Duties - Responsibilities of Individual Board Members

Individual Board members have no authority to act independently of the Board except insofar as the Bylaw or the Board, by resolution, specifically mandates. This means, among other things, that an individual Board member cannot provide direction to the Executive Director/Head Coach. The only legal authority to provide direction or require information is vested in the full Board. Nevertheless, periodic informal communication between Board members and the Executive Director/Head Coach between formal meetings is encouraged for the purpose of ensuring a free flow of information, understanding of these issues and maintenance of constructive working relationships.

Each Board member is expected to become an active participant in a body that functions effectively as a whole. In addition to assisting in the fulfillment of the essential governance tasks of the Board outlined in these policies, Board members are required to exercise loyalty, care and diligence in the performance of their duties. Each Board member is expected to exercise these duties as follows:

Duty of loyalty

- Act with honesty and in good faith in what the Director reasonably believes to be the best overall interests of The Oak Ridges Athletics Club.
- Respect the decisions of the majority and resign if unable to do so. Exercise vigilance for and declare any apparent or real personal conflict of interest in accordance with the Club's Bylaw and policies and statutory requirements.

Duty of care and diligence

- Exercise the same degree of care, diligence and skill that a reasonably prudent person would exercise in comparable circumstances.
- Be informed of the legislation under which The Oak Ridges Athletics Club is incorporated, relevant jurisprudence, Club bylaws, values, vision, mission, code of conduct, and policies as they pertain to the duties of a Director.

- Engage in ongoing learning about the Club and its functioning, including understanding of Club financial reports, funding and policy documents.
- Keep generally informed about the activities of the Club, the external factors that affect it, and general trends in the service area in which the Club operates.
- Seek as much sound information as feasible, which may include professional advice where appropriate, about an issue before making a decision on a matter, including perspectives of, and potential impact on Members and staff.
- Prepare diligently for and attend Board meetings regularly, serve on committees, and contribute from personal, professional and life experience to the work of the Board.
- Offer personal and professional perspectives and opinions on issues that are the subject of Board discussion and decision. Present both facts and perceptions on behalf of Members.
- Engage meaningfully at meetings through frank and open discussion without personalizing comments; challenge opinions, disagree without being disagreeable and encourage all Board members to participate fully in discussions without dominating them.
- Voice, clearly and explicitly, at the time a decision is being taken, any opposition to a decision being considered by the Board.
- Ask for a review of a decision if the Director has reasonable grounds to believe that the Board acted without full information or in a manner inconsistent with its fiduciary obligations.
- Work cooperatively with the staff of the Club on committees, task forces and working groups of the Board.
- Know and respect the distinction in the roles of Board and staff consistent with the principles underlying approved governance policies.

Communications

- Directors are expected to extend public knowledge and appreciation of Athletics and should avoid practices that are likely to discredit the sector or harm the professional reputation and practice of The Oak Ridges Athletics Club, its membership, and/or its employees.
- Directors may represent themselves as members of the Club's Board but are not permitted to speak on behalf of the Club unless authorized to do so by Board decision. The Executive Director/Head Coach is the official spokesperson for the organization.
- Key Board messages on actions and decisions will be agreed as a group and communicated consistently. Distribution of Board meeting summaries, minutes and documents is handled by administrative staff under the direction of the Secretary.

Ethical Practices

The Board and individual Directors make a vital contribution to the success of the organization. The portions of the Code of Conduct that apply to all Participants (as defined in the Code of Conduct) and to Directors, officers and committee members specifically, are a succinct statement of essential principles intended to govern the conduct of the Board and staff of Oak Ridges Athletics Club. These principles encourage the development of a spirit of collective decision-making, shared objectives and shared ownership of and respect for Board decisions. It outlines the serious commitment that Directors undertake when they join the Board.

Respect for confidentiality is the cornerstone of trust and confidence. Board members, staff and volunteers must, at all times, respect the confidentiality of information obtained during the course of their service. Similarly, all matters dealt with by the Board during in-camera meetings and matters related to personnel must be held in strictest confidence. Confidentiality means Directors may not relate such matters to anyone including immediate family members. The duty of confidentiality continues indefinitely after a Director has left the Board, or a staff or volunteer has left the employ of the organization.

Members and employees trust Board members to protect the confidentiality and accuracy of their personal information and to respect the sensitivity of corporate information and records, the disclosure of which could have a harmful impact on personal or professional lives.

Directors are required to sign an Oath of Office (Appendix II) upon assuming office. As is the case with all Members of Oak Ridges Athletics Club, Directors agree to comply, at all times, with the Club's Bylaw, policies, procedures and rules and regulations.

ROLES OF THE BOARD

Executive Director/Head Coach

The Executive Director/Head Coach is responsible for the execution and implementation of Board directives and the general management and administration of the affairs of The Oak Ridges Athletics Club pursuant to the provisions of the description of responsibilities contained in these policies. These responsibilities include appointment, training, and support of staff, ensuring proper care and custody of records, and development of annual business and strategic plans.

President

The President shall:

- Provide strategic leadership and vision for the club in alignment with its mission.
- Chair board meetings and ensure effective governance practices.
- Support and advise the Executive Director on high-level planning and operations.
- Oversee policy development and ensure compliance with organizational standards.
- Foster positive relationships with members, parents, and stakeholders.
- Lead long-term planning initiatives and monitor overall organizational performance with the Executive Director.
- Collaborate with the Vice President to ensure continuity and support across the board.

Vice President

The Vice President shall:

- Support the President in all governance and leadership duties.
- Step in to fulfill the President's responsibilities when the President is unavailable.
- Assist with oversight of committees, programs, and strategic initiatives.
- Work closely with the Executive Director to monitor operational progress and identify areas for improvement.
- Help ensure board decisions are implemented effectively.
- Lead or co-lead special projects as required by the board.
- Promote positive relationships within the club membership and broader community.
- Provide mentorship and guidance to emerging leaders within the club.

Treasurer

The treasurer shall:

- Monitor the financial activities of The Oak Ridges Athletics Club
- Oversee the keeping of complete and accurate records of all of the Club's financial matters in accordance with generally accepted accounting principles;
- Act as a signing authority for the organization as approved in the Bylaw or by resolution of the Board

- Provide to the Board, quarterly or as otherwise required by the Board, a report of all major financial transactions and of the financial position of the Club.
- Recommend a competent auditor to be appointed annually by the Members
- Collaborate with the auditor and Executive Director/Head Coach in the review and presentation of annual audited financial statements

Secretary

The Secretary shall:

- Oversee the keeping of records of meetings, policies, membership, and any other records required by law and the filing with appropriate governmental authorities of documents regarding corporate changes.
- Ensure that minutes are taken at all meetings of the Board and the Executive Committee.
- Ensure that copies of minutes and agendas are circulated to Board members prior to each meeting.
- Maintain, or ensure the maintenance of, the files and records of The Oak Ridges Athletics Club to be passed on to future officers and take appropriate steps to maintain the security and confidentiality

Executive Authority

The Executive Director/Head Coach manages and administers the Club's day-to-day business in a manner consistent with the Bylaw, the Executive Director/Head Coach's job description and the policies of the Club. The Executive Director is responsible, within parameters established by the Board, for determining the methods or means by which the Board's directions and policies will be executed and the desired outcomes achieved.

The Executive Director is responsible to the Board as a whole rather than to individual members of the Board. The Executive Director is required to implement policies as determined by the Board, consistent with the requirements of any relevant legislation or regulations. In the exercise of these responsibilities, the Executive Director is:

- Authorized to expend funds and to sign contracts within the parameters of the annual budget and operating plan approved by the Board.
- Responsible for bringing to the attention of the Board the need for special and exceptional expenditures not included in the budget.
- Required to report to the Board if it is not possible to operate within the limits of the budget approved by it.

- Expected to provide advice to the Board on policy and program/service issues that affect the programs offered or services provided by the Club.
- Required to provide the Board with the information it requires to govern effectively, make informed decisions, ensure a high quality of services and administration, and monitor the overall performance of the Club in achievement of approved objectives.
- Responsible for hiring all staff members within the classifications and salary ranges approved by the Board. Board members should bear in mind that staff report to the Executive Director or to a person designated by the Executive Director, not to the Board as a whole or to any individual Director, regardless of office. In the supervision, direction and deployment of personnel, the Executive Director is governed by the documented personnel practices and procedures approved by the Board.
- Responsible for performing the specific responsibilities that are described in the policies related to responsibilities of the Board, the roles of the Board Chair, of other Officers and individual Board members, and in the job description of the Executive Director.

Appendix I - Oak Ridges Organizational Chart

Appendix II - Oath of Office

I, insert name, a director of The Oak Ridges Athletics Club, declare that, in carrying out my duties as a director, I will:

1. Exercise the powers of my office and fulfil my responsibilities in good faith and in the best interests of the Club.
2. Exercise these responsibilities, at all times, with due diligence, care and skill in a reasonable and prudent manner.
3. Respect, support and comply with the Club By-law, Governance Policies, Code of Conduct and other policies, procedures, rules, and regulations, and decisions of the Board.
4. Keep confidential all information that I learn about members, personnel and any other matters specifically determined by board motion to be matters of confidence, particularly those matters dealt with during in-camera meetings of the Board.
5. Conduct myself in a spirit of collegiality and respect for the collective decisions of the Board and subordinate my personal interests to the best interests of Oak Ridges Athletics.
6. Immediately declare any real or apparent personal conflict of interest that may come to my attention.

Signature: _____

Date: _____

Appendix III - Oak Ridges Athletics Club Signing Authorization

To ensure no single person may not be both the originator and approver of the same transactions, all invoice, contracts, and purchase orders related to/initiated by the treasurer and/or Executive Director/Head Coach must be signed by a member of the board, head coach, and/or club manager if two signatures are required.

Expenditure	Signatures Required	Authorization Level
\$2000 or Less	One Signature	No Signature
\$2001 - \$10000	One Signature	Treasurer/Executive Director
\$10001 - \$30000	Two Signatures	Treasurer or Executive Director plus one of: Board Member Committee Member
\$30001+	Three Signatures	Treasurer and Executive Director plus one of: Board Member Committee Member