



## **Wheelchair Rugby Canada Board of Directors**

### **Terms of Reference**

Updated and Approved – December 2019

The governing authority for the Board of Directors is established in the Wheelchair Rugby Canada (CWSA) By-Laws (November 30, 2013). As members of the Board, directors are trustees under the law and have responsibility to oversee the conduct of the business, to monitor results and to work collaboratively to ensure that all major issues affecting the business and affairs of the organization are given proper consideration.

#### **Purpose**

It is the primary responsibility of the Board to ensure that the assets and resources of Wheelchair Rugby Canada are properly managed. The Board of Directors will develop and approve the strategic plan for Wheelchair Rugby Canada, in consultation with Staff and Membership, and monitor the results to be achieved through the implementation of the plan.

#### **Scope**

While the Board will delegate the organization's management responsibilities to the CEO, the Board shall retain accountability and responsibility for the entire organization.

#### **Limitations**

Unless authority is delegated from the Board, an individual Director has no authority to commit the organization to any action, policy or financial expenditure and has no direct operational authority. All Directors shall abide by all the decisions of the Board.

#### **Terms**

Board members are elected to terms of four (4) years, staggered, as follows:

- President, Athlete Director, Director 1 elected in the odd year following the Paralympic Games
- Vice President, Treasurer Director and up to two additional Directors elected in the odd year following the World Championship.

## Responsibilities

Implement the Wheelchair Rugby Canada strategic plan and monitor progress toward the desired results including:

- Develop an accountable, transparent and clear governance structure that allows the Board to engage in discussions of mission, strategy and results.
- Prepare governing documents and organizational policies that address:
  - Governance Process – how the Board carries out, and monitors, its responsibilities;
  - Board/Committee Relations – how the Board delegates authority and maintains positive relations with the WRC Committees and Staff;
  - Ethical Values and Behaviour – these are the boundaries of prudence and ethics within which all activities and decisions will take place;
  - Risk Management – ensuring effective management including, but not limited to, financial, legal and human risk management.
- Govern and maintain policy oversight responsibilities of Wheelchair Rugby Canada, consistent with the by-laws.
- Recruit, hire and supervise the Chief Executive Officer (CEO), complete evaluations of the CEO's performance, competence and integrity, and establish the CEO's compensation package to:
  - Advocate and liaise with the federal government and public;
  - Ensure mechanisms for mediation of disputes, appeals and independent arbitration are in place;
  - Assess the Board's performance and effectiveness;
  - Present an audited financial statement annually to the membership;
  - Ensure Wheelchair Rugby Canada maintains sufficient financial resources to maintain sustainability;
  - Fulfill any responsibilities required by legislation and bylaws.
- Clearly separate the Board oversight and monitoring responsibilities from the operations of Wheelchair Rugby Canada.
- Develop and maintain clearly defined linkages between the organization and its members.