

## 1. Purpose

The purpose of this policy is to define the roles, responsibilities, and expectations of the Board of Directors (“the Board”) of Saskatchewan Alpine to ensure effective governance, strategic leadership, and organizational accountability.

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## 2. Role of the Board

The Board of Directors is responsible for the governance and strategic direction of Saskatchewan Alpine.

The Board:

- Sets direction
- Establishes policy
- Oversees performance and risk

The Board does not manage day-to-day operations, which are delegated to designated operational leadership and/or committees.

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## 3. Core Responsibilities of the Board

The Board shall:

### 3.1 Strategic Leadership

- Approve the organization’s vision, mission, and values
- Establish and approve the strategic plan
- Monitor progress against strategic priorities

### 3.2 Governance

- Establish and maintain governance policies and frameworks
- Ensure clarity of roles between Board, committees, and operational leadership
- Maintain effective governance structures

### 3.3 Oversight and Accountability

- Monitor organizational performance through regular reporting
- Hold operational leadership accountable for execution
- Ensure transparency and accountability to members and stakeholders

### 3.4 Financial Stewardship

- Approve the annual budget and financial plans
- Monitor financial performance and sustainability
- Ensure appropriate financial controls are in place

### 3.5 Risk Management

- Oversee enterprise-level risks
- Ensure mitigation strategies and safeguards are in place
- Ensure appropriate insurance and legal protections

### 3.6 Leadership Oversight

- Appoint and oversee designated operational leadership (if applicable)
- Define authority through clear mandates or Terms of Reference
- Avoid involvement in operational decision-making

### 3.7 Stakeholder Stewardship

- Act in the best interests of members, athletes, and the sport
  - Support the long-term development of alpine sport in Saskatchewan
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## 4. Matters Reserved for the Board

The following matters require Board approval:

- Strategic plan
  - Annual budget and financial statements
  - Governance policies and bylaws
  - Appointment of key leadership roles (if applicable)
  - Creation or dissolution of committees
  - Major financial decisions (threshold to be defined)
  - Risk management framework
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## 5. Individual Director Responsibilities

Each Director shall:

- Act honestly, in good faith, and in the best interests of Saskatchewan Alpine
- Exercise due diligence and care
- Attend and actively participate in meetings
- Be informed and prepared
- Maintain confidentiality
- Disclose conflicts of interest
- Support Board decisions once made

Directors shall not:

- Participate in operational decision-making unless part of a committee.
  - Direct volunteers, coaches, or staff outside approved structures
  - Act independently on behalf of the organization without authorization
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## 6. Authority and Delegation

The Board delegates operational authority to:

- Designated operational leadership (staff or contractors), and/or
- Board-approved committees with defined mandates

All delegation shall:

- Be clearly documented
- Include defined authority limits
- Require regular reporting to the Board

The Board retains ultimate accountability.

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## 7. Committees

The Board may establish committees to support governance and/or operational functions.

Each committee shall:

- Operate under a Board-approved Terms of Reference
- Have clearly defined responsibilities and authority
- Report regularly to the Board

Operational responsibilities may be assigned to committees where no staff structure exists.

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## 8. Separation of Governance and Operations

To maintain effective governance:

- The Board focuses on strategy, policy, and oversight
- Operational leadership and/or committees focus on execution and delivery

Board members shall not become involved in operational matters except:

- Where explicitly authorized
  - In exceptional circumstances requiring Board intervention
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## 9. Conduct and Ethics

Board members shall:

- Comply with the Saskatchewan Alpine Code of Conduct
  - Adhere to the Conflict of Interest Policy
  - Act with integrity and professionalism
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## 10. Performance and Evaluation

- The Board shall periodically evaluate its effectiveness
  - Directors may be assessed based on participation and conduct
  - Continuous improvement is expected
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## 11. Review of Policy

This policy shall be reviewed every two (2) years or as required.