



## Introduction

Thank you for taking a proactive stance by deciding to be on the Board for your association. Your time and input will be valued greatly by your association.

In addition Softball New Zealand is deeply appreciative of the contribution volunteers make towards our great game. As a sport we are constantly looking for more volunteers either as coaches, umpires, scorers or administrators to help run our game effectively.

Development of the game is dependent upon a large number of dedicated volunteers, who give their time freely, without concern for financial gain. Our sport as a whole could not achieve what it has to date if it wasn't for our volunteers.

As a volunteer we know your time is precious, so in this document we have included some "need to know" info and handy templates which may make your Board run more effectively and efficiently and ensure all members know what the role of the Board is.

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## The general structure of an association

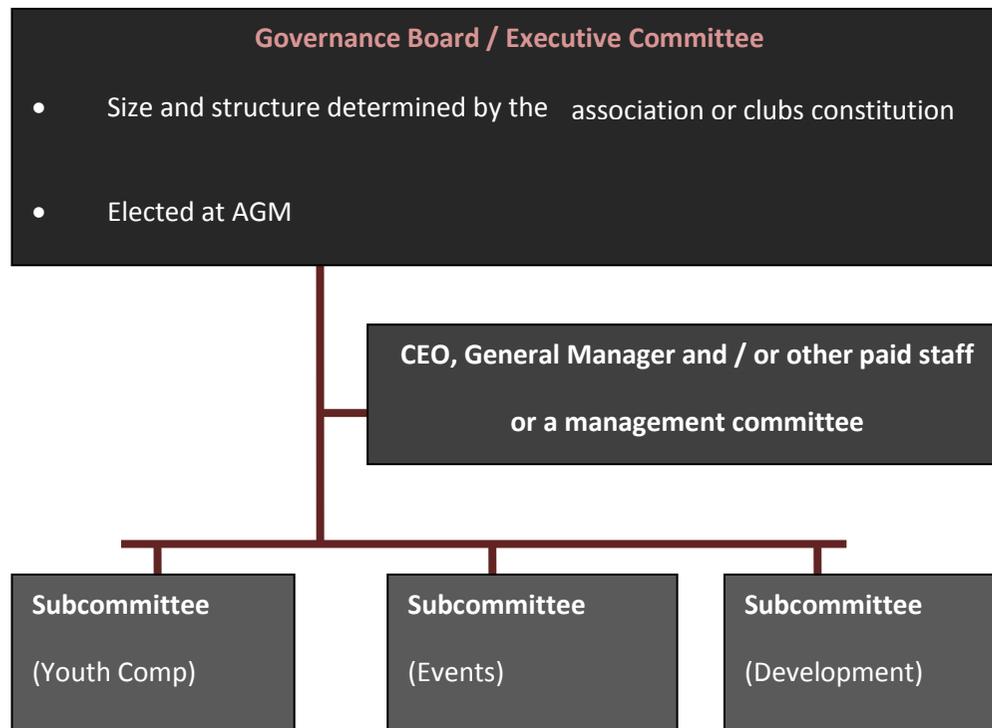
Often an association’s success will be down to the work of the Board / Executive Committee, its employees, and its sub committees. Establishing all of these with clearly identified roles and reporting procedures helps to clarify who does what in the association, and spreads the workload to ensure the association is not dependant on only 1 or 2 people.

Creating an organisational chart may be a useful tool to help the Board / Executive Committee in the future. It is simply a flow chart or pyramid showing the lines of responsibility within the association. It shows who is responsible to whom, different roles and reporting relationships. It can include both paid and voluntary positions.

As you may know, any governance structure should feature a clear separation of powers and responsibilities between the Board / Executive Committee, any paid staff (if your association has this resource) and its subcommittees.

Keep in mind **“The Board directs the association, and the manager manages’ the association”**.

If your association does not the resource to have paid staff in place, the subcommittees will report directly to either a management committee or to the Association Board / Executive Committee, or each Board member may sit on a subcommittee.



**Note:**  
- The number of subcommittees will vary depending on the association

## The purpose of a governance Board

To ensure that your sports association runs smoothly, efficiently and effectively, an Executive Committee or Board will be formed (hereinafter referred to as a Board). A Board, at the minimum, should have a president or chairperson, a secretary, and a treasurer. Your association's constitution will outline exactly what and how many roles are required on the Board.

The people on the Board provide governance for the association- they will ensure good leadership and adhere to principles of best practice. They will be "the glue" behind the association.

The Board influences how the objectives of the association are set and achieved, spells out the rules and procedures for making association decisions and determines the means of optimizing and monitoring performance, including how risk is monitored and assessed.

While there isn't a "one glove fits all" scenario when it comes to governance, the Board should look to include:

1. A leadership style which will encourage its staff and its members to have ongoing participation and help the association set and achieve its short and long term goals
2. Making sure that the association meets its aims and goals, and its obligations as outlined in its constitution
3. Making sure there are people and resources available to achieve these aims and goals
4. Managing any potential risks to the association
5. Developing and implementing policies that achieve its aims and goals
6. Involving everyone in the association with achieving its aims and goals
7. Reporting, at least once a year, to the wider association (this would be the AGM)
8. Ensuring the long term well-being of the association, both financially and organisationally.
9. Monitoring and evaluating the associations' activities for quality and relevance.
10. Insure the legal requirements of an association are being upheld (privacy, ACC Obligations, Health and Safety, Employee rights, etc)



## Legal Duties of a Non profit Board

According to non-profit corporation law, a Board member should meet certain standards of conduct and attention to his or her responsibilities to the organization. These are referred to as the Duty of Obedience, the Duty of Care, and the Duty of Loyalty.

Duty of Obedience:	Obedience to the organization’s central purposes must guide all decisions. The Board must also ensure that the organization functions within the law, both the “law of the land” and its own by- laws and other policies.
Duty of Care:	Board members must exercise due care in all dealings with the organization and its interest. This includes careful oversight of financial matters and reading of minutes, attention to issues that are of concern to the organization and raising questions whenever there is something that seems unclear or questionable.
Duty of Loyalty:	Conflicts of interest, including the appearance of conflict of interest, must be avoided. This includes personal conflicts of interest or conflicts with other organizations with which a Board member is connected.
<i>New thinking of Legal Duties</i>	
Duty of Transparency	In addition to the above three traditional duties, Boards have an obligation to ensure that their organization is appropriately transparent in its operations. For most nonprofits, this entails the filing of appropriate informational and tax returns which are required to be made public.

## The difference between a Board and a Subcommittee:

As mentioned early in this document, the Board provides governance for the association- they will ensure good leadership and adhere to principles of best practice. The Board influences how the objectives of the association are set and achieved, spells out the rules and procedures for making association decisions and determines the means of optimizing and monitoring performance, including how risk is monitored and assessed. They will be “the glue” behind the association.

This means usually a Board takes a more hands off approach to the day to day tasks.

Subcommittees generally take a more hands on approach and can be in charge of specific projects or areas of development for the association that may be identified in an association’s long term planning E.G: events, health and safety, day-to-day management, player development etc.

A subcommittee, like any of the association’s members is answerable to the overall Board of the association, but they will report and communicate directly to the manager or appointed representative of the association, on a monthly basis generally.

A subcommittee does not always have decision-making power. In this case, decision making occurs at Board meetings based on the findings and recommendations of subcommittees.

To streamline this process, when a subcommittee would like to make a recommendation to the Board, they can use the template on pg 8. This template will allow a subcommittee to supply enough information to the Board to allow them to make an informed decision and in turn provide the subcommittee with their recommendation and resolution.



**Who should make the big decisions for the association and who should take the "hands on" approach to daily tasks and / or development ????**

## What can you do to be active and effective member of a Board?

- Communicate effectively and be a good listener
- Make sure you are well informed of all organisation activities.
- Have a good working knowledge of the constitution, rules and the duties of all office holders and subcommittees.
- Understand the direction and long term plans of the association
- Be a supportive leader for all organisations members.
- Utilise a specific skill set or an area of expertise if you have one
- Turn off your phone (or put on silent) and be respectful of others and their opinions
- Prior to Board meetings make sure you have read the agenda and are well prepared
- Complete the “Board self assessment check” located on pg 9 bi annually (at the minimum)

## **Encouraging Board development**

Board development should be seen as an important and ongoing activity that must be integrated into the way that the board functions.

Development is used to summarise the activities that are important to build and maintain strong board members. It can include recruitment and selection, induction, and monitoring and evaluating performance. It can also be used to provide clarity around members roles and the boards overall role.

### Recruitment and Selection

Recruiting appropriate people onto the board is important. An effective recruitment procedure can improve the quality of board members. There is also the reality that Board members are volunteers and are often appointed as representatives of a particular stakeholder group, rather than for their skills and abilities that the board may require.

No matter your situation or the pool you are selecting your board members from; a good starting point (and prior to recruitment) is to list the skills and competencies that are required on the board. This may help when you advertise for any vacant positions, make your membership aware of the role this member will actually play on the board and also may help with identifying and selecting board members with the appropriate competencies.

### Induction

New board members should receive an induction or information pack to the board that allows them to familiarise themselves with the Association, its policies and procedures, its activities and their role within the Association.

The required information and guidance can include the constitution, long term plans and strategies, articles of association, and minutes of part board meetings

### Monitoring and Evaluating Performance & Practice

Monitoring and evaluating the performance of the board, both collectively and in relation to the performance of individual directors, is another important aspect of board development. This provides an opportunity for the board to evaluate its own effectiveness, to assess areas of strength and weakness, to set standards and performance expectations based on set criteria, and to evaluate individual member performance.

To start you on your way a “Board self assessment check” can be located on pg 9 of this resource.



## In Summary

The role of the board has been acknowledged as a key aspect that determines the process of good governance in an association. Therefore the structure of the board (its size, the regularity it meets, the roles on the board, its use of subcommittees), has a significant impact on the way an association functions and the shape it will take in the future.

The aim of this resource has been to provide you with some guidelines into the way a board should operate and provide you a basic understanding of the role of the board, its responsibilities, and how assessing its progress and structures will help ensure that the board can run effectively and efficiently. All while keeping in mind that majority if not all of the Board members that sit on our regional association boards are volunteers from within our direct communities.

Please feel free to contact Softball NZ head office if your association would like any of the below and we will aim to assist you on your way to creating a better governance structure

- A review done of its board structure
- Induction packs created
- Role descriptions created
- General advice provided

## Board Self Assessment Checks

It is recommended that this assessment is to be completed quarterly by each Board member and handed to the chairperson. This check will take no more than 5 minutes and will help the Board monitor if they are working cohesively together, if you are running effectively and efficiently and if you are achieving the purpose of your Board / executive committee.

At this month's meeting <b>(insert date)</b>	<i>( circle one )</i>			
We governed with an emphasis on the future (rather than the present or the past) .....	strongly agree	agree	disagree	strongly disagree
We governed with an emphasis on strategic leadership (rather than administrative detail) .....	strongly agree	agree	disagree	strongly disagree
A diversity of viewpoints was encouraged .....	strongly agree	agree	disagree	strongly disagree
We governed openly and honestly with a high degree of mutual trust among the members .....	strongly agree	agree	disagree	strongly disagree
We made collective (rather than individual) decisions .....	strongly agree	agree	disagree	strongly disagree
We governed proactively rather than reactively .....	strongly agree	agree	disagree	strongly disagree
All members contributed to the discussion .....	strongly agree	agree	disagree	strongly disagree
We observed a clear separation between governance (our role) and management/paid roles .....	strongly agree	agree	disagree	strongly disagree
We received about the right amount of monitoring information .....	strongly agree	agree	disagree	strongly disagree
We received high-quality monitoring information .....	strongly agree	agree	disagree	strongly disagree
We received information in a timely manner .....	strongly agree	agree	disagree	strongly disagree
We spent about the right amount of time discussing agenda items .....	strongly agree	agree	disagree	strongly disagree
I am leaving with a sense of achievement .....	strongly agree	agree	disagree	strongly disagree
The knowledge, skills and experience of individual members are well utilised by the board	strongly agree	agree	disagree	strongly disagree
Conflicts are resolved on the Board and dissenting views are not overly criticised	strongly agree	agree	disagree	strongly disagree

I have the following suggestions to make about the way we conduct our meetings:

**Part A: Sub committee proposal to the Board:**

<b>Date</b>					
<b>FROM</b> (Committee + person name + persons position on the committee)					
<b>Subject / project title</b>					
Are there any previous Board papers on similar or related topics that can be referred to?	<b>Yes</b>	Please provide detail	<b>no</b>		<b>unsure</b>

**1. Proposed resolution to the Board:**

**2. Information about project / request**

Provide enough information to enable each Board member to understand the resolution and to form an opinion on the correct outcome

<b>a) Objective</b>	
<b>b) Actions</b> <i>(needed to achieve objective)</i>	
<b>c) Outcomes / Measures</b>	
<b>d) What are the considerations?</b> <i>(this could cover issues, risks, researching, resourcing)</i>	
<b>e) What are the financial implications</b> <i>(where relevant)</i>	
<b>f) Consultation</b> <i>Outline who has been consulted about/involved in the development of the paper</i>	
<b>g) How does this link in with the SSA Strategic Plan?</b>	

**Part B: Boards recommendation to a proposal**

<b>Proposal received to Board on</b> (insert date)	
<b>From</b> (Committee + person name + persons position on the committee)	
<b>Subject / project title</b>	
<b>Board meeting date</b>	
<b>Chairman name</b>	
<b>Chairman signature</b>	

**Board recommendation (s):**

**Board resolution:**

*Please ensure the subcommittee proposal to the Board is attached*