

BOARD OF DIRECTORS - TERMS OF REFERENCE

A. INTRODUCTION

Eight (8) Directors are elected to the Board of Directors for 4-year terms. The eight (8) Directors include one (1) Athlete Director. Triathlon Canada recognizes the benefits of having a diverse, inclusive Board. Having diverse perspectives, backgrounds and experiences on the Board will contribute to more innovative, more creative, more responsive and more sensitive decision-making. To this end, the composition of the Board should meet the requirements of the Diversity Policy of the Board.

B. MANDATE

The Directors of the board shall:

1. Uphold and exemplify the values of Triathlon Canada;
2. Serve in the best interests of Triathlon Canada;
3. Comply with duties and responsibilities as set out in the bylaws and Canada Not-for-profit Corporations Act or the applicable federal statute;
4. Ensure ethical conduct of the organization;
5. Be accountable for financial responsibility and viability of the organization;
6. Attend and actively participate in at least 80% of the scheduled Board meetings;
7. Participate on a minimum of one (1) Board committee;
8. Contribute to articulate, advance and monitor the organization's vision and strategic priorities and progress;
9. Approve the organization's strategic plan and monitor performance against the plan; and
10. Perform other duties as may from time to time be prescribed by the Board.

C. QUALIFICATIONS

Desirable skills and experience of prospective Directors include the following (in no order of priority):

strategic planning	governance
management & leadership	sport administration & policy
legal	government relations
corporate	fundraising & development
human resources	sponsorship & marketing
information technology	media & public relations
finance & accounting	communications
board membership	risk management

D. KEY RESPONSIBILITIES

Specific responsibilities will be assigned reflective of and consistent with skill sets of each Director.

E. AUTHORITY

Directors have full voting privileges within the Board of Directors

F. TIME COMMITMENT

1. Six to eight Board meetings per year, with up to two meetings held in-person and the remainder by teleconference;
2. Additional Board meetings conducted by email as required;
3. Committee meetings (minimum of 4 per year per committee); and
4. Such time as required in connection with organizational leadership role