Osoyoos Board of Directors
Introduction and Responsibilities

1. INTRODUCTION

Welcome to the Board of Directors of the Osoyoos Golf Club. As a new Director of your Club you, along with your fellow Board members, are charged with the responsibility of the control and direction of your Club as set forth in the Constitution and Bylaws.

Board members formulate policy and provide guidance for the General Manager but do not involve themselves directly in the management of personnel or operations. They provide a forum for communication between the membership at large and the General Manager to ensure that the Club functions for the comfort, convenience, and enjoyment of the members. Board members must strive to make decisions based upon what is best for the membership as a whole.

As a Board member it is also important to encourage fellow members to participate in Club events, activities, services, and merchandise. Set an example by attending Club functions and by using Club services.

In accordance with the Bylaws of the society, the Board of Directors shall consist of a maximum of nine elected directors and not less than five. The President, Vice-President, Treasurer, Secretary and Club Captain are elected by the Board following the Fall Election and hold office for one year.

2. RESPONSIBLITIES

Of the Board of Directors as a whole…

1. To determine policy related to all facets of the operation of the Club.

2. To act as the voice of the membership at large and to direct and facilitate the General Manager and his/her staff in carrying out the mission and achieving the vision of the Club.

3. To police itself in micro-managing, ensuring that the Board deals solely with issues of policy thus allowing the General Manager and staff to carry out all functions of the operations without interference or undermining authority.

4. To ensure that all action items arising from Board meetings are dealt with promptly as assigned to Board members and/or committees.

5. To meet, discuss, and vote on the pertinent and pressing issues that are affecting the Club. Meetings of the Board of Directors are held monthly with additional meetings scheduled as required.

6. To conduct remuneration negotiations and annual performance review of the General Manager. To share observations on performance of other department managers with the General Manager based on their experience as a member and Director.
7. To approve annual and long-range operating and capital budgets. To oversee and monitor financial policies and targets.

8. To adhere to the code of conduct and respect confidentiality.

9. To serve the Club effectively in its relations to the community, local and other levels of government, and regulatory agencies.

10. To review the governance performance of the Board annually.

Of each individual Board member…

1. Attend all regular meetings, special meetings and planning workshops.

2. Become knowledgeable about the Club's Constitution and its Bylaws. (All actions of the Board of Directors will not be inconsistent or in conflict with the Club Bylaws.)

3. Become knowledgeable about Robert's Rules of Procedure.

4. Come to the meetings well-prepared and well-informed about issues on the agenda.

5. Represent the Club to individuals, the public, and other organizations.

6. Research and share the pros and cons of any issue that is to be presented and voted on.

7. Contribute to meetings by expressing your point of view.

8. Consider others' points of view, make constructive suggestions, and help the Board make decisions that benefit those the Club serves.

9. Assume committee leadership roles when asked.

10. Monitor email daily and respond to requests promptly.

More specifically the functions of the Board of Directors are:

1. **Objectives**: The Board determines the general objectives, goals, and philosophies of the Club; and guides the development, operation, and activities of the Club toward their accomplishment.

2. **Policies and Programs**: The Board formulates or approves board policies for execution by the General Manager; approves programs proposed by committees and the General Manager. It serves, too, as a sounding board-place where ideas may be presented, tested, and appraised.

3. **Administration**: The Board administers and controls the business, property, and concerns of the Club, and exercises all such powers of the Club.

4. **Organization**: The Chairman of the Board shall be the President, or the Vice-President in his/her absence. The Board may establish committees other than those required by the by-laws (Standing Committees), or authorize the Chairman of the Board to establish them or approve them after the Chairman of the Board has set them up. The Board fixes the responsibilities, scope of activity, and authority of such committees.

5. **Delegation**: The Board appoints the General Manager, and delegates to the General Manager policy directions with the authority to carry on operations.

6. **Elections**: The Board oversees the elections and assures the Nominating Committee is aware of the desirability of nominating a choice of candidates of varying interests, abilities, and backgrounds.

7. **Meetings**: The Board sets a regular day of the month for a meeting to be attended by all Board Members, the General Manager, and such other employees of the Club and outside representatives as it may from time to time desire to hear. Confidential business conducted at meetings cannot be discussed outside the Boardroom. Any information for general knowledge will be shared with the membership and/or public using effective media.

8. **Financial**:

   The Board is responsible for sound financial planning and administration of the Club.

   a) Capital Expenditures: Authorizes directly or through appropriate delegation of authority the making of new capital expenditures and the sale or exchange of assets as permitted by the by-laws.

   b) Financial Operation: Reviews, amends, and approves operating budgets, bonus, and insurance plans. Approves all necessary bonding.

   c) Profit Distribution or Loss: Determines the reemployment of “profits” or decides upon measures to reduce or eliminate deficits.

   d) Auditing: Appoints outside auditors upon the recommendations of the Finance Committee, and approval of the membership at large; and provides direct access at all

times for reports and recommendations from the outside auditors and the Controller of the Club on any matters they may wish to bring to the attention of the Board.

3. RELATIONSHIPS

With the Board of Directors…

As a Director, keep in mind that you are representing all of the members of the Club and not just a select few. Your decisions as a Board member should be based on what you honestly believe is best for the membership and the Club as a whole.

At Board meetings, remember that your fellow Directors are as sincere in their beliefs as you are in yours. If you do not agree with an idea or a statement, finalize it impartially. As in most corporations and clubs, a Director can act only through the majority vote of the Board. A Director may act only in concert with his fellows and not as an individual.

With the Members…

It is important for Directors to listen to member concerns and suggestions calmy and with an open mind. Ask questions for clarification, but do not make decisions or commitments. Inform fellow Board members and the General Manager. Minor issues may be dealt with immediately while other issues may require a Board decision or further input from the General Manager and staff. Board members are not expected to tolerate aggressive or abusive behaviour from members. In these cases inform the member that the conversation cannot continue and instruct them to formalize their concerns in writing.

With the Club staff…

In your relations with the members of the club staff, do not attempt to usurp the General Manager's authority by giving orders, delegating tasks, disciplining or asking for special favors of any of the employees. If some facets of the service, facility, or grounds appear to be out of place, notify the General Manager who should take necessary corrective action.

With the General Manager…

It is important to distinguish between your role as a Board member and the role of the Manager. The General Manager is responsible to the Board of Directors for interpreting and applying policies, for controlling departmental activities, and for seeing that all decisions by the Board are carried out. He/she is responsible for supervising the overall Club operation, and has the authority to employ, dismiss, supervise, direct, and train all department heads and other employees under him as he/she sees fit.

The Manager of the Club is there to serve the membership/Board as a whole and should be used as valuable resource person regarding issues of Club operations and policy consequences. The

General Manager will attend all Board meetings but does not have a vote. It is expected that he/she will receive notice of all committee meetings and of any minutes of such meetings. Do not hesitate to ask his/her advice or to call upon his/her background of experience. Many of the committees will of necessity work closely with him/her.