

THE BOARD

The business of the Association must be managed by or under the direction of a Board which may exercise all the powers of the Association except those powers that the Constitution, or the Act, require to be exercised by general meetings of the members of the Association. The Board may exercise the powers to

- appoint and remove staff;
- establish subcommittees consisting of members with terms of reference it considers appropriate; and
- make rules, regulations, By-laws and procedures for the conduct of triathlon in Victoria and for incidental purposes.

The Board consists of seven (7) ordinary members (elected) and up to two (2) Independent members who may be appointed from time to time. An Independent Board Member need not be a member of the Association but should have skills in commerce, finance, marketing, law, business generally or such other skills as will complement the Board.

BOARD MEMBER ROLE:

Members of the Triathlon Victoria board take a primary role in enabling the organization to achieve its goals, realize its potential and fulfil its obligations to stakeholders. In addition to being committed to the sport of triathlon, members must be participatory, knowledgeable, strong and supportive, and empowering of the Executive Director and staff. Board members must be willing to devote the required time and use their diverse skills and resources to the benefit of triathlon.

The primary role of a Board member is to focus on governance responsibilities and the development of policy. The role is separate and distinct from that of the Executive Director to whom is delegated the administration and implementation of policy. It should be clearly understood that individual board members have little or no role to play in the day-to-day operations.

KEY RESPONSIBILITIES:

A board member is responsible for contributing to the strategy and organisational objectives through:

- Governance – Maintain a role in ensuring that the organisation is compliant with all relevant policies and legal requirements. Participate in the Board’s periodic assessment of its own performance and recommend improvements in such areas as composition, organization, tenure, retention and responsibilities
- Policy - Participate in the development, establishment and review of policies
- Procedure - display courteous conduct during all meetings and avoid biased judgments
- Planning - monitor progress towards achieving the strategic objectives
- Financial Management- provide fiscal oversight and ensure that adequate resources are available and directed to achieving priorities. Faithfully read and understand Triathlon Victoria’s financial statements and otherwise assist the Board in fulfilling its fiduciary responsibilities.
- Integrity - maintain independence and objectivity and serve with a sense of high ethical purpose considering the role of serving the organization as a whole rather than any individual interest group. Maintain confidentiality on all matters involving the Board until there is public disclosure or unless the information is a matter of public record or common

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knowledge. Disclose any possible conflicts of interest to the Board and abstain from both the discussion and the vote on any such matter.

CHARACTERISTICS, KNOWLEDGE AND SKILLS:

There are certain characteristics and traits that are considered extremely valuable for board members and these should be taken into account when selecting individuals to sit on the Triathlon Board.

An ideal board member should exhibit some, if not all, of the following characteristics:

- Strong sense of ethics including respect, of integrity and transparency
- Value and support differences in personal style, opinion, culture and perspective.
- Courage to challenge the status quo
- Ability to display initiative and confidence
- Ability to establish and develop quality relationships
- Ability to think strategically, critically, analytically with a 'solution' mindset
- Commitment to triathlon – a dynamic and evolving Olympic sport

SKILLS MATRIX:

Board Members drive Triathlon Victoria's strategic direction through the range of skills and attributes that bring to the Board, including:

- Leadership, management and/or corporate experience
- Legal, risk management experience
- Financial and accounting experience
- Human resources experience
- Sponsorship, sales/marketing and/or communications experience
- Technology/IT experience

It is important that there be a balance of skills and inputs on the Board, and that this mix be considered when appointing new members.

TIME COMMITMENT

Monthly Board meetings (4th Wednesday of the month from 6:00pm) and variable time investment between Board meetings to answer emails and fulfil obligations, depending on the specific role within the Board.

Individual Board Members must place a high priority on participating in all regular meetings of the Board. They must come prepared to contribute to the discussions of issues and business, having read the agenda and all background support material relevant to the meeting. They should consider other points of view, make constructive suggestions, and help the Board make decisions that benefit those the organization serves.

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