

Board Member Expectations and Responsibilities Wisconsin Swimming, Inc.

Board member engagement and participation is crucial to the Board's success in fulfilling the mission and vision of Wisconsin Swimming on behalf of its Athlete and Non-Athlete membership. To accomplish this, each Board member is expected to fulfill the Expectations and Responsibilities detailed here.

Role of the Board of Directors

Specific responsibilities of the Board to its membership include:

1. Serving as an outward-looking, future-oriented strategic governing body.
2. Ensuring the fiscal sustainability of the organization.
3. Providing oversight of the organization, including:
 - a. Ensuring that Committees established by the Board are functioning in keeping with the stated objectives and the mission
 - b. Ensuring compliance with legal requirements, Bylaws and governance policies.
 - c. Establishing, reviewing and updating policies and procedures.
 - d. Establishing a strategic plan for Wisconsin Swimming and monitoring its implementation.
4. Performing needs assessment to identify needs and trends related to the organization's activities and performance.
5. Acting as representatives of Wisconsin Swimming and USA Swimming to the swimming community and the public.

Expectations of Individual Board Members

Wisconsin Swimming members and the Board of Directors expects ethical professional, and lawful conduct by the individual Board members when acting as Board member. These expectations include, but are not limited to:

1. Service: Actively serve a two-year term and successfully complete responsibilities outlined in the job description, in partnership with staff liaison.
2. Commitment: Abide by the Articles of Incorporation, Bylaws, Policies and Procedures, the Rules and Regulations (including the Safe Sport, Code of Conduct, and Governing Policies), of Wisconsin Swimming and USA Swimming.
3. Mission: Understand and promote the mission of Wisconsin Swimming.
4. Attendance: Attend and participate in required Board meetings, HOD meetings and the Annual meeting on a regular and punctual basis.
5. Preparation and Participation: Review agenda materials in advance of Board and committee meetings and to participate productively in discussions.

6. Responsiveness: Be attentive to Board communications and respond promptly to staff and Board member requests for feedback.
7. Members in Good Standing: Maintain USA Swimming and Wisconsin Swimming membership in good standing, as well as within their respective communities.
8. Learn, teach and share in successes and failures, to provide honest and constructive feedback to benefit the success of the organization.

Responsibilities and Requirements of Individual Board Members:

1. Actively participate in the Board Orientation meeting.
2. Actively participate in Board, House of Delegates and the Annual HOD meetings on a regular and punctual basis. Annual Meeting attendance shall be in person, unless approved by the General Chair for virtual attendance. Addressing unapproved absence from meetings:
 - a. Any elected officer or Board member who is absent from two consecutive meetings without excuse during a single administrative year shall automatically vacate the seat and the vacancy shall be filled as provided by the bylaws.
 - b. Absence from 3 non-consecutive meetings without excuse during a single administrative year is equivalent to resignation from the Board.
 - c. Confirmation of absences and subsequent removal from the Board shall be given to the Board member in writing by the Secretary of the Board.
 - d. In case of extenuating circumstances for an unexcused absence, the Board member may request a waiver of these provisions. Waivers may be granted by vote of the Board or at the discretion of the Board Chair (in which case the General Chair shall inform the Board).
 - e. Board members shall notify the General Chair if they are unable to attend a meeting, and the reason for the absence.
3. Board member, Committee Chair and Coordinator reports:
 - a. Each Board member, Committee Chair and Coordinator shall provide a written or verbal report at each BOD and HOD meeting and for the Annual Meeting. Written reports shall be sent to the Operations Manager and General Chair two weeks prior to the meeting, for distribution to the Board.
 - b. A written report is required for any actionable business.
 - c. Written reports shall be considered consent agenda items and will not be discussed at the BOD meeting unless desired by the report author or pulled by a BOD member.
4. Confidentiality: Maintain confidentiality on issues of a sensitive nature or for closed meetings.
5. Abide by Board decisions: Support and accurately represent positions and decisions duly agreed upon by the Board.

6. Conflict of Interest: Avoid any conflict of interest with respect to their fiduciary duty (the responsibility of Board members and the BOD as a whole to serve as trustee of the organization's assets on behalf of the greater community), and abide to and sign, the Wisconsin Swimming Conflict of Interest policy.
7. "One-Voice" leadership: The BOD has authority as a body, and not with individual members. The voice of the BOD is expressed through written decisions and policies; individual BOD members, committee members and coordinators have no authority over the organization or staff unless the BOD or bylaws has specifically delegated that authority.

Resources:

1. Board Fundamentals: Understanding Roles in Nonprofit Governance; Second Edition, Berit Lakey, BoardSource, 2010.
2. Getting on Board with Effective Orientation, BoardSource, 2009.
3. Meeting and Exceeding Expectations: A Guide to Successful Nonprofit Board Meetings; Second Edition, Outi Flynn, BoardSource, 2009.
4. Building the Governance Partnership; Second Edition, Sherill K. Williams and Kathleen A. McGinnis, BoardSource, 2011.
5. USA Swimming Board of Directors' Governing Policies Manual: Policy 2.6 Board Members' Individual Responsibilities; Date of adoption / Last revision: December 6, 2021.
6. "2018 Board of Directors Call for Nominations", by USA Swimming, Thursday, April 5, 2018.

Approved by Wisconsin Swimming, Inc., BOD meeting 1/24/2023

Governance Committee