

1 Introduction

This document is to serve as a guideline for any UPA member interested in serving on the Ultimate Players Association (UPA) Board of Directors. Its intention is to provide answers to potential questions you might have when deciding to run for a seat on the Board and to explain the process if you decide to run.

2 The Mission of the Board of Directors

The board of directors oversees the UPA. The board is ultimately responsible for ensuring that the organization achieves its mission. The mission of the UPA is as follows:

- To promote and support the sport of Ultimate
- To preserve the integrity of Ultimate including Spirit of the Game
- To serve the needs of the players
- To provide a framework for organizing and conducting competition and other activities related to Ultimate

3 What the Board Does and Doesn't Do

The easiest way to conceptualize the responsibilities of the Board and the responsibilities of the Headquarters staff is to think of the board as setting and overseeing high-level strategy and policies and the staff as implementing those strategies. While this is a good general framework to view the various groups, it is also important to realize that there is often an overlap between policy and implementation.

3.1 Board Responsibilities: Set Policy and Define Strategy

3.1.1 Main Board Responsibility: Protect the interests of the members

The Board is responsible for ensuring that the organization is working in the best interests of all of our members. This is similar to the role of a traditional corporate board, whose main responsibility is to protect the shareholders interests. The board views this responsibility very seriously and considers the impact to the membership as a whole. This often means the Board has to act for the greater good of the sport, even though we may be adversely impacting constituents of the UPA.

3.1.2 Policy: Define UPA policy on issues facing the organization

The most effective tool the Board has to protect the interests of the members is our ability to set policy. The Board defines the UPA's position on a variety of different topics. These topics include:

- Allocate UPA resources towards different programs (approve the annual budget)
- Ensure a qualified Executive Director is employed (Recruiting, hiring, firing, contract negotiation, performance review, etc.)
- Provide a general guidance on the goals of the UPA Series

- Oversee changes to the structure of the membership (Duration, Timing, Cost, Etc.)
- Approve corporate sponsors
- Oversee changes to the rules with membership approval.
- Maintain the Bylaws and the articles of incorporation
- Develop and maintain policies that ensure the accomplishment of the UPA mission and maintain the integrity of the sport.

This is not meant to be an all-inclusive list. The intent of the list is to give potential candidates a feeling for what types of issues that the Board has authority to decide.

3.1.3 Strategy: Define the long term objective for UPA

The Board's other tool for protecting members' interests is the long-term strategy of the organization. The Board decides how to best position the UPA to take advantage of various opportunities. This involves developing and maintaining the UPA's mission statement. The mission statement defines what we think is important. It is the guiding principle of the UPA and everything we do should be in line with that statement.

In addition to the mission statement, we approve the strategic plan for the organization. Most of this effort takes place "behind the scenes". Examples of what we consider are as follows:

- Assisting in the development of and approving the annual headquarters business plan
- Defining areas of the infrastructure that could be improved
- Setting the priorities of the administrative staff

3.2 Headquarters/Staff Responsibilities: Oversee day-to-day operations and execute policy

3.2.1 Primary Headquarters Staff Responsibility: Oversee day to day operations

The main responsibility of the HQ staff is to oversee the daily operation of the UPA. This primarily involves the following operations:

- Managing the Championship Series
- Publishing the newsletter, developing and maintaining the web site
- Processing memberships and maintaining the database
- Developing and managing programs to address the needs of all members including youth, college, and adults; players, coaches, officials and administrators
- Managing and recruiting volunteers
- Developing and managing UPA relationships with corporate partners (sponsors, media, suppliers, merchandisers)
- Serving as primary contact with external communities on the sport of Ultimate and the UPA
- Maintaining regular contact with the Board; provide recommendations to the Board on needs for policy/program development
- Managing the ongoing financial affairs of the Association

- Addressing member suggestions and concerns

3.2.2 Develop and implement programs and procedures that support Board defined policy

Board policy provides the framework for daily operations of the Headquarters staff. The staff is responsible 1) for developing procedures that are consistent with Board policy and 2) for implementing programs as agreed upon in the annual program development and budget approval process. While the Executive Director directs the day to day activities of the staff, the Board does provide oversight to ensure that the Executive Director is appropriately managing the staff in order to meet the program objectives outlined in the annual budget development process.

4 Board Structure

The Board is currently comprised of twelve members, elected by the general membership – one representing each of the six regions and six at large representatives. Board members serve a three-year term. Of the twelve members, there are four officers – the President, Vice President, Treasurer and Secretary. Officers are elected from the twelve members of the Board by the Board at the January meeting. The officers serve a one (1) year term but may be re-elected.

4.1 President

The Board President is primarily responsible for coordinating all activities of the Board. This includes running all face-to-face meetings, and the Executive Committee conference calls. Additionally, the President has several executive powers. The President can enter into contracts on behalf of the UPA and is the Executive Director's direct supervisor. Finally, the Board President acts as a figurehead for the organization when interacting with various outside organizations (Press, sponsors, etc).

4.2 Vice President

The Vice President works closely with the President to ensure the smooth operation of the Board and its committees. Over the past several years, the Vice President has assumed the primary role for maintaining the effectiveness of Board level Committees. The Vice President assumes the role of the President if the President is unable to fulfill the duties of the office. Reasons for the President's inability to fulfill the duties of office might include conflict of interest, physical or mental incapacitation, or a leave of absence (On travel, vacation, etc). The Vice President may also serve as the chair of the Nomination Committee (NomCom).

4.3 Secretary

The Secretary is responsible for keeping the minutes of all meetings of the Board of Directors. Additionally, the Secretary is responsible for the maintenance of all official records of the organization. This includes the minutes from the ExCom calls, and all

other UPA policies. It is expected that minutes are published in a timely manner and are reviewed before subsequent meetings.

4.4 Treasurer

The Treasurer is responsible for the financial resources of the UPA, and co-signer on all UPA accounts. This involves helping the ED prepare and follow a budget and reviewing annual audits. Additionally, the Treasurer is chair of the Finance Committee. The treasurer and Finance Committee are jointly responsible for ensuring the organization's financial health.

5 Committees

The Board has several committees that are established to accomplish specific tasks. These committees are either standing and responsible for items that are required for the continuing operation of the UPA, or temporary and responsible for investigating a specific issue or problem. The scope of authority of these committees is specified in the By-Laws under Article III Section 7.

5.1 Executive Committee (ExCom)

The Executive Committee is comprised of up to five (5) board members (voting) and the Executive Director (non-voting) and is chaired by the President. The Executive Committee meets once a month by conference call to review the events that have occurred. The purpose of this review is to ensure that HQ is implementing procedures that are consistent with policies of the Board and the long-term strategy of the UPA. ExCom also has the power to decide matters that need some Board approval, but do not require convening the entire Board, as specified under Article III, Section 7.

5.2 Nomination Committee (NomCom)

The Nomination Committee is comprised of several Board members (traditionally three or four) and is chaired by the Vice President. The Nomination Committee is responsible for ensuring that there are an adequate number of qualified candidates for Board positions. We do this by educating candidates that have been recruited by the committee, have applied or been nominated by others including the general membership and members of the HQ staff. Once the new Board members have been elected, the Nomination Committee is responsible for training the new board members. This training generally occurs before the new member's first meeting of the Board.

5.3 Finance Committee

The Finance Committee is comprised of several Board members (traditionally three to four) and is chaired by the Treasurer. They are responsible for reviewing the annual budget before it is presented at the annual meeting and reviewing quarterly financial statements prepared by the Executive Director to ensure that the budget is being followed. If throughout the course of the year there are changes to the organization that affect the UPA's finances, the finance committee reviews these changes to ensure that the UPA remains fiscally healthy. The Finance Committee reviews and approves the annual audit and provides financial consulting to HQ at HQ's request.

5.4 Conduct Committee

The Conduct Committee is comprised of several Board members (traditionally three to four). They employ a complaint-defense-review-appeal process to ensure justice in resolving allegations of improper conduct. The Conduct Committee ensures that conduct complaints are adjudicated with prudence and that violations are met with appropriate punishments, independent of those necessary to keep events running smoothly.

5.5 Other Committees

Typically the UPA has ongoing standing committees. Often a Board member is assigned to be the representative to a committee so that the Board of Directors has some visibility on the progress of the committee. A Board member is assigned to such a duty for one year, or the duration of the committee.

6 Applying to the Board of Directors

The Board is always looking for qualified people who care about the sport of Ultimate to volunteer to help the UPA. There are many opportunities to help and we are in need of a wide variety of volunteerism. What we discuss here is one way to work for the sport of Ultimate and the UPA by becoming a member of the Board of Directors.

In order to become a candidate, a UPA member must complete a candidate statement (max 500 words), and submit it to HQ two weeks before the deadline for the summer newsletter (See section 6.3 below for the timeline). At this point the candidate statement is reviewed and the candidate's membership status is checked. Only members in good standing may be considered for a Board position.

6.1 Desired Qualifications

It is desired, but not essential that a prospective Board member have the following qualifications:

- Good organizational skills – Given the transient nature of a board position (Board members may only serve for two consecutive 3 year teams), you will likely have to pass off projects to other people once you leave. It is critical that when you hand off the project, someone else doesn't have to spend several months organizing the documents before they can start working.
- Familiarity with nonprofit organizations – There are a lot of things that make nonprofit organizations fundamentally different from corporations. Familiarity with the unique aspects of a nonprofit is helpful.

- Professional skills – The UPA is also a business, and corporate experience is useful, especially as we grow into a larger, more mature organization. In particular, those with entrepreneurial, legal, or financial experience are encouraged to consider applying.
- Good communication skills – In addition to communicating with other Board members and UPA volunteers, as a Board member you will be expected to be in contact with the general membership. This requires strong communication skill and patience.
- A passion for the sport of Ultimate – As a board member you will be giving a considerable amount of time to the sport. A passion for the game makes this time more enjoyable.
- The ability to be a team player. Decisions by the Board will not always go your way. Even when they don't, Board members should be willing to accept the decision of the group.

6.2 Expectations of Board Members

- An ability to commit at least 2-4 hours per week to the business of the UPA. This will include a commitment to actively participating in discussions on topics of policy as well as program related issues on which the staff seeks guidance.
- Access to email is critical as a substantial amount of the Board work takes places via email. Board members are expected to check their email no less than 3 times a week.
- Attend two Board meetings per year, one over the MLK Holiday weekend in January, and a second in the summer. New Board members are expected to arrive to the January meeting a day in advance in order to participate in new board member orientation. The UPA provides travel, room and board for these meetings.
- In addition, all Board members are expected to actively participate on Board level committees. Time commitment per month will vary depending on the issue facing the committee.

6.3 Candidate Statement

The candidate statement is your opportunity to address the membership. It will be published in the fall issue of the UPA Magazine. Listed below are guidelines that can help you prepare a good candidate statement. In the end it is your statement and you

should feel free to structure it as you see fit. The only requirement is that it not exceed 500 words, this is due to space restrictions in the newsletter.

Introduction

Introduce yourself to the membership. We have over 20,000 members and most of them have never met you. The introduction should be brief, but should highlight your experience in the sport and professionally.

Qualifications

Explain to the membership what you will bring to the organization as a Board Member. The focus of this section should be the skills and perspective that you will bring to the Board. *In preparing this section, it is critical to realize the role of the Board.* Because you can organize a league draft, does not necessarily mean that you can translate this skill into effective Board service. Highlight your skills for effecting change, your ability to build a team, and work with others for a common goal.

Views

You are obviously running for the board for a reason. This is where you should state that reason. What do you think are the key issues facing the organization, and how do you feel about them? Examples of issues that people have run on in the past are the role of observers, the use of the X-rules, and the timing of the Mixed Series.

Conclusion

Wrap it all up and provide a closing statement.

6.4 Timeline for Candidates

June / July:

Contact HQ and/or nominating committee about your interest in becoming a Board member and prepare your candidate statement.

August 28:

Deadline to send statement via e-mail to the Nominating committee for inclusion in the Fall UPA Magazine.

upa <underscore> committee <underscore> nom <at> upa <dot> org

Late September:

Magazine with candidate statements and ballot mailed to Members. Candidate information also posted to UPA website. Campaign for your position.

October 1-31:

Election, on-line and via magazine ballots (must be mailed to HQ and postmarked by October 31).

November:

Election results tallied by HQ, HQ informs President of results. Winning candidates invited to join the board by the Board president. Winning candidates accept President's invitation to join Board of Directors. President informs HQ and works w/ HQ so results are posted to the UPA website, and in Winter issue of UPA Magazine

January:

BOD Meeting: (usually third weekend, 3 day MLK weekend.). As a new board member you will be asked to arrive one day early to undergo board member training.