

I. GOVERNING BOARD

NORTH AMERICAN SOCIETY FOR SPORT MANAGEMENT

Operating Code for Governing Board

I. Name

The name of this body shall be the Governing Board of the North American Society for Sport Management (NASSM).

II. Membership

- A. The Governing Board shall be composed of nine (9) Board Members: the President, the Vice President, six (6) Board Members, and a Student Representative.
- B. The Governing Board members' terms will be two (2) years per term, staggered, except for the Student Representative, which is one (1) year.
- C. Governing Board term limits: a board member can serve two consecutive terms (and no more than five (5) years if this includes a replacement position) but must rotate off the Governing Board for at least one (1) year before being eligible for election again. This does not apply to the Student Representative whose term is one (1) year and renewable once.
- D. To be eligible to serve on the board, you must be an eligible member in good standing for 3 consecutive years (exception: the student representative).
- E. The Governing Board is supported by the Executive Director, a non-voting member.
- F. The Governing Board shall have a Chair, the President of the Society.
- G. The Governing Board shall base all decisions in keeping with the Society's Operating Codes and with the jurisdictional law of the state in which the Society is incorporated.
- H. Governing Board Members shall attend Governing Board meetings as scheduled, whether they are held virtually or in-person, as well as NASSM's annual conference.
- I. Collectively, the Governing Board should have the following skills/competencies:
 1. Corporate/firm/industry knowledge
 2. Diversity, equity, and inclusion
 3. Ethics
 4. Financial
 5. Fundraising
 6. Human resource management
 7. International context
 8. Leadership
 9. Legal and risk management
 10. Lobbying
 11. Marketing/communications
 12. Pedagogy
 13. Strategic planning
 14. Technology

III. General Duties

The NASSM Governing Board exists to govern and steer NASSM, focusing particularly on long-term strategic planning and policy making. Governing Board members are officers of NASSM and are responsible for NASSM's overall actions. Management and operational aspects are delegated to NASSM the Executive Director and the support staff.

Primary Responsibilities of the Governing Board

1. Exercise legally required duties of care and loyalty to ensure NASSM's activities and transactions advance its mission.
2. Ensure connections to external stakeholders (e.g., other associations, the media, and the industry) nationally and internationally.
3. Ensure connections with its members.
4. Specify desired organizational results for NASSM over the long term (strategic planning and monitoring), including NASSM's mission, vision, and values.
5. Specify how the Governing Board will perform its responsibilities (board-specific policies and processes), ensuring open and transparent decision-making.
6. Set limits on the Executive Director's decisions and actions.
7. Specify the delegation authority to the Executive Director.
8. Ensure accountability to the NASSM membership regarding oversight and progress of the Society.

A. Specific Tasks of the Governing Board

1. Strategic planning
 - a. Lead strategic planning processes and monitoring, with a particular focus on outcomes.
 - b. Delegate business/management and operational planning to the Executive Director.
2. Financial health
 - a. Monitor the financial health of NASSM.
 - b. Approve the budget as presented by the Executive Director.
 - c. Ensure budget controls and integrity procedures are in place.
 - d. Delegate budget planning, management, and reporting to the Executive Director.
3. Human Resources
 - a. Hire, direct, and evaluate the Executive Director.
 - b. Oversee the Nominations Committee.
 - c. Oversee the onboarding of new Board Members.
 - d. Perform annual board self-assessments.
 - e. Fill the unexpected term of any vacancy that may occur in any office of the Governing Board's membership.
4. Diversity and Inclusion
 - a. Lead planning that integrates equity, diversity, and inclusion into the strategic planning process for NASSM.
 - b. Monitor, implement, and support efforts to meet diversity and inclusion objectives as developed by standing committees.
 - c. Oversee and support efforts to promote diversity, equity, and inclusion for NASSM membership.
5. Operations/procedures
 - a. Meet regularly to ensure proper functioning of the Board and NASSM, including Governing Board-specific meetings and the NASSM Annual General Meeting (AGM).
 - i. Meet at least semi-annually: approximately six (6) months prior to the Annual Conference and at the Annual Conference prior to the Conference AGM.
 - ii. Be prepared to convene for special meetings, either in person or virtually, called at any time by the President or by any of the eight (8) members of the Governing Board with at least two (2) weeks written notice to each member of the Board.
 - b. Create and distribute Governing Board meeting minutes.
 - c. Maintain the Society's purpose and policies as set forth in the NASSM Constitution.
 - d. Oversee periodic reviews of NASSM's structure, Constitution, and Operating Codes.

- i. Recommendations for revisions and/or amendments to this code shall be overseen by the Vice President in collaboration with the Executive Director and submitted to the Governing Board for approval.
- e. Present structural, constitutional, and operating code changes at the AGM.
- f. Establish oversight mechanisms (performance goals and assessment of the Board and the Executive Director, and risk management).
- g. Approve future conference destinations, as recommended by the Executive Director.
- h. Receive updates and reports from the Executive Director on NASSM activities (e.g., conference).
- i. Approve award and grant recipients.
 - i. While in office, members of the Governing Board must pause their nomination for any NASSM awards for which they are considered until their term expires from the Governing Board, at which time their nomination will be reactivated.
- j. Oversee the management of Memoranda of Understanding (MoU).
- k. Communicate with the NASSM membership.
- l. Represent NASSM internationally.

B. Operations

- 1. The Governing Board will use Robert's Rules of Order to conduct its business

NORTH AMERICAN SOCIETY FOR SPORT MANAGEMENT

Operating Code for the President

I. Name

The name of this office shall be President of the North American Society for Sport Management (NASSM).

II. Term

The President shall serve a term of two (2) years for no more than two (2) consecutive terms (i.e., 4 years). Following the two (2) consecutive terms, the individual must rotate off the Governing Board for at least one (1) year before being eligible for election again.

To be eligible to serve as President, the individual must be a Professional Member of good standing for at least three (3) consecutive years and the candidate must have served in a leadership position within NASSM (e.g., Committee Chair, VP, GB Officer, etc.)

III. General Duties

A. Primary Responsibilities

1. Attend and lead all Governing Board meetings, special meetings, called meetings, the Conference Annual General Meeting (AGM), and any Special General Meetings (SGM).
2. Plan and conduct all meetings of the Governing Board, in conjunction with the Executive Director.
3. Serve as a voting member of the Governing Board.
4. Coordinate the functions of the various Governing Board Members.
5. Serve as spokesperson and liaison with related organizations.
6. Represent the Society officially at meetings, symposia, and conferences.
7. There are occasions when a NASSM representative may be asked to serve as a figurehead or consultant on behalf of the organization:
 - a. It is deemed appropriate that the President of NASSM should serve as the representative.
 - b. If the President cannot fulfill this role, the Vice President shall serve in their place.
 - c. If neither the President nor the Vice President can fulfill this role, an officer, as determined by the Governing Board, shall serve as the representative.
 - d. If the host organization/agency and/or the host institution of the NASSM representative do not cover the travel costs, NASSM will support the member to a maximum of \$3,000 USD per year, with approval of the Governing Board.
8. Be involved with special award presentations and other types of recognition.
9. Ensure the Governing Board Standing Committees are completing tasks as defined by the operating code.
10. Ensure all Governing Board Standing Committee positions are filled.
11. Plan and conduct the AGM, in conjunction with the Executive Director.
12. Preside over the Founders' Award Night at the annual conference.
13. Present constitutional changes at the AGM.
14. Organize monthly meetings between the President, Vice President, and Executive Director to discuss the current state of affairs of NASSM.
15. Oversee the management of MoU.
16. Represent NASSM in the World Association of Sport Management (WASM) as an automatic board member for this association.

17. Support the incoming President with their transition into the role.

B. Secondary Responsibilities

1. Set the date for the Fall Governing Board meeting(s) and arrange with the Executive Director to host the Fall Governing Board meeting(s).
2. Approve meeting minutes and action memos to Governing Board members after submission by NASSM Personnel, directed by the Executive Director.
3. Appoint Governing Board Members to liaise with committee chairs.
4. On behalf of NASSM, sign contracts after they have been approved by the Governing Board.
5. Advise all nominees for Governing Board offices of the election results prior to the conference and inform the newly elected Board Members of their responsibility to attend the Council changeover meeting.
6. Award the NASM Presidential Gavel to the incoming President at the AGM business meeting during the Conference.
7. Preside at the President's Luncheon.

C. Amendments

Recommendations for revisions and/or amendments to this code shall be submitted to the Governing Board for approval.

NORTH AMERICAN SOCIETY FOR SPORT MANAGEMENT

Operating Code for Vice President

I. Name

The name of this office shall be Vice President of the North American Society for Sport Management (NASSM).

II. Term

The Vice President shall serve a term of two (2) years, staggered with the President's term. The VP shall for no more than two (2) consecutive terms (i.e., 4 years). Following the two (2) consecutive terms, the individual must rotate off the Governing Board for at least one (1) year before being eligible for election again.

To be eligible to serve as Vice President, the individual must be a Professional Member of good standing for at least three (3) consecutive years.

NOTE: The Vice President does not automatically advance to the Presidency. Both positions are elected separately following the two-year service term.

III. General Duties

A. Primary Responsibilities

1. In the absence of the President, preside over any business meetings of the Society and perform the duties of the President of the Society.
2. Attend all Governing Board meetings, special meetings, called meetings, the Conference Annual General Meeting (AGM), and any Special General Meetings (SGM).
3. Provide continuity and support for the Governing Board.
4. Serve as a voting member of the Governing Board.
5. Chair the Constitution and Operating Code ad hoc working group.
6. Perform other duties as assigned

B. Secondary Responsibilities

1. Should the Executive Director leave their position without a replacement being named, the Vice President will assume the duties of the Executive Director in the interim. The Vice President will be the Acting Executive Director only until a replacement is found. In such a situation, the Vice President as Acting Executive Director would be supported by the Conference Committee, any other personnel, and Standing Committees to ensure proper delivery of Executive Director duties and responsibilities until the position is filled.

NORTH AMERICAN SOCIETY FOR SPORT MANAGEMENT

Operating Code for Board Officers

I. Name

The name of this office shall be Governing Board Officer of the North American Society for Sport Management (NASSM). There shall be six such positions on the Governing Board.

II. Term

Six Governing Board Officers shall each be elected for a two (2) year term. These elections shall be carried out so that the terms are staggered with three of the six officer terms expiring each year. Officers shall serve no more than two consecutive terms (i.e., 4 years). Following the two consecutive terms, the individual must rotate off the Governing Board for at least one (1) year before being eligible for election again.

To be eligible to serve as GB Officer, the individual must be a Professional or International Member of good standing for at least three (3) consecutive years.

III. General Duties

A. Primary Responsibilities

1. Attend all Governing Board meetings, special meetings, called meetings, the Conference Annual General Meeting (AGM), and any Special General Meetings (SGM).
2. Serve as a voting member of the Governing Board.
3. Liaise with committees as assigned by the President based on officer expertise:
 - a. Officer 1: liaise with Sustainability Committee
 - b. Officer 2: liaise with Diversity & Inclusion Committee
 - c. Officer 3: liaise with Marketing & Communications Committee
 - d. Officer 4: liaise with Industry Relations & Partnership Committee
 - e. Officer 5: liaise with Conference Committee
 - f. Officer 6: liaise with Strategic Committee
4. Orient incoming Board members.
5. Assist the President and Vice-President, as requested

B. Secondary Responsibilities

1. Should the Vice President be required to act as President or leave their position, a Governing Board Officer may be appointed as Acting Vice President in the interim upon approval by Governing Board.
2. Should the Executive Director leave their position without a replacement and the Vice President be unable to fulfill the duties of Acting Executive Director until a replacement is found, a Governing Board Officer may be appointed as Acting Executive Director upon recommendation by the President and approval by the Governing Board. In such a situation, the Acting Executive Director would be supported by the Conference Committee, any other personnel, and Standing Committees to ensure proper delivery of Executive Director duties and responsibilities.

NORTH AMERICAN SOCIETY FOR SPORT MANAGEMENT

Operating Code for Student Representative

I. Name

The name of this position shall be the Student Representative of the North American Society for Sport Management (NASSM).

II. Term

The Student Representative must have served on the Student Initiatives Committee for at least one year prior to running for the Student Representative position. In the case that no individual who meets this criterion is nominated, the criterion will be waived.

The Student Representative shall be elected yearly by the student members for a term of one year. The Student Representative may seek re-election and serve a total of two (2) consecutive one-year terms. Should the Student Representative be unable or ineligible to complete a term, the Student Initiatives Committee will appoint an interim Student Representative until a formal election can be held.

III. General Duties

3. Primary Responsibilities

1. Represent the student membership of the Society on the Governing Board.
2. Attend all Governing Board meetings, special meetings, called meetings, the Conference Annual General Meeting (AGM), and any Special General Meetings (SGM).
3. Assist with the planning and coordination of all student meetings.
4. Chair the Student Initiatives Committee.
5. Prepare and present a report of activities of the committee to the Governing Board twice a year.