

Softball Ontario Risk Management Policy

February 2016

Purpose

In sport, the term 'risk management' usually has a narrow definition, referring to measures a sport organization takes to ensure safety in programs and to minimize liability through techniques such as waivers and insurance.

Softball Ontario recognizes risk management as a broader activity that encompasses all facets of the organization. Such an understanding of risk management recognizes that harm or loss (whether financial or otherwise) can arise from a range of activities and that minimizing such harm or loss requires careful management of all aspects of Softball Ontario's operations.

Managing risks thus requires planning, foresight and diligence from Directors, staff, Member Associations and other representatives of Softball Ontario. The purpose of this document is to:

1. Reinforce an understanding of risk management as having a broad focus;
2. Draw attention to some of the key areas of risk facing Softball Ontario;
3. Provide timelines for review and updating key items relating to these risk areas;
4. Perform an educational function; and
5. Over the longer term, contribute to enhancing a 'risk management culture' within the Softball Ontario.

This policy is not a replacement for Softball Ontario's existing policies and procedures, many of which contain risk management measures, but is a companion piece to these other documents.

2. Responsibilities for Risks

As with any sport organization, Softball Ontario has three areas of responsibility. Failure to fulfill these responsibilities, either through direct measures or through leadership, can result in harm to persons and/or loss to Softball Ontario, or both.

- *To provide a safe environment* → this means having and implementing policies, standards and rules that promote safe programs in safe environments, overseen by qualified personnel and trained volunteers.
- *To manage conflict effectively* → this means having and following proper policies and procedures when making decisions that affect members and participants, and handling disputes that may arise from such decisions.
- *Protecting assets of the organization* → this means, safeguarding money, equipment, facilities (where applicable), data and intellectual property (where intellectual property includes trademarks, copyrights, confidential and proprietary information, patents, personality rights and goodwill)

As the governing body for the sport of softball in Ontario, Softball Ontario's responsibilities are not limited to its own activities. Softball Ontario has four Member Associations, which are independently incorporated organizations representing female fast-pitch, male fast-pitch, rural fast-pitch for males and females, and slo-pitch in the province of Ontario, and these Members Associations together have thousands of league, team and individual members.

Thus, in addition to having responsibilities for its own activities, programs and persons (over which it has direct control), Softball Ontario is also expected to demonstrate leadership in promoting risk management in the activities and operations of Member Associations, clubs, leagues and teams (over which Softball Ontario does not have direct control).

3. Existing Policy Framework

Softball Ontario presently has the following policy documents that relate to risk management:

- Discrimination and Harassment Policy
- Privacy Policy
- Confidentiality Agreements
- Staff Job Descriptions and Personnel Policies
- Committee Chairperson Job Descriptions
- Finance Policies
- Personal Use of Corporate Equipment/Resources
- Code of Conduct
- Discipline and Complaints Policy
- Conflict of Interest Policy
- Screening Policy and Disclosure Form
- Appeal Policy
- Social Media Policy

These are compiled, with other relevant materials, in a single policy binder ('Softball Ontario's Policy and Procedures Manual').

4. Risk Areas

Softball Ontario's operations have been reviewed by an external risk management consultant, who has identified the following as priority risk areas. This is not an exhaustive list and, over time, additional areas may be identified.

Risk Area I - Governance and Dispute Management

Importance to risk management:

A necessary step in risk management is 'getting the policy house in order'. Sound policies lead to informed and transparent decision-making, which in turn results in improved management of time, resources, disputes and risk exposures. These are the hallmarks of good governance and good governance is essential to managing risks.

Actions:

1. The Board of Directors will take steps to ensure that the Constitution and Bylaws are reviewed every two years so that they remain current and reflect the Association's evolving needs. Softball Ontario recognizes the upcoming need to transition to compliance with the new Ontario Not-for-Profit Corporations Act (ONCA) which is expected to come into force in late 2017 or early 2018.
2. Softball Ontario and its four Member Associations have executed a Letter of Agreement that outlines the terms and conditions of their working relationship, as well as the respective roles and responsibilities of Softball Ontario and the Member Associations. This Letter of Agreement is not only conducive to good governance but is also a requirement of recognition and funding from the Ministry of Health Promotion and Sport Priority Strategy. Softball Ontario will work with its Member Associations in good faith to maintain these Letters of Agreement and will ensure that they are reviewed and renewed for subsequent years so as to ensure the Association remains in compliance with recognition and funding requirements.
3. Softball Ontario will continue offering professional development for the Board. Specifically, Softball Ontario will offer a board training session once per year.
4. As part of its commitment to sound policies and risk management, Softball Ontario will maintain current policies to address: code of conduct, discipline, harassment, appeals, dispute resolution, conflict of interest and safe environment/screening.

These policies will be reviewed on an annual basis to ensure they keep pace with legal developments.

5. The Executive Director will ensure that Softball Ontario fulfills all statutory requirements including compliance with privacy laws, employment laws, employment-related withholdings, and corporate filing and reporting requirements, and will report on these fulfillments regularly to the Board.

Risk Area 2 - Employment

Importance to risk management:

Softball Ontario has contractual relationships with employees and contractors. These are important to risk management because of the considerable financial investment Softball Ontario makes in these relationships, because Softball Ontario will be vicariously liable for the fraudulent or negligent actions of these individuals, and because Softball Ontario may be liable for retroactive withholdings should a contractor be deemed by authorities to be in an employment relationship.

Actions:

1. Softball Ontario presently has written job descriptions for all employees, as well as personnel policies. All employees retained after the date of adoption of this policy will execute a written employment contract with Softball Ontario, in addition to having a written job description.
2. Any contractor agreements will be drafted carefully so that employment references are omitted, using the resource *A Guide to Employment Contracts for Coaches*, available from the Coaching Association of Canada, as a guide. Such agreements will include provisions to maintain confidentiality and privacy, and will include provisions to clarify Softball Ontario's ownership of intellectual property generated by the contractor.
3. If there is any uncertainty whether a relationship is one of employee or contractor, professional advice will be obtained.
4. Written employee job descriptions and Softball Ontario's personnel policies relating to staff will be reviewed by the Board on an annual basis.

Risk Area 3 - Programs and Activities

Importance to risk management:

The core of Softball Ontario's mandate is fulfilled through its programs and the programs of its Member Associations. To manage risks effectively, Softball Ontario must provide sound policies to guide its own activities as well as strong leadership to influence the activities of its Members.

Actions:

1. Softball Ontario will regularly conduct a risk assessment of its technical programs for coaches, officials and scorekeepers, to ensure that appropriate risk management measures are in effect
2. Softball Ontario will support its Member Associations in their initiatives to implement risk management policies and practices that are consistent with those of Softball Ontario, as required by the Letter of Agreement and the Ministry of Health Promotion.

Risk Area 4 - Contracts

Importance to risk management:

Contracts are a common business tool that routinely identify and allocate risks among the parties to a contract. When Softball Ontario executes contracts, it exposes itself to risk in two ways: by assuming certain liabilities that are inherent in the contract, and by facing the possibility of liability should it be in breach of the contract, either intentionally or unintentionally.

Actions:

1. Softball Ontario will carefully review all contracts that it executes. Such contracts are deemed to fall into two categories:
 - Standard form contracts are routine business contracts such as those used to rent facilities, to book accommodations and food/beverage services at hotels or similar establishments, to rent vehicles, to lease office space, to procure products and services from regular suppliers, etc. These contracts may be reviewed by the Executive Director and/or the Chair prior to signing.
 - Unique contracts are all other contracts including sponsorship and partnership agreements, as well as any contract drafted by Softball Ontario or for which Softball Ontario may negotiate specific provisions. The terms of these contracts will be approved-in-principle by the Board of Directors and will then be reviewed by an external professional prior to execution.
2. Softball Ontario will not terminate any contract prior to its stated termination date without first obtaining professional advice.
3. At every Board meeting, the Executive Director will inform the Board of all contracts currently in effect, as well as any new contracts executed and any existing contracts expired, since the previous meeting.

Risk Area 5 - Intellectual property

Importance to risk management:

Intellectual property refers to the intangible assets of Softball Ontario such as copyrights, trademarks, logos, confidential and proprietary information, and goodwill. Although it is difficult to measure a discrete value of these items, or to convert them into measurable revenue streams, without them Softball Ontario would not have the recognition, image and brand value that it presently has. Risk management involves protecting intellectual property assets from loss, theft or misappropriation.

Actions:

1. Softball Ontario has registered its name and visual image (logo) as a trademark in order to improve the Association's ability to limit its use by others and protect its value.
2. Using employment contracts and other written agreements, Softball Ontario will ensure that copyright in creative works (publications, website, manuals) is owned by the Association, not by the creators of the work. To this end, all existing contractor agreements have been reviewed, and new contractor agreements have been drafted, in such a way as to clarify Softball Ontario's ownership of all intellectual property generated by the contractor.
3. Softball Ontario will regularly consult with its website host to ensure that its membership data, and other confidential information on the website, is secure from unauthorized access.

General

1. Each year as insurance is renewed, the Executive Director will review coverages with the insurance broker to determine if there are any emerging risks or issues to be addressed.
2. As part of Softball Ontario's commitment to Board training and development, all Directors will be provided with a copy of the Volunteer Canada publication *Legal Liability and Risk Management: A Handbook for Directors (2002)*.
3. This policy will be reviewed by the Board on a regular basis and updated as appropriate. The Board may obtain independent risk management advice in this review.

Approved by the Board of Directors
Softball Ontario
February 6, 2016