

MNGA GOVERNANCE COMMITTEE

MEMBERSHIP:

One MNBC Citizen member from each MNBC Region (7)

One MNBC Citizen member designated by the MWBC Provincial Committee

One MNBC Citizen member designated by the MYBC Provincial Committee

One MNBC Citizen member designated by the 2SLGBTQQA+ Provincial Governance Council

One member designated by the MNBC Board of Directors

TERM: Standing Committee

Members hold position until replacement appointed

CHAIRPERSON: Rotating Schedule determined by the Committee**APPOINTMENT:** The respective Regional Governance Councils, the MWBC and MYBC Provincial Committees, the 2SLGBTQQA+ Provincial Governance Council, and the Board of Directors will select their representative to the MNGA Governance Committee.**ATTENDANCE:** A member who

- misses three (3) consecutive meetings in a row in a calendar year without advising of their inability to attend, and
- has not been responsive to efforts to communicate with them from other Committee members, the leader of their appointing authority, or MNBC Support Staff, or
- misses 50% of meetings in a calendar year.

will be deemed to have abandoned their position, and the Committee by resolution may request the appointing authority to appoint a new member, pursuant to Appendix A: Attendance Policy and Procedures.

LEAD SUPPORT DEPARTMENT: Governance**MEETINGS:** To be determined by the Committee**QUORUM:** Majority of members**VOTING:** Majority**PURPOSE:**

The MNGA Governance Committee will review the governance and decision-making structures within MNBC and the MNGA, to ensure that these structures operate efficiently and reflect the collective will of MNBC Citizens in their decisions and actions.

The Committee will recommend changes (if any) to concerns of legislation, regulations, rules, policies and any other areas that have a bearing on governance and decision-making structures. These recommendations will be made to the appropriate individual(s) and/or representative bodies, including but not limited to the MNGA and the AGM.

REPORTING MECHANISM:

The Committee will post meeting minutes on the MNBC website, once approved by the Committee. The Committee will also present a report to the MNGA once annually, which will include high-level notes of all meetings. The Committee report will be publicly available once presented to the MNGA.

EXPENSES:

Meeting expenses must be submitted to CEO for pre-approval. Individual Committee member expenses are reimbursable by MNBC according to approved policy.

TERMS OF REFERENCE REVIEW:

The Terms of Reference are subject to review and amendment by either the Committee or the MNGA.

Appendix A – Attendance Policy and Procedures

The MNGA Governance Committee performs important work in the governance of MNBC, and members are appointed by the Regional Governance Councils, Provincial Governance Councils, or the MNBC Board of Directors (the “Appointing Authorities”) to provide representation to their Region, Provincial Governing Council, or the Board. Committee members play a valuable role in bringing their region or group views to the MNGA Governance Committee. Members who miss multiple meetings risk causing a stall in the Committee’s work, and do not bring their appointing authorities’ views to the Committee.

To ensure the Committee can do its work and hear from all of the relevant rights-holding groups:

1. Members are expected to attend meetings and actively participate.
2. Members are expected to advise support staff (Governance) if they are unable to attend at least 24 hours in advance of the meeting.
3. If there are circumstances beyond the control of a member that makes it unfeasible for them to advise of their absence in advance of the meeting, the member or someone on their behalf, must contact support staff as soon as possible after the meeting.
4. A member who has missed three consecutive meetings in a year without advising of their absences, or misses 50% of meetings in a year, will be deemed to have abandoned their appointment and the Committee may, by resolution, request the relevant appointing authority to authorize a new appointment.
5. Members’ attendance records will be shared with the appointing authority once per year, or upon request by the appointing authority.

Procedures

1. Support staff will maintain an attendance list of all meetings.
2. After the second meeting missed without notice, or once a member is two meetings or less from reaching the 50% yearly threshold, the next business day, support staff will:
 - a. Send an email to the member advising them of their attendance and reminding them of the attendance protocols, with copy to the Chair of the relevant appointing authority.
 - b. Follow up in one week’s time with both the Chair and the member if no response is received, and request the Chair of the appointing authority to investigate whether there are extenuating circumstances of the member which prevent them from communicating.
3. After the third missed meeting without notice, or if a member has reached the 50% yearly threshold, the next business day, support staff will:
 - a. Send an email to the member advising them that they have missed three consecutive meetings and advising them that their appointment to the Committee is deemed to have been abandoned, with copy to the Chair of the appointing authority.
 - b. Prepare a resolution for the next Committee meeting requesting the appointing authority to consider a new representative on the Committee.
4. The resolution identified above will be placed on the next Committee agenda for consideration, and if approved, forwarded to the Chair of the appointing authority and the support staff for that authority for addition to an upcoming agenda.