

## **Board Governance & Section Bylaw Proposed Amendments FAQ**

**Q1. *Why is the Section Board of Directors proposing a change to the governance structure and Bylaws?***

Changing the Section Board governance structure to a Policy Board will allow the overall long term vision and strategic direction of the Section to be the main focus for the Board, and additionally will allow the Section Operating Committees to function in a hands-on manner.

**Q2. *As a member, where can I find information about the proposed Bylaw Amendments to help me understand the proposed structure changes?***

It is important for the members of the Section to review the Charter, Terms of References for the Board Standing Committees and the proposed Bylaws (when they become available in April to the membership). These documents will help with the understanding of the proposed Bylaw amendments.

**Q3. *What is the process for Bylaw approval?***

The process for Bylaw approval involves many steps:

1. A draft version of the revised Bylaws has been developed.
2. A Bylaws Working Group was formed to review the Bylaws and to provide recommendations to the Section Board.
3. The Ad Hoc Governance Committee, Nominating Committee, Coaching Committee and Regions Committee have provided feedback to the proposed Bylaws.
4. The proposed Bylaws will be reviewed by a lawyer, Alberta Gaming and Liquor Commission, Corporate Registry and Skate Canada.
5. Changes will be made as necessary.
6. In March, the Bylaws will be presented to the Section Board for review and approval.
7. The Board approved Bylaws will be presented to the Membership for approval at the Section AGM on May 6, 2017 in Calgary.
8. Once approved at the AGM, the Bylaws will be sent to Corporate Registry for approval and filing.
9. Once the Bylaws have been accepted by Corporate Registry, they will be in effect.
10. After the Bylaws have been accepted by Corporate Registry, a copy will be provided to Skate Canada.

**Q4. *What will happen to the Board positions that were elected in 2016 for a 2-year term?***

Board members will continue to serve on the Board until the end of their term. The positions elected in 2016 include the Regions Committee Chair, Regions Committee Vice Chair, Section Coaching Representative, Vice Chair, Secretary/Treasurer and the Officials Coordinating Committee Chair.

- The individuals elected to the positions of Regions Committee Chair and Regions Committee Vice Chair positions will remain on the Board as Directors for the remainder of their term until 2018. However, the Regions Committee will become an operational committee reporting to the Executive Director. The operational Regions Committee will have a Committee Lead that is a different individual than the Director Regions on the Board.
- The individual elected to the position of Section Coaching Representative in 2016 will remain on the Board until the end of their term in 2018. The Coaching Committee will become an operational committee reporting to the Executive Director. The operational Coaching Committee will have a Committee Lead that is a different individual than the Director Coaching on the Board.
- The individual elected to the position of the Officials Coordinating Committee Chair will remain on the Board until the end of their term in 2018. The Officials Coordinating Committee will become an operational committee reporting to the Executive Director. The operational Officials Committee will have a Committee Lead that is not a Director on the Board.
- All Board members, may be assigned to a standing committee(s) based on their appropriate skill set.
- A new Board Director Role Description has been approved by the Board of Directors. This Role Description is in effect after the AGM on May 6, 2017.
- The titles of the Board positions will change to Director after the Bylaws have been approved by the Membership and Corporate Registry.
- All positions that were elected in 2016 will have the opportunity to advise the Nominating Committee of their interest in continuing on the Board until the end of their term or if they wish to resign and indicate their interest in sitting on or leading an operational committee.

**Q5. What Board positions will be available for election in 2017?**

There will be an election for Chair and 3 Directors. The current position titles are: Vice Chair, Events Committee Chair and Skating Programs Committee Chair. These positions will be advertised for election according to the current Bylaw titles and the titles will change to Directors after the Bylaws have been approval by the Membership and Corporate Registry.

**Q6. What are standing committees?**

These committees are formed by and report directly to the Board of Directors. The committee members are made up of Board Directors with the option of appointing up to 2 non-board members. These committees are responsible for looking at strategic issues and opportunities, providing oversight of the Executive Director, monitoring financial and risk management issues, developing the Strategic Plan and developing policies.

**Q7. What standing committees will be set up for May 2017 that report directly to the Board?**

Governance Committee, Finance & Risk Management Committee, and Membership Relations Committee. The Nominating Committee will be a sub-committee of the Governance Committee.

**Q8. How will members of the Board standing committees be determined?**

The Board Chair with Board input will appoint individuals with the appropriate skill set to the standing committees.

**Q9. What are operational committees?**

Operational committees are formed under the direction of the Executive Director (ED) and report to the ED. These committees will carry on some of the work that was previously done by the standing committees that reported to the Board. Volunteers will be appointed to these committees by the ED and will assist the staff in completion of the work of the Section.

**Q10. What operational committees will exist?**

Operational committees will be determined from time to time by the ED in consultation with the staff. As of May 6, 2017, the following operational committees will exist: Regions Committee, Officials Coordinating Committee, Coaching Committee, Athlete Development Committee, Athlete Funding Committee, Skating Programs Committee and the Competitions Committee.

**Q11. How will the Chairs of the operational committees be determined?**

They will be called Leads. The Leads of the operational committees will be appointed by the Executive Director in collaboration with staff and the Board Chair. The Leads of the operational committees may be staff or a volunteer.

**Q12. Can Board members be an operational committee Lead?**

No, Board members may sit on an operational committee but not lead that committee.

**Q13. When will the changes in structure take place?**

As of the Section AGM on May 6, 2017, when the first set of elections for the new board structure will take place. At AGM 2018, the final set of elections for the new board structure will take place. By 2018 AGM, Skate Canada: Alberta-NWT/Nunavut will have completed the transition to the new board structure. The move of the committees to become operational will take place May 6, 2017. The formation of the new Board Standing Committees will take place on May 6, 2017.

**Q14. Will operational committee leads and board standing committee chairs be responsible for budgets?**

The Executive Director will be responsible for the Budget with oversight from the Finance & Risk Management Committee. Operational Committee Leads will assist the staff and the Executive Director



in developing the committee's budget for the year. Operational Committee Leads will have no authority to approve changes to operational budgets but may recommend budget add-ons or programming initiatives with budget implications to the Executive Director.

**Q15.** *How will the responsibilities of the operational committee leads and the operational committee members be determined?*

There will be terms of reference for all operational committees that will layout the responsibilities of the committee, it's members and the staff.

**Q16.** *Will Staff continue to attend Board meetings in the new structure?*

Staff will be in attendance as required.

**Q17.** *(April 6, 2017) In the Charter it mentions that Board Directors, including the Chair, can serve a maximum of 3 two- year terms. Will the calculation of those terms be retroactive or will they be determined starting from the May 2017 elections?*

The calculation of the maximum terms will commence with the May 2017 elections. This means that the terms served on the Board prior to the May 2017 elections are not part of the calculation of terms.

