



2018 Annual General Meeting Report

TO: OMHRA Members
FROM: Kandy Webb, Executive Director, OMHRA
DATE: August 31, 2018
RE: OMHRA By-Law and Constitution Amendments

RECOMMENDATION:

That this report be received as information;

AND THAT the amendments to the OMHRA By-Law and Constitution that are recommended in this Report be approved by the OMHRA membership.

COMMENTS/UPDATES:

In 2015, in anticipation of the tabled Ontario's Not-For-Profit Act, OMHRA updated its previous By-Law and Constitution, in consultation with legal counsel. The proposed changes were approved by the OMHRA Membership in 2015.

The OMHRA Board of Directors has reviewed the current document and has directed that the following amendments to the OMHRA By-Law and Constitution be presented to the OMHRA Membership for consideration at the 2018 Annual General Meeting.

The proposed changes are:

1. The current By-Law and Constitution defines the term of office for Board positions as two (2) year terms, with the total term of office for Board Members being limited to a maximum of five (5) two (2) year terms. As such, the maximum tenure on the Board of Directors is ten (10) years.

After Board deliberations, it is recommended that each term be increased from two (2) to three (3) years, with a maximum of five (5) terms. If approved, the tenure on the Board will not exceed fifteen (15) years.

This increase is predominantly recommended for the Executive positions of President, Vice-President and Past-President. In these roles, the transition from Board Member to Executive involves an intense familiarization with each new role and its accountabilities. It is recommended that a three (3) year term is optimum to allow the incumbents adequate time to acquaint themselves with the full spectrum of each role in order that they can adeptly lead the Association, in conjunction with the Executive Director, in meeting its strategic objectives.

If approved, tenure in the Executive positions could be nine (9) years and therefore the current ten (10) year Board tenure maximum would no longer be adequate.

As such, it would be necessary to increase the maximum term on the Board from the current ten (10) years to fifteen (15) years.

2. Clarification that the “Chair” shall mean the President.
3. Clarification that the “Secretary” shall mean the Executive Director.
4. Clarification of the Classes of Membership – the Municipality, Agency, Board or Commission shall be the “Primary (Corporate) Member” and employees of such entities shall be “Full” Members that are further classified as either the “Primary” or “Additional” Members.

The provision that only one Primary or Additional Member can vote at the Annual General Meeting on behalf of their Employer, “the Primary (Corporate) Member”, remains unchanged.

5. Deletion of the Secretary to the Board job description and addition of the Executive Director job description (Schedule C).
6. Minor housekeeping amendments (grammar and capitalization).

Respectively submitted,

Kandy Webb
Executive Director, OMHRA

Attachment: OMHRA Constitution: Not-for-Profit Corporations Act: Organizational By-Law