

Key Messages and Q&As

Re: Policy 1014

Governing Policy Pertaining to the Election of Voting Members

Key Messages:

1. Scouts Canada is led by a volunteer Board of Governors.
 2. New Policy provides national procedures for consistent application of the By-Law with respect to the election of the Board of Governors.
 3. Policy has been developed over a two-year period in consultation with stakeholders across all councils throughout Canada.
 4. Approved by BOG on April 21, 2007; Effective Immediately.
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Background

1. **Scouts Canada has a representative voting system for the election of our Board of Governors (BOG). What does that mean?**
 - Scouts Canada is solely led by a volunteer BOG that governs the organization. The BOG are elected to their positions by a democratic representative voting process.
 - Article 2 of the By-Law stipulates that three Voting Members of the National Corporation (Scouts Canada) must be elected annually by each council.
 - Voting Members act as “representative shareholders” for all members of Scouts Canada and their primary objective in this role is to elect our BOG at the National Annual General Meeting (AGM).
 - The By-Law (Article 2 and 3) provides a description of elected Voting Members and what they are required to do at the AGM on behalf of Scouts Canada membership.
 - The By-Law (Article 4 and 5) provides a description of elected volunteer-led BOG and what they are required to do during their term. Article 7 of the By-Law describes the process followed by the Nominating Committee as they consider candidates for election and make recommendations to the BOG.
2. **What is a Voting Member? What do Voting Members do?**
 - Under the By-Law, Voting Members have the principle responsibility to act as “representative shareholders” for all members of Scouts Canada. Their primary objective in this role is to elect our BOG at the National AGM.
 - A Voting Member is a council's voting representative at the AGM.
 - A Voting Member attends the AGM and is required to vote on matters put forth at the AGM.

- Matters include approval of minutes, financial reports, appointment of auditors, election of BOG, special resolutions, amendments of Scouts Canada Bylaws, etc.
- A Voting Member shall serve in such capacity for a one-year period starting after each National AGM.

For example: Voting Members representing their councils at the upcoming 2007 National AGM will have held that position for a one-year term (i.e. the term would have started immediately after the 2006 AGM and will conclude at the end of the December 2007 AGM).

Voting Members elected and added to the National list of Voting Members being provided to the Chief Commissioner 25 days prior to the 2007 AGM, will hold that position for the next year term (i.e. their term will start immediately after the 2007 AGM and will conclude at the end of the 2008 National AGM).

What's New?

3. What is the “Governing Policy, Pertaining to the Election of Voting Members”?

- It is a Scouts Canada Policy which provides procedures and guidelines for the election of three Voting Members (per council) delegated to represent and vote on behalf of Scouts Canada membership at the National AGM.
- Under the terms of the Policy, councils have the option of conducting annual elections in one of two ways:
 - i) by adopting the Standardized Council Procedure for Election of Voting Members as prescribed by the Board of Governors (BOG) in the Policy;

OR

 - ii) by using a voting and election process developed by the respective council (based on the principles described in section 4.0 of the Policy).
- Policy was approved by the BOG on April 21, 2007, after extensive consultation with members across Canada.

4. What's new about this Governing Policy? How was Scouts Canada selecting Voting Members as delegates to attend and vote at the AGM in previous years?

- Prior to the implementation of this Policy, a formal and consistent process for electing delegates did not exist.
- The purpose of the Policy is to provide consistent application of the democratic election procedures that are mandated in the current By-Law.

5. Why is a new Policy needed? What are the benefits for Scouts Canada membership?

- Scouts Canada did not have a pre-existing, formal Policy regarding the process required for the election of Voting Members.
- This new Policy ensures the election of Voting Members is done in a uniform manner across the Country.
- This Policy was developed through a two-year consultation with stakeholders in all councils across the Country.

6. When is this new Policy effective?

- It is effective immediately.

7. Some councils have already held their meetings and have established their Voting Members for the 2007 National AGM. With this new Policy in effect are those previous appointments now void?

- If a council has already conducted an AGM and has selected its Voting Member delegates for the upcoming 2007 National AGM, then there is no need to re-convene another meeting to comply with the new Policy.
- Each council will need to comply with the Policy in its election of Voting Members for the 2008 National AGM (and such Voting Members need to be added to the National list of 2008 Voting Members 25 days prior the upcoming 2007 AGM).
- If a council wishes to have the Board review and approve their council voting guidelines for the election of the 2008 delegates, then they must comply with each of the 10 principles outlined in section 4.0 of the Policy.

Next Steps?

8. Will there be a national mailing to all members in our council informing them of this new procedure?

- Correspondence with Scouts Canada members within a council's jurisdiction will be the responsibility of each council.
- Information announcing Scouts Canada's adoption of this new Policy will also be available under *What's New?* at www.scouts.ca

9. What is the timeline for implementing the election process under the new Policy?

- Under the terms of the Policy (outlined in section 3.0), councils have the option of conducting annual elections in one of two ways:
 - i) by adopting the Standardized Council Procedure for Election of Voting Members as prescribed by the BOG in the Policy;
 - OR
 - ii) by using a voting and election process developed by the respective council; which is compatible with the principles outlined in section 4.0 of the Policy and has also been approved by the BOG.
- Should a council choose to develop and use its own process for electing Voting Members, then a council's first opportunity to submit its proposal to the BOG for approval was at the June 13, 2007 meeting. The BOG is committed to meeting by teleconference during the summer months to review and approve further proposals as required.
- **Please note:** All councils, no matter which voting method used, must have elected Voting Member delegates in place no later than November 1, 2007 (30 calendar days prior to the National AGM). Each council is then required to provide the Chief

Commissioner, care of Cheryl Dinelle at the National Office (cdinelle@scouts.ca), with a list of Voting Members at least 25 calendar days prior to the National AGM (that is, by November 6, 2007).

10. What is the process and timeline for councils interested in submitting their own election procedures for BOG approval?

- Should a council choose to develop and use its own process for electing Voting Members, then a council's first opportunity was to submit its proposal to the BOG for approval be at the June 13, 2007 meeting. The BOG is committed to meeting by teleconference during the summer months to review and approve further proposals as required.

Other Questions?

11. What is the role of Scouts Canada staff in this election process?

- Scouts Canada is a volunteer-led Movement and this is a completely volunteer-led process. The only role of staff is to assist in an administrative capacity where necessary.

12. According to 5.1 of the Policy, councils are required to form a volunteer-based nominating committee to administer the election process. What is the minimum number of people required for the committee?

- One.

13. Will the nominating committees have access to the Membership Management System (MMS) to verify that members/candidates for election are in good standing?

- Yes, this is perhaps where staff can help if access is restricted. A simple confirmation is all that is needed.

14. What does the 66% rule mean as stated in sections 4.0 and 5.0?

- It means that if you were to add up all the eligible Council Voting Reps for a given council, then at least 66% of them would come from groups, or represent these groups directly or indirectly. Please note the method of representation could change if the standard process is replaced with a custom one.

15. Does this Policy allow for councils to select less than three Voting Members per group if they choose to do so?

- Yes, this agreement is a faithful reproduction of the policy reviewed in open forum at the last AGM. The only difference here is the "national standard" outlined in section 5.0. Should a council choose to apply a custom process that reduces their council Voting Rep numbers then the BOG will certainly review the proposal.

16. The Policy states that all Ordinary Members shall be notified of the call for nominations of Voting Members. If a council does not have email addresses for each of its members will the council be required to do a regular Canada Post mailing?

- The Policy states under section 5.3 that a call for nominations of candidates “may be via written or electronic form.” Therefore, calls for nominations may be made through publication, a web site, or via email.

17. As Ordinary Members are defined in the Policy as 16 years of age and over, are councils required to notify every member in the council over the age of 16 that they are eligible to vote?

- Yes, according to the Policy, all Ordinary Members shall be notified of the call for nominations.

18. Are there any individuals who would not be eligible for election?

- Other than staff, any member of Scouts Canada in good standing is eligible to participate in the election.

19. If an area does not have a youth commissioner representative, does that mean the area is limited to having three votes instead of four?

- Yes.

20. How do members affiliated with Guilds or Honorary members nominate and participate in the election of Voting Members?

- They are not eligible to participate. Only Ordinary Members as defined in the By-Law, and those registered within a given council are eligible to vote within that council.

21. How can there be certainty that Council Voting Reps are bona fide registered members of Scouts Canada?

- Members must be confirmed as being registered and in good standing in the Membership Management System (MMS).
- Further, the election process is meant to use a simple and low overhead methodology that allows for a wide variety of voting venues. (For example, balloting or polling is not required to be conducted in secret; councils are not required to hold a physical meeting for election).
- As we are using such an open method, the polling procedure can be done as simply as sending an email.

22. Under the new Policy is a quorum required in order to validate the election of Voting Members?

- No. The open-voting methodology allows for remote participation so there isn't a requirement for individuals to physically attend the election.

23. Who is responsible for funding travel and accommodation expenses for Voting Members attending the National AGM?

- The respective councils are responsible.

24. Once Voting Members are elected how are they made aware of their obligations and voting procedures at the National AGM?

- The respective councils are responsible for providing the elected Voting Members with the necessary information prior to attending the National AGM.