

Red – Content Change

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Part 2 – Governance

Election ~~of members and social work students~~ to the board

2-2 The procedure for the election of members, ~~and social work~~ students ~~and public representatives~~ to the board is established as follows:

- (a) Members ~~and public representatives~~ shall stand for election in the geographic region in ~~Manitoba~~ where they practice or reside. ~~Social work~~ Students shall be elected at large.
- (b) Elections ~~of members and social work students~~ will be conducted under the authority of the nominating committee of the board.
- (c) The nominating committee shall cause a notice of an election to be posted electronically on the college website and issued by email to all members ~~social work~~ students ~~and public representatives~~ ninety (90) calendar days prior to the date of the annual general meeting, and shall stipulate:
 - (i) the date of the election
 - (ii) the vacant board positions eligible for election
 - (iii) the procedures for nomination
 - (iv) the closure date for receipt of nominations
 - (v) the procedures for voting
 - (vi) the date of closure for voting
- (d) Nominations are to be closed ~~thirty (30)~~ sixty (60) calendar days ~~following the date on which notice was issued~~ prior to the date of the annual general meeting.
- (e) All forms and supporting documentation are to be completed and filed with the college prior to the date of closure for nominations.
- (f) Voting for election ~~of members and social work students to the board~~ will be conducted in accordance with section 4-8 of the by-laws using an electronic voting system. Where individual voters are unable to access the electronic means for voting, a mail-in ballot may be requested and provided for voting.

**Rationale – Elections procedures are the same for members, students and public representatives so no need for separate sections. Clarify timelines using AGM date as consistent reference point.*

Eligibility ~~Criteria for candidacy~~ for election of members ~~representatives~~ to the board

**Rationale – Wording consistency*

Eligibility of ~~social work~~ students ~~representatives~~ for election to the board

2-2.2 Any ~~social work~~ student member is eligible for nomination and election to the board.

Eligibility ~~Election~~ of public representatives for election to the board

2-3 Public representatives elected to the board must be residents of Manitoba, and must not be, nor have ever been, registered under the Act.

- ~~(a) The nominating committee shall give notice electronically on the college website of public representative vacancies ninety (90) calendar days in advance of the annual general meeting and shall accept nominations for candidacy until sixty (60) days prior to the date of the annual general meeting.~~
- ~~(b) Public representatives shall be elected to the board at the same time as members are elected to the board.~~
- ~~(c) The names of the public representatives elected to the board shall be published electronically on the college website and announced at the annual general meeting of the college.~~

~~(d) Election criteria and procedures shall be in compliance with the terms specified in 2-2, paragraphs (b) to (h) as made applicable to public representatives.~~

**Rationale – Elections procedures compiled into one section.*

Appointment of public representatives where there are no, or too few, Nominations

2-3.1 Where no, or too few, nominations are received for public representatives for election to the board pursuant to ~~2-3(a),~~

**If changes accepted, reference to 2-3(a) is incorrect.*

Vacancies

2-4 The following applies to vacancies:

**Rationale – Addition of heading*

2-5 The following terms of office apply to all boards ~~except the first board of the college:~~

~~(d) Despite anything else in this section 2-5, if the President's term on the board is scheduled to expire at the end of their officer term as president, the president may elect upon written notice to the board not less than one hundred twenty (120) days before the end of their term on the board, to extend their term on the board by one additional year, to act as past-president~~

**Rationale – Allows for consistency and succession planning.*

First board of the college

~~**2-5.1** This section establishes the first board of the college, as follows:~~

- ~~(a) Persons elected or appointed to the first board of the college shall be elected or appointed for one (1), two (2), and three (3) year terms to alternate the succession rates of persons serving on the board.~~
- ~~(b) Prior to the election of the first board, a determination will be made by the nominating committee as to which of the board positions shall be designated for one (1), two (2), and three (3) year terms.~~
- ~~(c) Following completion of the first board terms, all terms thereafter will be for the periods set out in 2-5.~~

**Rationale – Repeal section of the By-Law that is no longer relevant.*

General duties of the board

2-6 The board shall manage and conduct the business affairs of the college and may exercise the rights, powers and privileges of the college in the name of, and on behalf of, the college. In general, the duties of the board shall include, but are not limited to the following functions:

~~(j) Conduct fundraising and other fiscal support initiatives.~~

**Rationale – Not viewed as appropriate for a regulatory body to engage in fundraising.*

Officers of the board

2-7.1 The president and vice-president shall be elected by the board from amongst the ~~persons members of the college~~ serving on the board.

2-7.2 The secretary and the treasurer shall be appointed by the board. ~~The secretary and the treasurer may be, but are not required to be, appointed~~ from amongst the persons serving on the board.

**Rationale – Secretary and Treasurer should be members of the Board.*

2-7.3 Each officer shall sit for a term of ~~two one (2 1) years, and which~~ may be renewed by the board for ~~one~~ successive terms ~~of two (2) years subject to the approval of the board.~~ not to exceed four (4) years.

**Rationale –Allows for flexibility and annual review of officer positions.*

Multiple Roles

2-7.5 A Board member may not hold more than one officer position, with the exception of President-Elect.

**Rationale – Maintain broad representation on the Executive Committee and allow for succession planning.*

2-7.6 An affiliated organizational representative on the Executive Committee may not hold an officer position.

**Rationale – CASW Representative already has specific duties, including a voting member at CASW meetings. MCSW President also has a vote at CASW meetings so this could create a conflict if one person held both positions.*

President

2-8.1 The president shall be elected by the board at the first meeting following the election of the board. The duties of the president shall include, but are not limited to, the following:

- (a) sitting as the presiding officer at all meetings of the board, executive committee, special meetings and all general meetings of the college;
- (b) taking efforts to ensure that all orders and resolutions of the board are put into effect
- (c) exercising general oversight over the governance affairs of the college, under the direction and oversight of the board;
- (d) (d) assuming other duties ~~as stipulated in the college administrative policies or as requested or determined by the board.~~

~~(b) ex-officio member of all committees of the college, except the nominating committee;~~
~~(c) appointing the chairpersons of the board governance, regulatory, professional affairs and ad hoc committees whose selection is not otherwise specified in the by-laws, subject to the approval of the board; and~~

**Rationale – Simplify/generalize duties. Committees have direct accountability to the Board. Perceived conflict of interest to have President as member of all committees. In practice, committees appoint a chair*

from among committee members.

Past-president

2-8.2 (2-8.3) The past-president shall ~~be the president of the previous board. assume the role for the term of the newly elected president of the board.~~ The duties of the past-president shall be, but are not limited to the following:

- ~~(a) chair of the nominating committee;~~ (a) serving on the executive committee;
- (b) performing other duties as requested by the president or board; and
- ~~(d) assuming other duties as stipulated in the college administrative policies.~~

**Rationale – Simplify/generalize duties. Committees appoint chair from among committee members.*

Past-president of first board

~~**2-8.3**—The past president of the first elected board shall be the president of the Transitional Board. In succeeding boards, the past president shall be the president of the previous board.~~

**Rationale – Repeal section of the Regulation that is no longer relevant.*

Vice-president

2-8.4 (2-8.3) The vice-president shall be elected by the board during its first meeting following the election of the board. The duties of the vice-president shall include, but are not limited to, the following:

- (a) exercising the duties of the president in the event of the president's inability ~~or unwillingness to death, absence or disability of the president,~~ fulfill the those duties of the president;
- (b) ~~be a member of serving on the executive~~ (b) ~~act as chair of the strategic planning committee;~~ committee;
- (c) performing such other duties as may be requested by the board or president. ~~And~~
- ~~(d) act as a liaison between the board and the board governance committees as instructed by the board or president;~~
- ~~(e) provide leadership in the event a committee chair position is vacant and may continue to lead the committee affairs until such time as the vacancy is filled and approved by the board;~~
- ~~(g) assume other duties as stipulated in the college administrative policies.~~

**Rationale – Simplify/generalize duties. Committees appoint chair from among committee members. Chairs act as liaison to the Board. Acting chair would also be appointed by committee members from among members in the event committee chair position is temporarily vacant.*

Treasurer

2-8.5a (2-8.4) The treasurer shall be appointed by the board during its first meeting following the election of the board. The duties of the treasurer shall include, but are not limited to, the following:

- (a) ~~member of~~ serving on the executive committee;
- (b) chairing of the finance committee;
- (c) together with designated administrative staff of the college, ~~overseeing~~ ~~be responsible~~ ~~for~~ the budget and financial transactions on behalf of the college and ~~receipt,~~

~~deposit, disbursal, and withdrawal of all funds of the college and shall~~ rendering periodic financial reports to the board as the board may direct;

- (d) preparing and submitting an annual financial statement, duly audited by the auditors for the college, to the annual general meeting of the college, which statement shall first be approved by the board;
- (e) securing the appointment of the auditor for the coming year;
- (f) preparing an annual budget and presenting it to the board ~~prior to its presentation to the general membership; and~~
- (g) ~~assuming performing other duties as stipulated in the college administrative policies,~~
or as requested by the **president or the board**.

~~(f) keeping, or cause to be kept, a full and accurate record of the financial transactions of the college;~~

~~(g) keeping all funds in such bank as the executive may determine from time to time~~

Secretary

2-8.5b (2.8.5) The secretary shall be appointed by the board during its first meeting following the election of the board. Duties of the secretary shall include, but are not limited to the following:

- (a) ~~member of serving on~~ the executive committee
- (b) managing and/or recording the minutes of all general, board and executive committee meetings, as necessary
- (c) managing and/or serving notice to the board of ~~MCSW~~ meetings of the college;
- (d) ~~performing Assuming other duties as stipulated in the college administrative policies, or~~
as requested by the **president or the board**.

Affiliated organizational representatives

2-8.6 The affiliated organizational representatives shall be members in good standing and shall be appointed by the board from amongst its members. The affiliated organizational representatives shall act on behalf of the college with associated organizations as the board may determine to be necessary. The duties of the affiliated organizational representatives shall be, but are not limited to, the following:

- (d) ~~assuming performing other duties as stipulated in the college administrative policies~~
or as assigned by the **president or the board**.

Recording secretary

2-8.7 The board shall appoint a board member or a college staff person to act as the recording secretary to the board and the executive committee. ~~The duties of the recording secretary shall be stipulated in the college administrative policies.~~

***Rationale – Simplify/generalize duties**

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Green – wording change

Blue – moved from another section or renumbered

Establishment of committees

3-1 The board must establish a complaints committee, an inquiry committee and a continuing competence committee, and the board may establish and maintain whatsoever other committees it determines as necessary to oversee and conduct the affairs of the college. Such committees may include but are not limited to:

- (c) Professional affairs committees, which shall be chaired by any member in good standing:
- ~~Aboriginal advisory~~ Indigenous Social Work committee
 - Social justice committee
 - Student liaison committee
 - Professional ethics committee

**Rationale – Wording change to reflect current terminology*

3-1.1 The terms of reference for all committees ~~may shall~~ be developed by each committee ~~within a framework stipulated in the college administrative policies~~ and must be approved by the board prior to implementation.

**Rationale – Terms of Reference are not be optional. There is no framework required in college administrative procedures.*

~~**3-1.7** — Committees shall strive to ensure appropriate representation from indigenous peoples, which may include bringing in persons when needed on an ad hoc basis, particularly when dealing with a matter that predominately affects the interests of indigenous peoples.~~

**Rationale - Remove 3-1.7 in favour of overarching statement 1-6.*

Registration committee

3-2 The board must establish a registration committee to provide advice or recommendations to the registrar, in respect of assessing:

- (d) whether the applicant's past or present conduct affords reasonable grounds to believe that the applicant will engage in social work practice safely, competently and ethically
- (e) whether the applicant has any personal or professional conditions that may create a risk to the public

**Rationale: Added (d) and (e) as per Paragraph 4(2)(a) and Subsection 10(b) of the Regulation.*

3-2.1 The registration committee shall consist of members in good standing, in addition to the registrar ~~or the registrar's designate~~, as an ex-officio member.

**Rationale – In practice, the Manager of Registration supports this committee.*

Exclusion from board after appeal by applicant

3-4 Where an application decision of the registrar has been appealed by the applicant under section 36 of the Act, no person who was involved in the review of the application or serving on the registration committee at the time the application was reviewed shall be involved in hearing the appeal if the person is also on the board.

**Rationale – Added to reflect best practice and management of conflict of interest.*