

Role of the Council and Officers of Council

Policy Section: Governance Process	Policy Number: GP-2	Approved By: Council
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Role of the Council:

Council has a mandate to govern the College of Registered Nurses of Manitoba in the fulfillment of its obligations set out in The Regulated Health Professions Act. Acting on behalf of the people of Manitoba, Council provides oversight and ensures that the College achieves appropriate outcomes, at an appropriate cost, while avoiding unacceptable activities, conditions and decisions.

Council's primary areas of responsibility include:

1. Setting Policy Direction

Council is responsible for setting strategic direction and developing governing policies for the College. This includes:

- a) directing the CEO/Registrar to achieve the College's mission and specific strategic outcomes;
- b) directing the CEO/Registrar to operate within specific boundaries related to ethics, prudence, and lawfulness (*Executive Expectations Policies*);
- c) committing Council to an ethical, effective governance approach (*Governance Process Policies*); and
- d) delegating authority to the CEO/Registrar and establishing boundaries and expectations to effectively manage this relationship (*Council-CEO/Registrar Relationship Policies*).

Council is responsible for staying informed about current and anticipated environmental factors that could impact the organization and applying this knowledge in setting policy direction. This will be achieved by concentrating part of its work on understanding and evaluating emerging trends, issues and needs in the regulation of registered nursing locally, provincially and nationally.

2. Ensuring Effective Performance

Council is responsible for monitoring the organization's performance (via the CEO/Registrar). This includes:

- a) Appointing a CEO/Registrar;
- b) Ensuring that the College is fulfilling its mission and achieving its strategic outcomes (i.e. monitoring the performance of the CEO/Registrar annually);
- c) Ensuring that the organization is operating ethically and prudently; and
- d) Supporting the CEO/Registrar to be effective in leading the College.

3. Stakeholder Engagement

Council is responsible for building connections with key stakeholders, including the Manitoba public and registrants, with the goals of:

- a) Seeking input on public perspective on the regulation of registered nurses;
- b) Providing insight, education, and context for the public; and
- c) Being transparent with and accountable to the public on the achieved outcomes of the College.

4. Other Duties

Council shall ensure it has qualified legal counsel.

Role of Council Chair:

The Council Chair is accountable for ensuring the integrity of Council's process and for representing Council to the public and registrants. The Council Chair is the only Council member authorized to speak for Council (beyond simply reporting Council decisions) other than in specifically authorized instances.

The Council Chair's key responsibilities include:

1. Policy Compliance

- a. Ensuring that Council complies with its own policies.

2. Council Orientation and Continuing Education

- a. Ensuring that new Council Members receive an orientation to their role, including information about CRNM's approach to governance and the expectations of Council Members.
- b. Ensuring that Council Members receive education on regular basis and are offered additional educational opportunities as deemed appropriate.

3. Chairing Meetings

- a. Chairing quarterly Council meetings, annual general meetings and other special meetings of Council.
- b. Ensuring topics of discussion belong to Council for decision.
- c. Facilitating participation in discussions at Council meetings.
- d. Ensuring that deliberation is fair, open, thorough, and also timely and efficient.
- e. Recognizing and utilizing the individual strengths and expertise of Council Members.
- f. Ensuring the integrity and efficiency of the Council process by presiding in a manner which:
 - i. fairly but firmly directs the group;
 - ii. promotes participation;
 - iii. promotes adherence to the rules of order; and
 - iv. maintains focus on the intended outcomes.

4. Committee Participation

- a. Serving as a member of Council committees, as required by their terms of reference.
- b. Serving on other ad hoc committees.

5. Council Facilitation

- a. Overseeing the development of a long-term Strategic Agenda, which sets goals and priorities for the Council.
- b. Ensuring Council meeting agendas are aligned with Council's Strategic Agenda.
- c. Supporting the Council in consulting with registrants and members of the public.
- d. Exercising signing authority for Council related matters.
- e. Assisting in the development of a draft of Council's annual budget.



6. Relationships and Communication

- a. Representing Council matters to the public, registrants, senior government officials, elected officials, media, the governing bodies of other organizations, and in other instances as determined by the Council or requested by the CEO/Registrar.
- b. Reflecting the position of Council when speaking on behalf of the Council and the College. This includes representing the perspectives and best interests of the College as a whole, rather than the particular position of any interest group.
- c. Maintaining an effective working relationship with the CEO/Registrar, other Council officers, and Council members to ensure the free flow of information.

Role of the Chair-Elect:

The Chair-Elect will be selected in accordance with the College bylaws and the Nomination and Voting process as described in the Chair-Elect Nomination and Voting Process (attached).

The Chair-Elect's key responsibilities include:

- a. Assisting the Chair in carrying out their responsibilities, as described above.
- b. Exercising the duties and powers of the Council Chair during their absence.
- c. Serving as a member of Council Committees as required by their terms of reference.
- d. Engaging in learning to prepare for the role of Council Chair.

Attachments:

Chair-Elect Nomination and Voting Process



Chair-Elect Nomination and Voting Process

General Conditions

- 1.1 The Chair-Elect nomination process will be conducted in a transparent and professional manner.
- 1.2 All nominees will be kept confidential for the information of Council members and College staff directly involved in the administration of the nomination and voting process.
- 1.3 An election will be scheduled for the December Council meeting, every second year. This allows for the introduction of the new Council Chair-Elect at the Annual General Meeting following the election. It also provides the Council with certainty with respect to the number of vacancies required to be filled through the Council Selection Process.
- 1.4 The incumbent will assume the role on August 1 following election.
- 1.5 In the event the Chair-Elect is unable to continue or assume the role of Chair, Council may schedule an election at any other time of its choosing, in accordance with these procedures. In this scenario, the incumbent will assume the Chair-Elect role on a date determined by Council.
- 1.6 If the Chair-Elect is required to take over as Chair and complete the term of their predecessor, this will not disqualify them from serving the full term as Chair.

Nominations Sub-Committee

- 2.1 The Nominations Sub-Committee is responsible for overseeing the nomination process and verifying nominees meet the specified eligibility criteria.
- 2.2 The Nominations Sub-Committee is comprised of the Council Chair, Council Chair-Elect and one other Council member who is either ineligible to seek election or has declared that they will not seek election.
- 2.3 In the event the Chair-Elect position is vacant, the Nominations Sub-Committee will be considered to have quorum when comprised of the Council Chair and one other Council member who meets the criteria specified in 2.2

Eligibility

- 3.1 The following eligibility criteria apply for the Chair-Elect role:
 - a. Candidates must be current Council members who have at least one year of experience on Council.
 - b. Candidates must have sufficient time to devote to the roles of Chair-Elect and Council Chair.
 - c. Candidates must have completed (or be willing to complete) Council performance training.
 - d. Candidates must identify and resolve any conflicts of interest prior to official nomination.
 - e. Candidates must demonstrate the following skills and competencies:
 - I. Knowledge and Understanding of the Role of Council
 - i. Demonstrates a commitment to the College's mandate.
 - ii. Understands of the role of the Council Chair/Chair-Elect.
 - iii. Has expertise within the scope of Council and an understanding of the subject matters handled by Council.
 - iv. Understands the role of the Council, including its governance and policy role.



- II. Leadership/Stewardship Skills
 - i. Ability to develop, promote and support good working relationships with Council members, external stakeholders and the CEO/Registrar.

- III. Meeting Management Skills
 - i. Understands how Council meetings are conducted.
 - ii. Ability to conduct Council meetings in a manner that allows Council business to be completed in a timely manner and provides for informed discussion and decision-making.
 - iii. Ability to ensure that Council member participation is consistent with the mandate of the College its responsibility to serve and protect the public interest.

- IV. Strategic Thinking and Analytical Capabilities
 - i. Capable of seeing a wide variety of perspectives on an issue.
 - ii. Ability to evaluate alternatives, quickly understand and apply information.

- V. Communication Skills
 - i. Ability to listen to, understand and communicate effectively with Council members, external stakeholders and the CEO/Registrar.
 - ii. Comfortable with public speaking.
 - iii. Able to summarize discussions and confirm agreements.

- VI. Facilitation/Consensus-Building Skills
 - i. Able to be flexible, tactful, patient and courteous.
 - ii. Supports and fosters a Council meeting culture that is respectful of the questions and opinions of Council members.
 - iii. Willing to raise potentially controversial issues in a manner that encourages dialogue and provides the opportunity for all Council members to participate in discussions.

Call for Nominations

- 4.1 The Nominations Sub-Committee will review the eligibility criteria and determine the nomination deadline.
- 4.2 The nomination period must be a minimum of two weeks.
- 4.3 The call for nominations will be communicated by e-mail to all Council members from the Nominations Sub-Committee. The call will include the nomination form and specify the date on which nominations close.
- 4.4 Nominations must be received by the deadline specified by the Nominations Sub-Committee. No nominations will be accepted from the floor.
- 4.5 Nominees must submit a completed nomination form, along with a statement of how they meet the criteria for the position of Chair-Elect.
- 4.6 Nominees can self-nominate or be nominated by another Council member.
- 4.7 All Council members, including the Council Chair and Chair-Elect, are eligible to nominate a fellow Council member.



Review by Nominations Sub-Committee

- 5.1 Once the nomination period has closed, the Nominations Sub-Committee will review submissions to verify candidates meet the eligibility criteria.
- 5.2 The Nominations Sub-Committee will notify any candidates who do not meet the eligibility criteria privately.
- 5.3 An approved list of nominees, along with their statements, will be forwarded to all Council members at least five days before the Council meeting at which the election is scheduled to take place.

Voting and Results

- 6.1 The election will be held in camera.
- 6.2 In the event that only one nomination is received that meets the eligibility criteria, the nominee may be certified by the Nominating Committee to have been elected by acclamation.
- 6.3 All Council members are eligible to vote, including the Chair, Chair-Elect and nominees.
- 6.4 Each Council member is allowed one vote. There will be no opportunity for advance voting or to vote by proxy.
- 6.5 A secret ballot will be administered by the CEO/Registrar or their delegate, who shall act as returning officer for the election.
- 6.6 The CEO/Registrar will act as the scrutineer.
- 6.7 Where voting occurs electronically, the results of the electronic vote will be tabulated automatically.
- 6.8 In the event of a tie, the outcome will be determined by flipping a coin.
- 6.9 The Council Chair will communicate the results of the vote to nominees privately before announcing the results with all Council members.
- 6.10 The Council Chair will announce the results to Council before the end of the meeting.