



Governance and Policy Manual

THIS MANUAL COVERS THE GOVERNANCE STRUCTURE, ORGANIZATIONAL
FRAMEWORK, POLICIES AND PROCEDURES THAT SHAPE THE DIRECTION AND
OPERATIONS OF IPAC MANITOBA

MANITOBA REGIONAL GROUP GENERAL BY-LAW

WHEREAS: a decision to apply for establishment of a Winnipeg Regional Group of The Institute of Public Administration of Canada was made at a meeting of members of the Institute in Winnipeg on the twentieth day of June, 1961, and the said Group was established in due course by the Council of The Institute of Public Administration of Canada; and

WHEREAS: it is deemed advisable to prescribe rules for the conduct of the affairs of the Winnipeg Regional Group of The Institute of Public Administration of Canada; and

WHEREAS: a decision to change the name of the Winnipeg Regional Group to the Manitoba Regional Group was ratified at the June 19, 1991 Annual meeting;

NOW THEREFORE: be it enacted by the Members of the Manitoba Regional Group of the Institute of Public Administration of Canada:

BY-LAW RESPECTING PROCEDURE AND PURPOSE OF THE MANITOBA REGIONAL GROUP

1. Objective

The purposes and objectives of the Manitoba Regional Group of The Institute of Public Administration of Canada (hereinafter called the "Group") shall be aligned with those of The Institute of Public Administration of Canada.

2. Membership

- a) Every person who is a member in good standing of any class of membership of The Institute of Public Administration of Canada, shall be entitled to be a member of the Group, to attend meetings of the Group, and to participate in its activities. Members shall be eligible to be an officer or other member of its board and to vote upon any matters laid before the members of the Group for a decision in that matter, including the election of officers and other members of the board.
- b) The membership year corresponds to the calendar year ending December 31st.

3. IPAC Manitoba Board

The general management of the business of the group shall be carried out and transacted by the Board.

4. Officers and Directors

The IPAC Manitoba Board shall be constituted as follows:

- a) The following shall be elected for a two-year term by the members of the Group at an Annual General Meeting to be held no later than March 31st:
 - A Chairperson, or two co-chairs;
 - A Vice-Chairperson, or two co-vice-chairs.
- b) The following shall be elected annually by the members of the Group at an Annual General Meeting to be held no later than March 31st each year:
 - A Treasurer;
 - A Secretary;
 - Between eight and twelve members of the Group, to be known as Directors.
- c) The immediate Past Chairperson, any member from the Manitoba Regional Group on the IPAC National Board, and the Regional Representative on the Regional Group Council shall be members *ex-officio*, with the same voting privileges as elected members.
- d) The board may also periodically invite members to sit in an *ex-officio* capacity (without voting rights) where the board deems it beneficial to the operations of the regional group.

5. Operations of Board

- a) The Board is responsible for the following:
 - Furthering the purposes and objectives of the Group;
 - Arranging such programs and calling such meetings of the members of the Group as are necessary to transact the business of the Group; and
 - Appointing a member of the IPAC Manitoba Board as Regional Representative to the Regional Group Council by April 1st each year.
- b) The term of the incoming Regional Representative becomes effective at the meeting of the incoming Regional Group Council held during the next ensuing National Conference.
- c) The Board shall arrange a program of meetings to consider ongoing business, subjects of interest to public administrators generally and members of the Group in particular. Such meetings shall be held monthly where possible and no less frequently than bi-monthly, excepting the months of July, August and December (unless otherwise agreed to by the IPAC Board). The program year ends March 31st usually culminating with the program at the Annual General Meeting.

- d) The Board shall meet at a minimum on a monthly basis, except for summer and in December, at such time and place as is agreed upon by Committee members and as such additional times during the year as are:
 - Deemed necessary by the Chairperson, or
 - Requested by a quorum of the members of the Board.
- e) A quorum for meetings of the IPAC Manitoba Board shall be five members of the Group.
- f) Meetings, including the Annual General Meeting, may be held in person, virtually, or a combination of both. The decision is made by the Board, respecting the needs of members.

6. Agenda

The Board, or one of its officers so designated (typically the Secretary), shall prepare an agenda in advance of each meeting of the members of the Group or of the Board, and that agenda shall govern the order of business conducted at the meeting.

7. Chairing of Meetings

The Chairperson, or in their absence the Vice-Chairperson or Past Chairperson, or in the absence of all three a member selected by the members present at the meeting, shall preside over all meetings of the members of the Group or the Board.

8. Recording of Minutes

The Secretary, or in their absence a member selected by the members present at the meeting, shall act as Secretary of all meetings and of the Board, and they shall prepare the minutes of the meetings.

9. Approval of Minutes

The Secretary shall maintain a minute book, and the minutes of one meeting shall be presented to a subsequent meeting of the Board. Such meetings shall be approved, with or without amendment, at the meeting at which the minutes are presented.

10. Financial Management

The Treasurer shall receive and account for all funds paid to the Group, and all such funds which are not required for immediate expenditure shall be deposited or invested in an account or investments in the name of the Group in a chartered bank, trust company, or credit union convenient to the Treasurer.

Signing Authority

Cheques drawn on the account referred to in section 10 shall be signed on behalf of the Group by any two of the Chairperson, Vice-Chairperson, Secretary, or Treasurer.

11. Financial Statements

- a) The business year of the Group corresponds to the fiscal and program year ending March 31st.
- b) A financial review of the Manitoba Regional Group's financial statements shall be prepared and submitted by the Treasurer for approval by members of the Group within three to six months of the March 31st year end.

12. Nominating Committee

There shall be a Standing Committee of the Group to be known as the Nominating Committee, which shall consist of three members, one of whom shall be the immediate Past Chairperson, who shall act as chair of the Committee formed from among the members of the Group other than the Board. The Nominating Committee shall prepare a written list of nominees for each of the four Officers and between eight and twelve Directors of the Board for election at the Annual General Meeting.

13. Elections

- a) The election referred to in section 4 shall be conducted in its entirety by the chair or other member of the Nominating Committee.
- b) The election shall be conducted in accordance with the procedure established in Schedule "A" to this by-law.

14. Duration of Office

Those persons who are the officers and members of the Board at the time of the prescription of these rules and regulations shall continue to be the officers and members of the Board until others are elected in their stead.

15. Eligibility for Election

Each of those persons who is a member of the Board shall be eligible to be nominated for election as an Officer or Director of the Board whenever an election is held.

16. Vacancy

If for any reason a vacancy occurs among the Officers, the remaining members of the Board may designate one of the members of the Group to fill the vacancy in an "acting" capacity until the next Annual General Meeting.

17. Appointment of Financial Reviewer

The Board shall appoint an accountant, who shall examine the accounts maintained by the Treasurer during the business year of the Group, and shall review the financial statements submitted to the members by the Treasurer in accordance with Canadian generally accepted standards for review engagements.

18. Voting

Voting upon any matter at any meeting of the members of the Group, other than voting for the election of Officers and Directors of the Board, shall be by way of a show of hands for or against the motion, at the call and count of the Chairperson; but if in the opinion of the Chairperson or of the meeting a matter to be decided is of a kind which should be decided by secret ballot, the Chairperson shall arrange for secret balloting to take place.

19. Participation of Chairperson and Secretary

The Chairperson and Secretary of a meeting at which any motion is to be dealt with pursuant to section 19 shall be entitled to speak and vote upon the motion in the same manner as all of the other members present at the meeting.

20. Majority Decisions

A simple majority of those voting shall carry any motion which is dealt with pursuant to section 19, but if an equal number of votes is cast for and against the motion, the Chairperson shall declare that the motion has not carried and is therefore lost.

21. Notice of Meetings

A notice of any meeting of the members of the Group or of the Board shall be given to the members at least one week in advance of the date fixed for the meeting

22. By-law Revisions

These rules and regulations may be amended, added to, or otherwise changed at any meeting at which the annual election of Officers and Directors of the Board is to take place, provided that the member who wishes to propose the amendment, addition, or other change has delivered to the Secretary, at least one month prior to the meeting, written notice of the member's intent and of the proposed motion, and provided further that such written notice is also signed by another member seconding the motion.

23. Notice of By-law Revisions

A copy of each of any proposed motion filed with the Secretary pursuant to section 23 shall be included with each notice given for the purpose of calling the meeting at which the annual election of Officers and Directors of the Board is to take place.

24. Order of Proceedings for By-law Revisions

Motions for the amendment of, additions to, or other changes in these rules and regulations shall not be dealt with by the Chairperson of the meeting at which the annual election of Officers and Directors of the Board is to be held, until after the election has taken place.

25. Quorum for Elections

A quorum at any meeting of the members of the Group, at which the annual election of Officers and Directors of the Board is to be held, shall be any ten members of the Group present at the time at which the meeting has been called to order; but if there is no such quorum, the meeting shall be deemed to have been postponed for a period not exceeding one month, subject to the call of the Board by way of notice given pursuant to section 22.

26. Continuity of Office

Until the meeting and annual election have taken place, all Officers and Directors of the Board shall continue to hold their respective offices and appointments and shall discharge their duties and responsibilities until successors are elected.

27. Removal from Board

- a) Should a member of the Board miss three consecutive meetings in one year without sufficient cause, the member may be removed from the Board by a vote of two-thirds of the Board (see p. 14).
- b) Should a Board Member be found to have acted in bad-faith or in a manner unbecoming a Board Member (see p. 13-14), the member may be removed from the Board by a vote of two-thirds of the Board. A Board Member subject to a vote of withdrawal of Board membership shall be notified in writing 14 days prior to the vote. The affected Board Member will have the opportunity to respond in person or in writing prior to the scheduled vote.

28. Effective Date

These rules and regulations, as well as any amendments, additions, or changes to them, shall come into force and effect immediately upon approval by the members of the Group at an Annual General Meeting.

As of June 14, 1994, with amendments March 11, 2013, March 21, 2017, March 27, 2018 and March 25, 2021.

SCHEDULE "A"

1. Scrutineers

The chair or other member of the Nominating Committee conducting the election shall designate any two members present at the meeting to act as scrutineers for the elections which are about to take place.

2. Separate Elections

The election of each of the four Officers and of the eight to twelve Directors of the Board shall take place separately, thereby causing five separate elections; and each such election shall be completed and the results announced to the members present at the meeting before proceeding with the next election.

3. Sequence of Election

The sequence of the separate elections referred to herein shall be as indicated in the list of Officers referred to in section 4.

4. Call for Nominations

The chair or other member of the Nominating Committee conducting the election shall announce to the meeting which of the said five elections is to take place and call for the nomination of candidates.

5. Acceptance of Nominations

Each nomination shall be duly moved and seconded; otherwise, the chair or other member of the Nominating Committee conducting the election shall declare that the nomination shall not stand.

6. Participation by Electoral Officers

The Chairperson, the Secretary, and the scrutineers of the meeting at which elections are being held may be nominated for election, may nominate, and may second the nomination of other members for election.

7. Presence of Nominees

It shall not be necessary for a member who is nominated for election to be present at the meeting at which the elections are being held.

8. Assurance of Agreement to Stand as Nominee

Each member who nominates a member not in attendance at the meeting to be an Officer or

Director of the Board shall be required to assure the members present that the person nominated has agreed, if elected, to undertake all of the duties and responsibilities of the office or capacity for which he/she has been nominated.

9. Acclamation

If only one member is nominated for each of the four offices to be filled, or if no more than twelve members are nominated to be Directors of the Board, the chair or other member of the Nominating Committee conducting the election shall declare that the person or persons so nominated has or have been elected by acclamation.

10. Secret Ballot

If an election is not decided by way of acclamation, and if a vote of the members is necessary to decide which candidates are to be elected, the voting shall take place by secret ballot cast by the members present at the meeting.

11. Voting Procedure

The ballots to be cast by members shall consist of suitable pieces of blank paper, or if the meeting is held virtually, through a secure means the chair deems appropriate. One ballot (virtual or physical) shall be distributed by the chair or other member of the Nominating Committee conducting the election to each member wishing to cast a vote.

12. Spoilt Ballots

When the balloting is for election of the four Officers of the Board, the member who is casting a vote shall indicate only the name of the candidate whom they desire to be elected to each office; otherwise, the ballot shall not be valid and shall not be counted. When the balloting is for election of the eight to twelve Directors of the Board, the member who is casting a vote shall indicate names of the candidates whom they desire to be elected to office; if more than the required number of names is indicated, it shall not be valid and shall not be counted.

13. Determination of Results

After the chair or other member of the Nominating Committee conducting the election has allowed a reasonable period of time for the marking of ballots, the scrutineers shall be required to collect them, shall count the number of votes cast for each candidate, shall tabulate the results, and shall submit to the chair the names of the successful candidates. The chair shall then announce the results of the election.

14. Tie-breaking

If the scrutineers report to the chair or other member of the Nominating Committee conducting the election that two or more candidates for election have received an equal number of votes and that the election has thereby not been decided, the chair shall cause

another ballot to be taken with respect to only those candidates who have received an equal number of votes. If after that ballot the number of votes cast is still equal for two or more candidates, the names of these candidates shall be written on separate pieces of paper, which shall all be placed in a container from which the chair shall draw one of the slips of paper. The candidate whose name is written thereon shall be declared elected.

March 2021

INTRODUCTION

The purpose of this guide is to provide a basic framework and general guidelines that describe the roles and responsibilities of IPAC's Board of the Manitoba Regional Group. In particular, the guide is designed to assist the IPAC regional group with:

- Recruiting and selecting representatives to serve as members of the Board; and
- Orienting directors to their roles as Board members.

The guide includes references to, and summaries of, information from IPAC Manitoba's by-laws and other documents. Be sure to refer to the source document, in particular the by-laws, when specific information or detail is required.

BACKGROUND

Section 4 of the by-laws states that the Board shall be constituted as follows:

- a) The following shall be elected from the membership annually at the Annual General Meeting to be held no later than March 31st each year:
 - A Chairperson;
 - A Vice-Chairperson;
 - A Treasurer;
 - A Secretary; and
 - Between eight and twelve members of the Group, to be known as Directors.
- b) The immediate Past Chairperson, any member from the Manitoba Regional Group on the IPAC National Board, and the Regional Representative to the Regional Group Council shall be members *ex-officio*, with the same voting privileges as elected members.
- c) The board may also periodically invite members to sit in an *ex-officio* capacity (without voting rights) where the board deems it beneficial to the operations of the regional group.

The Board is the legal authority for the Institute of Public Administration of Canada (IPAC) Manitoba Regional Group. As such, it is key that all members adhere to the requirements of their position and commit to the responsibilities entrusted to them by the membership.

Directors-at-large, Treasurer and Secretary serve a one-year term, while the Chair, Vice-Chair and Regional Representative to the National Board serve two year terms. Directors-at-large may be appointed by the board to achieve sectoral balance, reflect member

diversity, ensure succession planning, or establish new partnerships and sources of assistance. Both members-at-large and *ex-officio* members bring valuable expertise and perspectives to the board, and provide opportunities to strengthen relationships that support IPAC's purposes and objectives.

All Board members, including SAMPA representatives and *ex-officio* members, have voting privileges and five members of the Executive constitute a quorum.

Pursuant to section 5a of the by-laws, The Board is responsible for the following:

- Furthering the purposes and objectives of the Group;
- Arranging such programs and calling such meetings of the members of the Group as are necessary to transact the business of the Group; and
- Appointing a member of the Board as Regional Representative to the Regional Group Council by April 1 each year.

In addition, the Board is responsible for the general management of IPAC, including responsibility for assets, income and the rules and procedures for the board. The powers and duties also include the following:

- a) Select officers of IPAC Manitoba and add additional members;
- b) Assign duties and delegate duties to officers;
- c) Appoint standing or special committees;
- d) Receive, consider and approve the annual budget;
- e) Make expenditures to carry out the objectives and purposes of the IPAC Manitoba;
- f) Encourage membership in IPAC
- g) Enlist the services of any members to assist in the execution of any of its duties;
- h) Fill any vacancies ; and
- i) Make necessary arrangements for the Annual General Meeting, any special general meeting and the National conference, when it is held in Manitoba

Two continuing focuses of Board activity are the following:

1. Ensuring that IPAC Manitoba successfully achieves its purposes and objectives, and preparing for the future; and
2. Pursuing continuous improvement of IPAC Manitoba's programs, services and operations.

FULFILLING THE "JOB" OF AN BOARD MEMBER

There are many rewards and satisfactions from serving as a member of the Manitoba Regional

Group Board. However, it is important have a realistic picture of the "job".

There are usually nine Board meetings each year: one per month, except during the months of July, August and December (unless otherwise agreed to by the Board). In addition, each Director is encouraged to serve on one or more committees which require work and active participation.

Between formal Board and committee meetings, there is usually work to be done. This may involve tasks such as planning events, following up on committee activities, and discussing ideas or corresponding with other Board members.

For years where a National or Regional Conference is being held in Manitoba, there may be additional expectations. See Appendix for details.

GENERAL RESPONSIBILITIES OF BOARD MEMBERS

This section may assist new Board members to become oriented to some general or generic responsibilities and expectations of serving on a governing board, such as Board. Powers and duties of the IPAC Board are basically defined in the by-laws, and the by-laws allow the Board to define specific rules and procedures for conducting business and Board meetings, to establish committees, and so on.

Trusteeship

The most important responsibility of an Board is *trusteeship*. Board members do not represent themselves. They are trustees for the organization's membership. In private sector organizations, this implies safeguarding the assets of stockholders. While no stockholders exist for a volunteer organization or society, there is a similar obligation. For an organization like IPAC, this accountability ensures the quality of the policies, programs and services that are provided to, or on behalf of the members.

An Board member is a trustee responsible for any funds that the organization raises, accepts and disburses. If mismanagement or losses occur, Board members are accountable and cannot claim ignorance of the transactions or claim that they were unaware of the implications of their actions. Board members are legally obligated to exercise judgment that reasonable prudent people would exercise over their own fund. Board members placed in a position of trust are *fiduciaries*. A *fiduciary* is an individual (or corporation or association) that has a duty to act for any other's benefit in a specific area of responsibility. Therefore, fiduciary duties include the proper use, management or investment of property and other assets placed in the fiduciary's trust.

The Effective Board Member

Under common law and legal precedents, the principle of the reasonable prudent person is

used as the standard for judging the behaviour of others in similar situations. In general, this means that:

Board members or directors are people who discharge their duties in good faith, with the degree of diligence, care and skill that an ordinary prudent person would exercise under similar circumstances in like positions.

In addition to being a *reasonable prudent person*, a Board member must act *in good faith* in carrying out board duties. The principle of *good faith* is important and means that Board members should:

- Have a thorough knowledge of the duties and provisions of the governing by-laws;
- Avoid any semblance of self-dealing, enrichment or conflict of interest;
- Ensure that policies, practices and decisions of the Board are recorded in writing; and
- Attend Board meetings, or have a valid reason if unable to attend.

To ensure effective operations, all positions on the Board have the following requirements:

- Commitment to the work of the organization;
- Knowledge and skills in one or more areas: Board governance, member services, policy, finance, research, and awards;
- Willingness to serve on at least one committee and actively participate;
- Regular attendance at Board meetings. Any member who cannot commit to regular meeting attendance, either by phone or in-person, will be deemed ineligible for Board membership after three missed meetings without cause;
- A time commitment of approximately five hours per month, (includes Board preparation, meeting and committee meeting time). This may vary when Executive members chair sub or ad hoc committees; prepare for events or hold roles as Chairperson, Vice-Chairperson, Secretary or Treasurer;
- Attendance at the Annual General Meeting;
- Be informed of and publicly support the services provided by IPAC; and
- Prepare for and participate in the discussions and the deliberations of the Board.

Other requirements and specific duties are noted in the following pages, and in the Appendix.

IPAC MB Executive

The IPAC Manitoba Executive is made up of the Chairperson, the Vice-Chairperson, the

Secretary, and the Treasurer. The Executive meets at minimum once per month to discuss current IPAC topics, priorities, and items, and to plan the monthly meetings and agendas of the IPAC Manitoba Board

CHAIRPERSON

QUALIFICATIONS/SKILLS:

Completed at least two years of Board membership term and able to assume the role for a two-year term.

MAJOR DUTIES:

- Chairs and provides leadership and direction to the Board;
- Chairs the monthly Executive meeting;
- Leads the establishment of overall long and short term goals, objectives and priorities for the Manitoba Regional Group of IPAC in meeting the needs of the public administration community;
- Acts as the primary spokesperson for the Manitoba Regional Group of IPAC to the media and community at large and liaises with the National Group as appropriate;
- Prepares a Chairperson’s portfolio report to be included in the Annual Report;
- Oversees the preparation of the Annual Report, including the consolidation of the individual portfolio reports;
- Is a signing authority on behalf of the Board for financial and legal purposes;
- In conjunction with the Board, provides guidance and leadership;
- Provides leadership to the Director of Communications on content updates for the website; and
- Adheres to general duties outlined in the Board member job description.

VICE-CHAIRPERSON

QUALIFICATIONS/SKILLS

Completed at least one year of Board membership term and able to assume the role for a two-year term.

MAJOR DUTIES

- Participates in the establishment of overall long and short term goals, objectives and priorities;
- Leads planning for regional conferences;
- Prepares a Vice-Chairperson’s portfolio report to be included in the Annual Report (optional);
- Fulfills Chairperson position in the absence of the Chairperson;
- Is a signing authority on behalf of the Board for financial purposes; and
- As required, prepares updates for the website for approval.

IMMEDIATE PAST CHAIRPERSON

QUALIFICATIONS/SKILLS

Once the two-year term as Chairperson expires, the member assumes the role of immediate past chairperson with specific responsibilities such as:

MAJOR DUTIES:

- Chairs the Board Nominating Committee in preparation for the annual general meeting;
- Participates in monthly Board meetings as well as in meetings to establish overall long and short term goals, objectives and priorities; and

Represents the Manitoba region on the Regional Group Council, unless the Board names another representative;

TREASURER

QUALIFICATIONS/SKILL

Given the nature of the position, it is important that the Treasurer have the ability to prepare, read, understand and interpret financial statements

MAJOR DUTIES:

- Develops an annual budget, with the assistance of the other members;
- Prepares monthly updates to the budget to present at the regular Board meetings;
- Acts as a signing authority on behalf of the Board for financial matters;
- Deposits revenues and prepares expense payments in a timely manner;
- Prepares financial statements at year-end and works with the appointed financial reviewer to ensure financial statements are presented to the Board on an annual basis;
- Prepares a Treasurer's portfolio report to be included in the Annual Report;
- Presents the financial statements within six months of the Annual General Meeting and moves for their adoption;
- Calls the motion at the Annual General Meeting to appoint the accountant for the year-end financial review;
- Participates in the establishment of overall long and short-term goals, objectives and priorities in meeting the needs of the community;
- Acts as a resource to other committees.

SECRETARY

QUALIFICATIONS/SKILLS

- Prepares and distributes documents for Board meetings and for the Annual General Meeting;
- Presents by-law amendments at the Annual General Meeting and moves their adoption;
- Plans and communicates the Annual General Meeting;
- Prepares a Secretary's portfolio report to be included in the Annual Report (optional);
- Acts as a signing authority on behalf of the Board for financial purposes;
- Participates in the establishment of overall long and short-term goals, objectives and priorities;
- Manages electronic storage of historical documents for IPAC Manitoba Board, including meeting agenda, minutes Board; and
- Maintains/updates contact lists for all IPAC Manitoba Board members.

DIRECTOR – SERVICE-TO MEMBERS

MAJOR DUTIES:

- Develops and executes a Service-to-Members strategy;
- Maintains and keeps current the membership distribution list;
- Provides regular reports to the Board on the membership of the regional group;
- Prepares annual membership report and plan for the National Board;
- Prepares a Service-to-Members' portfolio report to be included in the Annual Report;
- Establishes overall long and short-term goals, objectives and priorities for IPAC in meeting the needs of the community; and
- Ensures the Steering Committee has access to membership during absences.

DIRECTOR – UNIVERSITY RELATIONS

QUALIFICATIONS/SKILLS:

The Director of University Relations shall be a faculty member in the Department of Political Studies at the University of Manitoba or the Department of Politics at the University of Winnipeg. Whenever possible, a faculty member with teaching responsibilities or research interests in the area of Public Administration shall serve as Director.

MAJOR DUTIES:

- Acts as a liaison between IPAC and the Joint Masters of Public Administration Program, conveying events and information to each on behalf of the other;
- Serves as Chairperson of the Student Awards Committee including the administration of the annual Willard J. Condo Award competition (responsibilities for which consist of advertising the contest, convening a Judging Committee, coordinating entries, conveying the results to the Board, and assisting the Director - Programs in organizing the Awards Presentation)

- Prepares a University Relations portfolio report to be included in the Annual Report;
- Administers the Public Sector Management Certificate Program Award;
- Liaises with the Canadian Association of Programs in Public Administration (CAPPA) to coordinate CAPPA awards and conference attendance (if required); and

DIRECTOR - PROGRAMS

MAJOR DUTIES:

- Chairs the Program Committee to plan and organizes a series of events that provide networking and learning opportunities for IPAC members, and encourages participation by public servants at large;
- Coordinates activities and events with organizations which have similar goals and mandates as IPAC, e.g. the Financial Management Institute and the Federal Managers Network;
- Prepares a Programs portfolio report to be included in the Annual Report;
- Participates in the establishment of overall long and short-term goals, objectives and priorities; and

DIRECTOR – LIEUTENANT GOVERNOR’S AWARD

The Lieutenant Governor’s Award is an annual award, which solicits nominations throughout the public service in Manitoba. This is a major event and is coordinated with the Lieutenant Governor’s office, the City of Winnipeg and the Province of Manitoba.

MAJOR DUTIES:

- Communicates extensive call for nominations;
- Proposes changes to nomination criteria and process for Board approval;
- Establishes a Selection Committee;
- Accepts nominations and prepare and distribute material for the Selection Committee;
- Chairs the Selection Committee meeting;
- Liaises with the offices of the Lieutenant Governor, the Premier of Manitoba and the Mayor of Winnipeg to host and/or participate in the award ceremony;
- Liaises with the recipient;
- Emcees the award ceremony;
- Participates in the establishment of overall long and short-term goals, objectives and priorities;
- Prepares a Lieutenant Governor’s award portfolio report to be included in the Annual Report; and

DIRECTOR -COMMUNICATIONS

MAJOR DUTIES:

- Coordinates information sharing between the Board and its membership via newsletters, the website, blogs, social media etc.;
- Coordinates updates of the Manitoba Region website and social media channels;
- Supports marketing and communication activities for the Lieutenant Governor’s Award of Excellence, IPAC forums and events;
- Participates in the establishment of overall long and short-term goals, objectives and priorities;
- Prepares a Communications portfolio report to be included in the Annual Report; and
- Provides general communication support for the Board.

DIRECTOR – NEW PROFESSIONALS (INCITE)

MAJOR DUTIES:

- Ensures regional IPAC events and activities are relevant to new professionals, offering new professionals opportunities for meaningful involvement and development;
- Coordinates activities with the established new professional networks within various orders of government;
- Participates in the national IPAC network of new professionals;
- Prepares a New Professionals’ portfolio report to be included in the Annual Report;
- Participates in the establishment of overall long and short-term goals, objectives and priorities; and

BOARDE MEMBER –DIRECTOR

MAJOR DUTIES:

- Governs IPAC Manitoba by the broad policies developed by the Board;
- Participates in the establishment of overall long and short term goals, objectives and priorities to meet the needs of the public administration community;
- Recommends policy to the Board;
- Promotes membership through community networking, etc.;
- Is accountable for the services provided and funds expended;
- Monitors and evaluates the effectiveness of IPAC through a regular review of programs and services;
- Is accountable and seeks nominations for election to the Board when appropriate;
- Prepares for and participates in the discussions and the deliberations of the Board; and
- Fosters a positive working relationship with other members.

REGIONAL REPRESENTATIVE TO THE REGIONAL GROUP COUNCIL

Regional groups are essential to the health and effectiveness of the national organization and

to IPAC's roles in promoting the profession of the public servant. For the national body to be credible and to maintain the influence and prestige necessary to meet its objectives, it must have strong representation in all regions of Canada. IPAC's success and effectiveness are directly dependent on the strength of regional groups, their size and numbers, and the kinds of programs they present in their regions.

A sound relationship based on trust, respect and good communication must exist between the national body and the regional groups at all times. It is here that the Regional Group Council Director, selected by each regional group, has significant roles and responsibilities.

Therefore, the essential framework for the work of the Regional Group Council Director is twofold: to represent the regional group, and to perform the duties of a Regional Group Council Director.

With respect to the autonomy of regional groups over their activities and to differing regional needs and expectations, the roles of these directors will be defined in large part by the regional groups that they represent.

MAJOR DUTIES:

As noted, this role is twofold, with responsibilities to the Regional Group Council as well as the Board. This role will typically rest with the Past Chair.

Roles and Responsibilities as Representative of Manitoba on the Regional Group Council:

The Regional Group Council Director representing a regional group should:

1. **Represent the views and needs of the region to the Regional Group Council.** Regional groups have a high degree of independence and diverse interests, needs and views. In many respects, each group mirrors the characteristics of the region so that IPAC, as a national organization, may best be viewed as a microcosm of the Canadian public administration culture. To ensure that individual region's interests and needs are brought before the national body, each Regional Group Council Director must act as a powerful advocate for the group.
2. **Maintain communications between the regional group and the Regional Group Council.** This includes:
 - Sharing information on opportunities for participation in various programs, events and international activities;
 - Ensuring, whenever possible, that groups participate in national programs such as national awards, conferences/forums, awards for regional members, securing provincial/territorial grants, visits arranged by national office, and cooperation with other groups;
 - Ensuring the national office is informed about regional programs and activities such as luncheon meetings, conferences and special events; and
 - Negotiating and finding new ways to resolve communications problems or competing

interests that may arise between regions and the national office, or among regions.

3. **Share regional innovations and activities with other regions.** Regional groups can benefit greatly from one another's ideas and innovations. Regional Group Council Directors should share successful regional initiatives with other regions, and take ideas back to their own region.
4. **Assist the Regional Group Director, Service-to-Members in working with the national office.** The Regional Group Council Director can help the responsible regional group officer(s) to maintain membership and encourage new memberships. This requires close cooperation and coordination with the national office, which provides central support services such as collecting annual dues, maintaining membership lists, and coordinating mail-outs to regional groups and members-at-large. Membership activities can be easier and more successful when combined with Regional Group Council Director's efforts and coordinated with national office services.
5. **Provide for continuity.** The Regional Group Council Director should:
 - Ensure that the regional group and potential board members understand the roles and responsibilities of Regional Group Council; and
 - Orient and coach a new Regional Group Council Director on rules, procedures, duties, and the traditions and values of IPAC as a whole.
6. **Report on activities to the regional group's AGM (AGM).** The Regional Group Council Director is accountable to the regional group that selected the director. The Regional Group Council Director should report formally to the regional group membership on activities and actions for the past year at their AGM.

The National Director representing Manitoba at Regional Group Council should:

1. **Represent the views and needs of the national Board of Directors to the regional group executive and membership-at-large.** The national body reflects IPAC's overall objectives, needs and views related to public administration in Canada, and must distil regional views into a broader whole. The Board of Directors may, therefore, establish policies which conflict with strongly held regional positions. Board members selected by regional groups help shape national objectives and policies. These directors have important responsibilities to ensure that the national objectives are understood by regional membership, and to find room for compromise when conflicts arise.
2. **Understand fully the objectives and by-laws of IPAC.** Every Board member must be knowledgeable about IPAC's objectives, by-laws and national program initiatives. Board members must be clear on the terms of reference and accountability of the board, recognizing that their participation as a director may sometimes be "at odds" with specific regional or sectoral interests and needs.

3. **Prepare for, attend and participate in meetings of the Board and assigned committees.** As noted, board and committee meetings usually take place three times per year and other related work is often required between scheduled meetings.
4. **Prepare a National Representative's portfolio report to be included in the Annual Report.**

APPENDIX – IPAC NATIONAL CONFERENCE

For years prior to the year in which IPAC Manitoba hosts the IPAC National Conference (ex: 2007, 2019), expectations may be different for Board members. The Conference is usually planned over the 2-3 year cycle prior to the scheduled date. For full details, please consult the IPAC Conference Memorandum of Understanding.

In some cases, there may be an expectation that the Director on the IPAC Board responsible for a particular portfolio takes on a co-chair role for that portfolio on the Conference Organizing Committee - a separate, ad-hoc entity which may be initiated up to two years prior to the Conference. Roles and relative responsibility can be determined as the Board and Conference Committee work together.

Conference Planning

Lead: Chair, Conference Organizing Committee

Responsible for:

- Co-lead to determine the general theme of conference program
- Local arrangements in support of the conference
- Establishment of Conference Committee structures and member composition, including identification of Honourary Chair and/or Advisory Board of senior leaders
- Management of conference work plan and staging
- Management of outreach to host governments (federal, provincial, municipal) for conference support (in securing in-kind contributions and/or funding)
- Secure, with the support of IPAC National, a conference project manager (if required), who is a volunteer or is seconded from government.
- Promotion of Conference through host governments and news media
- Production of conference reports and updates for Board of Directors meetings
- Liaison with IPAC National on Conference MOU and reporting
- Attendance at the preceding national conference to present promotional materials,

budget and program regarding the conference to be hosted, for National Board approval

Logistics

Lead: Chair, Logistics Committee

Responsible for:

- Administrative support required to stage the conference
- Management of Communications & Marketing in collaboration with IPAC National
- Co-management of logistics, including onsite/offsite facilities, onsite registration desk, etc.
- Management of social activities
- Administration of Conference Volunteers
- Co-management of surveys (delegates, presenters, sponsors/exhibitors, etc).

Programming

Lead: Chair, Program Committee

Responsible for:

- Co-lead in determination of conference theme(s) integrating IPAC's Strategic Plan and guidance from Board of Directors (to be approved by Board)
- Program agenda development in collaboration with IPAC National
- Determination of conference model/template
- Speaker management in collaboration with National

Finance

Lead: Treasurer or Chair of the Finance Committee

Responsible for:

- Working with IPAC National to develop a budget to be approved by the Board.
- Determination of conference registration fees, in collaboration with National Finance Director and approval by Board of Directors.
- Co-management of expenses, ensuring all vendor invoices and contracts are sent to IPAC National finance for processing.

Sponsorship

Lead: Chair, Sponsorship/Fundraising Committee

Responsible for:

- Liaison with Lead, Member and Partner Support
- Development of National & Local Partnership Strategy to secure funding (in collaboration with National lead)
- Aid IPAC National in securing local exhibitors at cost.

Digital & Communications/Promotion

Lead: Chair, Communications & Marketing Committee

Responsible for:

- Development of communications & marketing plan, including social media strategy (in collaboration with IPAC National)
- Development of conference branding and website in collaboration with IPAC National Digital Officer
- Promotion of the conference in collaboration with IPAC National
- Administration of publication of printed conference program in both official languages

Volunteer Services

Lead: Chair, Volunteer Services Committee

Responsible for:

- Recruitment of all volunteers (general and specific)
- Overall management and orientation for volunteers
- Development of volunteer management and orientation plans
- Administration of Conference Volunteers

IPAC MANITOBA CODE OF CONDUCT¹

This Code of Conduct for the Board reflects the application of best practices in relation to the proper governance of IPAC. The Code supports IPAC's role as Canada's leading professional organization dedicated to promoting excellence in public administration and confirms the organization's expectations of Directors.

Members of the Board shall discharge their duties in a professional and efficient manner to the best of their abilities and with due diligence.

Where a Member of the Board - using their best judgement - comes to the conclusion that they may have a conflict of interest (perceived or real) with regard to a decision to be taken by the Board, they shall immediately declare it to the Chairperson and shall recuse themselves from the deliberations and voting.

Members of the Board will respect their fiduciary duty, which is a legal obligation to act in the best interest of the organization including:

- A duty of care - exercise prudence and diligence;
- A duty of loyalty - good faith, trust and confidence; and, Non-delegation of duties and responsibilities.

In support of IPAC's goals and objectives, members of the Board shall discharge their IPAC-related duties in keeping with IPAC's [Statement of Principles](#).

The Chairperson of the Board shall supervise adherence to this Code of Conduct. In the absence of the Chair or in the case where the Chair may be involved in a perceived or real violation of this code, responsibility is delegated to the Immediate Past Chairperson.

All Members of the Board shall review this Code of Conduct annually, including any new members who may assume office.

Last Review: February 09, 2021

¹ The Code of Conduct is also applicable to members of Committees established by the Board.

IPAC MANITOBA COMMUNICATIONS POLICY

Purpose and Background:

IPAC Manitoba maintains various channels for communication (see Appendix A), including email, the website, and social media. Given regular changes in board membership and regular collaboration between board members, many people may have access to different communications channels.

The purpose of this document is to provide guidelines for IPAC Manitoba's use of communications channels, including who should have access and what type of content should be shared.

Procedure and Roles:

- Use of IPAC Manitoba communications channels typically fall within the responsibilities of the Communications Chair. However, it is normal that other board members will play a role in IPAC communications.
- As a default, the Chair of the IPAC Manitoba Board of Directors (BOD) shall have access to all communications channels. Both the Communications Chair and the Chair of the BOD shall have access to username and passwords for communications channels. At the discretion of the Chair of the BOD, log-in information or other access may be shared with other board members as needed.
- The Communications Chair shall be the principally responsible for managing IPAC's social media platforms and the website, including preparing and approving content for distribution. When sending an email to IPAC members, the Communications Chair shall work with the Service to members Chair.
- In the event that different people use communications platforms simultaneously, the Chair of the BOD and the Communications Chair shall work together closely to ensure consistency.
- Following the election of a new Communications Chair, the Chair of the BOD shall ensure that the new member is granted access to social media platforms. An outgoing Chairperson of the BOD will also ensure that the incoming Chairperson has requisite information and access.
- Creation of new IPAC accounts shall be approved by the Chair of the BOD and presented to the board for information at the next meeting. New accounts shall be created as independent accounts, not as adjuncts to the accounts of existing members. This will avoid situations where it is impossible to reset an account because it is linked to a former member's personal account. To the extent possible, all communications channels will be linked to one email: Manitoba@ipac.ca.

Content Guidelines

In using communications channels, board members shall:

- Ensure that they are following IPAC MB's Code of Conduct when using communications channels.
- Use communications to promote IPAC events, solicit interest in volunteering, or promote IPAC affiliated events.
- Ensure consistency of message across platforms (e.g. what is tweeted is also shared on Facebook).
- Share information about events/issues related to public administration and public policy, to the extent that these do not elicit controversy.
- Use their judgement in sharing non-IPAC information. If a message is in doubt, they shall verify it with the Chair of the BOD.
- Be aware of IPAC National's key messages and attempt to align regional communication with those messages.
- If more than one person is using a communication channel, ensure that there is a way of identifying who is responsible for the message.

Last review: February 7, 2019

APPENDIX A – List of current IPAC Manitoba accounts

Email
Website
Wordpress
Twitter
Facebook
Linked In
Dropbox
GC Collab
Eventbrite
Winnipeg Free Press
Survey Monkey
Zoom
Basecamp

Username and passwords for accounts are held by the IPAC Manitoba Chair of the Board of Directors.

IPAC MANITOBA

Honorariums, fees and donations policy

Background:

IPAC Manitoba is a non-profit, volunteer-run organization, with limited revenues. Board members are not remunerated for their participation. In keeping with this reality, the board must exercise fiscal prudence.

Policy

IPAC Manitoba does not provide honorariums, speaker fees, or donations for speakers at events, barring certain exceptions. Participation in IPAC events is a voluntary undertaking aimed at increasing knowledge and improving public administration in Manitoba.

On a case-by-case basis, the IPAC board may approve exceptions to this policy.

Examples of exceptions may include:

- Gifts for Indigenous elders
- Speaker gifts with a nominal value
- Other contributions the board deems appropriate

Events operating on a cost-recovery basis may consider paying a speaker fee, provided the event is cost neutral. Should IPAC Manitoba wish to plan an event requiring a speaker fee (i.e. with a particularly notable professional speaker), cost-recovery should be built into the planning.

Approval Date
February 17, 2021

IPAC Manitoba Land Acknowledgement

IPAC Manitoba is located on ancestral lands of the Anishinaabe, Ininiwak, Anishinninewuk, Dakota, and Dene, and on the homeland of the Métis. We acknowledge the distinct histories of the seven numbered treaties that apply on this land.

We recognize that public administration and public policy have been used as tools of colonialism, and the harm this has caused Indigenous people. We are committed to promoting public administration in a way that advances Reconciliation in a spirit of collaboration with Indigenous people and communities.