



CANADA
4-H Nova Scotia

4-H Nova Scotia Bylaw Update

Town Hall 2

8 July 2021



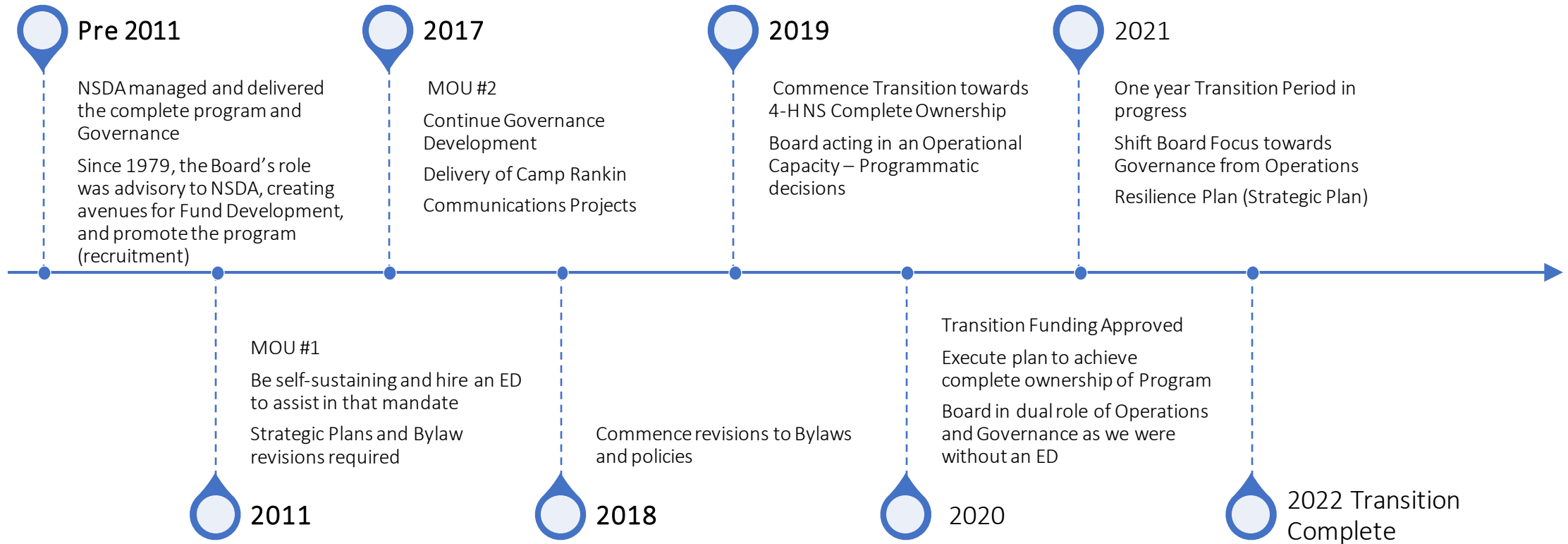
Agenda

- Welcome & Pledge
- Land Acknowledgement
- Agenda
- Introduction of Governance Committee
- Bylaw Development Background
- Submitted Questions
- New Questions
- Next Steps

Governance Committee

- Chair: Matt Boutilier, NS YAC Member
- Vanessa Lentz, Vice President
- Kevin MacEachern, Treasurer
- Carol Tobin, Secretary
- Mila MacLean, President
- Tracy Durkee- Jones, ED, Ex-Officio

Timeline to Today



Development of the Revised Bylaws

- Started in 2018 – based on practices in place at that time, and gaps in 2015 version
- Paused in 2019 to support the Transition Plan Activities
- Results of Transition Plan and Accreditation then informed the contents of the Bylaws
- Review and recommend the most effective Board Structure as part of the Transition Planning Exercise
- Board agreed to plan in September 2020
- Presented notice of motion in November 2020
- Bylaw revisions continued in early 2021

Operations vs. Governance

We are ONE
4-H NS

BYLAWS



Governance Board

- Hire/Fire the ED
- Develop and approve policies
- Make major governance decisions
- Oversee performance
- Ensure ED and Staff are aligned with the mission, vision, and values of the organization
- Serves as external advocate

Operations Team

- Make programmatic decisions
- Make operational/programmatic procedures
- Keep the Board informed and implement the program
- Bring well-documented recommendations and information to the board

Q: Some leaders felt that these town hall sessions and bylaw introductions have been rushed.

- Three town hall sessions provide opportunity for focused consultation and growth
- Current bylaws indicate a 60-day advance notice for a change to bylaws or related item.
- We started with a short introduction on purpose to open the door to discussion and provide a short background of the exercise

Q: What is the approach the Board currently uses for Policy approval? How many new ones have been created since 2016?

- The Board is responsible for adopting all policies for 4-H NS and seeks input from a variety of sources to develop them.
- New policies have been adopted to address such issues as Bullying, and Youth Safety in Nova Scotia. The adopted ones are being published to the website as they are adopted.

Q: There are policies referred to in the document sent out that were perceived as new policies and should be approved at an AGM prior to being part of the new bylaws, is this correct?

- A function of the board is to develop and approve policies
- These are not required to be approved at an AGM, unlike changes to bylaws, which do require approval.

Q: There is new reference to relationships with Clubs and Counties. What does that mean? And why is it included here?

- Previously, the relationship between clubs and counties and 4-H Nova Scotia has been undefined.
- This has led to confusion in the past
- This inclusion acknowledges and formalizes the importance of that relationship.
 - Policies are under review to support this activity

Q: Where did the definition of counties, clubs, or members “in good standing” come from?

- “In good standing” is a common term used by organizations with members to confirm that they are following all the bylaws, policies, and procedures of their organization and they haven't been suspended or in a policy or bylaws related proceeding
- Member: paid provincial council registration fees, registered with a club, and abides by the 4-H NS code of conduct
- Club: has done all the above, and maintains at least two leaders and five members (from 2015)
- County: is compliant with the policies and bylaws

Q: The Board make-up is a lot different than the current one, and much smaller. How do we guarantee regional representation?

- Every director is elected by and for all members, representing the interests of the province as a whole
- Some previous duties assigned to Regional Directors, have been reassigned to the ED, and your RPCs
- There are full time staff dedicated to your regional specifications, and requirements

Q: With this new structure, is there a more rigorous selection process to ensure the best individuals are selected for the job?

- The Nominating and Succession Planning committees will look for gaps in skill and needs and then work to recruit members representative of our community
- The delegates at the AGM are responsible for ensuring appropriate representation

Q: The terms are also longer in this document than they are currently, what is the reason for this?

- An important part of an effective organization is good governance, Institutional memory and wisdom are closely related to this.
- We have realized that a three year term, with the opportunity to re-offer provides more opportunity to preserve personal recollections and experiences that provides an understanding of the history and culture of an organization, especially the stories that explain the reasons behind certain decisions or procedures

Q: This document changes how we select Officers – what is the reason for that?

- The Societies Act recognizes that officers are appointed by the directors to assist the directors and to carry out certain specified functions.
- Officers can occupy any position that the board wants them to fill (for ex., president, secretary or any other position).
- This recognizes the skills, talents, and interests of all the directors and distributes the leadership opportunities to an experienced pool of directors who develop constructive understandings of their Board colleagues.

Q: Ambassadors - where are the youth on the board? They hold value on the board, will they still be involved?

- *Traditionally, there has been not been a consistent participation rate from our ambassadors, but we can still select members through an application process to sit on the board, the same way we would select the leaders. This change to member inclusion may provide for higher engagement.*
- *The Members' Voice committee remains a committee of the Board, documented in the bylaws*

Q: Why aren't the regions defined in the bylaws?

- The structure of clubs is universal in 4-H world and every other model for grouping clubs, for administrative functions is particular to each province in Canada.
- From a governance perspective, we have recognized counties as an effective geographical model. The regions are an operations model used by government in their configuration, and we recommend the flexibility that operations needs to group the staff, which currently respects geographical regions.
- These should remain out of the bylaws for ease of any necessary operational adjustments.

Q: This document refers to the Societies Act, are there differences in the Canada Not for Profit Act that need to be included here?

- Organizations looking to incorporate under Nova Scotia Law must do so under the Nova Scotia Societies Act
- We are not federally incorporated, so it doesn't apply

Q: Why do we need to include a dissolution section? Are we afraid 4-H NS is going to disappear?

- This is a standard legal requirement that was missing in the previous bylaws
- The dissolution clause is a statement that explains what an organization will do with its assets in the event that the organization dissolves.
- This clause is particularly important given that the assets of a non-profit are not owned by any person or group.

Q: Concern was expressed about the relationship of the ED to the board and the ED having control over all the committees, some of the committees sounded confusing.

- The ED is an employee of the Board, and the direct connection to the rest of the Staff.
- It is the responsibility of the ED to accept direct responsibility for executing the organization's policies, programs and initiatives
- It is the Boards' responsibility to manage performance, and adherence to Policy

Q: Concern was expressed about the relationship of the ED to the board **and the ED having control over all the committees, some of the committees sounded confusing.**

- There are two types of Committees
 - Committees of the Board
 - Operational Committees
- Historically – pre-2016 - the NSDA managed and supported all the committees – they were primarily operational at that time
- Those committees all reported to the AGM
- They will still be required to comply with the Terms of Reference, and be populated by members and leaders
- The bylaws currently establish only the Board Committees to ensure that structure is adhered to, as they directly correspond with adhering to the bylaws
- Operations will have flexibility to meet current needs in the field as they occur

Q: There is mention of the use of Robert's Rules of Order Newly Revised for members at meetings. Is that to be strictly adhered to at the local level?

- It's meant to be a guide
- The level of adherence will be dependent on the group
- More strict adherence at the Board Table and the AGM than at the local levels
- Choose to use as a learning opportunity for the members (and leaders)

Q: Do the bylaws pertain directly to 4-H NS with new county-level bylaws to follow? Will all counties have the same bylaws?

- Further development will come in this area
- A review of existing bylaws will take place, and the minimum requirements will be provided.
- There will likely be some variation between counties

Q: Section 4.0 membership – should it state "registered" members?

- The document goes on to define membership and eligibility which states a voting member must be a member in good standing, and a member in good standing must be registered.

New Questions

Next Steps

- Review with your Club and County Membership
- Send questions, comments, input as they arise
 - Info@4hnovascotia.ca
- Next Meeting 19 August