

Qullit Nunavut Status of Women Council

By-Laws

(revised June 2023)

1. These by-laws maybe cited as the By-laws of Qullit Nunavut Status of Women Council.
2. These by-laws are pursuant to section 3 (2) (i) of Qullit Nunavut Status of Women Council Act

Interpretation

- 3 In our by-laws,
 - a) “Act means the Qullit Nunavut Status of Women Council Act which establishes the Nunavut Status of women Council and sets out its objects, powers, and structure.
 - b) “Minister” means the Government of Nunavut Minister Responsible for Qullit Nunavut Status of Women Council
 - c) “Council” means Qullit Nunavut Status of Women Council as established by the Act comprised of members appointed by the Minister.
 - d) “President” means the President of Qullit Nunavut Status of Women Council designated by the Minister Responsible for the Nunavut Status of Women Council upon the advice of the Council.
 - e) “Vice President” means the Vice President of Qullit Nunavut Status of Women Council designated by the Minister Responsible for the Nunavut Status of Women Council upon the advice of the Council.
 - f) “Executive Committee” means the Executive Committee of the Qullit Nunavut Status of Women Council formed by the President and the two Vice Presidents.
 - g) “Standing Committee” means such committee as may be formed to deal with ongoing areas of Council operation such as finance and personnel.
 - h) “Ad Hoc committee” means such committee as may be formed to deal over a defined period of time with particular areas of concern or projects.

Rules of Procedure

4. The rules of procedure of this council shall be those of Roberts Rules of Order.
5. The main office of the Council shall be in Iqaluit.

Members

6. Members of the Council are appointed by the Minister, for a term specified by the Act. (1 – 3 year terms, max. 2 consecutive terms per member)
7. Where there is a vacancy the Council shall:
 - a. Advise the Minister so that a call for applications is announced.
 - b. Review the applications to ensure potential members on Council reflect the regional and cultural diversity of Nunavut.
 - c. Forward recommendations for Council membership, including reasons for the recommendations based on representation requirements by the Act and other considerations Council deem appropriate.
8. A member may resign by advising the President in writing. The President shall forward the resignation to the Minister.
9. Where a member's conduct is deemed to be of harm to the interests of the Council or is contrary to the mandate of the Council, by two thirds of the council members, the Council may review the member's appointment and make recommendations to the Minister.
 - 9.1 Harmful conduct includes, but is not limited to: breach of confidentiality, misconduct in public, badgering other members in public, negative comments about the Council in public, speaking on behalf of the Council without permission, harassing staff for personal matters, criminal activities and other acts deemed by Council members to be inappropriate conduct of a Council member.
 - 9.2 When the member is in conflict of interest on a particular issue, she/they must declare conflict and remove herself from all discussion of this issue and abstain from voting on it. The member shall also abstain from speaking on it in public or being part of a committee on that particular matter. Her abstention must be noted in the minutes. Conflict of interest could result from financial interest, personal relationship, and personal position against the mandate of the Council.

Meetings

10.
 - a) Council meetings are the principal forum for setting the priorities and direction of the Council.
 - b) There shall be a minimum of four Council meetings in each Governmental fiscal year, as set out in the Act.
 - c) Council meetings may be held by video/telephone conference calls.
 - d) Council will hold at least one face-to-face meeting in a fiscal year.
 - e) Minutes for each Council meeting shall be taken by the Executive Director.
 - f) A quorum will consist of at least 50% of the Council members.

11.
 - a) Council meetings shall include a review of recent activities through reports by the President, committee Chairpersons, Council members, Executive Director and other staff.
 - b) Matters to be decided by the Council include:
 - i) Recommendations for President and two Vice Presidents
 - ii) Adoption of the annual budget
 - iii) Adoption of the annual report and other Council publications
 - iv) Establishment of Council priorities, initiatives and positions
 - v) Date and location of Council meetings
 - vi) Membership on standing and ad hoc committees of the Council
 - vii) Recommendations to the Minister on appointments to the Council
 - viii) Other matters as deemed appropriate by the members

Notice of meetings

12.
 - a) The Council will select specific date for face to face meetings 60 days prior to meeting.
 - b) A face to face meeting of the Council may be cancelled with four weeks notice by majority of the members. Other Council meetings may be cancelled with one week notice or verbal consent of the majority of the members.
 - c) Notice of video/telephone conference calls will be set four weeks in advance.

- d) Meeting materials for video/telephone conference calls will be given to Council members at least three days prior to the meeting.

Election of Executive

- 13. a) At the annual face to face meeting, the Council shall select a President and two Vice-President to serve a one to three year term. The results of this selection shall be forwarded to the Minister for designation.
- b) Council will make every reasonable effort to ensure that Executive support is located in Iqaluit for the Executive Director and the office. If Executive support is not located in Iqaluit, budgeting considerations should be made to allow the required support to be given. The required support will be decided upon by Council in conjunction with the Executive Director.

Executive Committee

- 14. The Executive Committee shall consist of the President and the two Vice President(s) of the Council.
- 15. The Executive Committee membership shall reflect the regional and cultural diversity of Nunavummiut Women.
- 16. The Executive Committee shall report on its work and seek direction from the Council at each council meeting, and between Council meetings as may be required.
- 17. A quorum for all Committee meetings will consist of two members or two-thirds of the committee members, whichever is greater.
- 18. Executive Committee meetings may be conducted by video/telephone conference calls.
- 19. The Executive Council shall be responsible for ensuring that the Council's initiatives are carried out between Council meetings.
- 20. In the absence of standing committees to deal with personnel and financial matters, the Executive Committee shall:
 - a) Annually review the draft budget as prepared by the Executive Director for the following year for consideration by the Council.

- b) Review and make recommendations to Council on amendments to job descriptions and personnel policies brought forward by the Executive Director.
- c) Review and make recommendations to Council on Council employee grievances brought forward by the Executive Director or the employee pursuant to the Personnel policy of Council.
- d) Make recommendations to Council on the hiring of the Executive Director.
- e) Provide ongoing direction to the Executive Director regarding Council initiatives.
- f) Plan and approve the agenda for Council meetings.

Standing Committee

- 21. The Council may appoint one or more Standing Committees for personnel and finance, or for such other functions as may be appropriate.
- 22. The Council shall approve the Terms of Reference for each Committee.
- 23. Such committees shall each consist of at least two Council members.
- 24. The Council may invite non-Council members with a particular area of expertise to serve on the Standing Committee. These non-members shall not be entitled to vote on Committee recommendations.
- 25. A quorum for a Standing Committee meeting shall be two Council members or two thirds of the Council members on the Committee, whichever is greater.
- 26. One of the Council members on a Standing Committee will chair the Committee
- 27. Standing Committee meetings may be held by video/telephone conference calls.
- 28. The Standing Committees shall report on their work at each meeting of the Council.
- 29. The Standing Committees may make recommendations to the Council in the areas outlined in Section 22.

Ad Hoc Committee

30. The Council may appoint Ad Hoc Committees to deal with specific issues, areas of concern, or other undertakings.
31. Such Ad Hoc Committees shall remain in existence for a specified period of time.
32. The Council shall approve a terms of reference for each committee.
33. An Ad Hoc Committee shall consist of at least two Council members.
34. The Council may invite non-Council members with relevant expertise to serve on an Ad Hoc Committee.
35. A quorum for an Ad Hoc Committee shall be two Council Members or two thirds of the Council members on the Committee whichever is greater.
36. One of the Council members on an Ad Hoc Committee shall chair the Committee.
37. Ad Hoc Committee meetings may be held by video/telephone conference calls.
38. The Ad Hoc Committee shall report on their work during the meeting of the Council.
39. The Ad Hoc Committee may make recommendations to the Council concerning action required on the particular issue or area concerned.

Duties of President

40. The President shall be responsible for the general management and supervision of the affairs and operations of the Council.
41. The President shall, when present, chair all meetings of the Council and the Executive Committee
42. The President shall also:
 - a) Act as liaison between the Council and the Minister Responsible for the Council.
 - b) Act as liaison between the Council and the Executive Director of Council.

- c) Be a public spokesperson on behalf of the Council, along with the Minister and other members, where appropriate.
 - d) Authorize by signature financial and other documents of the Council.
 - e) Sign contracts approved by Council
43. The President may delegate in writing any of her powers to a Vice-President of the Council or other Council member, or to the Executive Director.

Duties of the Vice President

44. The Vice President shall:
- a) Assist the President in her duties when requested.
 - b) Assume duties of the President when the President is temporarily or permanently absent.
 - c) Be a public spokesperson on behalf of the Council, along with the Minister and other members, where appropriate.

Financial Provisions

45. The Council fiscal year shall be April 1st to March 31st of the following year. The Council receives contribution funding from the Government of Nunavut, and project funding from other sources.
46. The financial affairs of the Council will be managed following standard accounting procedures and regulations, audited by an independent auditor within three months of the end of the fiscal year.
47. Signing authority for financial documents shall rest with any two of the President, the Executive Director/Projects Administrator, or one other Council member appointed by the council.
48. The Council shall appoint an auditor on an annual basis.
49. The Council shall maintain a bank account at a chartered bank.
50. The Executive Director shall present a monthly financial report to the Executive Committee, President and Council at board meetings.

Staffing

51. The Council shall hire an Executive Director.
52. The Executive Director shall hire and supervise staff within the staffing requirements and personnel policies approved by the Council.
53. The Executive Director is under the Direction of the Council as represented by the President.
54. Council shall conduct an annual performance appraisal of the Executive Director. The process shall be led by the Executive Council and shared with Council at its annual face-to-face meeting. As part of this process, the Council shall consider granting a performance-based bonus amounting to a maximum of 5 % of the annual salary (excluding Northern Allowance) to the Executive Director.

Allowable Expenses for Council Members and Executive Director

55. The travel and related expenses, including honoraria payments to Council members, incurred in the conduct of Council meetings and operations are payable as stipulated in the Government of Nunavut financial regulations including Government of Nunavut per diem rates.

Honoraria

56. Council members attending Council meetings or scheduled conference calls shall receive honoraria for meeting days and travel days at a rate outlined by the Government of Nunavut. Council members are entitled to honoraria, if they are on holidays, public holidays, weekends or are not on leave from other employment.
57. Non-Council members serving on Council Committees shall receive honoraria for meeting days and travel days at a rate outlined by the Nunavut Government, only if they are not receiving paid civic leave from other employment.
58. Honoraria may be paid at the discretion of the President to members attending other functions under the President's authorization, although travel and related expenses and childcare costs will be paid as per section 54.
59. Expenses incurred during an extension of the stay, which is not required

by the work of the Council will not be reimbursed.

Amendments to By-Laws

60. These by-laws may be amended by a vote of two-thirds of the Council members.
61. One month's notice shall be given regarding proposed amendments to the by-laws; this notice may be waived with unanimous consent of all Council members.