MEMORANDUM

To: PCMNO
    MNO Community Councils
    MNO Citizens

From: France Picotte, MNO Chair

Date: July 15, 2013

Subject: 2013 Special Business Resolutions

Pursuant to MNO Policy 2011-002, attached please find the only 2013 MNO AGA Special Business resolution that was received at the MNO Head Office prior to last week’s deadline. The signed copy of the resolution will be tabled with the 2013 MNO AGA for its consideration.

It should be noted that other resolutions were submitted, but they did not qualify as Special Business resolutions because they did not propose amendments to the MNO Bylaws or an existing MNO policy. These Non-Special Business resolutions can still be brought forward to the 2013 MNO AGA.

Please share and circulate this resolution within your respective regions and communities.
RESOLUTION TO AMEND MNO POLICY ON ASSEMBLY RESOLUTIONS

WHEREAS the 2012 MNO AGA gave direction that additional clarity be provided in relation to the parameters of non-special business resolutions in order to ensure that non-special business resolutions do not financially bind or compromise the MNO;

THEREFORE BE IT RESOLVED that s. 34.2 of the MNO Bylaws be amended to add in the underlined and bolded words below:

34.2 Any special or non-special business resolutions to be dealt with at a general assembly must comply with the MNO Policy – Process for Conducting Special Business at a General Assembly as amended from time to time.

AND FURTHER BE IT THEREFORE BE IT RESOLVED the MNO Policy – Process for Conducting Special Business at a General Assembly (MNO Policy #2011-002) be amended as set out in the attached document.

Mover:

Name:

MNO #:

Signature:

Seconder:

Name:

MNO #:

Signature:
MNO Policy #2011-002
Process for Conducting Special Business at a General Assembly

This policy applies to the conduct of special business at a general assembly of the MNO.

This policy is effective as of the date of its adoption.

All definitions in this policy are consistent with the MNO by-laws. In the event of a conflict, the by-laws shall take precedence.

“general assembly” means an annual or special meeting of the MNO.

“special business” means resolutions at a general assembly of the MNO that propose to change or amend the MNO’s foundational principles, by-laws or policies that have been previously adopted by a general assembly.

“foundational principles” means the MNO’s mandate, objectives and goals as set out in its Statement of Prime Purpose.

The MNO’s 2010 Annual General Assembly directed the MNO to put in place a process that would ensure that MNO citizens have an opportunity to review, discuss and consider any proposed resolutions that would make changes to the MNO’s by-laws or significant changes to the MNO’s governance structures prior to their consideration by the general assembly (AGA-RES10-02). Based on this direction, the MNO by-laws have been amended to require that MNO citizens receive thirty (30) days notice of any special business to be conducted at a general assembly. This policy sets out the process to be followed in order for special business to be considered and conducted by a general assembly.

For greater certainty, resolutions that do not propose to amend the MNO’s foundational principles, by-laws or policies that have not been previously adopted by the general assembly are not special business and are not required to comply with the thirty (30) day notice requirement. Resolutions that are non-special business can be put before any general assembly based on the process set out in #5 below.

Annual General Assembly Process

1. At least fifty (50) days prior to an annual general assembly being held, the MNO’s Chair shall issue a notice that will be posted to the MNO’s website and circulated to the PCMNO and all Community Councils that advises MNO citizens that any special business resolutions must be received at the

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MNO head office by thirty-five (35) days prior to the annual general assembly in order to be considered by the upcoming annual general assembly.

2. Special business resolutions may be submitted by fax, mail or courier. Such resolutions must be typed and have the names, signatures and MNO citizenship card numbers of the MNO citizens who support the resolution and may ultimately be the mover and seconder for the resolution at the AGA.\(^1\) The resolution must identify the specific clause to be amended. The resolution must propose the exact wording changes. General directions to amend the bylaws, a MNO policy or the Statement of Prime Purpose are not sufficient. A sample special business resolution to guide MNO citizens is attached to this policy as Annex A.

3. Following the end of the thirty-five (35) day deadline set out above, the MNO Chair shall ensure that the resolutions received are posted on the MNO website and circulated to the PCMNO and Community Councils no later than thirty (30) days prior to the annual general assembly. As well, the MNO Chair shall ensure that any amendments to the by-laws that have been made by the PCMNO since the last annual general assembly are posted and circulated.

4. At the beginning of the annual general assembly, a resolutions committee shall be established. The resolutions committee shall include three (3) MNO citizens selected by the annual general assembly and the MNO’s legal counsel. The resolutions committee shall also be supported by the MNO’s administration, as required. The resolutions committee has the authority to review the proposed special business resolutions to ensure they are in a form that is consistent with this policy. Only those resolutions that are in compliance with this policy will be brought to the assembly floor by the resolutions committee to be voted on by the assembly. At least one of the potential movers and seconders for each resolution must be in attendance at the assembly when the resolution is brought to the floor to act as the mover and seconder.\(^2\) The resolutions committee cannot amend special business resolutions in order to make them compliant with the policy. If a special business resolution does not refer to a specific clause and propose specific wording, it will not be put forward to the annual general assembly for consideration.

\(^1\) This sentence previously read “Such resolutions must be typed and have the names, signatures and MNO citizenship card numbers of the mover and seconder for the resolution”, but was amended pursuant to AGA-RES11-06 which directed that multiple MNO citizens, who may ultimately be the mover and seconder for the resolution at the AGA, be allowed to sign proposed resolutions.

\(^2\) This sentence previously read “The mover and seconder of the resolution must be in attendance when the resolution is brought to the floor for a vote by the assembly”, but was amended pursuant to AGA-RES11-06 which directed that only one of the proposed movers or seconders of a submitted resolution needs to be in attendance at the assembly in order to act as the mover and seconder of record for the proposed resolution.
5. At an annual general assembly, the resolutions committee may also receive other resolutions proposed by MNO citizens that are not special business. These are called non-special business resolutions. These types of resolutions provide general policy and political direction to the MNO. For example, a suitable non-special business resolution could set out a position that the MNO should take on a specific policy issue, encourage the MNO to undertake specific activities to advance the Métis Nation’s agenda, provide direction on important political issues at the provincial, national or international levels that affect Ontario Métis, recognize Métis accomplishments, etc. These resolutions cannot be drafted in a way were they financially bind the MNO or make it act in a manner that is inconsistent with existing contractual relationships it already has in place. They also cannot deal with internal and individual staffing and personnel issues. If a proposed non-special business resolution deals with these ineligible issues, the resolution committee shall not present it to the general assembly. All non-special business resolutions submitted to the resolutions committee at a general assembly must include the names, signatures and MNO citizenship card numbers of the mover and seconder for the resolution. The mover and seconder of a resolution that is non-special business must be in attendance when the resolution is brought to the floor for a vote by the assembly. As a guide to MNO citizens, a sample resolution that is non-special business is attached to this policy as Annex B.

Special General Assembly Process

1. Special general assemblies are sometimes called in between annual general assemblies by the PCMNO to deal with specific issues or business of the MNO. If the PCMNO calls a special general assembly pursuant to the by-laws, the MNO Chair shall ensure that any special business resolutions that the PCMNO intends to be dealt with at the special general assembly shall be posted to the MNO website and circulated to the PCMNO and the Community Councils thirty (30) days prior to the special general assembly.

2. Unlike annual general assemblies, special general assemblies do not provide an opportunity for MNO citizens to put forward special business resolutions for consideration by the assembly, since they are usually called for specific purposes and have focused agendas.

This policy was adopted by PCMNO on June 27th, 2011 and adopted by the 18th MNO AGA held in Parry Sound on August 20th – 22nd, 2011.
ANNEX A

SAMPLE SPECIAL BUSINESS RESOLUTION

Resolution to Amend s. 11.1 of the MNO bylaws

WHEREAS it is important that PCMNO meetings include as many members of the PCMNO as possible;

AND WHEREAS the current bylaws only require 10 members of the PCMNO to constitute quorum and this should be changed to 11 members of the PCMNO;

THEREFORE BE IT RESOLVED that s. 11.1 of the MNO by-laws be changed to read as follows:

Example#1 of Acceptable Resolution:
Change s. 11.1 of the bylaws to read "Eleven (11) councilors shall constitute a quorum of the PCMNO."

Example#2 of Acceptable Resolution:
Remove "ten (10)" from s. 11.1 of the bylaws and replace with "eleven (11)"

Example #1 of Non-Compliant Resolution:
Increase the number of Métis required to meet quorum of PCMNO

Example #2 of Non-Compliant Resolution:
All PCMNO meetings should have a quorum of 11.

Potential Movers:

Joe Métis   _____________________  _____________________
MNO Citizenship Number  Signature

Jane Métis   _____________________  _____________________
MNO Citizenship Number  Signature

Jack Métis   _____________________  _____________________
MNO Citizenship Number  Signature

Potential Seconders:

Joe Métis   _____________________  _____________________
MNO Citizenship Number  Signature

Jane Métis   _____________________  _____________________
MNO Citizenship Number  Signature

Jack Métis   _____________________  _____________________
MNO Citizenship Number  Signature
ANNEX B

SAMPLE NON-SPECIAL BUSINESS RESOLUTION

WHEREAS it is important that Métis youth have opportunities to learn and spend time with their Elders;

AND WHEREAS the MNO Youth Council was created to ensure Métis youth have a strong voice in the Métis Nation;

THEREFORE be it resolved that the MNO be directed to attempt to secure funding for a Youth and Elders conference.

Moved by: Joe Métis

MNO Citizenship Number __________________ Signature __________________

Seconded by: Jane Métis

MNO Citizenship Number __________________ Signature __________________