

**MNO Policy #2011-002**  
**Process for Conducting Ordinary and Special**  
**Resolutions at a General Assembly**

(Updated Version approved by 21<sup>st</sup> MNO AGA on August 23, 2014)

<b>Applicability</b>	This policy applies to the process for ordinary and special resolutions at a general assembly of the MNO.
<b>Effective Date</b>	This policy is effective as of the date of its adoption.
<b>Definitions</b>	<p>All definitions in this policy are consistent with the MNO by-laws. In the event of a conflict, the by-laws shall take precedence.</p> <p>“general assembly” means a meeting of MNO citizens and includes an annual general assembly or a special general assembly of the MNO.</p> <p>“ordinary resolution” means a resolution at a general assembly that is consistent with this policy and does not propose to add to, amend or repeal the MNO’s foundational principles, by-laws or policies that have been previously adopted by a general assembly.</p> <p>“special resolution” means a resolution at a general assembly that proposes to add to, amend or repeal the MNO’s foundational principles, by-laws or policies that have been previously adopted by a general assembly.</p> <p>“foundational principles” means the MNO’s mandate, objectives and goals as set out in its Statement of Prime Purpose.</p>
<b>Background on and Context for Policy</b>	<p>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).</p> <p>Based on this direction, the MNO by-laws have been amended to require that MNO citizens receive thirty (30) days notice of any special resolutions to be proposed at a general assembly. This policy sets out the process to be followed in order for special resolutions to be considered by a general assembly.</p> <p>For greater certainty, resolutions that do not propose to add to, amend or repeal the MNO’s foundational principles, by-laws or policies that have not been previously adopted by the general assembly do not require approval by means of a special resolution are ordinary resolutions and are not required to comply with the thirty (30) day notice requirement. Resolutions that are ordinary resolutions can be put before any general assembly based on the process set out in #5 below.</p>

Process

Annual General Assembly (“AGA”) Process

1. At least fifty (50) days prior to a 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 resolutions must be received at the MNO head office to the attention of the MNO Chair by thirty-five (35) days prior to the general assembly in order to be considered by the upcoming general assembly.
2. Special resolutions may be submitted by email, 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.<sup>1</sup> The special 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 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 general assembly, a resolutions committee shall be established. The resolutions committee shall include three (3) MNO citizens selected by the general assembly, along with 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 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 identified movers and seconders for each special resolution must be in attendance at the general assembly to act as the mover and seconder when the special resolution is brought to the floor.<sup>2</sup> The resolutions committee cannot amend special

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<sup>1</sup> 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.

<sup>2</sup> 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.

resolutions in order to make them compliant with the policy. If a special 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.

5. At a general assembly, the resolutions committee may also receive other resolutions proposed by MNO citizens that do not require approval by means of a special resolution. These are called ordinary resolutions. These types of resolutions provide general policy and political direction to the MNO. For example, a suitable ordinary 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 Metis, recognize Métis accomplishments, etc. These resolutions cannot be drafted in a way where 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 ordinary resolution deals with these ineligible issues, the resolution committee shall not present it to the general assembly.<sup>3</sup> All ordinary 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 an ordinary resolution must be in attendance when the resolution is brought to the floor for a vote by the general assembly. As a guide to MNO citizens, a sample non-special resolution 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 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.

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<sup>3</sup> The following sentences were added to the policy pursuant to MNO-AGA-2012-02 at the 20<sup>th</sup> MNO AGA: "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 Metis, recognize Métis accomplishments, etc. These resolutions cannot be drafted in a way where 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."

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

**Approval and  
Amendment  
History**

- This policy was first adopted by PCMNO on June 27<sup>th</sup>, 2011 and adopted by the 18<sup>th</sup> MNO AGA held in Parry Sound on August 20<sup>th</sup> – 22<sup>nd</sup>, 2011.
- The policy was first amended by the 20<sup>th</sup> MNO AGA held in Ottawa on August 24<sup>th</sup> – 26<sup>th</sup>, 2013.
- The changes proposed were approved by the PCMNO at a meeting held in Toronto on March 29<sup>th</sup> – 30<sup>th</sup>, 2014 and approved by the 21<sup>st</sup> MNO AGA held in Thunder Bay on August 23, 2014.

**ANNEX A**  
**SAMPLE SPECIAL 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 ORDINARY 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