

Manitoba Runners' Association Inc.

Committee Policy

Revised June 10, 2024

ARTICLE 1: GOVERNANCE

- 1.1 Policy: This constitutes the Committee Policy stipulated in section 5.4 of the Bylaws.

ARTICLE 2: EXECUTIVE COMMITTEE

- 2.1 Purpose: The purpose of the Executive Committee is to:
- 2.1.1 Oversee the implementation of authority, powers, and initiatives of the Board during the intervals between Board Meetings.
 - 2.1.2 Oversee the implementation of By-laws and policies.
 - 2.1.3 Select and oversee the Executive Director.
 - 2.1.4 Establish policy related to debt and spending.
 - 2.1.5 Perform such other duties as may from time to time be delegated by the Board.
- 2.2 Composition: As provided in the Bylaws, the Executive Committee shall be comprised of at least three Directors, including one who acts as President. The Board may also appoint additional Members at Large to the Executive Committee at any time.
- 2.3 Appointment and Term: The Board shall appoint the Executive Committee (including the President) at the Board's first meeting following the Annual General Meeting. The Board may appoint Members at Large at any time. A member of the Executive Committee's term shall commence immediately upon appointment and shall end at the conclusion of the next Annual General Meeting after their appointment.
- 2.4 President's Duties: The President of the MRA shall:
- 2.4.1 Preside as Chair over Annual General Meetings, Special General Meetings, Board Meetings, and Meetings of the Executive Committee.
 - 2.4.2 Subject to the powers and duties of the Board, be the liaison between the Board and Members.
 - 2.4.3 Ensure the general management of the MRA is carried out according to program descriptions and strategic plans.
 - 2.4.4 Be the official spokesperson of the MRA.
 - 2.4.5 Maintain a positive relationship between the MRA and Athletics Manitoba.

- 2.4.6 In consultation with the Board, ensure that the functions of the Executive Committee are distributed appropriately among the Executive Committee members.
- 2.4.7 Perform such other duties as may from time to time be delegated by the Board.
- 2.5 Vice President's Duties: The Board may appoint a Vice President to the Executive Committee, or may distribute the duties among the Executive Committee members. The Vice President of the MRA shall:
 - 2.5.1 Be vested with all powers and perform all duties of the President in the absence or disability of the President.
 - 2.5.2 Perform such other duties as may from time to time be delegated by the Board.
- 2.6 Treasurer's Duties: The Board may appoint a Treasurer to the Executive Committee, or may distribute the duties among the Executive Committee members. The Treasurer of the MRA shall:
 - 2.6.1 Provide direction to the Board and the Executive Director on the financial management of the MRA.
 - 2.6.2 Work with the Executive Director to prepare annual budgets and regular reports on the MRA's financial transactions and financial position.
 - 2.6.3 Perform such other duties as may from time to time be delegated by the Board.
- 2.7 Secretary's Duties: The Board may appoint a Secretary to the Executive Committee, or may distribute the duties among the Executive Committee members. The Secretary of the MRA shall:
 - 2.7.1 Take minutes of all Board Meetings, Annual General Meetings, Special General Meetings, and Executive Meetings.
 - 2.7.2 Ensure the minutes of all meetings, including Board Meetings, Annual General Meetings and Special General Meetings, are recorded and properly kept.
 - 2.7.3 Ensure all official documents, records and Member documents and personal information are properly kept.
 - 2.7.4 Perform such other duties as may from time to time be delegated by the Board.
- 2.8 Members-at-Large: The Board may appoint additional Directors to serve as Members-at-Large. Members at Large shall:
 - 2.8.1 Provide advice and continuity with reference to past practices of the MRA.
 - 2.8.2 Perform such other duties as may from time to time be delegated by the Board.

ARTICLE 3: GOVERNANCE COMMITTEE

- 3.1 Purpose: The purpose of the Governance Committee is to:
- 3.1.1 Oversee the nomination and election of members of the Board.
 - 3.1.2 Perform regular reviews of Bylaws, Policies, Committee Terms of Reference, and general governance procedures.
 - 3.1.3 Provide orientation and education of new Board Members.
 - 3.1.4 Perform such other duties as may from time to time be delegated by the Board.
- 3.2 Composition: The Governance Committee shall consist of a minimum of two Directors of the Board. The Board may appoint additional Members to the Committee at any time. The Governance Committee shall be chaired by a Director.
- 3.3 Appointment and Term: The Board shall appoint the two Directors at the Board's first meeting following the Annual General Meeting. The Board may appoint Members at Large at any time. A member of the Governance Committee's term shall commence immediately upon appointment and shall end at the conclusion of the next Annual General Meeting after their appointment.

ARTICLE 4: NOMINATING COMMITTEE

- 4.1 Purpose: From time to time, the Board may appoint a Nominating Committee to:
- 4.1.1 Work with the Executive Director to solicit, search for, review, and recommend to the Board nominations for inductees to the MRA Hall of Fame.
 - 4.1.2 Perform such other duties as may from time to time be delegated by the Board.
- 4.2 Practice: Typically, the Nominating Committee shall be established and initiate its search for candidates by June 30 of each calendar year. By September 30 of each calendar year, the Committee shall report to the Board about its review of the Hall of Fame criteria and preliminary search for candidates. The Committee shall prepare a recommendation for consideration by the Board at its December meeting.
- 4.3 Composition: The Nominating Committee shall consist of a minimum of two Directors of the Board. The Board may appoint additional Members to the Committee at any time. The Nominating Committee shall be chaired by a Director.
- 4.4 Appointment and Term: The Board shall appoint the members of the Committee as needed from time to time. A member of the Nominating Committee's term shall commence immediately upon appointment and shall end at the conclusion of the next Annual General Meeting after their appointment.

ARTICLE 5: STANDING COMMITTEES

- 5.1 Purpose: The Board may appoint Standing Committees at any time for any purpose.
- 5.2 Composition: Each Standing Committee shall consist of a minimum of two Members, including at least one Director of the Board. The Board may appoint additional Members to the

Committee at any time; such Members need not be Directors. The Board may also appoint non-Members to a Standing Committee as it sees fit. The Chair of a Standing Committee must be a Member, but need not be a Director.

- 5.3 Appointment and Term: The Board shall appoint the members of a Standing Committee as needed from time to time. At the time of appointment, the Board shall stipulate the expected term for the Committee member.