

QandA Chapter 10 of the new SGLMG Constitution

QUESTION	Existing Const Reference	Proposed Const Reference	ANSWER
Why is only a First Nations director mandated and not other minorities?	NA	NA	The constitution doesn't mandate any directors. It is an aspirational goal to improve the diversity of SGLMG Board including at least one First Nations Director.
I am concerned that potentially the members may only be asked to elect 2 or 3 directors per year. This doesn't allow for a cross section from the membership.	IV	10.1	The goal of this proposal is to increase diversity not restrict it. Appointment allows for affirmative action of all diversity groups. Appointments allow for diversity and skills gaps to be addressed during the board's terms.
Why the 4/5 split and not 6/3 or something else?	NA	10.1	CRC debated everything from 100% elected, 100% appointed and everything in between. The committee recognises the role and duties of a board require certain skills and experiences. All directors are members. All members bring a member voice. Appointment happens through an independent process.
I do not support 3 year terms for appointed or elected directors. 2 yr terms with a maximum of 6 years in total for all directors.	8.9	10.3	The CRC will amend the terms to include a six year maximum term for directors, comprised of two three years terms. A second term is not automatic. Members must vote a candidate in for a second term.
The election of directors at the AGM is a cultural event for the organisation. The constitution now allows for ballots to be run outside meetings. Why is this the case?	VIII	9.1	A general meeting will still be held at least annually. General meetings allow for members to come together as a community and pursue common objectives. It is the electronic capability, not the constitution per se, that allows for voting prior to the election. The majority of members have decided on their choice prior to the AGM.
There is no mention of a returning officer - has this been removed?	IV	NA	The constitution is not a procedural document. The appointment of the returning officer is a procedural element of the election process and a matter for the board to address.
Appointment of directors - what protections are planned to ensure that a small faction of Directors then appoint up to 4 other Directors that would not normally have been appointed by the members? A candidate should only be considered for election to Director after a minimum number of "ordinary", continuous membership - for example 3 years.	NA	NA	The procedure is to be drafted and will likely follow similar procedure currently in place with committees and board vacancies which is run by an independent committee not by the Board. A member is a member all rules applied equally.
Do we want a member controlled board or a skilled based board? If member controlled I would suggest a guaranteed number of elected members and requirements that that are the majority.	NA	10.1	All directors are members and therefore members remain in control of the Board. A Board without relevant knowledge and skills places the organisation at high risk of non compliance and legal sanctions.
I would suggest a constitutional requirement for a Nominations Committee with the role of assessing all candidates for the Board. For elected roles the views of the Noms committee should be provided to members. The constitution should say something about the composition and role of the Noms committee not just leave it to the board.	NA	NA	Your suggestion of an independent committee is currently in operation and working well. The People and Nominations Committee currently oversees nominations for vacancies to the Board and committees. Its Charter is on the SGLMG website for public viewing.
There is no indication of how the first nations director will be recruited and whether this is an appointed or voted position or part of the 40/40/20 split proposed in the diversity policy. It seems unlikely that one person could represent all the views of first nations people and a better system would be a first nations advisory panel which advises the board and staff.	NA	NA	The First Nations director could be elected or appointed. The draft diversity policy is likely to apply - but it is a draft policy which has not yet been finalised. It is not the intention that the First Nations director represent all views of all first nations people - that would be impossible and true of any group.
It seems too restrictive for the Directors to decide who the candidates should be. I suggest that this be changed so that a candidate is nominated and seconded by two financial members.	NA	NA	The Directors do not decide who the candidates are. Any member can stand for election to be a director of SGLMG. Candidates standing must be paid up members.
Nothing in 10 to ensure equal representation on the Board of Directors by both male and female identified persons. That is if 9 Directors at least 4 must be female identified, 4 male identified and the remaining 1 could be non binary etc.	NA	NA	The constitution is the governing document not a policy. The diversity policy is not part of the constitution. The draft diversity policy is to illustrate how greater diversity can be achieved. Greater diversity has been achieved through similar policies in other organisations. The CRC is proposing an amended constitution, not a diversity policy.