



REGIONAL COUNCIL Terms of Reference

1. Purpose

The purpose of a Regional Council is to serve as:

- A conduit for regular communication, knowledge sharing, and education among the voting members in each of the Society's designated Regions;
- The governance and communications link between each Region's voting members and the Society's Board of Directors and vice versa; and
- Succession planning for the Board of Directors.

2. Membership and Leadership

- 2.1 The members of each Regional Council shall be the Voting members who have expressed a written interest in joining the Regional Council and reside within the Region and the Regional Directors for that Region. There are no limitations to the number of members on a Regional Council.
- 2.2 Upon commencement of the Governance year immediately following the AGM of the Society, the Society will issue a notice to all members of the Region requesting their expression of interest for participation on the Regional Council and expectations for participation. All members expressing written interest and committing to the expectations will be accepted on to the Regional Council.
- 2.3 Provincial office staff in coordination with Regional Directors will endeavour to recruit members from each branch to participate in the Regional Council. Regional Council recruitment will focus on existing and former CC members as well as members identified through the work of the Regional Volunteer co-ordinators and the Membership Officer.
- 2.4 The Regional Council members' terms shall be one year and shall be aligned with the governance calendar of the Board of Directors. There is no limit to the number of terms for members.
- 2.5 Regional Council members from the Region will elect a Chair and vice-chair from among their members.
- 2.6 Appointed Directors, and Regional Directors from other Regions, may attend Regional Council meetings by invitation of the Regional Council as either an observer or to provide specific

information from other Regions or from their field of expertise as education for Regional Council members.

- 2.7 The Regional Operations Manager will attend all Regional Council meetings and present a report on activities within the Region. Other staff may attend from time to time to provide educational workshops for voting members.
- 2.8 Staff support to record minutes and manage meeting logistics, scheduling, and invitations will be provided to each Regional Council.
- 2.9 Regional Councils will have the option to hold meetings in person, by electronic means, or a hybrid of the two. Regional Council Chairs, Regional Directors, and staff will coordinate the format and schedule for the meetings.
- 2.10 The Society will reimburse the reasonable cost of attendance of a Regional Council meeting for one member of each branch for each meeting held in person, on condition that the member undertakes in writing to provide a report on activities of the Regional Council to members of the branch if there is a Community Council established at their branch.

3. Mandate and Duties

- 3.1 Elect a chair and vice chair from among their number.
- 3.2 Provide advice and input on amendment of the Society's bylaws.
- 3.3 Foster strong, positive relationships among the members of the Region.
- 3.4 Represent the issues and perspectives of their Region while considering and making Regional Council decisions in the best interests of the Society.
- 3.5 Provide advice and input on the development of Society policy.
- 3.6 Provide support and assist Board committees and task forces in their work, as requested by the Board.
- 3.7 Provide advice and assistance on the development of the Society's strategic plans.
- 3.8 Host educational sessions for Regional Council members and where appropriate provide them with associated materials that can be shared with local branch Community Councils and/or branch committees.
- 3.9 Regularly liaise with the Board and its Committees to determine desired Board skills and identify and recommend candidates for election or appointment to the Board.

3.10 Provide a written report on the activities of the Regional Council at the Society's annual general meeting.

3.11 At each Regional Council meeting, the Regional Directors shall provide a brief written report to the Regional Councils regarding recent Board decisions.

4. Operations and Documentation

4.1 Regional Councils for each Region shall meet approximately three times per year.

4.2 A minimum of five (5) voting members resident in that Region shall constitute quorum of the Regional Council.

4.3 Regional Council members must commit to attend a minimum of 75% of the Regional Council meetings in the Governance year.

4.4 In the case of an equality of votes, the Chair does not have a second or casting vote and the motion is lost.

4.5 Report to the Society's Board of Directors through the Regional Directors.

4.6 With the agreement of the Regional Council members, the Chair shall submit any issues that require the Board's attention and/or action, by a simple majority vote of the Regional Council members present (in-person or via electronic means), at the Regional Council meeting.

4.7 Such submissions to the Board shall be made in writing by the Regional Council Chair or designate, through the Regional Directors, on behalf of the Regional Council as a whole.

4.8 Regional Councils report to the Society's Board of Directors through the Regional Directors.

4.9 With respect to minutes of each Regional Council's meetings:

4.9.1 Draft minutes for each meeting shall be presented electronically within 30 days of the meeting for approval by the group (to be provided individually by email).

4.9.2 Approved minutes shall serve as the official record of each Regional Council's deliberations.

4.9.3 Copies of meeting minutes shall be provided to the Board of Directors following their approval by the group.

5. Roles and Responsibilities

Role	Regional Council Responsibility
Regional Council Chair	<ul style="list-style-type: none"> ▪ Chair of the Council ▪ Set the agenda ▪ Collaborate and contribute to Council operations
All Council members including Regional Directors from the Region	<ul style="list-style-type: none"> ▪ Collaborate and contribute to Council operations ▪ Actively and regularly participate in all Council meetings ▪ Endeavour to share communications and updates from the Regional Council with the local branch Community Council if one exists. ▪ Abide by the BCSPCA Code of Ethics
Regional Volunteer Coordinators	<ul style="list-style-type: none"> ▪ Assistance with Council member recruitment as required
BC SPCA Staff Support	<ul style="list-style-type: none"> ▪ Manage all meeting logistics, scheduling, and invitations ▪ Record minutes
Other BC SPCA Board Directors including Regional Directors from other Regions	<ul style="list-style-type: none"> ▪ Observe Council meetings as part of their development ▪ Provide meeting presentations on information from other Regions, educational materials based on their expertise, or other information as requested
BC SPCA Staff	<ul style="list-style-type: none"> ▪ Attend Regional Council meetings to present educational materials as requested

6. Monitoring and Evaluation

During the first year of operation, the Regional Council members will be asked to evaluate the structure, the number of Council members, performance, and communication; define opportunities to improve the structure and processes associated with the Council; and make recommendations to revise the Terms of Reference accordingly. In particular, the role and recruitment of the Regional Council Chair should be reviewed following the first year and on an ongoing basis.

A full review of the Terms of Reference, deliberations, and effectiveness of the Regional Councils based on the recommendations of the Regional Councils shall be conducted by the Board of Directors on an ongoing basis.

7. Document Control

<i>Issued by</i>	Governance Committee	
<i>Approved (original date)</i>	Board of Directors	2021-03-13
<i>Revised/reaffirmed</i>	Board of Directors	
<i>Monitoring</i>	Governance Committee	Biennially