

BY-LAWS

MANITOBA HEALTH COALITION

ARTICLE 1 – NAME AND DEFINITION

- 1.1 The name of the organization shall be the **Manitoba Health Coalition**, hereinafter referred to as the **Coalition**.
- 1.2 “Registrar” means the Registrar of appointed under *The Corporations Act* of Manitoba.
- 1.3 Membership
- i. “Organization/Group Member (Labour Union)” means a member organization in accordance with Article 3 that is an organized association of workers formed to protect and further their rights and interests.\
 - ii. “Organization/Group Member (Community)” means a member organization in accordance with Article 3 that is a social service agency, organization or group, that represents community members through service provision or advocacy
 - iii. “Individual Members” means a person who is a member in accordance with Article 3 that makes an individual membership fee contribution annually;

ARTICLE 2 – GOALS AND OBJECTIVES

- 2.1 The objective of the Coalition is to establish an ongoing organization for Manitoba’s inhabitants that is concerned with the future of Medicare.
- 2.2 The Goals of the Coalition are:
- i. To stop the privatization and advocate for the preservation and expansion of Medicare in Canada by supporting the five Basic Principles of the *Canada Health Act* and working together to preserve, promote, and enhance Medicare in Manitoba. The five Basic Principles are:

Public Administration: All administration of provincial health insurance must be carried out by a public authority on a non-profit basis. They also must be accountable to the province or territory, and their records and accounts are subject to audits.

Comprehensiveness: All necessary health services, including hospitals, physicians and surgical dentists, must be insured.

Universality: All insured residents are entitled to the same level of health care.

Portability: A resident that moves to a different province or territory is still entitled to coverage from their home province during a minimum waiting period. This also applies to residents which leave the country.

Accessibility: All insured persons have reasonable access to health care facilities. In addition, all physicians, hospitals, etc, must be provided reasonable compensation for the services they provide.

- ii. To create a broad coalition of individuals, community organizations, labour organizations, cultural groups and student organizations.
- iii. To encourage and advocate for public awareness of health issues and participation in inclusive health care planning.
- iv. To become a powerful voice for people of Manitoba.
- v. To promote and encourage public health care and the determinants of health.
- vi. To monitor governmental activities and advocate for inclusive health care policies (local, provincial, federal).

ARTICLE 3 – MEMBERSHIP AND AFFILIATION

- 3.1 Membership in the Coalition shall be open to individuals, organizations and groups in the Province of Manitoba who subscribe to the goals of the Coalition. Their names shall be entered into the Registry of Members.
- 3.2 There shall be three (3) types of members:
 - i. Organization/Group Member (Labour Union);
 - ii. Organization/Group Member (Community);
 - iii. Individual Member;

3.3 The duties of members shall be to:

- i. uphold the goals and objectives of the Coalition, as set out in Article 2;
- ii. to pay membership fees to the Coalition;
- iii. to participate in activities of the Coalition as determined at AGMs and by the board;
- iv. to regularly attend meetings, assemblies, and seminars as may be called by the Board of Directors or committees; and
- v. to uphold and follow these by-laws.

3.4 No individual shall be denied membership on the basis of characteristics protected under The Human Rights Code, namely:

- i. ancestry, including colour and perceived race;
- ii. nationality or national origin;
- iii. ethnic background or origin;
- iv. religion or creed, or religious belief, religious association or religious activity;
- v. age;
- vi. sex, including sex-determined characteristics or circumstances, such as pregnancy, the possibility of pregnancy, or circumstances related to pregnancy;
- vii. gender identity;
- viii. sexual orientation;
- ix. marital or family status;
- x. source of income;
- xi. political belief, political association or political activity;
- xii. physical or mental disability or related characteristics or circumstances, including reliance on a service animal, a wheelchair, or any other remedial appliance or device;

- xiii. social disadvantage.
- 3.5 Membership shall be for one calendar year commencing January 1 annually upon renewal.
- 3.6 The annual membership fee for individuals shall be determined by the Board and reviewed on an annual basis.
- 3.7 Efforts should be made to ensure that payment of membership fees shall not be an impediment to individuals, groups, or organizations in participating in the Coalition.
- 3.8 The annual membership fee for organizations and groups shall be:
- i. A per capita of two dollars (\$2) per member of the organization or group in the province or an amount agreed upon by the organization or group and the Board of the Coalition. The amount shall not be less than fifty dollars (\$50). (See 6.2)
- 3.9 The Executive has the right to grant, deny or revoke membership to any individual, organization or group that it does not subscribe to the goals of the Coalition.
- i. An individual, organization, or group that has been denied membership may appeal to the Board.
 - ii. The Board shall decide by a two-thirds (2/3) vote
 - iii. The decision of the Board is final.
- 3.10 Membership in the Coalition shall cease:
- i. Upon the death of the member.
 - ii. Failure to renew their membership or submit written documentation wishing to discontinue their membership
 - iii. If they cease to qualify for membership in accordance with these bylaws.
- 3.11 The Coalition shall be affiliated to the Canadian Health Coalition.

ARTICLE 4 – THE ANNUAL GENERAL MEETING

- 4.1 The Annual General Meeting (AGM) is the governing body of the Coalition and shall be held once per calendar year, and must be held within 180 days of the end of the fiscal year.
- 4.2 The Executive committee may change the date of the AGM due to external or any other significant events or reasons. The Executive committee shall not delay the AGM by more than 60 days unless approved by the Board.
- 4.3 All individual, organizational or group members in good standing of the Coalition shall be eligible to be delegates to the AGM.
- 4.4 To be eligible to vote at the AGM, delegate credentials shall be issued by the Executive committee on the following basis:
- i. One (1) credential for each individual member;
 - ii. One (1) credential delegate per 1000 members for organizational or group members, to a maximum of 50 credentials.
- 4.5 The membership at the AGM shall:
- i. Receive reports from the Executive Committee, Provincial Director, and committees of the Coalition.
 - ii. Elect the Board of Directors
 - iii. Approve the budget and auditor of the Coalition
 - iv. Debate policy, directional resolutions and amendments to these By-laws.
 - v. Conduct all other AGM business required for the continuation of the Coalition.
- 4.6 Resolutions
- i. Resolutions for the AGM shall be submitted by members or organizations no sooner than 6 weeks prior to the AGM with a deadline for submission of 2 weeks prior to the AGM.
 - ii. The Board shall determine the admissibility of such resolutions based on criteria established by the Board.

- iii. Resolutions not dealt with at the AGM , with the exception of these Bylaws, shall be dealt with at the next regular Executive Committee meeting

4.7 Notice

- i. The first notice of the AGM shall be given to all members 6 weeks prior to the AGM via mail or electronic mail.
- ii. The second notice, including the resolutions and nominees for the Board shall be given 2 weeks prior to the AGM.

4.8 Quorum at the AGM shall consist of 20 members.

4.9 The rules contained in the current edition of *Robert's Rules of Order Newly Revised* shall govern the conduct of all AGM business.

ARTICLE 5 – SPECIAL GENERAL MEETING

5.1 A Special General Meeting of the coalition may be called at any time and place at the written request of at least one-third (1/3) of the members of the Board. Such meeting shall be held within thirty (30) days of the receipt of such request by the Chairperson of the Coalition. Any such request shall state the specific subjects to be considered at the Special Meeting.

5.2 In the case of Special Meetings, only such subjects as are specified in the notice of the meeting may be considered at that meeting.

ARTICLE 6 – THE EXECUTIVE COMMITTEE

6.1 The Board of Directors shall be the governing body of the Coalition between AGMs, but the Executive Committee (the Executive) shall run the everyday business of the Coalition between Board meetings.

6.2 Election of Executive Committee

- i. Members of the Executive Committee must be duly elected by majority vote at the board meeting, following the Annual General Meeting.
- ii. For contested positions the election process will be as laid out in Article 8.

6.3 The composition of the Executive Committee shall be:

- i. Chairperson
- ii. Vice Chairperson
- iii. Treasurer

- iv. Secretary
- v. Provincial Director (as nonvoting)
- vi. The Executive Committee shall consist of representatives of each membership category, with the Chairperson and Vice-Chairperson representing labour and community.

6.4 The duties of the Executive Committee shall be:

Chairperson

Shall have signing authority for the Coalition accounts. They will chair all meetings including the AGM. They will act as spokesperson in the absence of the Provincial Director. They shall perform all other duties deemed necessary by the Executive Committee and Board.

Vice Chairperson

Shall have signing authority for the Coalition accounts. They will serve as Chair in the absence of the Chairperson at meetings including the AGM. They will act as spokesperson in the absence of the Provincial Director and Chairperson. They shall perform all other duties deemed necessary by the Executive Committee and Board.

Treasurer

The Treasurer shall be the chief financial officer for the Coalition and a signing authority for the Coalition's accounts. The Treasurer's signature will be required for all cheques. They shall prepare an annual budget in consultation with the Provincial Director. The Treasurer shall be responsible for providing quarterly reports to the Board and regular updates to the Executive Committee and shall maintain all financial records of the Coalition.

Secretary

The Secretary shall take the minutes of the meetings of the Executive Committee, the Board and the AGM. They shall be responsible for maintaining all non-financial records of the Coalition. They shall also distribute the minutes after meetings.

6.5 The Executive Committee shall meet once per month when a board meeting is not held.

- 6.6 Quorum for an Executive Committee meeting shall be either the Chair or Vice Chairperson, and one additional officer.
- 6.7 The Executive Committee is the sole body of the Coalition that may make decisions relating to staffing and personnel issues.
- 6.8 If a member of the Executive Committee cannot attend a meeting they may participate via telephone or video conferencing.
- 6.9 In the event a vacancy occurs on the Executive Committee, the Executive Committee has the power to appoint interim members, to be ratified by the Board at the subsequent Board meeting.

ARTICLE 7 – BOARD OF DIRECTORS

- 7.1. The Board of Directors (the Board) shall consist of 13 members, plus the Provincial Director who has voice but no vote.
 - i. Five members will come from labour
 - ii. Five members will come from community
 - iii. 3 members will be individual members
- 7.2 The Board will be elected to a two-year term on a rotating basis at the Annual General Meeting.
- 7.3 The Board shall:
 - Receive reports from the Executive Committee;
 - Receive a report from the Provincial Director;
 - Receive reports and recommendations from the Committees;
 - Set priorities for the Coalition;
 - Serve as the final body of appeal for questions of membership.
 - Conduct all other business deemed necessary for the continuation of the Coalition;
 - Meet at least five times per calendar year, one meeting of which shall be the AGM.
- 7.4 Quorum for the Board shall consist of either the Chair or the Vice Chairperson, and more than 1/2 of the board.

- 7.5 The Board has the power to remove one or more members of the board with a 2/3 vote.
- i. Should a Board member be removed the Board shall appoint an individual to serve out the remainder of the term with a 2/3 vote.
- 7.7 The Board may fill vacancies at any point with a majority vote.
- 7.8 The Chair or Vice-Chair, whichever is currently chairing the meeting, shall not vote except in the event of a tie vote, at which time they shall cast the deciding vote.
- 7.9 The board shall assemble a slate of candidates for impending vacancies in advance of the Annual General meeting in time to be included in the second notice package.

ARTICLE 8 –Provincial Director

- 8.1 The Provincial Director shall be the chief administrative and executive officer of the Coalition.
- 8.2 The Provincial Director will be the primary spokesperson for the Coalition.
- 8.3 The Provincial Director shall be an ex officio member of all bodies and committees of the Coalition.
- 8.4 The Provincial Director's remuneration shall be negotiated by a committee of the Board, to be ratified by the Executive. This committee shall include at least one (1) member of the Executive.
- 8.5 The Provincial Director shall not hold any elected position and shall not be included in the quorum of the Board or Committees of the Coalition.
- 8.6 The Provincial Director shall be required to present reports on their work for each Board meeting, including the AGM.

ARTICLE 9 – NOMINATING COMMITTEE - ELECTION PROCEDURE FOR BOARD AND EXECUTIVE

- 9.1 A Nominating Committee shall be comprised of three (3) Directors, including the Coalition chairperson and Provincial Director (ex-officio).
- 9.2 The Nominating Committee shall prepare and submit for approval, to the Board of Directors, not less than twenty-one (21) days prior to the date of each Annual General Meeting, a report of the nominations for Directors of the Coalition. Such report shall propose a single slate of nominees that is in accordance with Article 3.
- 9.3 The report of the Nominating Committee shall be available for inspection by all members in good standing at the offices of the Coalition during the fifteen (15) day period immediately preceding the Annual General Meeting at which time the report is to be presented.
- 9.4 The board representatives from each membership groups shall be acclaimed if a full slate is presented by the board. If a position(s) are contested they are to be decided through a secret ballot vote at the appropriate caucus at the AGM during Labour Caucus, Community Caucus and Individual Members Caucus.
- 9.5 A slate of board members shall be sent with the second notice package to the membership identifying the prospective board members.
- ii. When a full slate is presented they are considered the incoming board.
 - lii. In cases of incomplete slates, nominations are welcome not less than seven [7] days prior to the Annual General Meeting signed by at least five [5] members in good standing, and the nominee indicating a willingness to serve.
- 9.6 The Nominating Committee shall be an ongoing resource to the Board of Directors and all committees, in recruiting volunteers throughout the Corporation, for all purposes including ad hoc committees and Board vacancies.
- 9.7 Composition of Labour Representatives:
- i. Labour contributing the largest membership fee will have a representative appointed by the contributing union.
 - ii. There will be one reserved seat for smaller unions contributing \$7999.99 or less, to be appointed by those unions.
- 9.8 Composition of Community Representatives:
- i. The community board representatives must have one member from an indigenous organization and one newcomer representative.

- 9.9 Each caucus will be chaired by executive committee members from those respective groups.

Proviso re elections:

In 2018, one-half of the Board shall be elected for a 2-year term ending in 2021. The other half of the Board shall be elected for a 1-year term ending in 2020, after which 2-year terms shall be staggered to provide continuity.

ARTICLE 10 – Ad Hoc Committees

- 10.1 Ad hoc Committees may be created to address issues through resolution at the AGM or by the Board
- i. Ad Hoc Committees shall be comprised of a minimum of four (4) members in good standing.
 - ii. These committees shall focus on issues identified by the Board and shall participate in provincial and national campaigns as directed by the Coalition.

ARTICLE 11 – FINANCES

- 11.1 The Coalition shall keep its funds in a Credit Union.
- 11.2 The Fiscal Year of the Union shall be January 1st to December 31st unless otherwise designated by the Board.
- 11.3 The board will recommend an auditor registered as a Chartered Professional Accountant (CPA) to complete yearly audits of the Coalition. The approval of the auditor and auditors report will be presented for general membership approval yearly at the AGM
- 11.4 The coalition shall have the ability to borrow 25% of its total operational budget with approval of a 2/3 vote of the board.

ARTICLE 12 AMENDMENTS

- 12.1 The Bylaws may be amended or altered only by a two-thirds (2/3) vote at a Annual General Meeting of the Coalition. Full details of the proposed amendments must be set out in the Notice of the Meeting sent to every member.

ARTICLE 13 – MISCELLANEOUS

- 13.1 The Coalition shall be non-partisan but reserves the right to comment on and grade political parties on their commitment to public health care, and the goals and objectives of the Coalition, as set out in Article 2.
- 13.2 In any place where these bylaws are not specific, the current edition of *Robert's Rules of Order Newly Revised* shall apply.

EC/dt/cope491
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