

May 4, 2005

The CCC Division Chairs Council (DCC)

Operating Procedures

Purpose

The purpose of this paper is to describe the operating procedures for the Division Chairs Council (DCC) of Cross Country Canada.

Background

The DCC originates from the adoption by CCC of the new governance structure described in the CCC Governance Document. The DCC assembles the Division Chairs (or other person designated by the Division) on those occasions when they are not meeting as the Annual General Meeting (AGM) or as a Special Meeting of CCC. This document describes the purposes of the DCC as follows:

- To appoint a Nominating Committee, which will ensure that suitable candidates are presented to the CCC AGM for election to the Board.
- To act as advisors to the Board on all aspects of the association's operations.
- To monitor the overall health of the association.
- To ensure that Divisions are providing members for Operational Committees.
- To provide a forum for the exchange of ideas and information between Divisions.

In the interim, there appears no need to add to or otherwise revise these purposes. This paper should be read in conjunction with the CCC Governance Document, of which an extract is attached.

Accountability of the Division Chairs and of the DCC

The prime responsibility of individual Division Chairs is to lead their Divisions. They are accountable to their members (clubs and individuals) for sound planning and delivery of division programs, and for management of the divisions' resources in doing so. A related accountability is to represent their divisions' interests at CCC.

As described in the by-laws of CCC, Division Chairs normally constitute the Voting Members of CCC (the exception being where a Division delegates an individual other than its Chair to represent its interests). The Voting Members meet once annually at the Annual General Meeting of CCC, where they are responsible for the election of CCC Board members, the appointment of auditors, the consideration and approval of annual audited financial statements, the amendment of by-laws, and any other business as may properly come before the AGM. In addition, any four (4) Voting Members of the Corporation may request the convening of a special meeting of CCC.

As members of the DCC, the Chairs are accountable for contributing to the long-term health and sound management of CCC through their responsibilities to search out and elect members to the CCC Board who are of the highest possible competence and commitment to the sport. A related accountability is to ensure that the CCC Board is kept informed of the impacts of CCC programs from the point of view of Divisions, collectively and individually.

How the DCC is to operate

The DCC meets several times per year by telephone, and on the occasion of the Annual General Meeting. At the AGM, there is normally time set aside for a separate meeting of the DCC. As well, the members of the DCC, as the voting members of CCC, attend the AGM sessions.

With respect to its particular purposes or functions, the DCC carries these out as follows:

Electing the Board: At its February meeting (Conference Call), the DCC will establish a nominating committee. Detailed procedures for the nominating committee and elections are contained in the CCC Bylaws, Article V.

Advising the Board: The DCC will convey its advice to the Board by:

1. inviting at least two Board members, in addition to the President and Executive Director, to sit in on DCC conference calls or portions of such calls;
2. inviting some or all Board members, in addition to the President and Executive Director, to sit in on part or all of the DCC meeting at the AGM;
3. keeping minutes of DCC meetings and including motions of advice to the Board in the minutes;
4. on larger issues, by having a report prepared for DCCs' meeting, and approving it as advice to the Board;
5. where there are issues of such import that they should be discussed at the AGM, the DCC should ensure that the issues are documented and passed to the Board prior to the AGM; and
6. participating in planning of the AGM agenda.

Monitoring general health of CCC: The DCC assists in monitoring the general health of CCC by assessing the impacts of CCC activities as experienced at the Division level, and should have access to the same information that is provided to Board members, including also the agendas and minutes of Board meetings, and special reports to the Board. The DCC will use conclusions drawn from this information to provide advice to the Board. Such advice may include an annual report which will assess CCC activities, and make any necessary suggestions to encourage or assist CCC in its activities. Such monitoring activities will also support the DCC's primary responsibility of nominating and electing Board members.

Membership of Operating Committees: Individual Division Chairs are responsible to support the Executive Director in his responsibility to recruit members to CCC's Operational Committees. The DCC shall monitor its members' contribution to this effort and strive to ensure appropriate regional representation.

Exchange of information between Divisions: Scheduled DCC meetings (Conference Calls) and the DCC meeting at the AGM shall be an opportunity for DCC members to share useful information and information to address issues common across several or all Divisions. Portions of these meetings may be held in camera; e.g. when discussing elections to the CCC Board.

Support needed by the DCC

In order to carry out its functions, the DCC needs the following support:

Information: The DCC should have access to the same information that is provided to Board members, including also the agendas and minutes of Board meetings, and special reports to the Board (there may be cases where information must be withheld due to concerns of privacy).

Administrative Support: the National Office should arrange the logistics of Conference Calls and minute-taking at DCC Conference Calls and the annual DCC meeting. Similar support should be available to support the Nominating Committee process, if it is required.

Meetings and Teleconference

The DCC will hold teleconferences or meetings at least three times yearly (Fall, Winter and Spring) in addition to getting together at the AGM.

These meetings should be chaired by members on a rotational basis, or as agreed in advance of individual calls/meetings.