

# **MCA Board Structure Proposal**

## **DRAFT**

**February 2022**

### **PREAMBLE**

Over the past several years, there has been much discussion around the structure of MCA's board, our by-laws, and what potential changes could be made to make MCA run more effectively and efficiently to better serve the choral community.

In August 2021, following a board retreat, an ad hoc Governance Review Committee was struck to consider board discussion from the retreat, make recommendations for restructuring the board, and update MCA's by-laws accordingly.

The Committee met several times to discuss possibilities for a new governance model for MCA, and through further discussion with the board, our MCA regional representatives, and other regional stakeholders, the proposed draft board model below was created.

The new model proposes a different approach to how the board currently operates. In the proposed model, the board is comprised of 10 people who would take on various portfolios, depending on the person's interests and strengths. There are more portfolios than there are board members, so we would also rely on community members to take on certain portfolios and run committees, working groups, and special interest groups related to those portfolios. We plan to populate the board and committees with diverse representation from across the province. Details pertaining to the portfolios are found in the "Definitions" section below.

The Committee gave each position and portfolio careful attention and consideration, taking into account the discussions and feedback from the board, the membership, and various committees over the past several years regarding what has and hasn't been working for the organization. Through these conversations, we have come up with a model that we believe moves MCA forward in a positive and genuine way, ready to respond to the needs of our choral community, while still maintaining flexibility and authenticity. It is understood that MCA's board structure will be reviewed regularly (the first review to be undertaken in two years' time) and changes will be proposed as needed.

The Committee is bringing this draft proposal to the MCA membership to inform you about these significant changes, and to ask for feedback on the new board model. Once finalized, the updated by-laws will be presented for approval by the membership at the June AGM, and the membership will be able to elect community members to fill the various positions on the board.

## PROPOSED BOARD MODEL

### **Board**

- Executive Committee:
  - President
  - Vice President
  - Past President
  - Treasurer
- Program Director\*
- Outreach & Advocacy Director\*
- Intra-Provincial Coordinator\*
- Directors (3)

*\*Chairs a committee/special interest group made up of board and/or community volunteers*

### **Portfolios**

- Programs\*
- Outreach & Advocacy\*
- Intra-Provincial Coordination\*
- IDEA (Inclusion, Diversity, Equity, and Accessibility)\*
- Fund Development\*\*
- Library & Resources\*\*
- Communications\*\*
- Archives\*\*
- ChoralFest\*\*
- PHC\*\*
- TEMPO\*\*
- Nominating Committee\*
- MMEA (Manitoba Music Educators' Association)\*
- FCMM (Foundation for Choral Music in Manitoba)\*

*\*Portfolio to be taken on by a board member*

*\*\*Portfolio to be taken on by either a volunteer or board member, or in certain cases where appropriate, a staffperson.*

*NOTE: Efforts will be made to populate board and committees with representation from across the province*

### **Ex Officio/Staff**

- Executive Director
- Program & Resource Coordinator

### ***Standing Committees***

- Nominating: Past President (chair), 2 board members
- Programs: Program Director (chair), ChoralFest, PHC, TEMPO, 1 or 2 community members, Program & Resource Coordinator
- ChoralFest: ChoralFest chair, 2-3 community members, Program & Resource Coordinator
- PHC: PHC chair, 2-3 community members, Program & Resource Coordinator
- Outreach & Advocacy: Outreach & Advocacy Director (chair), 2-3 board/community members
- Fund Development: Fund Development chair, 2-3 board/community members

### ***Special Interest Groups***

- IDEA Group: IDEA portfolio chair, open membership (target 10+ members)
- Intra-Provincial Communication Group: Intra-Provincial Coordinator (chair), open membership populated from all regions of Manitoba (target 10+ members)
- Other SIGs created in response to MCA membership's requests and interests

### ***Ad Hoc Committees/Working Groups***

- Awards of Distinction: 2-3 board and/or community members
- Scholarships: 2-3 board and/or community members
- Frances Seaton Choral Composition Competition: 2-3 board and/or community members
- FCMM Applications: 2-3 board and/or community members
- Endowment Fund: 2-3 board and/or community members
- Others as needed

*Note: President and Executive Director serve as ex officio members of all standing committees and special interest groups above*

## SIDE-BY-SIDE COMPARISON

### ***CURRENT BOARD MODEL***

#### **Executive Committee**

President  
Past President  
Vice President  
Secretary  
Treasurer

#### **Program Chairs**

ChoralFest  
Provincial Honour Choirs  
Professional Development  
Communications  
Membership  
Library  
Fundraising

#### **Regional Representatives**

Central  
Eastman  
Interlake  
Norman  
Parkland  
Westman

#### **Portfolios**

Nominations (Past President)  
MMEA (Vice President)  
FCMM (President)

**TOTAL: 18 board positions, 3 portfolios**

### ***PROPOSED BOARD MODEL***

#### **Executive Committee**

President  
Vice-President  
Past-President  
Treasurer

#### **Directors**

Program Director  
Outreach & Advocacy Director  
Intra-Provincial Coordinator  
Directors (3)

#### **Portfolios**

Programming (Board Member)  
Outreach & Advocacy (Board Member)  
Intra-Provincial Coordination (Board Member)  
IDEA (Board Member)  
Fund Development  
Library & Resources  
Communications  
ChoralFest  
PHC  
TEMPO  
Archives  
Nominations (Past President)  
MMEA (Vice President)  
FCMM (Past President)

**TOTAL: 10 board positions, 14 portfolios**

## DEFINITIONS

*Director:* A member of MCA's governing board, also known as a "board member". Directors are elected by the membership at MCA's Annual General Meeting, and are expected to attend board meetings, actively participate in committees, and oversee MCA's operational, governance, and financial matters. This involves hiring and overseeing the Executive Director and supporting initiatives to advance MCA's mission.

*Portfolio:* A collection of responsibilities related to a particular aspect of MCA's governance and/or operations. It is expected that portfolios be taken on by volunteers (either board members or community members), or in certain circumstances (ex. if no volunteer can be found), a staffperson. This includes specific programs, resources, and initiatives as outlined in the descriptions below (Terms of Reference for each to be worked out before the June AGM):

- **Programming:** Provide guidance for MCA's programming year, ensuring that strategic programming goals are being achieved; oversee planning and implementation of non-flagship programs (i.e. workshops, events, and initiatives apart from ChoralFest and PHC); chair Program Committee
- **Outreach & Advocacy:** Liaise with members, choirs, and other stakeholders to increase MCA's visibility around the province; connect with potential members; work closely with staff to oversee MCA's advocacy activities and suggest ways to increase and enhance effectiveness of these activities
- **Intra-Provincial Coordination:** Liaise regularly with and provide support to all Manitoba regions so that MCA may build and strengthen relationships with choirs and members around the province and strategically plan programs around the province; liaise with MCA staff to promote provincial events; chair Intra-Provincial Communications Special Interest Group (forum for regional-focused discussions)
- **Inclusion, Diversity, Equity, and Accessibility (IDEA):** Support the implementation of MCA's IDEA policy and initiatives; liaise with MCA staff to develop IDEA-focused programs and resources for the choral community; chair IDEA Special Interest Group (forum for IDEA-focused discussions)
- **Fund Development:** Assist in developing and maintaining MCA's Fund Development Plan; work closely with staff to oversee fund development activities (ex. donations appeals, fundraisers, grant applications, sponsorships); chair Fund Development Committee
- **Library & Resources:** Work closely with staff to oversee library operations; support staff in making library decisions; help promote library to membership
- **Communications:** Oversee MCA's communications activities, ensuring they adhere to MCA's brand identity; work closely with staff to achieve communications goals; suggest ideas to improve MCA's online presence
- **Archives:** Work closely with staff to maintain MCA's files, records, and archives; act as a resource concerning MCA's history; chair archival project committees as needed
- **ChoralFest:** Oversee planning and implementation of ChoralFest program; work closely with staff to ensure program logistics are carried out; chair ChoralFest Committee
- **Provincial Honour Choirs (PHC):** Oversee planning and implementation of PHC program; work closely with staff to ensure program logistics are carried out; chair PHC Committee

- **TEMPO:** Represent MCA at MMEA's TEMPO planning meetings; liaise with MCA staff to promote TEMPO to MCA members
- **Nominations:** Coordinate recruitment efforts to fill board and portfolio positions in time for each year's AGM (portfolio to be taken on by Past President)
- **FCMM:** Serve as a liaison between the FCMM board and MCA's board (portfolio to be taken on by any board member)
- **MMEA:** Serve as a liaison between the MMEA board and MCA's board (portfolio to be taken on by Vice President)

***Ex Officio Board/Committee Member:*** A member of a board or committee who is part of the group by virtue of holding another office (ex. Executive Director). Ex officio board/committee members attend board meetings and may discuss or debate agenda items, but are not entitled to vote on board or committee motions.

***Staff:*** Full-time, part-time, or contract term employees of MCA. They may attend board meetings and may be called on to report on MCA's activities and/or contribute to board discussions, but are not entitled to vote.

***Standing Committee:*** A permanent committee that meets regularly throughout the year and exists from year to year. The committee chair calls meetings and provides leadership at meetings, and decisions are made either by voting or by consent. Minutes of meetings are kept in the organization's records. The President and Executive Director are expected to attend all standing committee meetings as they are able.

***Special Interest Group:*** A group of community members drawn or acting together because of a common interest, concern, or purpose. Group discussion from these groups informs MCA's organizational policies and operations. The group leader/chair ensures the group meets regularly, facilitates discussions at meetings, and brings any discussion points and/or recommendations to MCA board and staff as they arise. The President and Executive Director are expected to attend all special interest group meetings as they are able.

***Ad Hoc Committee/Working Group:*** A committee or group struck for a particular purpose. Once this purpose is achieved, the committee is dissolved. For regular annual ad hoc committees/working groups (ex. Bert Kroeker Scholarship Committee), group membership will fluctuate from year to year. Decisions are made either by vote or by consent.