
St. Joseph Parish Council Terms of Reference

The following Terms of Reference set out the key roles and responsibilities of the St. Joseph Parish Council (“the Council”), its membership, obligations of members, responsibilities of and selection of the Chair, quorum and decision-making, reporting, and other matters essential to the effective functioning of the Council.

1 ROLES AND RESPONSIBILITIES

The Council is responsible for:

- Sustaining St. Joseph Parish as an Oblate Mission in the heart of Ottawa, consistent with the Oblate of Mary Immaculate’s charism of welcoming and solidarity with the poor
- Ensuring activities and initiatives of the Parish are aligned with the Parish’s Mission Statement
- Approving all policies required to ensure that the Parish is managed in a fair, inclusive, transparent and responsible manner, including all policies related to:
 - Financial management (including stewardship and fundraising)
 - Communication both internally within the parish and externally
 - Staffing and management of human resources
 - Use and maintenance of Parish’s physical assets, such as Information Technology assets
 - Maintenance of the capital facility
- Approving annual budgets for the Parish
- Hiring and evaluating the performance of the Executive Director
- Reporting to parishioners on the management of the Parish
- Reporting to the Oblates of Mary Immaculate on the management of the Parish
- Oversight of the Women’s Centre
- Responsible for holding the Annual General Meeting and providing applicable templates for reporting purposes to the ministries, clusters and committees.

2 MEMBERSHIP

The Council shall consist of:

- representatives from each of the five (5) Ministry Clusters identified in Annex A, as amended from time to time
- representatives from each of the four (4) regularly scheduled weekend masses

- ex-officio¹ members including:
 - the Core Leadership Team, consisting of:
 - the Pastor
 - the Executive Director
 - the Chair of Parish Council
 - the Treasurer

2.1 Representing the diversity of the parish

To promote the inclusion of diversity on Council, the Ministry Clusters and weekend masses are encouraged to name representatives from groups not traditionally having a voice in Council discussions and decision-making, including visible and non-visible minorities. In principle, there should be gender equality among members of Parish Council.

3 TERMS OF MEMBERS

Each member of Council shall serve for a period of two years, effective the date upon which they become members.

A member's term can be renewed by their respective Ministry Cluster or regularly scheduled weekend mass up to two (2) times. The maximum number of consecutive years that a person can serve as a member of Council is six (6), after which time they must withdraw from Council for a period of at least one (1) year. Such persons can be nominated again by their Ministry Cluster, as the representative of another Ministry Cluster, or as the mass representative after a hiatus from Council of at least one (1) year.

4 RESPONSIBILITIES OF MEMBERS

Members are expected to:

- attend all Council meetings
- notify the Secretary should they anticipate not being able to attend meetings
- have read any documentation sent by the Chair or Secretary in advance of the meeting
- come prepared to discuss and decide on matters requiring decision

Members named by a Ministry Cluster or by the regularly scheduled weekend masses are also expected to:

- represent their Ministry Cluster or weekend mass at Council meetings

¹ For clarity, in the context of these Terms of Reference, *ex-officio* means appointed to Council by virtue of their position, not selected by vote or other selection mechanism. Nonetheless, *ex-officio* members are full members of Council, and participate in discussions and decision-making as set out in these Terms of Reference.

- communicate with their Ministry Cluster or mass on Council deliberations and decisions

4.1 Parish Council Member Terms Of Engagement

Each Council member must complete and sign the Parish Council Member Terms of Engagement prior to becoming a member of Council. The Parish Council Member Terms of Engagement is identified as an Appendix to this Terms of Reference.

4.2 De facto Withdrawal Due to Repeated Absences

If a member of Parish Council misses three (3) consecutive meetings of the Council or who fails to attend five (5) or more meetings in a given year without providing advance regrets to the Chair, they shall be deemed to have resigned from the Council and shall no longer be invited to meetings or provided with materials associated with the work of the Council.

Notwithstanding the foregoing, the Council may allow a member to continue on the Council where there are exceptional circumstances that have contributed to their absences, and where their continued membership is viewed by the Council as necessary for the ongoing work of the Council.

4.3 Removal from Council

When the Council is of the opinion that an elected or appointed Council member is unable to fulfill his or her responsibilities as a Council member because of illness, non-attendance at meetings of the Council, failing to abide by the Parish Council Member Terms of Engagement or for other exceptional circumstances, the Council may remove said Council member from his or her position as a Council member. Such a decision shall require a two-thirds majority vote of the Council.

4.4 Vacancy on Council

In the event that the position of an elected or appointed Council member should become vacant for any reason whatsoever, the Ministry Cluster or weekend mass, as the case may be, shall name a new member to the Council for the remainder of the term .

5 CONDITIONS OF SERVICE

The Council members shall serve and shall exercise their functions without charge to the Parish. Notwithstanding the foregoing, legitimate expenses incurred by a Council member in the conduct of the business of the Council shall be reimbursed by the Parish in accordance with the Parish Reimbursement of Expenses Policy.

6 ROLES AND RESPONSIBILITIES OF THE CHAIR

The Chair of Council is responsible for:

- calling for and setting the agenda of Council meetings

- facilitating Council meetings
- brokering consensus on decisions wherever possible
- calling for votes where consensus cannot be reached
- reporting to parishioners and to the Oblates of Mary Immaculate on behalf of the Council
- identifying issues for Parish Council's attention
- facilitating decision making outside of scheduled Parish Council meetings (i.e. offline)
- representing the parish when required
- coordinating the Annual General Meeting and associated reports
- signing official parish documents.

The Chair is also a member of the Core Leadership Team. In that capacity, the Chair is responsible for ensuring that the Council's responsibilities for approving and assuring compliance with Parish policies, approving and monitoring budgets, hiring and evaluating the performance of the Executive Director, and reporting to parishioners and the Oblates of Mary Immaculate are respected.

6.1 Selection of Chair

The Chair shall be selected by the full Council, with the exception of the Executive Director, from among the members named by the Ministry Clusters and the members named by the regularly scheduled weekend masses.

The Council may choose a Chair from among the parishioners at large, should the Council identify a suitable person to carry out the responsibilities of the Chair. The Chair can't be the Pastor or Executive Director.

In the event that the Chair is chosen from among the members named by the Ministry Clusters or from among the members named by the regularly scheduled weekend masses, the Ministry Cluster or weekend mass, as the case may be, shall name a new member to the Council.

7 VICE CHAIR

The Council shall select a Vice-Chair from among its members, not including *ex-officio* members. Selection of the Vice Chair shall be made by the full voting members of Council.

The Vice Chair is responsible for assisting the Chair and acting as Chair in the event the Chair is away or temporarily unable to fulfill his or her responsibilities.

8 SECRETARY

The Council shall appoint one (1) person from among the members named by the Ministry Clusters and the members by the regularly scheduled weekend masses to act as recording

Secretary for the Council. In the Secretary's absence, the Council shall choose from among the members present one (1) person to act as the Secretary for that meeting.

The Secretary shall be responsible for maintaining the Council's files, including:

- drafting minutes of Council meetings within 1 week from the meeting, including:
 - Decisions taken by Council
 - Action items requiring follow-up action by Council members and/or the Core Leadership Team
- drafting separate minutes of any Council *in camera* meetings within 1 week from the meeting, and filing such minutes in a manner that will ensure that personnel-related information is securely protected
- maintaining up-to-date lists of:
 - All decisions taken by Council
 - Open Action items
 - All completed Action items
- ensuring approved minutes, other than the minutes of *in camera* meetings, are posted on the Parish's Web site
- distributing documentation for Parish Council meetings one (1) week in advance of Council meetings
- maintaining records of all minutes and all documents submitted to Council in advance of meetings and/or "table-dropped" at meetings

9 FINANCE COMMITTEE

The Finance Committee is established as a permanent advisory body to the Council.

Terms of Reference for the Finance Committee, including roles and responsibilities and qualifications of members of the Finance Committee, shall be drafted and approved by Council, and annexed to these Terms of Reference. The Chair of the Finance Committee is welcome to attend Council meetings and to participate in Council deliberations, but may not vote on any matters before Council and therefore they are not considered to be part of quorum.

The Treasurer is the voting member of Council representing the Finance Committee.

10 TREASURER

The Treasurer shall be a member of the Finance Committee, and shall be responsible for signing financial statements and other documents of a financial nature requiring approval or ratification of the Council.

11 OTHER COMMITTEES

The Council may establish other committees to provide leadership and/or manage specified activities on behalf of the Parish, or *ad hoc* committees to assess specific issues and provide advice to Council on how to address such issues.

Terms of Reference for such committees shall be drafted by the committee and approved by Council. Such Terms of Reference may be amended from time-to-time by the Council as circumstances require. Policy decisions should not be made at the committee level, but rather recommended and forwarded to Council for decision.

12 MEETING FREQUENCY

Council shall meet monthly, with the exception of July and August, during which Council may meet less frequently, depending on the number and urgency of the issues to be addressed by Council. Historically, Council meetings are held on the 2nd Tuesday of each month.

12.1 Right of Parish Members to observe meetings of Council

Council meetings shall be open to members of the Parish. Members of the who are not voting members of Parish Council shall not participate in any votes. Any discussions that are “In-Camera” are restricted to Parish Council members only.

13 QUORUM

Quorum shall consist of eight (8) Council members, at least one of whom shall be the Chair, Treasurer or the Secretary.

Should Council membership drop to ten (10) or less, quorum shall be seven (7) members.

14 DECISION MAKING

14.1 Quorum required for decisions

No decisions shall be taken unless quorum is achieved.

Decisions shall be made by consensus wherever possible. Should Council not be able to reach consensus, the Chair may call for a formal vote. In such cases, the decision shall require approval of two-thirds of those members present.

14.2 Votes by the Chair and ex-officio members

The Treasurer shall not vote on budget matters, or on financial or administrative policies recommended to Council by the Finance Committee.

As an employee of the Parish, charged with implementing the decisions of Council and administering the Parish, the Executive Director shall not vote on matters before Council.

Notwithstanding the constraints on the votes by the Chair and *ex-officio* members of Council, they are full participants in deliberations and discussions prior to any vote.

14.3 OMI Lacombe Canada veto over decisions negatively impacting the spiritual life of the Parish

Where the Provincial of OMI Lacombe Canada may veto the decision of Council, if in his judgment and after consultation with the Chair of the Council and the Pastor, is of the view that a decision by the Council may have a negative impact on the spiritual life of the Parish or reputation, runs counter to the charism of the Oblates of Mary Immaculate, the reputation of the Oblates of Mary Immaculate, he may veto the decision of Council.

In such a situation, the Provincial shall provide formal written reasons for his decision.

14.4 Recording decisions

The minutes of the meeting shall clearly note that the decision was taken either by consensus or by way of a formal vote. In the case of a formal vote, the minutes shall include the distribution of votes.

14.5 Addressing urgent matters

Recognizing that issues arise that do not allow council members to get together to meet in person, and where the Chair identifies an item as urgent, such item may be dealt with secretarially.² Regardless of the urgency, quorum shall be respected.

15 REPORTING TO THE OBLATES OF MARY IMMACULATE

The Council shall provide a report to OMI Lacombe Canada at least once a year, and more frequently should urgent matters that should be brought to the attention of the Oblates of Mary Immaculate arise, or upon request from the Provincial of OMI Lacombe Canada.

16 REQUIREMENT FOR AN ANNUAL GENERAL MEETING

The Council shall hold an Annual General Meeting of the Parish as soon as reasonably practicable after receipt of approved audited financial statements for the preceding fiscal year. The Annual General Meeting shall be held no later than the month of September.

Parishioners shall be given at least six (6) week's notice of the date of the Annual General Meeting. Official notice of the Annual General Meeting shall be provided in the Parish Bulletin.

² For greater clarity, secretarially' means 'by email' so that there is no requirement of a live meeting or a teleconference, but there is a record of discussion and decision.

17 REVIEW AND AMENDMENT OF TERMS OF REFERENCE

These Terms of Reference for Council including the Terms of Engagement shall be reviewed annually, in advance of the Annual General Meeting.

Should Council determine that the Terms of Reference should be revised, the proposed revisions shall be put to a vote at the Annual General Meeting, and subsequently ratified by OMI Lacombe Canada.

18 TRANSITION TO NEW COUNCIL STRUCTURE

To ensure effective transition to the Council structure as set out in these Terms of Reference, those persons on the Council as of October 2012 shall remain on Council as representatives of the regularly scheduled weekend masses until such time as the masses can name a member to Council.

The Chair of the Council as of October 2012 shall remain as Chair until such time as the full Council can be constituted and a new Chair chosen, as set out below.

19 EFFECTIVE DATE

These Terms of Reference come into effect on the date of approval by the Provincial of OMI Lacombe Canada.

20 APPROVALS

Donald Duthie
Chair
St. Joseph Parish Council

John Malazdrewich, OMI
Provincial
OMI Lacombe Canada

Date

Date