

OPEN AND CLOSED MEETINGS POLICY

GENERAL

1.01 Purpose. This Open & Closed Meetings Policy is intended to ensure transparency and impartiality in its operations and communication with membership and the broader public. Directors shall act at all times in the best interests of the IIWR-MB and its membership. This means performing their duties and executing the affairs of the IIWR-MB in such a manner that promotes public confidence and trust in the transparency and impartiality of the Board.

1.02 Definitions.

1. **Co-Chairs:** Co-Chairs of the Institute for International Women's Rights-Mb Board of Directors.
2. **Director(s):** Members who sit on the Board of Directors that govern IIWR-MB. Directors are elected for one-year terms at the IIWR-MB's Annual General Meeting or under the special motion of the Board of Directors. All Directors are 18 years of age or older with power under law to contract.
3. **IIWR-MB:** Abbreviation used throughout this document to reference the Institute for International Women's Rights - Manitoba.
4. **Member:** A person who had paid the IIWR-MB membership fees for the designated year, or who has made alternate membership payment as described in the Alternate Membership Payment Policy.

1.03 Board Meetings. These policies pertain to only board meetings except when otherwise indicated.

OPEN MEETINGS

2.01 Open Meetings. All meetings shall be open to all IIWR-MB members except in the circumstances restricted by this policy.

2.02 Notice of Meetings. When possible, the IIWR-MB Co-Chairs will give at minimum ten (10) days written notice of all public meetings.

2.03 Committees. A minimum ten (10) days written notice shall be given for meetings of IIWR-MB Committees, including but not limited to: Advocacy Committee, Diversity Committee, Youth Council, Commission on the Status of Women, and Local to Global.

2.04 Agenda & Operations. For open board meetings the following, whenever possible, must occur:

1. Distribution of agenda at minimum 3 days prior to the meeting, to directors and active membership through relevant channels (i.e. email and drives),

2. Distribution of minutes to directors, and membership upon request, within fourteen (14) days of the meeting taking place,
3. Attachment of associated reports and appendixes to meeting minutes, and
4. Option for virtual attendance. If members of IIWR-MB are not able to attend meetings in-person, they can request to attend via call-in or video conferencing. Members wishing to do so must contact VP Administration at minimum five (5) days before the meeting date.

CLOSED MEETINGS

3.01 Closure of Meetings. To ensure transparency, board meetings will be closed only when legally permitted or required to do so, and only in the circumstances permitted by this policy (see 3.03).

3.02 Communication of Closure. When meetings are closed, the Co-Chairs, or the presiding director who called the meeting, will be responsible for communicating to the membership that a closed meeting will be taking place and provide a justification, as per the ground listed below, for the closure of the meeting.

3.03 Grounds for Closures. The following are reasons that may be deemed necessary to close a meeting:

- Receiving of advice or matters that are subject to solicitor-client privilege
- Financial concerns considered sensitive to the viability of the organization
- Considering personal information about an identifiable individual
- Contract or employee negotiations
- Litigation or pending litigation, including matters before administrative tribunals
- Any other matter permitted or required as requested by the board and passing at rate of 51% of board member approval

3.04 Motions for Closure. To ensure transparency, when a closed meeting is required, the meeting will begin and end as an open meeting. Before closing a meeting, the directors will adopt a motion to close the meeting setting out the nature of the subject-matter to be discussed and the statutory reason for closing the session.

3.05 Recording of Minutes. The closure of a meeting, the nature of the subject-matter to be discussed and the statutory reason for its closure shall be duly recorded in the minutes of the meeting. The time the meeting closed and opened shall also be recorded.

IMPROPER CLOSURE OF MEETINGS

4.01 Procedure. If a director or member believes a meeting to have been closed improperly or on illegitimate grounds, they may request additional information regarding the justification for closure of the meeting. The directors, or the presiding director who called the meeting, can then determine the amount they are able to disclose about the nature of the meeting to the individual requesting additional information.

4.02 Board Vote. If there is any question or doubt about the legitimacy of the closure of a meeting, the member can take the request to the Co-Chairs to be added to the agenda. The Board will determine by majority vote if the justification for closure of a meeting is deemed legitimate.