

CONDUCT AND ETHICS COMMITTEE

Terms of Reference

Preamble:

The Board of Directors of the MGAA may, establish, repeal or amend the Terms of Reference of the standing committees of the Association at their discretion. The Conduct and Ethics Committee is a standing sub-committee of the MGAA.

Committee Chair and Members:

The chair of the Conduct and Ethics Committee shall be a director of the MGAA and shall be appointed to serve as Chair of this Committee by the Board.

The Conduct and Ethics Committee shall be made up of at least four (4) individuals acceptable to the Board of Directors. These appointments will be based on recommendations made by the chair of the Conduct and Ethics Committee to the Board of Directors. The chair of the Committee may recommend the removal of any member to Board of Directors, and in the interim the chair may suspend member participation until the Board has made a decision on the removal.

The Committee shall also have the authority to invite individuals to serve as seconded members to the Committee. The nature and length of the secondment shall be at the discretion of the committee chair.

Meetings:

The Committee may meet for the transaction of business, adjourn and otherwise regulate its meetings as it sees fit and may from time to time adopt, amend or repeal rules or procedures in that regard.

At least 3 Committee members shall form a quorum for the transaction of business by the Committee.

The Committee chair shall preside at all meetings of the Committee and, in consultation with the other Committee members, shall set the frequency and length of each meeting of the Committee and the agenda of items to be addressed at each meeting.

The Committee Chair will ensure that the following documents are circulated at least five (5) days in advance of each meeting:

1. the agenda for the meeting;
2. any other documentation related to the business to be conducted by the Committee.

Committee members can by unanimous consent waive the requirement for the five (5) day period. However, this practice should be limited to only rare and unusual circumstances which did not allow for the information to be prepared and circulated within the prescribed time limit.

The Committee may hold meetings in person or by teleconference or by such other electronic means that permit all persons participating in the meeting to properly communicate with each other. There should be at minimum three (3) meetings annually and wherever possible, at least one in-person meeting.

Questions arising at any meeting of the Committee shall be decided by a majority of votes of the Committee members. Each Committee member is authorized to exercise one (1) vote. In case of an equality of votes, the Committee Chair shall have a second or casting vote.

Reporting:

At each meeting of the Board of Directors, the Committee Chair shall report on the work undertaken by the Committee since the last report.

Confidentiality:

All business transacted by the Committee is confidential.

Budget:

The Committee will advise the Board of Directors on any project covered by its remit and will from time to time request a budget for approval.

Committee's Role:

The Committee shall perform the following functions:

1. Review and make recommendations, where required, on the standards of conduct and ethics and mechanisms of discipline used by the MGAA
2. Receive, review and recommend proposals to the Board of Directors on the Association's Code of Conduct, Ethics and Disciplinary procedures and processes;
3. Conduct an annual review of the complaints, investigation and disciplinary procedures of the MGAA and make recommendations to the Board of Directors regarding amendments thereto;
4. Act as a Peer Practice Review Panel which shall receive, study and make recommendations on enquiries received from and by the Members of the MGAA on issues related to the Association's Code of Conduct, Ethics and discipline procedures and processes and all other matters dealing with a member's ethical conduct;
6. Prescribe new standards and mechanisms related to Conduct, Ethics and discipline and make recommendations thereto to the Board of Directors;
7. Investigate complaints made against members of the MGAA, related to their activities as members of the MGAA, and where appropriate make recommendations to the Board including the suspension or expulsion of a member from the MGAA.
8. Such other duties as may from time-to-time be assigned to the committee by the Executive Committee.