



IMMPLOY

Leadership Council Terms of Reference

1.0 Introduction

1.1 This document sets out the terms of reference for the IMMPLOY Leadership Council (hereinafter referred to as the “**Leadership Council**”).

2.0 Effective Date

2.1 These terms of reference will take effect on May 5, 2017. They replace in their entirety the previous London Middlesex Immigration Employment Council terms of reference which were approved as of November 8, 2012.

3.0 Sponsorship

3.1 The Leadership Council is a non-incorporated body that operates as part of a community-based partnership initiative of WIL Counselling and Training for Employment also known as WIL Employment Connections (hereinafter referred to as “**WIL**”).

3.2 Responsibility for the staff of IMMPLOY, its operation, management and assets resides exclusively with WIL. Neither the Leadership Council nor its membership has any authority to enter into any contract or agreement on behalf of the IMMPLOY or to legally bind IMMPLOY or WIL to any commitment or obligation.

4.0 Leadership Council Role, Authority and Accountability

4.1 The Leadership Council is employer led and designed to assist IMMPLOY with the execution of:

A. IMMPLOY’s mandate to connect employers with immigrant talent to foster economic prosperity; and

B. IMMPLOY’s strategic objectives:

- to support employers in recruiting and retaining immigrant talent;
- to bridge the gap between labour market demand and supply;
- to strengthen sustainability and recognition as a strong employer-led council; and
- to become a regional champion for immigrant talent in Southwestern Ontario.

4.2 The Leadership Council assists IMMPLY with the execution of its mandate and strategic objectives by:

- A.** providing direction to IMMPLY on governance matters, including direction on strategic, succession and sustainability planning;
- B.** acting as the voice for London and regional employers;
- C.** promoting IMMPLY and enhancing IMMPLY's public image;
- D.** attending meetings as outlined in Section 11.0;
- E.** engaging actively in the work of the Leadership Council; and
- F.** facilitating the connection between London and regional employers and immigrant talent.

4.3 The Leadership Council is accountable to itself, the Board of Directors of WIL, community partners, employers, newcomers and its funders. IMMPLY will engage in regular consultation with regional stakeholders and distribute for information purposes regular updates on its work to the Leadership Council, WIL, community partners, business leaders and funders. The Leadership Council will present a report on its activities to the WIL Board of Directors a minimum of once per fiscal year.

5.0 Leadership Council Membership and Composition

5.1 The Leadership Council is comprised of:

- A.** a minimum of 8 and no more than 12 regional voting volunteer employer members from a cross-section of local industry sectors and business sizes;
- B.** the Executive Director of WIL and the Project Manager of IMMPLY as permanent non-voting members; and
- C.** the Director, Community and Economic Innovation of the City of London and the President of the London Economic Development Corporation, both as ex-officio non-voting members, and such other local and regional Ex-Officio members as the Leadership Council may determine to be appropriate.

5.2 Invitations to sit on the Leadership Council are issued by its Chairperson based on recommendations of the Leadership Council and its Nominating Committee.

6.0 Leadership Council Committees

6.1 The Leadership Council shall appoint:

- A.** an Executive Committee comprised of the Leadership Council's Chairperson, who acts as the Chairperson of the Executive Committee, the Vice Chairperson, the Past-Chairperson, and the Executive Director of WIL; and

B. a Nominating Committee comprised of the Vice-Chairperson of the Leadership Council, who acts as the Chairperson of the Nominating Committee, the past Chairperson, and at least 1 additional Leadership Council employer voting member as selected and appointed by the Leadership Council.

6.2 The Leadership Council may from time to time appoint other committees as its sees fit and dissolve existing committees. Additional committees will be comprised of voting members of the Leadership Council and, at the Leadership Council's option, non-voting employer representatives from the community as selected and appointed by the Leadership Council.

7.0 Leadership Council Terms of Office

7.1 The voting members and ex-officio members of the Leadership Council will each serve a 2 year term with 1 year options for renewal.

7.2 The Leadership Council's Nominating Committee will review appointments and term renewals annually, or as a position is vacated, and recommend candidates for consideration for appointment as voting members to the Leadership Council.

8.0 Leadership Council Chairperson, Vice Chairperson and Past Chairperson

8.1 The Chairperson of the Leadership Council will be chosen and appointed by the Leadership Council and will serve a 1 year term as Chairperson with the option for a 1 year renewal.

8.2 The Vice Chairperson of the Leadership Council will be chosen and appointed by the Leadership Council and will serve a 1 year term as Vice Chairperson with the option for a 1 year renewal.

8.3 The immediate past Chairperson of the Leadership Council will serve a 1 year term as Past Chairperson with the option for a 1 year renewal.

9.0 Quorum

9.1 The Leadership Council will be considered to have quorum if 50% + 1 of its voting members are in attendance in person or by telephone conference at a meeting.

10.0 Decision-Making

10.1 Decisions will be made at Leadership Council meetings on a consensus basis. Consensus will be considered to have been reached if at least two-thirds of voting members in attendance at the meeting are in agreement. In the event, that consensus cannot be reached, a vote will take place with the final decision made by the majority rule (50% + 1).

11.0 Meetings, Minutes, Conflict of Interest

11.1 Leadership Council meetings are held a minimum of 5 times per year, and Committee or special assignment meetings are held on an agreed-upon basis.

11.2 Voting members of the Leadership Council are expected to attend all meetings, in person or by phone with at least 60% of all meetings attended in a calendar year. If a voting member attends less than 60% of the meetings in a calendar year without reasonable explanation given to the Chairperson, the member may be removed by majority vote of the Leadership Council after consultation with project staff and the Nominating Committee.

11.3 Minutes of each meeting of the Leadership Council will be kept by IMMPLY's staff and contain a record of the members present and decisions taken along with a high-level summary of the discussion.

11.4 Any member of the Leadership Council with a conflict of interest or a perceived conflict of interest should promptly disclose this conflict to the Leadership Council's Chairperson. If the Chairperson has a conflict or perceived conflict of interest, he or she will promptly disclose the conflict of interest to the Leadership Council's Vice Chairperson. The Meeting Agenda will include a routine call for conflicts to be declared at the beginning of each meeting. A member with a conflict will stand down from voting and discussing the affected item on the agenda.

12.0 Review

12.1 The Leadership Council will review these terms of reference on an annual basis. Amendments to these terms of reference must be made in writing and be approved by the Leadership Council by majority vote.