

RAINBOW COMMUNITY COUNCIL TERMS OF REFERENCE

January 24, 2019

BACKGROUND

In 2010, three community conversations were held that identified a strong need for a sustainable framework that would support the ongoing development of the Rainbow community in Waterloo Region. The organizers of these conversations took the feedback from the community to form the Waterloo Region Rainbow Coalition (WRRC), with a vision of “working together to build the Rainbow community voice in Waterloo Region”. WRRC has been meeting regularly since January 2011 to set the foundation for the desired sustainable framework and for increasing inclusion in the community at large.

WRRC has adopted a mission of being “a volunteer-based community organization that is committed to building a unified voice for gender and sexual diversity for people of all ages in Waterloo Region. We promote sustainable opportunities for advocacy, awareness, education and community-building that are respectful of the diverse interests within the Rainbow community. We work together with local allies to foster a strong and inclusive community.” WRRC believes that partnering with existing community organizations to expand their services to be more inclusive of and/or better support the Rainbow Community. Without such an approach, there is a risk of duplication of these same services, increased competition for funding, and/or developing a support network segregated from the community at large.

The Rainbow Community Council (RCC) is an initiative of the WRRC. It was desired to bring together individuals and existing community organizations – whether exclusively serving the Rainbow community or the community at large who had indicated an interest in being allies of the Rainbow Community. RCC represents the first step in develop a truly community-wide, sustainable framework for supporting the Rainbow community.

OVERVIEW

1. Definitions

Affiliated Individual

Individuals that are staff members, board members, volunteers, or otherwise reasonably seen to represent, and/or provide direction for, an organization that is a Supporting Member of the RCC.

Allies

An individual who identifies as heterosexual and cis-gendered, but who is supportive of the Rainbow Community.

Anti-oppression

Anti-oppressive practices acknowledge oppression in societies, economies, cultures, and groups, and to remove or negate the influence of that oppression (http://en.wikipedia.org/wiki/Anti-oppressive_practice).

Cisgender

A description for a person whose gender identity, gender expression, and biological sex all align (e.g., man, masculine, and male) (<http://itspronouncedmetrosexual.com/2013/01/a-comprehensive-list-of-lgbtq-term-definitions/>)

Rainbow Community

The Rainbow (or LGBTQ) community includes people who may be marginalized based on sexual orientation, sexual identity, sexual behaviour, gender identity, gender expression, and/or sex assigned at birth. This definition is intended to guide, rather than limit the scope of, the Council's work. Given that rainbow identities can be complex and evolving, it is anticipated that this definition will change over time.

Unaffiliated Individuals

Supporting Members of the Rainbow Community Council that sit as individuals and do not represent an organization.

2. Vision

The Rainbow Community Council is committed to fostering a connected, welcoming, integrated, and supportive community in Waterloo Region that is inclusive of members of the Rainbow Community.

3. Mission

To create a sustainable network of organizations, allies and community members, aligned with the mission, vision and values of the council and committed to initiatives that improve support for members of Waterloo Region's Rainbow Community. The council fosters open communication, project collaboration, information sharing, education, awareness, identification of gaps in existing services and setting community priorities.

4. Roles and Responsibilities

- 1) Supporting Members of the RCC have the following roles and responsibilities:
 - a) Commit to active participation and collaboration with other Supporting Members of the council through:
 - i) Attendance of at least one meeting per year, whether it is a Council Meeting or a meeting of an approved RCC Subcommittee;
 - ii) Collaboration on grants and projects related to the work of the Council; Avoiding duplication of resources and services;

- iii) Assisting other Supporting Members in identifying gaps in their service provision, through the provision of feedback and/or support; and
 - iv) Not just listening, and observing, but doing and contributing in what way you can.
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- b) Commit to learning about and developing an understanding of the unique challenges, barriers and identified needs of the Rainbow Community in Waterloo Region.
 - c) Think holistically about community, by acting in the interests of the community as a whole and avoiding a focus on individual or organizational interests.
 - d) Utilize their own networks and organizations to promote the work of the RCC.
 - e) Act in a spirit of collaboration rather than competition, including disclosure of conflicts with grants and projects on which other Supporting Members may be pursuing to advance the work of the RCC
 - f) Be supportive of, and have a strong commitment to, anti-oppressive policies, practices and procedures, especially as they relate to the rainbow community.
 - g) Share in the vision of the RCC.

COUNCIL COMPOSITION

1. Eligibility Requirements

The RCC is open to any individual, agency, organization, or business that:

- a) serves or represents, wholly or partially, residents of Waterloo Region,
- b) agree(s) to meet the roles and responsibilities defined above, and
- c) participates in meetings.

2. Participation Fee

Participation in the RCC will be free.

3. Membership

The Rainbow Community Council shall consist of two major types of members:

- 1) Supporting Members
 - a) Supporting Members are any individuals, agencies, organizations or businesses that meet Eligibility Requirements and who inform the Chairs of the RCC of their intention to be listed as Supporting Members of the RCC.
 - b) Have participated in at least one meeting of the RCC or a recognized RCC subcommittee.
 - c) Supporting Members must provide the Chair of the RCC, in writing, their agreement to abide by the *Roles and Responsibilities* and their residence or business address in Waterloo Region (or similar information to prove eligibility requirements).
 - d) Supporting Members are expected to attend at least one RCC or RCC subcommittee meeting annually
- 2) Guiding Members
 - a) Guiding Members are Supporting Members who have agreed to take on additional responsibility for governance of the RCC, in accordance with these Terms of Reference.
 - b) Guiding Members have decision-making authority for the RCC.
 - c) Guiding Members shall consist of:
 - i) founding Guiding Members of the RCC who have not ended their participation (see Appendix A); and
 - ii) Supporting Members who submit applications to become additional Guiding Members and have their applications approved during a regularly scheduled meeting of the RCC.
 - d) Supporting Members wishing to become Guiding Members of the RCC must have attended two of the past three regularly scheduled RCC meetings and submit the following information to the Chairs of the RCC at least two weeks prior to a regularly scheduled RCC meeting:
 - i) Agencies, organizations or businesses must provide:
 - (1) A brief statement of the business, organization, or agency and any links to the Rainbow Community, for posting on the RCC website;

- (2) The name of the affiliated individual who will represent the Member at RCC meetings; and
 - (3) A brief statement, from the appropriate individual or governing body, indicating that the affiliated individual has been granted the authority to represent the business, organization, or agency.
- ii) Unaffiliated individuals must provide:
 - (1) A brief statement of the particular voice within the Rainbow Community that they seek to represent, for posting on the RCC website.
- e) Guiding Members are expected to attend at least one RCC meeting annually.
 - f) When seeking out new Guiding Members, the primary considerations will be as follows:
 - i) Each Guiding Member should represent distinct interests, constituencies, or sectors, with efforts made to avoid duplication.
 - ii) Efforts should be made to ensure that Guiding Members are representative of the demographics of Waterloo Region's Rainbow Community.
 - iii) No organization will have more than one Affiliated Individual as a Guiding Member.

4. Proxies

Guiding Members that are agencies, organizations, or businesses may send a proxy to a scheduled meeting, provided the proxy is an Affiliated Individual with the agency, organization, or business. Proxies may only vote on items that are on the meeting agenda. Guiding Members must provide the meeting Chair the name of their proxy prior to the scheduled meeting.

Guiding Members that are unaffiliated individuals may not send proxies.

5. Ending Participation

Any Guiding Member or Supporting Member may voluntarily end their participation at any time.

Any Guiding Member or Supporting Member that ceases to meet Eligibility Requirements or who demonstrate a lack of willingness to adhere to the RCC's Roles and Responsibilities (as determined by consensus or vote of 75% of current Guiding Members), will be considered to have ended their participation in the RCC.

Any Guiding Member who does not attend or send a proxy to six consecutive RCC meetings will receive an email from the Co-Chairs. This email will ask for a confirmation of their continued interest in being a Guiding Member as well as asking if there are any barriers to their participation. If a Guiding Member does not attend a meeting within a year and does not respond to the Co-Chairs email by the next scheduled RCC meeting, their participation will be considered to have ended.

Any Supporting Member who does not attend at least one RCC or RCC Subcommittee meeting within a 12-month period, will receive an email from the Chairs, unless notification of their absence is received by the Chairs prior to the scheduled meetings. This email will outline the roles and responsibilities of a Supporting Member, ask for a confirmation of their continued interest in being a Supporting Member, as well as asking if there are any barriers to their participation. If a Supporting Member does not attend a meeting within a year and does not respond to the Chairs email by the next scheduled RCC meeting, their participation will be considered to have ended.

COUNCIL STRUCTURE

1. Co-Chairs

- 1) There shall be three co-chairs of the RCC:
 - a) One of the Co-Chairs shall be the current chair of the Waterloo Region Rainbow Coalition
 - b) The two remaining Co-Chairs shall be elected from amongst Guiding Members of the council
- 2) The duties of the Co-Chairs shall be as follows:
 - a) Responsible for jointly setting the agenda for each meeting.
 - b) Rotating responsibility for chairing individual meetings of the RCC.
 - c) Act as the public face of the council.
- 3) The term of office for an elected Co-Chair will be one year.
- 4) A Co-Chair shall be elected by consensus or a majority vote of current Guiding Members.

2. Administrator

- 1) The Administrator of the RCC shall be responsible for:
 - a) Distributing the agendas for all RCC meetings
 - b) Taking and distributing minutes for all RCC meetings.
- 2) The term of office for the Administrator will be one year.
- 3) The Administrator shall be elected by consensus or a majority vote of current Guiding Members.

MEETINGS

1. Frequency

Meetings will be held at least 5 times annually, generally every second month.

2. Notice

- 1) Meeting dates and times will be set six months in advance.
- 2) The meeting agenda shall be sent two weeks prior to the meeting.

3. Level of Participation

Meetings of the RCC can only occur if 50% of Guiding Members are in attendance. If less than 50% of Guiding Members are in attendance, discussion can occur and minutes prepared, but no council decisions can be made.

4. Decisions

It is anticipated that Guiding Members of the RCC will routinely make decisions related to:

- 1) Setting strategic direction and priorities; and
- 2) The structures and processes required to sustainably support the RCC's activities.

Every effort is made to arrive at decisions through consensus. When a formal decision is required on an item, the following process will be followed:

- 1) Discussion
- 2) Identify Emerging Proposal/Motion
- 3) Identify Any Unsatisfied Concerns
- 4) Collaboratively Modify the Proposal
- 5) Assess the Degree of Support
- 6) Finalize the Decision OR Circle Back to Step 1 or 3

If a decision cannot be arrived by consensus, a formal vote may be held provided all the steps above have been attempted.

5. Voting Procedure

- 1) Only current Guiding Members of the RCC are eligible to vote.
- 2) When a vote is required, the Co-Chair responsible for chairing the meeting in questions will call for 5 distinct sets of votes:
 - a) The following types of votes are considered to be supporting the motion:
 - i) Guiding Members fully supporting the motion

- ii) Guiding Members supporting the motion with some concerns, but not wishing to prevent the motion from passing
 - b) The following types of votes are considered to be against the motion:
 - i) Guiding Members wishing for additional consultation before approving the motion.
 - ii) Guiding Members who did not support the motion.
 - c) The following types of votes are considered abstentions from the vote. These votes are neither considered for or against the motion. These votes count only for consideration of quorum, but are not considered in calculating whether the vote passes.
 - i) Guiding Members who wish to abstain from voting due to real or perceived conflict of interest.
- 3) Motions are passed if supported by 75% of Guiding Members attending the meeting in question, provided the item is on the meeting agenda. If the motion is not related to an item on the agenda, motions are considered passed if supported by 75% of the entire current list of Guiding Members.
 - 4) The Co-Chair responsible for chairing the meeting in question does not vote at a meeting, except in the event of a tie.
 - 5) Defeated motions cannot be re-introduced until the meeting after the report of a Mitigation Committee is presented.

6. Mitigation Committee

- 1) If an RCC motion is not passed through consensus, any Guiding Member not supporting the motion can request the creation of a Mitigation Committee.
- 2) The purpose of the Mitigation Committee is to facilitate a conversation to determine what actions, if any, the RCC can take to mitigate the concerns of Guiding Members who did not support the motion.
- 3) The Mitigation Committee shall be comprised of:
 - a) The Guiding Member putting forward the motion;
 - b) One of the Guiding Members not supporting the motion; and
 - c) A Co-Chair (or agreed upon neutral third party) who will facilitate the committee discussion.
- 4) The Mitigation Committee must meet before the next regularly scheduled RCC meeting.
- 5) The Mitigation Committee will present a report on their discussion at the next regularly scheduled RCC meeting. This report must provide details as to why consensus was not reached on the issue and what mitigation actions the RCC may wish to consider to alleviate any noted concerns.

7. Minutes

- 1) Minutes will be prepared and distributed two weeks after a duly called meeting.
- 2) Minutes shall be considered draft and not intended for public distribution until approved at the next meeting.

8. Location

Guiding Members will host meetings of the RCC on a rotating basis. Virtual participation of Guiding Members at a meeting is permitted, provided such participation is requested of the Chair in advance of the meeting and virtual participation can be accommodated by the meeting host.

CONFLICT OF INTEREST

1. Objective:

The Rainbow Community Council (RCC) must meet high ethical standards to merit the trust of its Supporting Members, Guiding Members, Allies, and the Rainbow Community in Waterloo Region. The integrity of the RCC depends on ethical behaviour from all its Guiding Members and Supporting Members and on fair, well-informed decision-making. The ability to make a decision is sometimes affected by other interests (personal or professional) of affiliated and unaffiliated individual Guiding Members and Supporting Members. Such conflict of interest situations are a regular part of community work and personal life and cannot simply be eliminated. The objective of this policy is to allow the RCC to manage conflict of interest situations successfully and resolve them fairly.

2. Scope

This policy applies to all Guiding Members and Supporting Members of the RCC. It also applies to volunteers and staff who are not Guiding Members or Supporting Members, such as participants in RCC subcommittees, but formal procedures should consider their particular circumstances. Collectively, these three groups are called “affected persons” below.

3. Definition of Conflict of Interest

A conflict of interest is a situation in which a person has a “private or personal interest” sufficient to appear to influence their “objective exercise of duties”.

- 1) “Private or personal interest” refers to an individual’s self-interest (e.g. to achieve financial profit or avoid loss, or to gain another special advantage or avoid a disadvantage); the interests of the individual’s immediate family or business partners; or the interests of another organization in which the individual holds a position (voluntary or paid).
- 2) “Objective exercise of duties” refers to an individual’s ability to carry out the individual’s Roles and Responsibilities in the best interest of the Rainbow Community Council.

4. Types of Conflict

Affected persons may be in a conflict of interest situation that is:

- 1) Actual or real, where the individual’s official duties are or will be influenced by their private interests.
- 2) Perceived or apparent, where the individual’s official duties appear to be influenced by their private interests.
- 3) Foreseeable or potential, where the individual’s official duties may be influenced in the future by their private interests.

5. Responsibilities

Affected members are responsible for managing conflict of interest situations to ensure that decision-making throughout the RCC are not influenced by conflicting interests.

The RCC supports a collaborative culture in which people freely take responsibility for both “self-declaring” possible conflicts of interest, and respectfully raising possible conflicts faced by others in the organization. This culture makes

it possible to avoid many such situations from arising in the first place. Guiding Members, Supporting Members, staff, and volunteers have the responsibility to implement practical preventive measures, such as:

- 1) Providing education about what to do when gifts and hospitality are offered;
- 2) Providing meeting agendas in advance to enable participants to foresee possible conflicts;
- 3) Ensuring that people are clearly told when information must be protected from improper use; and
- 4) Declining involvement in an action (such as supporting a questionable outside activity).

SUBCOMMITTEES

1. Proposal

- 1) Guiding Members can propose subcommittees to work on special projects, as required.
- 2) Proposals for subcommittees must include terms of reference, the name and contact information for the subcommittee chair(s) and the names of participating members.
- 3) The Chair of a Subcommittee must be a Guiding Member.
- 4) Terms of Reference must include the length of time the subcommittee will be in existence and the frequency of reports back to the RCC.

2. Approval

- 1) Subcommittees can be approved at any duly called meeting of the RCC, provided proposals are included in the meeting agenda.
- 2) Subcommittees can be approved for a maximum of two years, at which time the sub-committee's terms of reference must be reviewed and renewed.

AMENDMENTS

1. Review

These terms of reference will be reviewed every two years.

2. Notice

At least two months' notice must be provided to Guiding Members of any proposed amendments to these terms of reference.

3. Approval

Amendments to these terms of reference can be made by consensus of all current Guiding Members, or, if consensus is not possible, by support of 75% of Guiding Members.

Appendx A: Guiding Members and Supporting Members

The following is a list of the Founding Guiding Members and Supporting Members of the Rainbow Community Council.

Guiding Members

- AIDS Committee of Cambridge, Kitchener, Waterloo and Area
- Community Justice Initiatives
- Extend-A-Family Waterloo Region
- House of Friendship
- Kitchener-Waterloo Multicultural Centre
- SPECTRUM
- Waterloo Region Crime Prevention Council
- Waterloo Region District School Board
- Waterloo Region Rainbow Coalition

Supporting Members

- Gender Variant Working Group
- Plan B Co-operative
- Region of Waterloo Public Health
- Waterloo Regional Police Services