

## **Terms of Reference OMCA Supplier Council – Accepted November 3, 2019**

### **Authority**

The Supplier Council is established per section 8.1 of the OMCA by-laws:

8.1 **Creation of Councils:** The Board may, from time to time, establish a Council representing a specific membership class, i.e., Coach Operator, Tour Operator, or Supplier, and delegate to it such powers and responsibilities as it deems appropriate.

### **Mandate**

The Supplier Council's mandate is to provide advice to the Board and staff on any issues affecting the Supplier Members of OMCA.

### **Composition and Structure**

The Council shall be composed of up to ten OMCA Supplier members in good standing. The members shall be elected by the Supplier members of the association for two-year terms. No member of the Council shall serve more than five consecutive terms, except if completing one additional term as the Immediate Past Chair, after which they are not eligible for re-election until at least two years after their term expires.

Any member of the council who is absent for two or more consecutive Council meetings may be removed from the Council and their position declared vacant by a 2/3 vote of the Council. Any vacancies on the Council may be filled by the Council by majority vote.

The council members shall elect a Chair and Vice-Chair from among the members of the Council for a two-year term.

### **Elections**

All members of the Council shall be elected every two years\*. In an election year, elections for the Council shall be conducted by an electronic vote of all Supplier members prior to the OMCA Annual General Meeting. The Council may act as a nominating committee and recruit and select a slate of candidates for election. However, this does not preclude any supplier member from nominating another member, or themselves, for election. All nominations must be members in good standing. Once all nominations have been received by the cut-off date established by the Council, an election will be held in which each Supplier Member Company is entitled to one vote by electronic ballot. OMCA staff will be responsible for conducting the election and tabulating results.

In the event of a tie vote, there will be a "run off" vote. 72 hours will be allotted to vote. A 48-hour reminder will be sent and a final 24-hour last-call reminder to vote.

TRANSITION: \*This process will take effect in spring 2021. Any members elected to the Council in 2020 will have only a one-year term before the entire council is up for election in spring 2021.

### **Supplier Directors on the OMCA Board of Directors**

The Chair and Vice-Chair are ex-officio the two Supplier representatives on the OMCA Board of Directors.

