



LEGAL AID MANITOBA
CORPORATE DIRECTORS' MANUAL
Approved by Management Council February 25, 2014

CORPORATE DIRECTORS' MANUAL

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Vision, Mission and Core Values

Approved by Management Council on February 26, 2013

1. **VISION**

We serve eligible low-income individuals and groups who need legal help and strive to do so with respect and compassion. Our service is fundamental to a fair and balanced justice system and we play an important role in shaping a just and humane community.

- We are committed to creating an innovative, collaborative organization that is flexible and responsive to clients.
- Collectively we are committed to creating a workplace where all employees feel valued and our reputation for excellence attracts talented new people and private bar partners to join us in making a difference.

2. **MISSION**

Legal Aid Manitoba (LAM) is committed to ensuring access to justice for eligible low-income individuals and groups in Manitoba.

3. **CORE VALUE**

As a service, we are guided by these shared values:

- **CLIENTS**
We tailor our decisions, programs and resources to best meet client needs in a manner that is culturally sensitive, fair and inclusive.
- **EMPLOYEES**
We are guided by an accessible Respectful Workplace policy and practices.
- **RESOURCES**
We are fiscally accountable, balance our budget and make effective use of the resources we have while creatively seeking funding for special projects and major legal challenges.
- **PARTNERSHIPS**
We value our private bar partners as a critical part of our service.
- **COMMUNITY**
We participate in the broader public dialogue on justice and social issues and communicate our essential role in a positive manner.



Overview of Legal Aid Manitoba

The Legal Aid Services Society of Manitoba became a legislated service in 1971 and opened its doors to clients in 1972. In 2005, with the coming into force of new legislation, *The Legal Aid Services Society of Manitoba* formally took up the name “Legal Aid Manitoba” (LAM), and its Board of Directors was replaced by a Management Council (MC) with a Chair and Vice-Chair appointed by the Lieutenant Governor in Council.

LAM is a corporation created by *The Legal Aid Manitoba Act*, and operates at arms-length from government.

We receive our funding from the Province of Manitoba, the Government of Canada, the Manitoba Law Foundation and fees paid by clients. We serve clients through our Administration Office, seven community law offices in Winnipeg and four regional offices located in Thompson, Dauphin, The Pas and Brandon.

We partner with private bar lawyers to provide legal services in a mixed delivery system. Lawyers regularly travel to more than 40 communities throughout the province.

We provide legal services to approximately 75,000 people annually.

Our Mandate

LAM is governed by *The Legal Aid Manitoba Act*. The *Act* requires that we:

- Provide quality legal advice and representation to eligible low-income individuals and groups.
- Administer the delivery of legal aid in a cost-effective and efficient manner.
- Provide advice to the Minister on legal aid generally and the specific legal needs of low-income individuals for the purpose of providing quality legal service and representation.

Role of Management Council (MC)

The role of the MC of LAM is to provide independent and impartial oversight to the Corporation in carrying out its mandate and responsibilities established under *The Legal Aid Manitoba Act*.

Council is primarily responsible for the strategic direction of LAM. The Executive Director (ED), and thus senior management, is charged with the strategic development function, and its substantive recommendations, in collaboration with Council.

Council’s role in making “policy” is consistent with the standard roles for all councils and boards (while recognizing the broader legislative mandate, if necessary) and, while somewhat difficult to fully define, includes:

- Ends Policies: that is to say, what result is LAM charged with accomplishing, for whom, and at what cost.
- Executive Limitations Policies: the limits of the ED’s role and authority.
- Governance Process Policies: how LAM is governed.
- Council-Staff Linkage Policies: the inter-relationship of Council and management (including all staff).



Management Council Terms of Reference

Approved by Management Council on January 12, 2012

1. Purpose and Role

The corporate purpose of Legal Aid Manitoba (LAM), as directed by statute, is to provide quality legal advice and representation to eligible low-income individuals in a cost-effective and efficient manner, and to provide advice to the Minister on legal aid generally and on the specific needs of low-income individuals (sections 2.2.1 of the *Act*).

As per By-Law No. 1/06, Council is responsible for managing the business and affairs of LAM in a manner that is consistent with its purpose and all other provisions of the *Act*. In the course of carrying out the foregoing mandate, the Council must:

- 1.1 Oversee the financial management of LAM;
- 1.2 Efficiently manage the resources of LAM;
- 1.3 Establish operational and strategic policies for LAM;
- 1.4 Evaluate the quality and cost-effectiveness of the services provided by LAM and the delivery of legal aid in Manitoba;
- 1.5 Review the tariff of fees paid to solicitors for providing legal aid at least once every two years, consult with the Advisory Committee when conducting the review and report its findings and recommendations to the Minister of Justice, all in accordance with section 6.1 of the *Act*.
- 1.6 Establish an Advisory Committee in accordance with section 8 of the *Act* and report to the Minister of Justice on its activities in accordance with section 8.1 of the *Act*.
- 1.7 Arrange annually for LAM's books, records and accounts to be audited by the Auditor General of Manitoba in accordance with section 27 of the *Act*; and
- 1.8 Annually submit to the Minister of Justice, the Auditor General's report on LAM's books, records and a report on LAM's affairs and such other matters as the Minister may require.

2. Responsibilities

The Council is responsible for:

- 2.1 Strategic Planning
 - 2.1.1 Set the mission, vision and core values and overall strategic priorities for LAM;
 - 2.1.2 Approve the strategic plan including: key strategic goals, measures and action plans developed by LAM staff;
 - 2.1.3 Approve the annual business plan developed by LAM staff-based on the overall strategic plan; and
 - 2.1.4 Monitor and assess LAM's performance regarding the strategic plan and business plan.



2.2 Risk Management

- 2.2.1 Ensure that the foreseeable risks of LAM are identified and that appropriate systems and controls have been implemented in order to manage these risks; and
- 2.2.2 Ensure that information systems and management practices at LAM meet its needs and will provide reliable information to Council regarding LAM's performance.

2.3 Policy

Participate in developing and approving policies that govern:

- 2.3.1 Who gets legal aid;
- 2.3.2 The Executive Director's (ED's) limitations and constraints;
- 2.3.3 The conduct and management of Council by developing by-laws as appropriate;
- 2.3.4 Council-Staff inter-relationships

2.4 External Communications

Assume responsibility, through the Chair, for all communications with external stakeholders.

2.5 Reporting

- 2.5.1 Provide annual reporting to the Minister;
- 2.5.2 Meet or respond to issues with the Minister as necessary; and
- 2.5.3 Provide advice to the Minister on policy as needed.

2.6 Hiring Authority

- 2.6.1 Assume responsibility, through the Chair, for hiring the ED and appointing Area Directors and as such will:
 - 2.6.1.1 Ensure that appropriate individuals are hired and supervised; and
 - 2.6.1.2 Ensure that LAM has in place appropriate personnel at all levels to conduct the affairs of the organization.
- 2.6.2 Assume responsibility, through the Chair, for supervising the ED and as such will:
 - 2.6.2.1 Ensure that a regular performance evaluation of the ED is done;
 - 2.6.2.2 Assist in the development of a succession plan for the ED and other senior managers; and
 - 2.6.2.3 Oversee the appointment of designated LAM personnel on recommendation of the ED.



2.7 Governance Activities

- 2.7.1 Receive information and reports from the ED regarding significant issues and affairs having to do with LAM and/or the Executive Management Committee (EMC), as provided in the Chair's position description;
- 2.7.2 Receive information and reports from the Chair regarding significant issues and affairs having to do with LAM (as provided in the Chair's position description);
- 2.7.3 Ensure that structures and procedures are in place to enable Council to function independently of Management; and
- 2.7.4 Ensure that processes and procedures are in place to evaluate MC, individual Councilors and the Chair.

3. **Membership**

3.1 Appointment

Councilors are appointed by the Lieutenant Governor in Council for a fixed term (not exceeding three years).

3.2 Composition of Membership

- 3.2.1 There are a minimum of seven and a maximum of nine Council members which are appointed by the Lieutenant Governor in Council in accordance with the *Act*.
- 3.2.2 Three Councilors must be selected from a list of seven solicitors submitted by the The Law Society.
- 3.2.3 A minimum of three Councilors must not be solicitors.
- 3.2.4 The Council officers include the Chair, Vice-Chair, Finance Committee Chair, Executive Director and other officers as Council may determine.
- 3.2.5 The Chair and the Vice-Chair are designated by the Lieutenant Governor in Council.

3.3 Desirable Expertise

Council should consist of Councilors with the following areas of expertise:

- 3.3.1 Familiarity with criminal law, domestic violence, aboriginal issues, family law and child protection concerns;
- 3.3.2 Previous board experience and/or familiarity with Governance of Corporations and non-profit organizations; and
- 3.3.3 Familiarity with accounting/audit processes and human resource experience.

3.4 Remuneration

- 3.4.1 Councilors are paid according to current rates specified by the Lieutenant Governor in Council.



3.4.2 Councilors are reimbursed for reasonable expenses incurred in performing their duties.

3.5 Orientation

An orientation will be provided for all new Councilors including:

- 3.5.1 Overview/mandate of LAM (the *Act* and by-laws);
- 3.5.2 Relationship of LAM to Government;
- 3.5.3 Overview of LAM operations;
- 3.5.4 Review of Terms of Reference;
- 3.5.5 Review of Councilor Position Description;
- 3.5.6 Review of procedures relating to remuneration/reimbursement, conflict of interest situations, resignation, meeting attendance, etc.; and
- 3.5.7 Introduction to other Council members, to the Advisory Committee and to EMC.

3.6 Professional Development

- 3.6.1 Council encourages ongoing educational development opportunities for all Councilors;
- 3.6.2 Councilors can identify training opportunities and request permission from the Chair to attend; and
- 3.6.3 Councilors (particularly new Councilors) are encouraged to attend training provided by the Government of Manitoba for Crown Corporations.

3.7 Time Commitment

The Chair and council members are required to attend Council meetings and appropriate committee meetings when called.

4. **Meetings**

- 4.1 The Council will hold a minimum of four regular meetings per year as determined by the Chair;
- 4.2 Special meeting(s) may be called by the Chair at his/her discretion or when requested by Councilors (as per By-Law No. 1/06, Section 4.5.).
- 4.3 Members of the Advisory Committee must be invited to attend a minimum of one regular Council meeting annually.
- 4.4 Non-members may be invited by Council to attend a meeting.

5. **Quorum**

A majority of Councilors currently in office shall form a quorum for the transaction of business at any Council meeting (per By-Law No. 1/06, Section 4.9.).



6. **Decisions**

Decisions are made by a majority vote of Councilors present at the meeting (By-Law No. 1/06, Section 4.10.).

7. **Council Independence**

MC may consult with senior management as required and may also retain independent legal, accounting or other advisors, as it considers appropriate, to assist the Council in fulfilling its responsibilities.



Chair Position Description

Approved by Management Council on January 12, 2012

1. Role

- 1.1 The Chair, on behalf of, under the direction of the Council, and subject to any limitations imposed by Council:
 - 1.1.1 Keeps the Council informed of significant issues and affairs having to do with Legal Aid Manitoba (LAM).
 - 1.1.2 Provides leadership.
 - 1.1.3 Promotes integrity in all corporate policies and process.
 - 1.1.4 Acts as liaison between LAM and the Minister of Justice.
 - 1.1.5 Acts as liaison between the Council and LAM through the Executive Director (ED) and the Executive Management Committee (EMC).
 - 1.1.6 Signs all by-laws with another officer.
 - 1.1.7 Signs audited statements.
 - 1.1.8 Attends all meetings of the Advisory Committee.
- 1.2 In carrying out the duties of Chair, the incumbent must work under the direction of the Council and within the constraints of the *Act* and By-Law No. 1/06. Nothing in the foregoing role description absolves the Council of its responsibilities as stated in the *Act*.

2. Key Responsibilities

- 2.1 As per By-Law No. 1/06 the Chair shall:
 - 2.1.1 Provided leadership to the Council and preside at all meetings of the Council at which the Chair is present;
 - 2.1.2 Ensure that the Council functions in a manner consistent with the *Act* and *Regulations*, all corporate by-laws and other laws applicable to it, and shall promote integrity in all corporate policies and processes;
 - 2.1.3 Speak publicly on behalf of LAM;
 - 2.1.4 Act as liaison between LAM and the Minister of Justice, and between the Council and the ED;
 - 2.1.5 Sign all by-laws with another officer appointed by Council for the purpose;
 - 2.1.6 Sign the LAM audited financial statements with the Finance Committee Chair or other officer appointed by the Council for the purpose;
 - 2.1.7 Sign the LAM Annual Report to the Minister of Justice on its affairs, and such other reports required under the *Act* to be provided by the Council to the Minister;



- 2.1.8 Be, *ex-officio*, a member of the Appeal Committee, the Finance Committee and all other committees established by Council;
- 2.1.9 Attend all meetings of the Advisory Committee or send a delegate to the meeting to attend on his/her behalf; and
- 2.1.10 Perform such other duties as are required of the Chair under the *Act* or as may be required from time to time by Council.

3. **Accountability**

The Chair, on behalf of the Council, and subject to any limitations imposed by Council, is the liaison with the Minister of Justice, public and stakeholders. The Chair may delegate specific duties to the ED, Council members and/or committees as appropriate; however, the accountability for them remains with the Chair.

4. **Integrity**

The Chair ensures that the ED is carrying out his/her duties prudently, ethically and in the best interests of the Corporation.

5. **Leadership**

The Chair leads Council and ensures that it is properly balanced and directed. The Chair ensures that Councilors can add value to the organization without interfering with detailed internal management.

6. **Specific Activities**

6.1 Management Council

- 6.1.1 The Chair oversees the Council self-evaluation process;
- 6.1.2 Identifies organizational and Council strengths and weaknesses and recommends improvements;
- 6.1.3 Communicates regularly with Councilors and the ED;
- 6.1.4 Ensures that structures and procedures are in place for effective recruitment, training and evaluation of Councilors; and
- 6.1.5 Builds trust within LAM and between LAM and its stakeholders.

6.2 Executive Management Committee (EMC)

The Chair is the primary liaison between Council and the ED. In this capacity, the Chair:

- 6.2.1 Meets regularly with the ED and/or EMC;
- 6.2.2 Provides input as necessary pertaining to policy and planning;
- 6.2.3 Monitors the ED's compliance with LAM's Act, Regulation, Policies and By-Laws;
- 6.2.4 Provides guidance and consultation to the ED regarding issues that involve compliance with policies, recommendations for policy changes or other decisions that may subsequently impact LAM; and



- 6.2.5 Brings pertinent decisions to Council for discussion and decision.
- 6.3 Meetings
- The Chair:
- 6.3.1 Ensures that an agenda is planned for Council meetings;
 - 6.3.2 Ensures a sufficient number of meetings are set;
 - 6.3.3 Presides over meetings of the Council;
 - 6.3.4 Chairs meetings according to accepted rules of order;
 - 6.3.5 Encourages all Councilors to participate in discussions;
 - 6.3.6 Ensures Council arrives at decisions in an orderly, timely and democratic manner;
 - 6.3.7 Votes as prescribed in the by-laws; and
 - 6.3.8 Ensures that Councilors receive adequate and regular reports and information to allow them to effectively make decisions and to be aware of critical information necessary.
- 6.4 Committees
- The Chair may serve as an *ex-officio* member of the Appeals Committee, Finance Committee, Governance and other committees as designated.
- 6.5 Staffing and Succession
- Council hires the ED and may appoint Area Directors. The Chair:
- 6.5.1 Plans for and conducts the annual performance review of the ED;
 - 6.5.2 Participates in the hiring and termination of the ED;
 - 6.5.3 Ensures that a succession plan is in place for senior management; and
 - 6.5.4 Ensures that succession is planned and properly executed so that the quality of management in the immediate, medium and long-term is guaranteed.
- 6.6 Community Relations
- The Chair ensures that LAM maintains positive and productive relationships with media, funders, donors and other organizations. In this capacity, the Chair serves as primary spokesperson for the organization. As such the Chair:
- 6.6.1 Represents LAM to the media;
 - 6.6.2 Represents LAM on governmental or non-governmental organizations and committees;
 - 6.6.3 Provides timely and appropriate reporting of Council decisions and actions to stakeholders as appropriate; and



- 6.6.4 Will discuss with the ED to determine the best person to speak on behalf of LAM on issues as they arise.

7. Risk Management

- 7.1 Council is responsible for managing the risks of LAM. As such the Chair ensures that the ED:
 - 7.1.1 Identifies and keeps Council apprised of all foreseeable risks and challenges; and
 - 7.1.2 Has developed and implemented control to monitor/manage identified risks.

8. Signing Officer

- 8.1 The Chair is designated as one of the signing officers for by-laws, annual audited financial statements and the Annual Report to the Minister of Justice.
- 8.2 The Chair reviews and countersigns correspondence related to policy/governance where appropriate.
- 8.3 The Chair reviews and countersigns cheques related to the ED's expenses.

The Chair may also review and countersign cheques that are written for amounts in excess of \$20,000.00.

9. Authority

- 9.1 If an urgent matter arises that requires an immediate decision of Council, the Chair on behalf of Council and in consultation with the ED may make a decision that Council could make and shall advise Council of the decision and reasons for it on the day the decision was made in accordance with the *Act*, Regulations or By-Law No. 1/06.

10. Standards of Conduct

- 10.1 The Chair shall:
 - 10.1.1 Act honestly and in good faith with a view to the best interests of LAM;
 - 10.1.2 Exercise care, diligence and skill in all interactions and activities;
 - 10.1.3 Avoid potential, perceived or actual conflicts of interest that are incompatible with service as a Chair and disclose any personal interests that may conflict with LAM's interests; and
 - 10.1.4 Keep confidential any information about LAM that has not been publicly disclosed, including boardroom discussions.



Executive Director Position Description

Approved by Management Council and Treasury Board Secretariat on July 18, 2008

1. Role

- 1.1 The Executive Director (ED) is the chief executive officer for Legal Aid Manitoba (LAM) and accountable to the Management Council (MC) for the administration of LAM.
- 1.2 The ED reports to the MC which is legislated to direct the business and affairs of LAM.
- 1.3 The ED is appointed by Order in Council under *The Civil Service Act*, on the recommendation of the Minister of Justice in consultation with the MC.
- 1.4 The ED shall manage and direct the business and affairs of the Corporation in accordance with the policies, procedures, strategies and specific direction provided to him/her by the MC (except for such matters and duties as must, by law, be transacted or performed by the MC).
- 1.5 The ED shall attend MC meetings to report on the business and affairs of the Corporation.
- 1.6 The ED shall attend all meetings of the Advisory Committee or send a delegate to the meeting to attend on his/her behalf, and shall report at or attend such other meetings as the Act requires and as the MC may require.
- 1.7 In carrying out assigned duties the ED must work within the constraints of the Act, Regulation, and the approved budget.
- 1.8 The ED must ensure that the goals and objectives of LAM are maintained while representing the best interests of the organization and its clients.

2. Organization and Structure

- 2.1 The ED reports quarterly to the MC or more often when requested by the Chair of the MC and provides such statistical, financial and other information as may be requested by the MC or the Chair.
- 2.2 The ED/LAM also has a relationship with the Executive Director of Administration and Finance of Manitoba Justice concerning financial and administration matters. Likewise, a similar relationship exists with the Director of Human Resource Services of Manitoba Justice in relation to employment of staff under *The Civil Service Act* dealing with the Manitoba Government Employees' Union (MGEU) and Legal Aid Lawyers' Association (LALA).
- 2.3 The ED will ensure that as a government agency LAM operates in accordance with applicable government legislation, regulations, and policies, however all case specific or client specific decisions are made independent of government direction.
- 2.4 There are four senior managers reporting directly to the ED.

2.4.1	Deputy Executive Director (LE3)	50017449/LAS002
2.4.2	Director of Finance (F15)	50017485/LAS133
2.4.3	Legal Director (LE3)	50017441/LAS078
2.4.4	Senior Area Director (LE3)	50017491/LAS073
- 2.5 There is one special purpose office director reporting directly to the ED.



- 2.5.1 Director of Public Interest Law Centre (PILC) 50017602/LAS094
- 2.6 Additionally, the following positions report directly to the ED:
 - 2.6.1 Senior Technical Architect, Systems Architecture Unit, 50017431/LAS 030
 - 2.6.2 Senior Application Developer, Application Development Unit, 50066686/LAS 194
 - 2.6.3 Administration Office Manager 50075993/LAS 156
 - 2.6.4 Executive Administrative Assistant 50017476/LAS 052
- 2.7 LAS002 The Deputy Executive Director is the second in command at LAM and reports directly to the ED. The major job responsibility is the administration of the community law centres. The Deputy ED also sits on the Big Case Management Committee and the Discretionary Fee Increase Committee.
- 2.8 LAS133 The Director of Finance is a senior management team member and business manager who is accountable for providing leadership/education focused on comptrollership. Functional areas include financial planning, budgeting, analysis, expenditure monitoring and control, accounts collection, fiscal reporting, asset control/management auditing lawyers trust accounts, staff supervision, training and development.
- 2.9 LAS078 The Legal Director is responsible for the administration of criminal community law centres and the University of Manitoba Law Centre; acts as general counsel for LAM and administers reciprocal agreements with other legal aid jurisdictions in Canada. The Legal Director sits on the Big Case Management and Discretionary Increase Committees.
- 2.10 LAS073 The Senior Area Director is responsible for the administration of Area Offices, the Child Protection Law Office and the Winnipeg Criminal Duty Counsel Office. The Senior Area Director sits on the Big Case Management and Discretionary Increase Committees.

3. **Nature and Accountability**

- 3.1 Management Accountability
 - 3.1.1 LAM currently has a staff of 144.5 employees located in six communities throughout Manitoba comprised of members from the MGEU and LALA. The 2012/13 staffing budget is \$15M and the operating budget is \$13M. In addition to the regular staff, LAM also employs people on a contract/casual basis as required. The ED ensures the most effective utilization of approved resources as directed by the MC.
 - 3.1.2 The ED is responsible for recommending to the MC planning activities of the organization including multi-year fiscal planning and medium term policy planning.
 - 3.1.3 The ED is responsible for the preparation of the budget to be presented to Council and all other financial management responsibilities including cash flow, major capital expenditures, lease negotiations etc.
 - 3.1.4 The ED is responsible for special projects as assigned by the MC including statistical analysis, proposals and projections.



3.2 Program Complexity

- 3.2.1 LAM is a specialized program that provides legal services to eligible low-income individuals. Services are provided in the areas of criminal, family, child protection, poverty law and public interest and involves a heavy caseload with workloads currently increasing on an annual basis. The ED ensures that services are maintained equitably through the province with minimum standards being met by:
 - 3.2.1.1 Monitoring and evaluating ongoing programs and initiatives and recommending changes to ensure maximum benefit and efficiently at a reasonable cost within budget limitations.
 - 3.2.1.2 Ensuring high quality of client services.
 - 3.2.1.3 Initiating and recommending new or alternative programs and methods of delivery in areas of law that affect low-income individuals.
 - 3.2.1.4 Developing, recommending and implementing policy and planning for LAM.
 - 3.2.1.5 Deploying staff to meet operational needs.

3.3 Political Sensitivities

- 3.3.1 The ED maintains a relationship with the Provincial Ombudsman, Federal and Provincial Government bodies, other stakeholders and jurisdictions.
- 3.3.2 The ED participates in the Association of Legal Aid Plans of Canada and in the Federal Provincial Permanent Working Group.
- 3.3.3 Controversial issues, matters of a sensitive or political nature, matters that may attract media attention, legislative change, business planning review and requests for fee changes must be addressed with the MC and if necessary the Deputy Minister and/or Minister. Options and recommendations in relation to the above may be required.
- 3.3.4 The ED is responsible for working with and encouraging other organizations to improve access for low-income individuals to legal services.

3.4 Client Relationship/Interpersonal Skills

- 3.4.1 The ED monitors and evaluates staffing requirements and supervises senior staff to ensure compatibility with LAM's programs and objectives.
- 3.4.2 Is involved in the recruitment of senior management staff and matters recommended to the MC to fill vacancies to these positions.
- 3.4.3 Ensures that decisions are made in a collegial context with the LAM EMC and that all decisions are effectively communicated to affected staff members.
- 3.4.4 Monitors and evaluates the community law offices through the Deputy ED. Investigates or causes the investigation of complaints regarding quality of service from staff.



- 3.4.5 The ED maintains a working relationship with the private bar by:
 - 3.4.5.1 Monitoring the delivery of the legal aid program by the private bar.
 - 3.4.5.2 Overseeing the application of the tariff including discretionary increases.
 - 3.4.5.3 Investigates or causes the investigation of complaints regarding the quality of service from private bar lawyers providing services on behalf of legal aid.
 - 3.4.5.4 The ED makes recommendations to MC for policy changes or legislative changes when necessary. The ED also ensures that the MC is kept informed of the activity and the financial circumstances of LAM.

4. **Specific Accountabilities**

- 4.1 The ED ensures that the services as contemplated by the Act and Regulations (the provision of various legal services to low-income individuals) are maintained equitably throughout the province with minimum standards by:
 - 4.1.1 Monitoring and evaluating ongoing programs, initiating and recommending changes to ensure maximum benefit and efficient delivery of service at a reasonable cost within budget limitations provided by the government.
 - 4.1.2 Ensuring a high quality of client service.
 - 4.1.3 Recommending to the MC, new or alternate programs and methods of delivery in areas of law that affect low-income individuals.
 - 4.1.4 Developing, recommending and implementing policy for LAM.
 - 4.1.5 Developing, recommending and implementing planning for LAM.
- 4.2 The ED ensures that the MC and the Chair are informed of all major decisions and makes recommendations to the MC for policy changes or legislative changes when necessary. The ED also ensures that the MC is kept informed of the activity and the financial circumstances of LAM.
- 4.3 Prior to making a major decision, the ED will consult with the Chair of the MC. There may be occasions that the Chair decides to call a special MC meeting to deal with a particular issues if he/she feels it is required.
- 4.4 The ED maintains and promotes the relationship with the Federal and Provincial Governments, Manitoba Justice and other involved Departments/Agencies. The ED participates in the Association of Legal Aid Plans of Canada and in the Federal-Provincial Permanent Working Group.
- 4.5 The ED supervises the Area Directors in their statutory role of determining eligibility for legal aid and authorizing expenditures in the course of that provision of legal aid by:
 - 4.5.1 Ensuring adherence to the regulations and guidelines for legal aid.
 - 4.5.2 Reviews and recommends changes to financial guidelines.
 - 4.5.3 Receives appeals from applicants from rejections and cancellations.



- 4.5.4 Receives certain applications as specified in the legislation or by MC policy.
- 4.6 The ED maintains a system of financial reporting and accountability and ensures maximum use of available resources by:
 - 4.6.1 Preparing annual budget requests for decision by the MC and presenting it to the department as part of the annual budgeting process.
 - 4.6.2 Being responsible for recommendations to the MC for medium and long-term financial planning.
 - 4.6.3 Monitoring the expenditures of LAM and recommending changes where financial expectations are not realized.
 - 4.6.4 Approving all major expenditures within the approved budget.
 - 4.6.5 Addressing LAM's financial needs within the budget estimates process.
- 4.7 The ED monitors and evaluates administrative staffing requirements and supervises senior personnel to ensure compatibility with LAM's programs and objectives.
 - 4.7.1 The ED is involved in the recruitment of senior management personnel.
 - 4.7.2 The ED ensures that decisions are made in a collegial context and that all decisions are effectively communicated to affected staff.
 - 4.7.3 The ED is involved with negotiating and implementing the LALA collective agreement and also hears the first-step grievances. The position's responsibilities include discipline, dispute resolution and termination.
 - 4.7.4 The ED is an employing authority for the purposes of *The Civil Service Act*.
 - 4.7.5 The ED identifies the development and training needs of direct reports.
 - 4.7.6 The ED ensures that succession planning and performance management is in place and evaluates performance of direct reports.
 - 4.7.7 The ED encourages the submission of new ideas and innovations at all levels.
- 4.8 The ED monitors and evaluates the community law offices, including their role and structure, their staffing requirements and supervises senior personnel to ensure compatibility with LAM's programs and objectives.
 - 4.8.1 The ED ensures that decisions are made after consultation with the appropriate staff and that all decisions are effectively communicated to affected staff.
 - 4.8.2 The ED investigates or causes to be investigated complaints about the quality of service by staff.
- 4.9 The ED monitors the delivery of the program through the private bar.
 - 4.9.1 The ED ensures that the private bar adhere to LAM's Act and Regulations and to Legal Aid's policies and guidelines. The ED consults with the private bar on these from time to time and ensures that they are communicated effectively to the private bar.



- 4.9.2 The ED oversees the application of the tariff, including payment within the tariff, requests for payments for extremely unusual circumstance requests to pay more than the Legal Aid Tariff, and appeals from taxation. The ED is involved in revision of the tariff and client refunds of contribution.
- 4.9.3 The ED receives reports from the private bar for case management or file closing.
- 4.9.4 The ED investigates or causes to be investigated complaints about quality of service by private bar lawyers.
- 4.9.5 The ED maintains good public relations with the Bar, including practitioners, the Law Society of Manitoba and the Manitoba Bar Association.
- 4.10 The ED is responsible for recommending, developing and implementing special projects as assigned by the MC.
- 4.11 The ED manages the relationship with the legal profession, the judiciary, and other service agencies.
- 4.12 The ED investigates or causes to be investigated complaints from the public that legal aid is being abused.
- 4.13 The ED encourages other organizations to work with and assist the program in improving access for low-income individuals to get legal services.
- 4.14 The ED may delegate specific tasks to the appropriate senior manager in furtherance of accomplishing the ED's responsibilities.

5. **Miscellaneous**

- 5.1 Implements and promotes government policies on Diversity and Employment Equity.
- 5.2 Signs cheques.
- 5.3 Ensures the currency of policy, area director and taxation manuals.
- 5.4 Chairs EMC meetings, attends senior attorney meetings and Area Director meetings.



Governance and Management Responsibilities

Approved by Management Council on November 27, 2007

1. Role

1.1 Strategic Direction Management

Council is primarily responsible for the strategic direction of Legal Aid Manitoba (LAM) but that the Executive Director (ED), and thus senior management, is charged with the strategic development function, and its substantive recommendations, in collaboration with Council.

1.2 Policy Making

The role of the Council in making “policy” be consistent with the standard roles for all councils and boards (while recognizing the broader legislative mandate, if necessary) and, while somewhat difficult to fully define, includes:

- 1.2.1 Ends Policies: that is to say, what result is LAM charged with accomplishing, for whom, and at what cost.
- 1.2.2 Executive Limitations Policies: the limits of the ED’s role and authority.
- 1.2.3 Governance Process Policies: how LAM is governed.
- 1.2.4 Counsel-Staff Linkage Policies: the inter-relationship of Council and management (including all staff).

1.3 Risk Management

Council has the oversight responsibility to ensure LAM is properly safeguarded and that appropriate controls are effectively operating to assess and deal with any potential “risk” to the organization.

1.4 Employing Authority

Council has direct responsibility for the performance of the ED and for approving the appointment of designated LAM personnel (Area Directors) on the recommendation of the ED.

1.5 External Communications

Council will speak for LAM with external stakeholders, including media regarding all matters pertaining to LAM except for operational matters (i.e. the failure to appoint counsel in a given situation, the application process, etc.) which are the responsibility of the ED or his/her designate. Prior to speaking for LAM with external stakeholders the ED shall advise the Chair and the Chair will advise the ED as well.

1.6 Fulfilling Legal Obligations

Council is charged to execute its duties set out by the Act, Regulations or By-Laws. In addition to the above, Council has the following legal obligations:

- 1.6.1 “Last step” in some labour grievances prior to arbitration;
- 1.6.2 Approving promotions of lawyers at the highest classification levels;



1.6.3 Providing advice, through the Chair to the Minister, on policy; and

1.6.4 Providing the Annual Report to the Minister.

1.7 Chair

The Chair represents Council as set out in the *Act* and as determined by Council. On behalf of Council, he/she is the liaison to the ED and management. He/she, or his/her designate, is the spokesperson for Council.

1.8 Committees

Council may delegate to, and establish, standing or ad hoc Committees of Council (currently standing committees include: Finance Committee, Appeals Committee and the Governance Committee). Each committee should develop its mandate or charter for approval by Council.

1.9 Council/ED Relationship

Council shall set a “job description” for the ED so that his/her role and function within LAM is clearly articulated.

1.9.1 General Flow of Authority:





1.9.2 Roles and Responsibilities of Council and Management

Areas	Domain of Council	Council and ED Discuss Issue, Identify Options, Make Decisions Together	Domain of the Executive Director
Strategic Planning			
Develop the Strategic Plan		√	√
Approve the Strategic Planning	√		
Implement the Strategic Planning			√
Monitor Implementation	√		√
Policy (Strategic = 'E' Operational = 'M')			
	E M	E M	E M
Generate		√	√
Approve	√		√
Carryout			√ √
Monitor		√	√
Develop Financial Resources for Achieving Goals		√	
Annual Operating Budget and Business Plan			
Generate			√
Approve	√		
Carryout			√
Monitor	√		√
Meet LAM Legal Responsibilities		√	
Protect the Assets of the Organization		√	
Risk Management			
Identify areas where the agency might be at risk		√	
Develop control systems			√
Approve control systems		√	√
Carryout control systems			√
Monitor control systems	√		√
Form Linkages with other Community Organizations		√	As requested
Communicate on behalf of LAM to the Community			
Policy matters	√		
Operational matters			√



Finance and Audit Committee Terms of Reference

Approved by Management Council on July 13, 2010

1. Role

The Finance and Audit Committee (FAC) is a standing committee of the Management Council (MC). Its main role is assisting the MC by:

- 1.1 Considering and making recommendations respecting budget guidelines, monitoring the budget.
- 1.2 Undertaking ongoing reviews of financial reporting and performance and advising on actions arising therefrom.
- 1.3 Advising on financially related policy issues.
- 1.4 Considering internal financial controls, financial risk and financial compliance matters.

2. Membership

- 2.1 The Chair of MC shall appoint the FAC Chair. The Council will appoint the FAC members as required.
- 2.2 The Committee shall be composed of up to three members of the MC plus the Chairperson of the MC as an *ex-officio* member.
- 2.3 The Council may appoint a member to fill a vacancy which occurs in the Committee.
- 2.4 Any member of the Committee may be removed from the Committee by a resolution of the Council.
- 2.5 Members of the Committee and the Chair shall receive remuneration for their services on the Committee consistent with other standing committees.

3. Meetings

- 3.1 The Committee shall meet on at least four occasions per annum or as deemed necessary to enable the Committee in the attainment of its objectives.
- 3.2 The draft minutes of the FAC shall be circulated to its members promptly for noting and/or discussion as necessary. The Chair of the Committee or his/her designate shall be available to report to the MC as required.
- 3.3 In order to aid its operation, the FAC may from time to time arrange for subgroups to consider specific issues, such as internal controls, and bring forward recommendations to the Finance/Audit/Human Resource Committee.

4. Duties

4.1 Financial Control

In the context of:

- 4.1.1 Annual financial planning through Estimates preparation (either annual or multi-annual) as recommended by Administration, reviewed by the FAC and approved by MC.
- 4.1.2 Other external/internal auditing



4.1.3 Each member of the Committee should maintain knowledge of developments, duties and responsibilities.

4.2 Financial Reporting

Reviewing and challenging where necessary, the actions and judgments of Administration in relation to the annual Financial Statements paying particular attention to:

4.2.1 Critical accounting policies and practices and any proposed changes to them.

4.2.2 Decisions requiring a major element of judgment.

4.2.3 The extent to which the Financial Statements are affected by any unusual transactions in the year and how they are disclosed.

4.2.4 The clarity of disclosures.

4.2.5 Significant adjustments.

4.2.6 Compliance with accounting standards or other requirements.

4.2.7 Reviewing any statements on internal control.

4.2.8 Matters which need to be brought to the attention of the MC.

4.3 Internal Financial Control and Financial Risk Management

Subject to the available resources, reviewing on an ongoing basis LAM's internal financial controls, including systems established to identify, assess, manage and monitor key financial risks which might have significant implications for LAM.

4.4 Reviewing the findings of:

4.4.1 Any Internal Audit examination in relation to financial matters and internal controls.

4.4.2 External Auditors.

4.4.3 Third party reports on financial matters or reports with financial consequences for LAM.

4.5 Receiving annual reports from: the Administration relation to financial risk, procurement/value for money (in respect of non-premises activities) Financial Information Systems and such other reports.

4.6 Policy

Developing policies in relation to financially related matters as need arises. Such policies be forwarded to Governance and Human Resources Committee for their review prior to consideration by MC.

5. **Authority**

5.1 The Committee shall operate under delegated authority from the MC, which is ultimately responsible for all matters relating to financial affairs.



5.2 The Committee may consider/review any matter falling within its terms of reference, calling on whatever available resources and information it considers necessary to do so.

6. **Performance Evaluation**

6.1 The Committee shall, at least once a year, review its own performance and its terms of reference and shall report its conclusions and recommendation to the MC.

7. **Confidentiality**

7.1 All deliberations of the Committee and all records, material and information pertaining to LAM obtained by a member of the Committee shall be considered confidential. Committee members shall maintain the confidentiality of such deliberations, and shall safeguard such records, material and information from improper access.



Governance and Human Resources Committee Terms of Reference ***Approved by Management Council on February 26, 2008 and June 10, 2008***

1. Role

The Governance and Human Resources Committee's (GHRC's) role is to oversee Council's nominating (subject to government processes) and governance activities and to oversee the review and development of operational and strategic policies and evaluate the quality and cost-effectiveness of services provided by Legal Aid Manitoba (LAM).

The Committee shall assist Council in developing its approach and discharging its oversight responsibilities with respect to governance matters, strategy, policies and programs. Through its activities, the committee reviews developments and emerging best practices in corporate governance with the view of forwarding recommendations to Management Council (MC) that will help improve its effectiveness.

2. Duties and Responsibilities

The GHRC shall perform the functions customarily performed by governance committees as assigned by Council. In particular the Committee shall have the following rules and responsibilities:

2.1 Corporate Governance Matters

- 2.1.1 Report to Council annually on matters of corporate governance, including the standards of performance for Councilors, an annual review of the Council's performance and the structure, Terms of Reference and composition of Council's Committees.
- 2.1.2 Develop and recommend to Council a Council Terms of Reference and a Statement of Governance Principles and Guidelines, as well as the disclosure of LAM's governance guidelines and principles in LAM's Annual Report, and review such guidelines and principles periodically but not less than annually, and recommend changes as deemed necessary.
- 2.1.3 Develop, recommend and update annually a long-term plan for Council.
- 2.1.4 Develop and recommend to Council position descriptions for Councilors, the Chair of each committee of Council and the Chair of Council.
- 2.1.5 Develop and recommend to Council a position description for the Executive Director (ED) of LAM, including:
 - 2.1.5.1 defining the limits of management's responsibilities; and
 - 2.1.5.2 overall corporate goals and objectives that the ED is responsible for meeting.
- 2.1.6 Recommend to Council the structures and procedures that would enable Council to function independently of management, including procedures to permit the Council to meet on a regular basis without management present and oversee the development and implementation of any such structures and procedures approved by Council.
- 2.1.7 Review and recommend, for Council approval, the schedule of Council meetings for each year, assess Council's needs in terms of the frequency of



Council and committee meetings, meeting agenda, discussion papers, reports and information and the conduct of meetings.

2.2 Policies

- 2.2.1 Review periodically and update as required the policies and procedures which guide Council, the LAM by-laws to ensure their ongoing continued adequacy and relevancy, and the terms of reference for Council, the Council Chair and Vice-Chair, the Committee Chairs, individual Council members, the ED and any other Council committees.
- 2.2.2 Receive, review and approve regular reports from management and LAM's legal counsel with respect to legal compliance matters.
- 2.2.3 To develop/review operational and strategic policies concerning the delivery of services by LAM and make recommendations to Council.
- 2.2.4 To develop/review policies concerning the evaluation of the quality and cost-effectiveness of the services provided by LAM and the delivery of legal aid in Manitoba.

2.3 Human Resources

Review Human Resources Development, Organizational Structure, Compensation Principles and Practices, and recommend any changes to the MC.

- 2.3.1 Review the annual performance of the ED by the Chair which will include, a review of annual objectives against which performance is to be measured and report the outcome to the MC.
- 2.3.2 Review with the ED the hiring and compensation of senior administrators reporting directly to the ED.
- 2.3.3 Review and report to MC on the succession planning process for the ED and other senior administrators reporting to the ED, and any other key managerial position(s) considered critical.
- 2.3.4 Review non-union employee compensation plans and recommend changes to such plans to the MC, ensuring as much as possible fair and equitable treatment for all parties.
- 2.3.5 Promote, through the ED, equality and diversity in employee practices.
- 2.3.6 Review the standards and practices established by the ED for the safety of all employees.
- 2.3.7 Review all grievances and/or terminations of staff in accordance with the Collective Agreement.

2.4 Council and Committee Performance

The GHRC shall, when required:

- 2.4.1 Develop and recommend to the Council a process for assessing the effectiveness and contribution of the Council as a whole, the committees of the Council and the contributions of each individual Councilor giving consideration to:



- 2.4.1.1 the requirements of the Council Terms of Reference;
- 2.4.1.2 the Terms of Reference of each Council committee;
- 2.4.1.3 position description(s) applicable to each individual Councilor, as well as the Chairpersons of the Council and of each committee of the Council.
- 2.4.1.4 the competencies, skills and other attributes each Councilor is expected to bring to the Council and its committees.
- 2.4.2 Oversee the execution of the assessment process approved by the Council.
- 2.4.3 Undertake an annual performance evaluation of the Committee and of its members, comparing the performance of the Committee collectively and individually with the requirements of this Terms of Reference, in such manner as the Committee deems appropriate, and report its evaluation to the Council.
- 2.4.4 Review and discuss with each of the committees of the Council the appropriateness of the Terms of Reference adopted by each such committee, and as deemed appropriate recommend changes to the Council.

2.5 Orientation and Continuing Education

- 2.5.1 The Committee shall develop and recommend to the Council a comprehensive orientation program for new Councilors, which shall include assisting new Councilors to understand:
 - 2.5.1.1 the role of the Council and its committees;
 - 2.5.1.2 the contribution individual Councilors are expected to make (including the commitment of time and energy that LAM expects from its Councilors); and
 - 2.5.1.3 the nature and operation of LAM's business.
- 2.5.2 The Committee shall develop and recommend to the Council a continuing education program for all Councilors which shall, among other things:
 - 2.5.2.1 assist Councilors to maintain or enhance their skills and abilities as Councilors; and
 - 2.5.2.2 assist Councilors in ensuring that their knowledge and understanding of the Corporation's business remains current.

2.6 Review and Evaluation of the ED

Review and make recommendations to the Council on the corporate objectives and individual performance indicators on which the ED's performance evaluation should be based and evaluate the ED's performance based on the level to which the corporate business objectives and individual performance indicators were achieved.

3. **Authority**

- 3.1 Nothing contained in the above mandate is intended to assign to the GHRC the Council's responsibility to ensure the Corporation's compliance with applicable laws or regulations. The Council authorizes the GHRC, in fulfilling its responsibilities to:



- 3.1.1 Ensure the attendance of any of the Corporation's officers at meetings, as appropriate.
- 3.1.2 The Committee may create one or more subcommittees and may delegate, in its discretion, all or a portion of its duties and responsibilities to such subcommittees.
- 3.1.3 Engage independent counsel and other advisors as it determines necessary to carry out its duties, and to set and pay the compensation for any advisors engaged.
- 3.1.4 The Committee shall have the authority to make recommendations to the Council, but shall have no decision-making authority other than as specifically contemplated in this Terms of Reference.
- 3.1.5 The Committee is authorized to undertake a process to assess the effectiveness of the Council where such process has been approved by the Council.

4. **Structure and Operations**

- 4.1 Membership. Council will appoint the GHRC members and the Chair of the Committee on an annual basis.
- 4.2 The Committee shall be comprised of three members.
- 4.3 Each member of the Committee should maintain knowledge of developments in corporate governance, in general, and Directors' (Councilor's) duties and responsibilities, in particular.
- 4.4 The Council may appoint a member to fill a vacancy which occurs in the Committee.
- 4.5 Any member of the Committee may be removed from the Committee by a resolution of the Council.
- 4.6 Members of the Committee and the Chair shall receive such remuneration for their service on the Committee consistent with other standing committees.
- 4.7 Meetings. The GHRC shall meet as often as it determines, but not less frequently than two times each financial year. The time and place of the meetings of the Committee and the calling of meetings and the procedure in all things at such meetings shall be determined by the Committee.
- 4.8 A quorum for the transaction of business shall be a majority of the members of the Committee.
- 4.9 If the Chair of the Committee is not present at any meeting of the Committee, one of the other members of the Committee present at the meeting shall be chosen by the Committee to preside.
- 4.10 Committee meetings may be held in-person or by means of telephone or by other electronic means.
- 4.11 The Committee may have in attendance such members of management and/or advisors as it determines necessary to provide additional information and explanation it may require to carry out its duties.



- 4.12 The Chair shall designate from time to time a person who may, but need not be a member of the Committee, to be Secretary of the Committee. The Secretary shall keep minutes of the meetings of the Committee. Such minutes shall be distributed to all Council members and filed with the Minutes of the Corporation.
- 4.13 No employee of the Corporation, including the ED, may attend any meeting at which his or her performance or compensation is discussed, unless specifically required by the Committee.

5. **Policy Development Procedures**

The Committee and Administration shall follow the process below when developing policies:

- 5.1 When Council refers a matter to the Committee that requires a new policy or a revised policy, the Administration will provide the particular committee with information and/or a draft policy for consideration by the Committee.
- 5.2 When the Administration wishes to have Council consider a new policy, it will refer the draft policy to the Committee for consideration.
- 5.3 There may be occasions, when the Committee may need to seek opinions or the services of outside service providers. If so, the Committee will make a recommendation to Council which will include the estimated amount required to pay for the service.
- 5.4 Any Councilor may ask the Committee to review a policy, or suggest a new policy. These requests should be done in writing and should detail the reason for the request.
- 5.5 The Committee should review at the outset what is the process to be followed, and who the participants in developing policy should be. Consideration should be given to include staff and/or other stakeholders where they will likely be affected by the proposed policy or change.
- 5.6 When deemed appropriate by MC, the views of the Advisory Committee should be sought.
- 5.7 The ED will assign staff to work with the committees. The Chairs of the Committees and the Chair of Council shall be able to discuss proposed documents or proposals with the assigned staff.
- 5.8 The ED may choose to adopt his/her own system when developing draft policies to be presented to the Committee.
- 5.9 After studying the issues and drafting policy, the Committee will make recommendations to Council.

6. **Reporting**

- 6.1 The GHRC shall report to the Council on its activities after each of its meetings.
- 6.2 The Committee shall ensure the Council is aware of any matters that may significantly impact on the financial condition or affairs of LAM.
- 6.3 The Committee's reports to the Council may be in the form of either oral or written reports by the Chair of the Committee or any other member designated by the Committee to make the report.



Advisory Committee Terms of Reference **Approved by Management Council on February 28, 2006**

1. Role of the Advisory Committee

The objectives of the Advisory Committee (AC) are to:

- 1.1 Provide advice to Management Council (MC) on matters of general or regional concern respecting the provision of legal aid.
- 1.2 Provide advice to MC on the needs of individuals and groups receiving legal aid.
- 1.3 Study and make recommendations to MC on any matter referred to it by Council.
- 1.4 Review the tariff of fees paid to solicitors providing legal aid pursuant to Section 8(2) of *The Legal Aid Manitoba Act*.

2. Membership

2.1 Membership Composition and Size

The Committee is to consist of at least eight but not more than ten members appointed by MC.

2.2 Nomination Process

Manitoban organizations are solicited by Legal Aid Manitoba (LAM) to send names of members that would be suitable candidates to sit on the AC. Once Council receives the list of potential candidates, an individual's suitability is evaluated based on the criteria outlined in Section 8(3) of the *Act*. When appointing, the Council must ensure the Committee:

- 2.2.1 includes persons from rural and northern Manitoba; reflects the cultural diversity of Manitoba and includes persons who are familiar with issues commonly faced by low-income individuals.
- 2.2.2 Pursuant to Section 8(3), MC must also ensure that the AC includes three lawyers.
- 2.2.3 one appointee must be selected from a list of three criminal defence lawyers submitted by the Manitoba Bar Association (MBA).
- 2.2.4 one appointee selected from a list of three solicitors practicing family law submitted by the MBA.
- 2.2.5 one appointee selected from a list of three solicitors employed by LAM submitted by the Legal Aid Lawyer's Association.

3. Appointment of Role of Committee Chairs

- 3.1 Once appointed, the AC is responsible for electing one of its members as the Chair and another as the Vice-Chair of the committee.
- 3.2 The role of the Committee Chair is to chair committee meetings, prepare committee agendas, in consultation with the Chair of MC and the Executive Director (ED), and approve summaries of committee meeting notes prepared by LAM staff, in addition to any other duties recommended herein.



4. **Term**

- 4.1 To ensure consistency and continuity in the AC, committee members will be appointed for either a two or three years for the first term only. More specifically, during the first year of implementation, five committee members will be appointed to three-year terms while the remaining five members will serve two-year terms. Thereafter, committee members will be appointed for a two-year term.
- 4.2 At the completion of their term of office, committee members may be nominated for reappointment. The decision to reappoint committee members rests with MC upon consultation with the ED.
- 4.3 MC, in consultation with the ED, has the authority to remove committee members at its discretion. In the event of any vacancies, MC must appoint new member(s) in accordance with this policy.

5. **Advisory Committee Reports**

- 5.1 Under Section 8(1), the Chair of MC is required to submit an annual report to the Minister about the activities of the AC.
- 5.2 All AC meeting notes should proceed to MC as an information item, to inform business planning and decision-making processes. As require, the Chair of MC may invite the AC Chair to attend an MC meeting to discuss the committee's recommendations in greater detail.

6. **Information to Advisory Committee**

- 6.1 On an annual basis, MC must provide the AC with the following information:
 - 6.1.1 the number of application for legal aid;
 - 6.1.2 the number of applications approved;
 - 6.1.3 the number of eligible applicants who requested the appointment of a specific solicitor to provide legal aid; and
 - 6.1.4 the number of eligible applicants who had legal aid provided by their requested solicitor.

7. **Legal Aid Manitoba Support**

- 7.1 LAM staff will provide support to the AC, including distributing materials, drafting meeting notes, organizing meetings, and acting as a resource during AC meetings. LAM staff will prepare and distribute committee materials in sufficient time to allow participating organizations to instruct their representatives and for committee members to adequately prepare for meetings.

8. **Frequency of Meetings**

- 8.1 The *Act* stipulates that the AC members are expected to meet at least four times per year. One of these meetings must take place jointly with MC.
- 8.2 The ED and LAM Chair must attend each meeting of the committee or send a delegate on their behalf.



8.3 AC may meet more frequently if MC, in consultation with the AC Chair, believe that it is warranted. Additional meetings can be held by way of telephone or video conferencing.

9. **Meeting Expenses and Remuneration**

9.1 Committee members are to serve without remuneration. However, Committee members are to be reimbursed for their reasonable expenses in accordance with LAM policies.

10. **Effective Date**

These terms shall come into force on the day they are passed by MC.



Public Interest Law Centre Advisory Committees Terms of Reference **Approved by Management Council on November 27, 2018**

1. Role of the Advisory Committee

The Public Interest Law Centre (PILC) is mandated to represent eligible groups and individuals¹ in cases which will have a broad impact on the interpretation or application of the law and/or will affect groups of people.

The objectives of the PILC Advisory Committee are to:

- 1.1 Provide advice to the Executive Director (ED) on matters relating to issues of public interest including, without restricting the generality of the foregoing, any consumer or environmental issues.
- 1.2 Provide advice to the ED on the ongoing portfolio of PILC consistent with its mandate to represent eligible groups and/or individuals in cases which will have a broad impact on the interpretation or application of the law and/or will affect groups of people.
- 1.3 Study and make recommendation to Management Council (MC) on any matter related to issues of public interest referred to it by Council.

2. Membership

- 2.1 The Committee is to consist of at least seven but no more than nine members appointed by MC. MC must choose at least four and up to six persons to the Committee from lists which are prepared by itself and the ED. In making its appointments, MC must consider persons who:
 - 2.1.1 are familiar with issues faced by low-income individuals and vulnerable groups;
 - 2.1.2 include persons from rural and northern Manitoba; and
 - 2.1.3 reflect the diversity of Manitoba.
- 2.2 In addition to appointing at least four and up to six persons to the Committee from lists which are prepared by itself and the ED, MC must also appoint three persons as follows:
 - 2.2.1 one appointee must be selected from a list of three nominees submitted by the Manitoba Bar Association (MBA);
 - 2.2.2 one appointee must be selected from a list of three nominees submitted by the Law Society of Manitoba; and
 - 2.2.3 one appointee must be selected from a list of three nominees submitted by the Dean of the University of Manitoba's Faculty of Law/Robson Hall.

3. Appointment and Role of Committee Chair

- 3.1 Once appointed, the Advisory Committee is responsible for electing one of its members as the Chair and another as the Vice-Chair of the Committee.

¹Eligibility is assessed in accordance with [The Legal Aid Manitoba Act](#) (s.4 and 12); [Regulation](#) (s.11); and the [Area Directors' Manual](#) (s.5.5)



- 3.2 The role of the Committee Chair is to chair committee meetings, prepare committee agendas in consultation with the Director of PILC or his/her delegate, and approve summaries of committee meeting notes prepared by LAM staff, in addition to any other duties recommended herein.

4. **Term**

- 4.1 To ensure consistency and continuity in the Advisory Committee, committee members will be appointed for either a two or three years for the first term only. More specifically, during the first year of implementation, five committee members will be appointed to three-year terms while the remaining members will serve two-year terms. Thereafter, committee members will be appointed for a two-year term.
- 4.2 At the completion of their term of office, committee members may be nominated for reappointment. The decision to reappoint committee members rests with MC upon consultation with the ED.
- 4.3 MC, in consultation with the ED, has the authority to remove committee members at its discretion. In the event of any vacancies, MC must appoint new member(s) in accordance with this polity.

5. **Advisory Committee Reports**

- 5.1 All Advisory Committee meeting notes should proceed to MC as an information item, to inform business planning and decision-making processes. As required, the Chair of MC may invite the Advisory Committee Chair to attend a MC meeting to discuss the Committee's recommendations in greater detail.

6. **Legal Aid Manitoba Support**

- 6.1 LAM staff will provide support to the Advisory Committee, including distributing materials, drafting meeting notes, organizing meetings, and acting as a resource during Advisory Committee meetings. LAM staff will prepare and distribute committee materials in sufficient time to allow for committee members to adequately prepare for meetings.
- 6.2 The Director of PILC or their delegate will attend each meeting and provide a briefing as directed.
- 6.3 In consultation with the ED and the Advisory Committee Chair, the staff of PILC will organize a biennial community consultation with community groups, academics and the legal community and prepare a report for the Advisory Committee.

7. **Frequency of Meetings**

- 7.1 Advisory Committee members are expected to meet at least twice per year. One of these meetings may take place jointly with MC.
- 7.2 Advisory Committee members are expected to attend the biennial community consultation.
- 7.3 The ED and the LAM Chair must attend each meeting of the committee or send a delegate on their behalf.
- 7.4 Advisory Committees may meet more frequently if MC, in consultation with the Advisory Committee Chair, believe that it is warranted. Additional meetings can be held by way of telephone or video conferencing.



8. **Meeting Expenses and Remuneration**

8.1 Committee members are to serve without remuneration. However, Committee members are to be reimbursed for their reasonable expenses in accordance with LAM policies.

9. **Effective Date**

These terms shall come into force on the day they are passed by MC.