



## **TRIP/Canada - Governance**

### **11.5 The Road & Infrastructure Program of Canada (TRIP/Canada)**

The Road & Infrastructure Program of Canada (TRIP/Canada) is a Special Committee of the CCA established jointly by the CCA and its member associations in the road building and heavy construction sector.

TRIP/Canada's objectives are:

To support the aims and objectives of CCA.

To provide a forum for the Road Builder and Heavy Construction Council to meet for the purpose of receiving and exchanging information on matters of general business interest.

To pursue and support strategies to persuade the federal, provincial and municipal governments that long term enhanced funding strategies are necessary to address national highways system and core municipal infrastructure investment deficits, in order that appropriate levels of public safety and economic productivity be achieved.

To pursue and support strategies to persuade Canadians that a well-maintained infrastructure is essential to Canada's economic prosperity, thereby providing governments the necessary revenues with which to maintain and enhance for public benefit, healthcare, education and social safety net programs.

To access media on a sustained and strategic basis for the purposes of influencing public opinion.

To develop a nationally recognized profile as a credible source for infrastructure investment policies.

To promote policies facilitating a growing road building and heavy construction sector.

To make strategic alliances with other national, regional and local associations to broaden support and therefore credibility of the infrastructure message.

To communicate TRIP/Canada activities and demonstrate their contribution(s) to the road builder and heavy construction sector through the Road Builder and Heavy Construction Council and CCA Board of Directors.

#### **11.5.1 TRIP/Canada Management Committee**

The TRIP/Canada Management Committee ("the Management Committee") is established to manage The Road & Infrastructure Program of Canada (TRIP/Canada). The management of TRIP/Canada falls under the general authority and direction of the CCA Board of Directors.

### **11.5.2 Size and Composition**

The TRIP/Canada Management Committee is comprised of seven (7) individuals who should be members of the CCA Board of Directors, as follows:

1. Chairman, appointed by the CCA Chairman upon recommendation from the Road Builder & Heavy Construction Council and in consultation with the CCA Executive Committee; and
2. One (1) representative from each of them following (or their respective successors):
  - i) Western Canada Roadbuilders & Heavy Construction Association (WCR&HCA);
  - ii) Ontario Road Builders Association (ORBA);
  - iii) Ontario Sewer and Watermain Construction Association (OSWCA);
  - iv) Association des constructeurs de routes et grands travaux du Quebec (ACRGTQ);
  - v) Atlantic Road Builders Association (ARBA); and
  - vi) CCA Executive Committee.

### **11.5.3 Executive Director**

The CCA President shall appoint a CCA staff person to concurrently serve as Executive Director and Permanent Secretary to TRIP/Canada.

### **11.5.4 Quorum**

A simple majority of Committee members shall constitute a quorum.

To constitute a quorum, one of the members attending must be the Committee Chairman, or an alternate designated by the Committee Chairman.

In the absence of a quorum, interim decisions may be reached but will not be regarded as official decisions nor be acted upon until ratified at a subsequent meeting of the Committee with a quorum present.

### **11.5.5 Terms of Reference**

The general affairs of TRIP/Canada shall be managed by the TRIP/Canada Management Committee (“the Management Committee”). The Chairman, or in the absence of the Chairman, the Vice-Chairman, shall preside as chair of the Management Committee.

The Management Committee is charged with overseeing the development, revision from time to time, and implementation of the TRIP/Canada Strategic and/or Operations Plan (“the Plan”), and reporting upon the success or failure of its implementation to the Road Builder & Heavy Construction Council and the CCA Board of Directors within such time frames as may be called for in any such Plan.

The Management Committee shall oversee, work with, take advice from and ultimately direct the activities of the Executive Director in the development and implementation of the Plan and all other TRIP/Canada activities.

The Management Committee shall cause the Executive Director at each meeting of the Road Builder and Heavy Construction Council and meeting of the CCA Board of Directors, to report on all activities of TRIP/Canada and deliberations of the Management Committee occurring

between the date of the preceding meeting and the date of the report.

The Management Committee may invite such person(s) as it may see fit to attend its meetings and to take part in the discussion and consideration of the affairs of TRIP/Canada.

The Executive Director shall be entitled without separate invitation, to attend in a non-voting capacity, at all meetings of the Management Committee. Where so requested, the Executive Director shall excuse himself from any meeting or portion thereof, declared by the Chairman to be *in camera*.

The Management Committee shall, subject to any regulations made by the CCA, be competent to exercise all authorities and discretions delegated to it.

#### **11.5.6 Eligibility Requirements**

Each member of the TRIP/Canada Management Committee must be the nominee from the constituency(s) identified in 11.5.2 hereof, and should be a member in good standing of the CCA Board of Directors.

#### **11.5.7 Length of Term of Committee Members**

All members' terms of office shall be for one (1) year and shall be elected during the CCA Annual Convention. No Chairman of the Management Committee shall serve more than two (2) consecutive one (1) year terms as Chairman.

#### **11.5.8 Nominating Process**

The constituencies associations identified in 11.5.2 hereof shall appoint members to the Management Committee.

The CCA Chairman, in consultation with the Management Committee and the CCA Executive Committee, nominates the Chairman of the Management Committee. (Article 12, Section 4)

#### **11.5.9 Vacancies and Removal of Committee Members**

Committee members are expected to attend all regular meetings. Failure to attend two (2) consecutive meetings of the Committee without reasonable justification is cause for requesting the Committee member's resignation.

#### **11.5.10 Frequency and Location of Meetings**

The Committee normally meets a minimum of three (3) times a year, usually in conjunction with meetings of the CCA Board of Directors. The Committee may also meet at the call of the Chairman.

Meetings of the Management Committee may also be convened at the direction of any two (2) members thereof.

In cases of urgency, meetings of the Management Committee may be convened without complying with any normal notice requirements applicable to its meetings provided a majority of its members consent to the waiver of such notice requirements at the time that such urgent meeting(s) is called.

**11.5.11 Notice of Meetings**

Notice of all meetings of the Management Committee shall be sent by mail or facsimile so as to reach each member at least fourteen (14) calendar days in advance of such meeting.

**11.5.12 Agenda, Briefing Material & Minutes**

The Executive Director in consultation with the Chairman shall prepare the agenda together with all pertinent briefing material. The agenda and briefing material shall be distributed to Management Committee members in sufficient time to assure receipt at least seven (7) calendar days prior to the meeting.

The recording and distribution of the minutes shall be the responsibility of the Executive Director who shall ensure that all deliberations and decisions are accurately recorded and transcribed.

The written minutes shall be compiled and printed as soon as practicable after the meeting. Under no condition will the time for preparation of the minutes exceed fourteen (14) calendar days from the day of the meeting to the date of mailing.

**11.5.13 Rules of Order & Meeting Procedures**

The meetings will be conducted in accordance with "Roberts Rules of Order". It shall be the responsibility of the Executive Director to ensure that a copy is present at all meetings.

Each member of the Committee present at the meeting may cast a single vote. Determination of the question shall be by a simple majority except as noted in the CCA's By-Laws. Only members of the Committee are entitled to vote.

The vote will be recorded as being:

- Accepted by majority; or
- Rejected by majority.

No actual count of votes will be recorded. If members wish to have their position on a vote recorded, they may do so by indicating that wish to the Chairman at the time the vote is taken.

**Adopted May 28, 2000 at the CCA Roadbuilder & Heavy Construction Council meeting held in Regina, Saskatchewan.**