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**REPORT TO GOVERNANCE COMMITTEE
MEETING OF WEDNESDAY, APRIL 03, 2024**

SUBJECT **Board Chair Voting Rights on Standing Committees**

ISSUE SUMMARY

To provide information on the Board Chair's voting rights as an ex-officio Member on Board Standing Committees.

BACKGROUND

On February 14, 2024, the CRD Board carried the following motion with notice from the Electoral Areas Committee:

That staff report to CRD Governance Committee regarding the implications and process for amending the Board Procedures Bylaw so that the CRD Board Chair participates in the Electoral Areas Committee on a voice without vote basis.

Board standing committees are established by the Board Chair to consider matters that would be better dealt with by committee. After consideration of a matter, the committee makes recommendations to the Board for final consideration. The CRD Board's meeting practice is to consider the committee recommendation first; however, the Board has no obligation to move or vote in favour of the committee's recommendation. The Board may amend the committee recommendation further, or may instead endorse the staff report recommendation or one of the report alternatives, or may raise an entirely new alternative motion for consideration.

The *CRD Board Procedures Bylaw* enables the Chair to vote on all standing committee matters. At Section 33. (2):

33. (2)(a) *The Chair shall be a Member of all Committees and entitled to vote on all matters.*

(b) *Despite section 33(2)(a) the Chair, when in attendance, may be counted as one Member for the purpose of constituting a quorum.*

The ability for the CRD Board Chair to participate as ex-officio on all Board Standing Committees is consistent with the *Local Government Act*:

218 (2) The chair may establish standing committees for matters the chair considers would be better dealt with by committee and may appoint persons to those committees.

The *CRD Board Procedures Bylaw* on the matter of Board Standing Committees echoes the provisions of the *Local Government Act* and states:

26. (1) The Chair may establish a Board Standing Committee as a regular permanent committee whose mandate will be in relation to a CRD service

or potential service.

(2) *The Chair shall appoint only Board Members to a Board Standing Committee with the following exceptions:*

- (a) Unless the authorizing legislation or Letters Patent for the Board Standing Committee defines its membership; and*
- (b) Where a Board Standing Committee Terms of Reference allow a First Nation Member to participate.*

The Terms of Reference for all CRD Board Standing Committees share the following clauses:

2.0 b) The Board Chair will appoint the Committee Chair, Vice Chair and Committee members annually.

3.0 b) All Board members are permitted to participate in standing committee meetings, but not vote, in accordance with the CRD Board Procedures Bylaw.

IMPLICATIONS

The Newly Revised Robert's Rules of Order (RRO) apply to the proceedings of the Board and its committees to the extent that they are not inconsistent with the *Local Government Act*, *Community Charter*, and *Board Procedures Bylaw*. Under RRO, an ex-officio member of a committee, "*has the same rights as the other committee members but is not obligated to attend meetings of the committee and is not counted in determining the number required for a quorum.*" The drafting of section 33 of the *CRD Board Procedures Bylaw*, while not specifically calling the position ex-officio is consistent with ex-officio standing.

Regional District bylaws, policies and procedures must not conflict with provincial legislation. As the power for establishing standing committees and appointing Board Members to those committees is within the purview of the elected Board Chair, it is not possible for the CRD Board Procedure Bylaw or standing committee terms of reference to limit the Board Chair's power that are prescribed by *Local Government Act* section 218(2). The decision to establish, make appointments, and vote on Board standing committee matters is up to the Board Chair who is elected annually each November.

While in theory it is possible to change the *CRD Board Procedure Bylaw* with an amending bylaw to eliminate section 33(2)(a) and (b) (which spell out the power of the Board Chair to vote at standing committees), there is no point in doing so when the Board Chair retains the power to decide which committees to convene any given year and to assign membership of those committees. Without sections 33(2)(a) and (b) the Chair can still choose to appoint themselves to any standing committee with full membership rights, including voting.

CONCLUSION

Staff were directed to report to the Governance Committee regarding the implications and process for amending the *CRD Board Procedures Bylaw* so that the CRD Board Chair participates in the Electoral Areas Committee on a voice without vote basis. The *Local Government Act* section 218(2) prescribes the power of the Board Chair to establish standing committees and appoint

persons to those committees. Regional District bylaws, policies and procedures must not conflict with provincial legislation. Procedure bylaws can expand upon the powers conferred by legislation, but cannot restrict them. As the power for establishing standing committees and appointing Board Members is within the purview of the elected Board Chair, it is not possible for the *CRD Board Procedure Bylaw* or standing committee terms of reference to limit the Board Chair's ability to vote at Electoral Areas Committee if the Chair chooses to appoint themselves as a committee member.

RECOMMENDATION

There is no recommendation. This report is for information only.

Submitted by:	Marlene Lagoa, MPA, Manager, Legislative Services & Deputy Corporate Officer
Concurrence:	Kristen Morley, J.D., General Manager, Corporate Services & Corporate Officer
Concurrence:	Ted Robbins, B. Sc., C. Tech., Chief Administrative Officer