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## REPORT TO GOVERNANCE COMMITTEE MEETING OF WEDNESDAY, AUGUST 02, 2023

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**SUBJECT**     **Membership in the Institute of Corporate Directors**

### **ISSUE SUMMARY**

To determine whether Board Directors wish to renew membership in the Institute of Corporate Directors.

### **BACKGROUND**

Established in 1981, the Institute of Corporate Directors (ICD) has the stated purpose of striving to develop informed, prepared, ethical, and engaged leaders. ICD has programs, courses and seminars designed to support directors in their professional advancement. The ICD has a BC Chapter with three branches – Vancouver Island, Okanagan and Vancouver - with over 2,200 members and hold 15-20 events a year.

Between 2018 and 2022, Board Directors maintained a membership in the ICD in their role as Directors of the non-profit Capital Region Housing Corporation. With the election of a new Board in the Fall of 2022, ICD membership has lapsed pending direction from the new Board on whether it wished to continue with its membership.

Based on invoices submitted by Directors, there was minimal uptake on ICD courses and events by Directors during the term of membership. The majority of Directors took no courses during the previous term; some Directors took advantage of one or two courses or events during the four-year term and about two directors made fairly active use of the membership and attended numerous courses and events. Staff are unaware of whether Directors utilized the online materials or attended any free events available to members. The purpose of this report is to confirm with the current Board whether it wishes to continue with ICD membership for Directors.

### **ALTERNATIVES**

#### *Alternative 1*

The Governance Committee recommends to the Capital Regional District Board:  
That the Board renew its membership with the Institute of Corporate Directors for the remainder of the Board's term and ending in 2026.

#### *Alternative 2*

The Governance Committee recommends to the Capital Regional District Board:  
That the Board discontinue its membership with the Institute of Corporate Directors at this time.

#### *Alternative 3*

That staff report back with additional information.

## **IMPLICATIONS**

### *Financial Implications*

The annual membership cost for Board Directors is \$2000 for up to 15 Board members, with a cost of \$100 for each additional member. If the Board wishes to endorse Alternative 1, the total cost of annual membership for the 24-member Board is approximately \$2,900 plus tax. Individual membership costs \$395 plus tax per Director so there is a significant group discount. Benefits of membership are outlined below and in Appendix A as well as on the ICD website. Participation in events and courses typically has a registration cost, however it is a discounted rate for those with an ICD membership.

The cost of membership is covered by the Board's budget. There are sufficient funds in the 2023 budget to cover the prorated 2023 membership fees. With the endorsement of Alternative 1, staff will include the membership fees in the 2024 – 2026 budgets.

### *Membership Benefits*

The benefits of membership are summarized in Appendix A, and fall into three categories of professional development, networking, and information resources.

#### Professional Development:

- Director Register - search for available board roles and qualified ICD candidates
- National Webinars – timely, national interactive webinars (complimentary for members)
- Video Learning Series – series on Chairing the Board (5 part) and Not-for-Profit (4 part)
- ICD-Rotman Directors Education Program (DEP) – leading national education program for experienced directors towards attaining ICD.D designation

#### Networking:

- National LinkedIn Group – online community
- Profiles - of Directors who have achieved success
- ICD Chapter – British Columbia Chapter with 3 branches including Vancouver Island
- Events & National Courses – reduced registration cost for ICD members

#### Information Resources:

- Digital Resource Centre – resources for directors that include curated publications, tools and templates
- ICD-Board Info Service – a complimentary and confidential on request research service
- Director General – bi-monthly magazine featuring governance concerns and trends

Though membership is available to government Boards, the main orientation of the ICD offerings are designed for commercial for-profit or non-profit Board Directors rather than elected officials. That said, many of the materials and topics are geared towards good governance generally and could be of interest to Directors.

**CONCLUSION**

The 2018 to 2022 Directors held membership in the ICD, though there seemed to be minimal uptake by the majority of Directors in the programs, events and materials provided by the ICD. With a number of new Directors around the Board table, staff are seeking input on whether Directors wish to renew the membership for the term of the current Board. The cost of membership is relatively minor and can be covered with existing funds in the 2023 budget.

**RECOMMENDATION**

The Governance Committee recommends to the Capital Regional District Board:  
That the Board renew its membership with the Institute of Corporate Directors for the remainder of the Board's term and ending in 2026.

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

**ATTACHMENT(S)**

Appendix A: ICD Membership Brochure - Enhancing Board Excellence to Govern with Impact