

Meeting Minutes

Governance Committee

Wednesday, January 24, 2018

1:30 PM

6th Floor Boardroom
625 Fisgard St.
Victoria, BC V8W 1R7

PRESENT:

B. Desjardins (Vice-Chair), A. Finall, D. Howe, B. Isitt, B. Martin (for W. McIntyre), D. Murdock, C. Plant, J. Ranns, S. Price (Ex Officio)

STAFF: R. Lapham, Chief Administrative Officer; K. Morley, General Manager and Corporate Officer, Legislative Services; C. Neilson, Senior Manager, Human Resources; E. Gorman, Deputy Corporate Officer, Legislative Services; and J. Cuthbert, Committee Clerk (Recorder)

REGRETS: Director R. Windsor (Chair)

1. Approval of Agenda

**MOVED by Director Finall, SECONDED by Director Howe,
That the agenda be adopted as circulated.
CARRIED**

2. Adoption of Minutes

[17-881](#)

Minutes for Adoption

**MOVED by Director Finall, SECONDED by Director Howe,
That the minutes from the September 6, 2017 Governance Committee meeting be
adopted as amended.
CARRIED**

3. Chair's Remarks

The Chair spoke to the significance of the Governance board and of the role for each member of the committee, including education opportunities from external agencies, and regulation of the committee.

4. Presentations/Delegations

5. Committee Business

[18-041](#)

Governance Committee Terms of Reference

Ms. Morley spoke to the report.

A discussion ensued regarding the following:

- Review of board members, reviewing the effectiveness of board policies, for other types of board

- Role of the committee, whether to be policy setting or including an oversight board
- Leadership succession, orientation, and education for Board members and new Chair.

MOVED by Director Finall, **SECONDED** by Director Ranns,
That the Governance Committee recommend to the Capital Regional District Board:

That item 2. C in the Terms of Reference for the 2018 Governance Committee, as attached in Appendix A, be amended to say "It is expected the committee will meet every month or at the call of the Chair."

CARRIED

OPPOSED: Director's Howe, Isitt, Price, Murdock

MOVED by Director Finall, **SECONDED** by Director Ranns,
That the Terms of Reference for the 2018 Governance Committee, as attached in Appendix A, be approved as amended.

CARRIED

OPPOSED: Director Price

[18-036](#)

Bylaw No. 4223 - A Bylaw To Amend Bylaw No. 3343 Being "Officers', General Managers' And Management Staff's Bylaw No.1, 2006.

Mr. Neilson spoke to the report.

MOVED by Director Plant, **SECONDED** by Director Finall,
1. That Bylaw No. 4223 - A Bylaw to Amend Bylaw No. 3343 be introduced and read a first and second time.
2. That Bylaw No. 4223 be read a third time.
3. That Bylaw No. 4223 be adopted.

CARRIED

Notice of Motion

2. [17-865](#)

Motion: Director Plant - Board Chair Elections

MOVED by Director Plant, **SECONDED** by Director Howe,
That the Governance Committee refer to the Capital Regional District Board:
That the Board consider asking the Province to allow for a regional district board chair to serve for two years without requiring another election.
CARRIED

6. New Business

There was none.

7. Adjournment

Moved by Director Howe, **SECONDED** by Director Plant,
That the meeting be adjourned at 2:40 pm.
CARRIED

Next Meeting: March 28, 2018

CHAIR

CERTIFIED CORRECT:

COMMITTEE CLERK