

Governance & Risk Committee Agenda - November 4 - 02 21

Zoom Meeting: Please click this URL to join.

<https://us02web.zoom.us/j/84241426648?pwd=SGZXazNoRVNVaHFnekIrQ2IYN1VCUT09> / Passcode:
545182



Zoom Meeting



Start: Thursday, November 4, 2021 - 3:00pm

End: Thursday, November 4, 2021 - 4:00pm

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1. Roll Call
 2. Disclosure of Pecuniary Interest for Governance & Risk Committee Members
 3. Approval of Agenda
 4. Consent Items
 - 4.1. Corporate Policy Program Update (GC 02 21 01)



Corporate Policy Program Update (GC 02 21 01)

5. Action Items

- 5.1. Board of Directors 2022 DRAFT Meeting Schedule (GC 02 21 02)



Board of Directors 2022 Draft Meeting Schedule (GC 02 21 02)



Appendix A - 2022 DRAFT Board Working Plan

- 5.2. Conservation Halton By-Law review enacted by the CA Act changes (CO Council Meeting September 27, Summary Page 28) (GC 02 21 03)



Amendments to CH Administrative By-law No. 2018-01 (rev November 4, 2021) (GC 02 21 03)



Appendix B - Amended CH Administrative By-law No. 2018 -01

6. In Camera

6.1. Consent Item (GC 02 21 04)

7. Other Business

8. Adjournment

REPORT TO: Conservation Halton Governance & Risk Committee

REPORT NO: # GC 02 21 02

FROM: Adriana Birza, Manager, Officer of the President & CEO

DATE: November 4, 2021

SUBJECT: Board of Directors 2022 DRAFT Meeting Schedule

Recommendation

THAT the Conservation Halton Governance & Risk Committee recommends to the Board of Directors the **approval of the Board of Directors 2022 Draft Meeting Schedule and the 2022 Board Work Plan.**

Report

The attached schedule is the 2022 Meeting Schedule for the Conservation Halton Board of Directors with one date allocated for a site visit. The Advisory Committee meetings will also take place, where possible, on the same date as the Board of Directors meetings however, at an earlier time.

When necessary, the Source Water Protection Authority Board of Directors meetings will be scheduled for the same dates as a Conservation Halton Board of Directors meeting.

Our commitment is to have the meetings conclude by no later than 6:00 p.m. On those rare occasions when you must leave for other obligations, please notify the Chair and the meeting secretary in advance.

The proposed 2022 Draft Work Plan (Appendix A) takes in consideration the following:

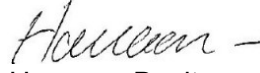
- 2022 municipal election – removed the October Board meeting
- CA Act changes and implementation will influence some of the priorities / content of Agendas
- The Momentum CH strategic plan launched in 2021 with a new cadence for KPI tracking is reflected in the Board Workplan for 2022. Through a transparent performance measurement and reporting process, we will monitor and share our progress towards achieving our strategic objectives: CH Annual Report in April; mid-year Momentum progress report for Q1-Q2 in September.

Prepared by:



Adriana Birza
Manager, Office of the President & CEO

Approved for circulation:



Hassaan Basit
President & CEO/Secretary-Treasurer

FOR QUESTIONS ON CONTENT: Adriana Birza, 905.336.1158 x2295; abirza@hrca.on.ca

BOARD OF DIRECTORS 2022 MEETING SCHEDULE

Location: Zoom Videoconference until further notice

Thursday	Time	
February 17	3:00 – 6:00 <u>OR</u> <u>1:00 – 4:00</u> <u>OR</u> <u>2:00 – 5:00</u>	Board Meeting/Inaugural Meeting Election of Chair and Vice Chair
March 24	1:30 – 2:30	Governance & Risk Committee Meeting (ERM Updates)
	3:00 – 6:00 <u>OR</u> <u>1:00 – 4:00</u> <u>OR</u> <u>2:00 – 5:00</u>	Board Meeting
April 7	9:30 – 11:00	Finance & Audit Committee Meeting (Approval of 2021 DRAFT Financial Statements)
April 21	3:00 – 6:00 <u>OR</u> <u>1:00 – 4:00</u> <u>OR</u> <u>2:00 – 5:00</u>	Annual General Meeting/ Board Meeting (Recommendation from F&A to approve 2021 DRAFT Financial Statements)
May 19	TBD	
June 9	9:30 – 11:00 A.M.	Finance & Audit Committee Meeting (Approval of 2023 Preliminary budget and forecasts for discussion with municipalities)
June 30	3:00 – 6:00 <u>OR</u> <u>1:00 – 4:00</u> <u>OR</u> <u>2:00 – 4:00</u>	Board Meeting Meeting may include site tour (TBD)

September 22	3:00 – 6:00 <u>OR</u> <u>1:00 – 4:00</u> <u>OR</u> <u>2:00 – 5:00</u>	Board Meeting
<u>October</u>	3:00 – 6:00	Board Meeting <u>Municipal elections</u>
November 3	9:30 – 11:00	Finance & Audit Committee Meeting (Approval of 2023 Budget)
November 3	1:30 – 2:30	Governance & Risk Committee Meeting (Approval of 2023 Board Workplan/Survey?)
November 10	1:30 – 2:30	President & CEO Compensation Committee
November 17	3:00 – 6:00 <u>OR</u> <u>1:00 – 4:00</u> <u>OR</u> <u>2:00 – 5:00</u>	Board Meeting

APPENDIX A: CH BOARD WORK PLAN 2022 (DRAFT)

Objective(s)/Solution(s)	Actions/Activities	Results	Responsibility	Timeframe												
				JAN	FEB	March	APR	MAY	JUN	JUL	AUG	SEP	OCT	NOV	DEC	
Strategic Planning and Organizational Performance	Review Strategic Priorities (Momentum quarterly report) DashBoard review, KPI's		BoD				x Annual report						x Momentum Reporting (mid-year)			
	Business Planning Session		BoD	x 2022 projects review		x Strategy Session			x Preliminary 2023 priorities							
	Inaugural & AGM		BoD	x Inaugural			x AGM									
Finance and Audit	Approval of Draft and Final Budget		FA / BoD						x							x
	Approve Audited Financial Statements		FA				x									
	Review Long-term Budget Forecast		FA / BoD													x
	Evaluate Auditors and Select Auditors (as needed)		FA													x
President & CEO Relations	Review, Budget Principles & Policies Related to Financial & Purchasing Matters (as needed, new Board members)		FA				x									
	Review and Approve Annual President & CEO Workplan		COMP	x												
	End-of-year review		COMP													x
Governance & Risk	Approve Performance-based Compensation for President & CEO		COMP													x
	Risk Management reporting					x										x
	Review and Approve Governance Policies and Procedures, BoD by-laws		Gov / BoD													x
	Conduct Board Performance Self Assessment Survey and Review Results		Gov													x
	Approve Annual Board Workplan		Gov / BoD													x
	Board Development & Member Orientation Program	Engagement levels	Gov													
	Election of Board Chair and Vice Chair		BoD	x												
	Election of Committee Chairs/V. Chairs (to be carried out every 4 years - at the same time as Municipal elections)		BoD				x									
	Specific Policy and Procedures Review and Approval		BoD													
	Functioning as a Hearing Board	Training (legal) on Board Hearing Procedures under CA Act	BoD													
	Approvals under O. Reg 162/06 for Applications that didn't meet Policy		BoD													
Strategic Advocacy/Position on Environmental Issues and Provincial Reviews		BoD														
				As needed												

REPORT TO: Conservation Halton Governance & Risk Committee

MEMO NO: # GC 02 21 01

FROM: Jill Ramseyer, Director, Corporate Compliance

DATE: November 4, 2021

SUBJECT: Corporate Policy Program Update

Recommendation

THAT the Conservation Halton Governance & Risk Committee **receives for information the staff report containing a summary of updates to the corporate policy management program and staff approved corporate policies.**

Report

The corporate policy management program at CH continues to evolve and is moving towards an enterprise approach. This will help to ensure that CH's ethical values and business priorities are put into practice in a consistent and sustainable way. The corporate policy library has been digitized and is housed on the SharePoint platform, is organized by department and is easily accessible to staff.

The process for addressing policy changes such as additions, revisions, and retirements has been centralized. Each policy is updated by the departmental subject matter expert and approved by the department head. Policies are then submitted to corporate compliance for tracking and maintenance. When received by the corporate compliance department, the policy owner is documented and the policy receives a risk rating of high medium or low which will be used to determine training frequency.

The following table provides statistics on policy changes since April 1, 2020, to October 25th, 2021.

Policy Change Type	Number of Policies	Comments
New Policies Created	15	The majority of new policies created were related to COVID-19 due to changing provincial requirements and the introduction of vaccines and an updated ethics and compliance program which includes a new Code of Conduct
Policies Archived	6	Policies archived were related to HR policies that were consolidated into a new code of conduct.
Policy Revisions	2	
Total Changes	23	

