



GOVERNANCE COMMITTEE
November 1, 2017
2:30 – 3:30
Committee Rm. #1
CH Admin. Office

AGENDA
GC 02 17

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1.0 Consent Items:	
1.1 Roll Call & Mileage	
1.2 Acceptance of Agenda as distributed	
1.3 Acceptance of Governance Committee Minutes dated April 27, 2017	
2.0 Action Items	
2.1 Board Policy Changes / Updates Report #: GC 02 17 01	1-4
2.2 2018 Board of Directors Work Plan Report #: GC 02 17 02	5-7
3.0 Other Business	
4.0 Adjournment	

**CONSERVATION HALTON
GC 02 17 01**

REPORT TO: Governance Committee

FROM: Patricia Vickers, Board Clerk/FOI Coordinator
905.336.1158 x 2236; pvickers@hrca.on.ca

DATE: November 01, 2017

SUBJECT: **Board Policy Changes / Updates**

Report:

The following items have been brought forward due to changing requirements and for clarification.

1. **Emailing of Reports for Approval in between Board meetings:**

This information is for the development of a Policy regarding the emailing of reports for approval, in between Board and Committee meetings.

In 2016/2017, three Board reports have required Board approval in between Board of Directors meetings due to time constraints. At that time, staff emailed the Board Members asking them to review the report and email back their vote. At the next meeting of the Board the members were advised of the outcome and the Minutes reflected the vote.

The Ministry of Natural Resources & Forestry is working on a set of comprehensive policies and procedures that will address, among other functions, the procedures for electronic meetings. These will be presented to Conservation Authorities as Best Management Practices that individual Conservation Authority Boards can adopt. We expect these Best Management Practices by the end of 2017.

Recommendation:

THAT the Conservation Halton Governance Committee will wait to see what the Ministry of Natural Resources and Forestry recommends and review it for adoption in early 2018.

2. **Consent Agenda**

Conservation Halton Board of Directors and Committees currently use a 'Consent Items' format in their Agenda's.

For clarification, here are two ways to approve Consent items:

a) Consent Items can be 'adopted' by the Board (without a mover/seconded) and this includes those items that were pulled for separate discussion. This is what Conservation Halton is currently using, **or**,

b) Add two items to the Agenda as follows:

Determination of items requiring separate discussion – requires mover/seconded
Adoption of Items not Requiring Separate Discussion – requires mover/seconded

Recommendation:

THAT the Conservation Halton Governance Committee recommend to the Conservation Halton Board of Directors **approval of the format for Consent Agenda Items being “adopted” by the Board or Committee without needing a mover or seconder.**

3. Delegations:

Conservation Halton’s current Policy on Delegations is in line with other CA’s as well as area Municipalities. Attached is a copy of the Rules for Delegations that is provided when a request to make a presentation to the Board of Directors is received.

Conservation Halton is developing a request form for the website which will incorporate current procedures. Please review the attached form for approval.

Recommendation:

THAT the Conservation Halton Governance Committee **recommend to the Conservation Halton Board of Directors approval of the updated Policy on Delegations and Request for Delegation Form for the website.**

Prepared and submitted:



Patricia Vickers
Board Clerk/FOI Coordinator

Approved for circulation:



Hassaan Basit,
CAO/Secretary-Treasurer

RULES FOR DELEGATIONS - BOARD OF DIRECTORS

Any person, group of persons, firm or organization not being a Director of Conservation Halton or an appointed official of Conservation Halton, wishing to address the Board, may be heard by leave of the Board provided that such persons shall deliver to the CAO/Secretary-Treasurer a request in writing setting out the particulars of the matters on which he/she, the group, the firm or the organization, as the case may be, wishes to address the Board, at least seven (7) business days before the date and time of the meeting of the Board. Persons speaking before the Board shall address their remarks to the stated business.

Upon receipt of the written notice requesting delegation status, the CAO/Secretary-Treasurer shall list the delegation on the next appropriate Board meeting only if:

- the matter is one which is to be dealt with by the Board at its next regular meeting;
- the person requesting the delegation has already appeared as a delegation on the same matter at a committee meeting and the matter is, at the date of the request, anticipated to be placed on the Board agenda;
- or
- the Chair approves the listing of the delegation to the Board.

Any person, group of persons, firm or organization not being a Director of the Board, or an appointed official of the Board, may request delegation status at an Authority meeting up to 24 hours prior to the meeting date concerned. The status of the request to speak to the Board may be granted upon the majority vote of the Directors present at the Board meeting.

Every such delegation shall be limited to ten (10) minutes for speaking to the Board unless approval of the Board is obtained by the Chair to extend or limit the speaking time for the delegation concerned.

Upon the completion of a presentation to the Board by a delegation, any discourse between Board members and the delegation shall be limited to Board members asking questions for clarification and obtaining additional, relevant information only. Board members shall not enter into debate with the delegation respecting their presentation.

No delegation shall:

- speak disrespectfully of any person;
- use offensive words or unparliamentary language;
- speak on any subject other than the subject for which they have received approval to address the Board;
- disobey the rules of procedure or a decision of the Chair or of the Board.

The Chair may curtail any delegation, any questions of the delegation or debate during a delegation for disorder or any other breach of these rules and, if the Chair rules that the delegation is concluded, the person or persons appearing shall withdraw.

Request for Delegation Form

Delegations by stakeholders and members of the public to Conservation Halton's Board of Directors meetings are always welcome. Delegations should be relevant to agenda items. If the delegation's topic of discussion is not on the agenda, the delegation will be referred to the relevant Advisory Committee. To appear as a delegation, please complete this 'Request for Delegation form' at least seven (7) days in advance of the Board meeting to the attention of:

Patricia Vickers, Board Clerk, Conservation Halton
 2596 Britannia Road West
 Burlington ON L7P 0G3
 Email: pvickers@hrca.on.ca
 Phone: 905.336.1158 x 2236

Name of Individual(s) _____
 Position/ Title _____
 Name of Organization and Address _____
 Phone # _____
 Email: _____

Note: If you are not representing an organization as you are making a personal delegation, you will be listed on the agenda as representing yourself as a homeowner and your street address may be listed in the Agenda and Minutes which are publically accessible on Conservation Halton's website.

Reason(s) for delegation request (include a summary of the issue to which you intend to speak and a statement about your position on the issue)

I am submitting a formal presentation to accompany my delegation: Yes / No

I will require the following audio-visual equipment / software: LCD Projector
 Powerpoint

Delegates appearing before Conservation Halton or any of its committees are limited to **ten (10) minutes**.

Once your information is received by Conservation Halton, you will be contacted to confirm the acceptance of your request.

Disclaimer: Please note that submission of a delegation form does not guarantee the approval of your request for a delegation. In addition, all information submitted will be considered to be public information and therefore subject to full disclosure, under the Municipal Freedom of Information and Protection of Privacy Act.

**CONSERVATION HALTON
GC 02 17 02**

REPORT TO: Governance Committee

FROM: Hassaan Basit, CAO/ Secretary -Treasurer
905-336-1158 x 2295

DATE: November 1, 2017

SUBJECT: **2018 Board of Directors Work Plan**

Recommendation

THAT the Conservation Halton Governance Committee recommend the approval of the 2018 Work Plan to the Board of Directors at the January 2018 Board meeting.

Summary

The purpose of this report is to present the 2018 Work Plan to the Governance Committee for approval and recommendation to the Board of Directors.

The work plan outlines performance indicators, objectives, tactics and outputs to advance each of the Strategic Plan's priority areas and goals.

The work plan covers 4 categories:

1. Strategic Planning and Organizational Performance
2. Finance and Audit
3. CAO Relations
4. Governance

The 2018 Work plan includes these main elements:

- Strategy session (March)
- Business planning session aligned with budget development (May)
- Annual General Meeting (February)

Report

The CAO recommends that the Governance Committee:

1. Approves and recommends the 2018 Work Plan to the Board of Directors as included in Attachment 1.
2. Discusses potential changes to the Board of Directors meeting frequency starting in 2018 to achieve the work plan objectives. A written report will be presented at the Board of Directors meeting in January if the Governance Committee recommends changes.

3. Discusses potential changes to Board per diem starting in 2018.

For instance, if the number of Board meeting changes from 9 to 7 the per diem will increase from \$50/meeting / board member to \$75/meeting/ board member.

Should this happen, Conservation Halton will request approval from OMB to propose the increase. A separate Board Report will be completed upon approval and presented in January 2018.

Submitted and Approved for Circulation



Hassaan Basit
CAO/Secretary-Treasurer

WORK PLAN 2018

Objective(s)/Solution(s)	Actions/Activities	Results	Responsibility	2018																		
				JAN	FEB	MAR	APR	MAY	JUN	JUL	AUG	SEP	OCT	NOV	DEC							
Strategic Planning and Organizational Performance	Review Strategic Plan and Refresh Business Planning Session		BoD			X																
	Dashboard Review	Financial data to be sent to F&A Committee; Other KPI's to the full Board (2 - 4 times / year)	BoD	X			X															
	AGM & Inaugural		BoD		X																	
	Approval of Draft and Final Budget		FA / BoD					X														
Finance and Audit	Approve Audited Financial Statements		FA			X																
	Review Long-term Budget Forecast		FA / BoD										X									
	Evaluate Auditors and Select Auditors (as needed)		FA												X							
	Review, Budget Principles & Policies Related to Financial & Purchasing Matters (as needed, new Board members)		FA																			
CAO Relations	Review and Approve Annual CAO Workplan		COMP	X																		
	Coaching and other Resources for CAO		COMP									X										
	Mid-year check-in		COMP						X													
	End-of-year review		COMP													X						
	Approve Performance-based Compensation for CAO		COMP													X						
	In-camera Session with CAO and Board Input		BoD														X					
	Review and Approve Committee Terms of Reference		Gov			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																		
Governance	Board Development & Member Orientation Program	Engagement levels	Gov															X				
	Election of Board Chair and Vice Chair		BoD																			
	Election of Committee Chairs/V. Chairs		BoD																			
	Specific Policy and Procedures Review and Approval		BoD																			
	Functioning as a Hearing Board		BoD																			
	Approvals under O. Reg 162/06 for Applications that didn't meet Policy Strategic Advocacy/Position on Environmental Issues and Provincial Reviews	Training (legal) on Board Hearing Procedures under CA Act	BoD																			
As needed																						