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**Minutes of a Meeting of the Governance Select Committee  
Held Wednesday, May 22, 2013, in Room 651, 625 Fisgard St., Victoria, BC**

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**Present:** **Directors:** A. Bryson (Chair), D. Blackwell, S. Brice, J. Brownoff, G. Young  
**Staff:** B. Lapham, Chief Administrative Officer; S. Santarossa, Corporate Officer; S. Asdal (recorder)  
**Absent:** F. Leonard

The meeting was called to order at 10:30 am.

**1. Approval of Agenda**

**MOVED** by Director Brice, **SECONDED** by Director Brownoff,  
That the agenda be approved as circulated.

**2. Adoption of Minutes**

**MOVED** by Director Blackwell, **SECONDED** by Director Brice,  
That the minutes of the March 13, 2013, meeting be adopted as previously circulated.

**CARRIED**

**3. Chair's Remarks:** There were none.

**4. Presentations/Delegations:** There were none.

**5. Committee of the Whole Terms of Reference and Guidelines**

R. Lapham provided a brief overview of the terms of reference. The Committee discussed the pros and cons of convening a Board meeting immediately following the Committee of the Whole (CoW) to ratify the actions from the CoW meeting.

**MOVED** by Director Brice, **SECONDED** by Director Blackwell,  
That the last bullet under Item 4 of the terms of reference be amended as follows:  
"In accordance with the CRD Board Procedures Bylaw, a motion to rise and report shall be adopted at the Committee of the Whole meeting. A Board meeting will convene immediately following the Committee of the Whole meeting where the Chair shall report to the Board to adopt the recommendation or to postpone consideration to the next regularly scheduled Board meeting."

**CARRIED**

**MOVED** by Director Brownoff, **SECONDED** by Director Brice,  
That the Governance Select Committee recommends to the Committee of the Whole:  
a) That the terms of reference for the Committee of the Whole be approved as amended;

and

- b) That the terms of reference for the standing committees be amended as follows:  
“At the request of the Committee Chair and with the consent of the Board Chair, items that fall within the mandate of one or more committees or are regional in nature, may be considered by the Committee of the Whole.”

**CARRIED**

**6. New Business:** There was no new business.

**7. Adjournment**

**MOVED** by Director Brice, **SECONDED** by Director Brownoff,  
That the meeting be adjourned at 10:47 am.

**CARRIED**

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CHAIR

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COMMITTEE CLERK