

## Meeting Minutes

### Governance Committee

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Wednesday, September 7, 2016

1:30 PM

6th Floor Boardroom

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**PRESENT:**

Directors: J. Ranns (Chair), D. Blackwell, C. Stock (for A. Finall), D. Howe, W. McIntyre, S. Price, G. Young, B. Desjardins (Board Chair, ex-officio)

Staff: R. Lapham, Chief Administrative Officer; N. Chan, Chief Financial Officer; C. Nielson, Senior Manager, Human Resources; B. Reems, Corporate Officer; P. Perna, Committee Clerk (Recorder)

ABSENT: Directors: M. Alto (Vice Chair), C. Plant

The meeting was called to order at 1:30 pm.

#### 1. Approval of Agenda

**MOVED by Director Blackwell, SECONDED by Director Howe,  
That the agenda for the September 7, 2016 Governance Committee meeting be  
approved as circulated.**

**CARRIED**

#### 2. Adoption of Minutes

- 2.1. [16-868](#) Minutes of the July 6, 2016 Governance Committee Meeting

**MOVED by Director Blackwell, SECONDED by Director Howe,  
That the minutes of the July 6, 2016 Governance Committee meeting be adopted  
as circulated.**

**CARRIED**

#### 3. Chair's Remarks

The Chair introduced and welcomed Nelson Chan, MBA, CPA, CMA, Chief Financial Officer, to the Committee.

The Chair remarked on the Service Review Template and Options and commented on his understanding of the previous direction and expectations of the Committee.

#### 4. Presentations/Delegations

None.

#### 5. Committee Business

**5.1.**     [16-792](#)     Service Review Template

Director Blackwell advised of what was discussed at the previous meeting.

Discussion ensued on the following:

- \* service review options
- \* corporate review definitions and the difference between a corporate review and a bottom up approach
- \* this is an opportunity for the board to say if they want a different structure
- \* using a review to achieve efficient service delivery
- \* impact on staff resources
- \* postponing discussions to the November Governance Committee meeting

N. Chan provided an overview on how the service reviews were performed at his previous employment at Canada Post as a Crown Corporation and indicated that he could provide further information at the November meeting.

**MOVED by Director Howe, SECONDED by Alternate Director Stock,  
That the Service Review Template report and the Service Review Options report  
be postponed until the November 2016 Governance Committee meeting pending  
further information from the Chief Financial Officer.**

**CARRIED**

**5.2.**     [16-794](#)     Service Review Options

By consensus, this was discussed with item 5.1.

**5.3.**     [16-887](#)     Approval of Bylaw 4122; a Bylaw to amend Bylaw No. 3343 being  
"Officers', General Managers' and Management Staff's Bylaw No.1, 2006"

R. Lapham provided an overview of the bylaw.

**MOVED by Director Howe, SECONDED by Director Price,  
That the Governance Committee recommends to the Capital Regional District  
Board:**

- 1. That Bylaw No. 4122, cited as "Officers', General Managers' and Management Staff's Bylaw No.1, 2006, Amendment Bylaw No.1, 2016" be introduced and read a first and second time.**
- 2. That Bylaw No. 4122 be read a third time.**
- 3. That Bylaw No. 4122 be adopted.**

**CARRIED**

**5.4.**     [16-898](#)     Board and Chair Performance Review and Self-Evaluation

A handout by Director Plant on a Capital Regional District Board Director and Capital Regional District Committee member self-evaluation Survey Tool was provided.

Discussion ensued on the following:

- \* the use of other templates
- \* whether the Governance Committee is interested in undertaking something like this
- \* whether this should be brought back to the next meeting

By consensus, the Governance Committee agreed that this was not something they wished to pursue.

**6. New Business**

None.

**7. Adjournment**

**MOVED by Director Howe, SECONDED by Director Blackwell,  
That the September 7, 2016 Governance Committee meeting be adjourned at  
2:33 p.m.  
CARRIED**

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Chair

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Recorder