

Meeting Minutes

Governance Committee

Wednesday, February 1, 2023

9:30 AM

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

PRESENT:

Directors: M. Little (Chair), S. Goodmanson (Vice Chair), S. Brice, C. Coleman, B. Desjardins,
G. Holman, K. Murdoch (EP), S. Tobias (EP), C. Plant (Board Chair, ex officio)

Staff: T. Robbins, Chief Administrative Officer; K. Morley, General Manager, Corporate Services;
M. Lagoa, Deputy Corporate Officer; J. Dorman, Committee Clerk (Recorder)

EP - Electronic Participation

Regrets: Director(s) P. Jones, D. Murdock

The meeting was called to order at 9:31 am.

1. Territorial Acknowledgement

Chair Little provided a Territorial Acknowledgement.

2. Approval of Agenda

MOVED by Director Plant, **SECONDED** by Director Brice,
That the agenda for the February 1, 2023 Governance Committee meeting be
approved.
CARRIED

3. Adoption of Minutes

3.1. [23-079](#) Minutes of the June 1, 2022 Governance Committee Meeting

MOVED by Director Desjardins, **SECONDED** by Director Plant,
That the minutes of the Governance Committee meeting of June 1, 2022 be
adopted as circulated.
CARRIED

4. Chair's Remarks

Chair Little spoke about the mission and the vast responsibilities of the
Governance Committee.

5. Presentations/Delegations

There were no presentations or delegations.

6. Committee Business

6.1. [23-089](#) 2023 Governance Committee Terms of Reference

K. Morley presented Item 6.1. for information.

Discussion ensued on the following:

- strategic plan governance priorities impact on the terms of reference
- purpose and jurisdiction language clarification related to a code of conduct

6.2. [23-094](#) 2023 Appointments Advisory Committee

K. Morley spoke to Item 6.2.

**MOVED by Director Little, SECONDED by Director Plant,
The Governance Committee recommends to the Capital Regional District Board:
That the membership of the Appointments Advisory Committee for 2023 include
Governance Committee Chair Little and the following two committee members:
Director Goodmanson and Director Brice.
CARRIED**

6.3. [23-100](#) Consideration of a Board Code of Conduct

K. Morley spoke to Item 6.3.

Discussion ensued on the following:

- enforceability related to policy versus bylaw
- current policies and application to staff, directors and commission members
- drafting process and format
- process timeline

**MOVED by Director Plant, SECONDED by Director Desjardins,
The Governance Committee recommends to the Capital Regional District Board:
1. That the CRD Board endorse development of a code of conduct to establish
shared expectations of responsible conduct and behavior of CRD Directors; and,
2. That staff be directed to report back to Governance Committee with resources
and examples to facilitate development of the code of conduct.
CARRIED**

6.4. [23-097](#) Bylaw 4540 - Election and Voting Procedures Bylaw Amendment

K. Morley spoke to Item 6.4.

Discussion ensued on the following:

- notification and communication regarding timelines and process
- legislation versus bylaw requirements

**MOVED by Director Holman, SECONDED by Director Brice,
The Governance Committee recommends to the Capital Regional District Board:
1. That Bylaw 4540, the “Capital Regional District Election and Voting Procedures Bylaw, 2008, Amendment Bylaw No. 4, 2023” be introduced, read a first, second, and third time;
2. That Bylaw 4540 be adopted.
CARRIED**

7. Notice(s) of Motion

There were no notice(s) of motion.

8. New Business

There was no new business.

9. Adjournment

**MOVED by Director Coleman, SECONDED by Director Goodmanson,
That the February 1, 2023 Governance Committee meeting be adjourned at 10:12 am.
CARRIED**

CHAIR

RECORDER