



Notice of Meeting and Meeting Agenda Governance Committee

Wednesday, February 7, 2024

9:00 AM

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

M. Little (Chair), S. Goodmanson (Vice Chair), S. Brice, C. Coleman, B. Desjardins, G. Holman,
P. Jones, K. Murdoch, D. Murdock, S. Tobias, C. Plant (Board Chair, ex officio)

The Capital Regional District strives to be a place where inclusion is paramount and all people are treated with dignity. We pledge to make our meetings a place where all feel welcome and respected.

1. Territorial Acknowledgement

2. Approval of Agenda

3. Adoption of Minutes

3.1. [24-117](#) Minutes of the December 6, 2023 Governance Committee Meeting

Recommendation: That the minutes of the Governance Committee meeting of December 6, 2023 be adopted as circulated.

Attachments: [Minutes - December 6, 2023](#)

4. Chair's Remarks

5. Presentations/Delegations

The public are welcome to attend CRD Board meetings in-person.

Delegations will have the option to participate electronically. Please complete the online application at www.crd.bc.ca/address no later than 4:30 pm two days before the meeting and staff will respond with details.

Alternatively, you may email your comments on an agenda item to the CRD Board at crdboard@crd.bc.ca.

6. Committee Business

6.1. [24-025](#) 2024 Governance Committee Terms of Reference

Recommendation: There is no recommendation. This report is for information only.

Attachments: [Staff Report: 2024 Governance Committee ToR](#)
[Appendix A: 2024 Governance Committee ToR - Approved Dec 13 2023](#)

6.2. [24-060](#) 2024 Appointments Advisory Committee

Recommendation: The Governance Committee recommends to the Capital Regional District Board:
That the membership of the Appointments Advisory Committee for 2024 include Governance Committee Chair Little and the following two committee members: Director [X], and Director [Y].

Attachments: [Staff Report: 2024 Appointments Advisory Committee](#)
[Appendix A: CRD Appointment of Public Members To External Boards Policy](#)

6.3. [24-146](#) CRD Engagement Practices and Platforms

Recommendation: There is no recommendation. This report is for information only.

Attachments: [Staff Report: CRD Engagement Practices and Platforms](#)
[Appendix A: Summary of Engagement Platforms - LG & RD](#)

6.4. [24-153](#) Board Code of Conduct - Draft Bylaw Review

Recommendation: The Governance Committee recommends to the Capital Regional District Board:
1. That staff be directed to finalize the Board Code of Conduct Bylaw inclusive of the terms set out in the draft attached at Appendix A, and;
2. That the Board Code of Conduct Bylaw go directly to the Regional Board for readings and adoption at the March Board meeting.

Attachments: [Staff Report: Board Code of Conduct - Draft Bylaw Review](#)
[Appendix A: Board Code of Conduct Bylaw \(Draft\)](#)

7. Notice(s) of Motion**8. New Business****9. Adjournment**

The next meeting is April 3, 2024.

To ensure quorum, please advise Jessica Dorman (jdorman@crd.bc.ca) if you or your alternate cannot attend.

Meeting Minutes

Governance Committee

Wednesday, December 6, 2023

9:30 AM

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

PRESENT

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

Staff: T. Robbins, Chief Administrative Officer; K. Morley, General Manager, Corporate Services; S. Carey, Senior Manager, Legal Services; C. Hauff, Senior Manager, Technology and Digital Transformation; A. Orr, Senior Manager, Corporate Communications; C. Neilson, Senior Manager, Human Resources; M. Lagoa, Deputy Corporate Officer; J. Dorman, Committee Clerk (Recorder)

EP - Electronic Participation

Regrets: Director B. Desjardins

The meeting was called to order at 9:30 am.

1. Territorial Acknowledgement

Alternate Director Armour provided a Territorial Acknowledgement.

2. Approval of Agenda

MOVED by Director Tobias, **SECONDED** by Director Jones,
That the agenda of the December 6, 2023 Governance Committee meeting be approved.
CARRIED

3. Adoption of Minutes

3.1. [23-942](#) Minutes of the October 4, 2023 Governance Committee Meeting

MOVED by Director Brice, **SECONDED** by Director Tobias,
That the minutes of the Governance Committee of October 4, 2023 be adopted as circulated.
CARRIED

4. Chair's Remarks

There were no Chair's remarks.

5. Presentations/Delegations

5.1. Presentations

5.1.1. [23-957](#)

Presentation: Sid Tobias, Mayor of View Royal, Re: Provincial Engagement Tool

Director Tobias presented on the Provincial Engagement Tool.

**MOVED by Director Plant, SECONDED by Director Goodmanson,
That the rules of the Capital Regional District Board Procedures Bylaw be
suspended to allow the presentation be extended for an additional 5 minutes.
CARRIED**

Discussion ensued on the following:

- unique differences versus other software such as Bang The Table
- system updates and outages
- public engagement and increasing future involvement

6. Committee Business

6.1. [23-717](#)**Code of Conduct - Next Steps**

K. Morley spoke to Item 6.1.

Discussion ensued on the following:

- Directors signing commitment to code
- application to personal life situations
- reporting mechanisms, integrity and inclusion of the public in the complaint process
- investigative process of complaints
- potential benefits of shared integrity commissioners

MOVED by Director Plant, **SECONDED** by Director Murdoch,
The Governance Committee recommends to the Capital Regional District Board:
1. That staff report back with a draft Code of Conduct bylaw that includes the following elements:

- a. Standards of conduct will be applicable to Board Directors, Alternate Directors, and elected members of CRD Committees and Commissions;
- b. Allows for complaints to be made by Directors, Alternate Directors, and elected members on CRD Committees and Commissions;
- c. Includes a clear process for filing complaints;
- d. Allows for complaints to be referred to and adjudicated by a third-party investigator;
- e. Has a preliminary screening mechanism, an informal and formal resolution process;
- f. Allows for the imposition of remedies and sanctions;
- g. Includes guidelines for confidentiality in investigations and provides for the public release of investigative reports;
- h. Provides for the discretionary reimbursement of legal expenses.

MOVED by Director Murdoch, **SECONDED** by Director Tobias,
That the main motion be amended to sub item b. to add the words "and the public" after "CRD Committees and Commissions".

DEFEATED

OPPOSED: Brice, Goodmanson, Holman, Jones, Little, Murdock, Plant

The question was called on the main motion:

The Governance Committee recommends to the Capital Regional District Board:
1. That staff report back with a draft Code of Conduct bylaw that includes the following elements:

- a. Standards of conduct will be applicable to Board Directors, Alternate Directors, and elected members of CRD Committees and Commissions;
- b. Allows for complaints to be made by Directors, Alternate Directors, and elected members on CRD Committees and Commissions;
- c. Includes a clear process for filing complaints;
- d. Allows for complaints to be referred to and adjudicated by a third-party investigator;
- e. Has a preliminary screening mechanism, an informal and formal resolution process;
- f. Allows for the imposition of remedies and sanctions;
- g. Includes guidelines for confidentiality in investigations and provides for the public release of investigative reports;
- h. Provides for the discretionary reimbursement of legal expenses.

CARRIED

6.2. [23-982](#)

Bylaw No. 4548: Victoria Family Court Committee - Amendment of Commission Bylaw No. 4453

S. Carey spoke to Item 6.2.

Discussion ensued on the differentiation between municipal and CRD appointed Committee members.

Director Brice left the meeting at 11:23 am.

Director Murdock left the meeting at 11:26 am.

**MOVED by Director Murdoch, SECONDED by Director Plant,
The Governance Committee recommends to the Capital Regional District Board:
1. That Bylaw No. 4548, "Victoria Family Court and Youth Justice Committee
Commission Bylaw No. 1, 2022, Amendment Bylaw No. 1, 2023", be introduced,
and read a first, second, and third time;
2. That Bylaw No. 4548 be adopted.
CARRIED**

6.3. [23-971](#)

Appointment of Liaison to Accessibility Advisory Committee

K. Morley spoke to Item 6.3.

Discussion ensued on the rational behind having the Chair or Vice Chair as the liaison.

**MOVED by Director Plant, SECONDED by Director Holman,
The Governance Committee recommends to the Capital Regional District Board:
That the Chair of the Governance Committee be appointed as the Governance
Committee liaison to the Accessibility Advisory Committee for a one-year term
ending December 31, 2024.
CARRIED**

7. Notice(s) of Motion

7.1. [23-925](#) Notice of Motion: The Provincial Engagement Tool (Director Goodman)

S. Goodman proposed the following Notice of Motion with same day consideration:

"That staff report back on current engagement platforms utilized by CRD and the implications of implementing the provincial engagement tool presented by Director Tobias."

Director Murdoch left the meeting at 11:30 am.

MOVED by Director Plant, **SECONDED** by Director Tobias,
That same day consideration be applied to the Notice of Motion.
CARRIED

MOVED by Director Goodman, **SECONDED** by Director Plant,
That staff report back on current engagement platforms utilized by CRD and the implications of implementing the provincial engagement tool presented by Director Tobias.
CARRIED

8. New Business

There was no new business.

9. Adjournment

MOVED by Director Plant, **SECONDED** by Director Tobias,
That the December 6, 2023 Governance Committee meeting be adjourned at 11:35 am.
CARRIED

CHAIR

RECORDER

**REPORT TO GOVERNANCE COMMITTEE
MEETING OF WEDNESDAY, FEBRUARY 07, 2024**

SUBJECT **2024 Governance Committee Terms of Reference**

ISSUE SUMMARY

To provide the 2024 Governance Committee Terms of Reference for information.

BACKGROUND

Under the *Local Government Act* and the CRD Board Procedures Bylaw, the CRD Board Chair has the authority to establish standing committees and appoint members to provide advice and recommendations to the Board.

On December 13, 2023, the CRD Board approved the 2024 Terms of Reference for standing committees. Terms of Reference (TOR) serve to clarify the mandate, responsibilities and procedures of standing committees and provide a point of reference and guidance for the committees and members.

This year there were no changes to the defined purpose of the Committee's TOR, attached as Appendix A.

The TOR are being provided for information to the Committee. Any proposed revisions to the TOR will require ratification by the Board.

CONCLUSION

Terms of Reference serve to clarify the mandate, responsibilities and procedures of committees and provide a point of reference and guidance for the committees and their members. Any future revisions to the TOR will require ratification by the Board.

RECOMMENDATION

There is no recommendation. This report is for information only.

Submitted by:	Marlene Lagoa, MPA, Manager, Legislative Services & Deputy Corporate Officer
Concurrence:	Kristen Morley, J.D., General Manager, Corporate Services & Corporate Officer
Concurrence:	Ted Robbins, B. Sc., C. Tech., Chief Administrative Officer

ATTACHMENT(S)

Appendix A: 2024 Governance Committee Terms of Reference

Terms of Reference



GOVERNANCE COMMITTEE

PREAMBLE

The Capital Regional District (CRD) Governance Committee is a standing committee established by the CRD Board to make recommendations to the Board regarding items related to governance and corporate administration. The Committee will also provide advice to the Board on agenda items for Committee of the Whole meetings.

The Committee's official name is to be:

Governance Committee

1.0 PURPOSE

- (a) To consider matters and make recommendations to the Board or to the Committee of the Whole regarding the following functions:
 - i. Board, committee and commission governance and meeting procedures;
 - ii. General governance issues such as communication, access and accountability processes;
 - iii. Corporate administration and operations such as but not limited to:
 - Labour Relations and Human Resource Matters
 - Internal and external communications systems
 - Intergovernmental relations
 - iv. Legal and Risk Management;
 - v. Matters related to accessibility;
 - vi. Identification of items of regional interest and/or items that are relevant to more than one standing committee that are better suited for consideration at a Committee of the Whole meeting;
- (b) The Committee may also make recommendations to the Board to advocate to provincial and federal governments on matters affecting the Regional District.
- (c) The following committee will report through the Governance Committee
 - Accessibility Advisory Committee
- (d) The Committee may establish an Appointment Advisory Committee, on an as-and-when needed basis, responsible for reviewing applications and making recommendation for appointments to external boards and the Accessibility Advisory Committee.

- i. The Appointment Advisory Committee is permitted to meet in closed when evaluating public member applications.

2.0 ESTABLISHMENT AND AUTHORITY

- a) The Committee will make recommendations to the Capital Regional District Board for consideration; and
- b) The Board Chair will appoint the Committee Chair, Vice Chair and Committee members annually.

3.0 COMPOSITION

- a) Committee members will be appointed CRD Board Members;
- b) All Board members are permitted to participate in standing committee meetings, but not vote, in accordance with the CRD Board Procedures Bylaw; and
- c) First Nation members are permitted to participate in standing committee meetings at their pleasure, in accordance with the CRD Procedures Bylaw, where the Nation has an interest in matters being considered by the committee.

4.0 PROCEDURES

- a) The Committee shall meet every second month on even months, or at the call of the Committee Chair;
- b) The agenda will be finalized in consultation between staff and the Committee Chair and any Committee member may make a request to the Chair to place a matter on the agenda through the Notice of Motion process;
- c) With the approval of the Committee Chair and Board Chair, Committee matters of an urgent or time sensitive nature may be forwarded directly to the Board for consideration;
- d) A quorum is a majority of the Committee membership and is required to conduct Committee business

5.0 RESOURCES AND SUPPORT

- a) The General Manager, Corporate Services will act as liaison to the Committee;
- b) Minutes and agendas are prepared and distributed by the Corporate Services Department; and
- c) The Executive Services Department will provide additional Committee support as required.

Approved by CRD Board December 13, 2023

**REPORT TO GOVERNANCE COMMITTEE
MEETING OF WEDNESDAY, FEBRUARY 07, 2024**

SUBJECT **2024 Appointments Advisory Committee**

ISSUE SUMMARY

Establish membership to the Appointments Advisory Committee for the current year.

BACKGROUND

On April 14, 2021, the CRD Board adopted the policy titled “*CRD Appointment of Public Members to External Boards*” attached as Appendix A.

The purpose of this policy is to ensure that the most suitable candidates are selected and appointed as CRD Representatives, and to ensure that the process of appointing Public Members to an External Board is inclusive, transparent, and consistently applied. The policy defines the establishment of an Appointment Advisory Committee as an advisory committee responsible for reviewing applications and making recommendations for public member appointments to the CRD Board.

Section 1.0(c) of the Governance Committee’s Terms of Reference states:

(c) The Committee may establish an Appointment Advisory Committee, on an as-and-when needed basis, responsible for reviewing applications and making recommendation for appointments to external boards.

i. The Appointment Advisory Committee is permitted to meet in closed when evaluating public member applications.

The decision before the Governance Committee is to appoint three of its members to the Appointments Advisory Committee. Historically, the Chair of the Governance Committee has also served as the Chair to the Appointments Advisory Committee.

ALTERNATIVES

Alternative 1

The Governance Committee recommends to the Capital Regional District Board:

That the membership of the Appointments Advisory Committee for 2024 include Governance Committee Chair Little and the following two committee members: Director [X], and Director [Y].

Alternative 2

That this report be referred to the Capital Regional District Board for a decision on appointing three members to the Appointments Advisory Committee for 2024.

IMPLICATIONS

The CRD has received notice of the following vacancies requiring appointments in 2024:

- **Royal & McPherson Theatres Society:** Appointment of one Appointed Director for a 2-year term by the April 10, 2024 Board meeting.
- **Victoria Airport Authority:** Appointment of 1 member for a 3-year term to be finalized by end of 2024.

Legislative Services staff will prepare the call for expressions of interest and work with CRD Corporate Communications on posting the opportunity to serve on the external boards listed above. Staff will bring forward a report to a Closed meeting of the Appointments Advisory Committee that will include a matrix showing which individuals have met the eligibility requirements and member criteria as established by the External Board. The Appointments Advisory Committee will then make a recommendation to the CRD Board for nomination or appointment.

RECOMMENDATION

The Governance Committee recommends to the Capital Regional District Board:
That the membership of the Appointments Advisory Committee for 2024 include Governance Committee Chair Little and the following two committee members: Director [X], and Director [Y].

Submitted by:	Marlene Lagoa, MPA, Manager, Legislative Services & Deputy Corporate Officer
Concurrence:	Kristen Morley, J.D., General Manager, Corporate Services & Corporate Officer
Concurrence:	Ted Robbins, B. Sc., C. Tech., Chief Administrative Officer

ATTACHMENT(S)

Appendix A: CRD Appointment of Public Members to External Boards Policy



Making a difference...together

CAPITAL REGIONAL DISTRICT CORPORATE POLICY

Policy Type	Board		
Section			
Title	CRD Appointment of Public Members to External Boards		
Adopted Date	April 14, 2021	Policy Number	BRD08
Last Amended			
Policy Owner	Legislative Services		

1. POLICY:

The intent of the policy is to establish a standard process for the CRD Board's appointment of Public Members to External Boards.

2. PURPOSE:

The purpose of this policy is to ensure that the most suitable candidates are selected and appointed as CRD Representatives, and to ensure that the process of appointing Public Members to an External Board is inclusive, transparent and consistently applied.

3. SCOPE:

This policy applies to the filling of vacancies when Public Members are eligible for appointment as a CRD representative or nominee to an External Board.

This policy is intended to supplement, not replace, the appointment processes already prescribed in the establishing governance documents for the External Board. Where sections of this policy conflict with requirements set out in legislation or bylaws, the requirements of those governing documents will prevail.

This policy does not apply to the appointment of CRD Board Members or Municipal Councillors.

4. DEFINITIONS:

"Appointment" means a resolution by the CRD Board to nominate or appoint a Public Member to an External Board.

"Appointment Advisory Committee" means an advisory committee responsible for reviewing applications and making recommendations for public member appointments.

"CRD Board" means the governing and executive bodies of the Capital Regional Board, Capital Regional Hospital District Board, and Capital Region Housing Corporation.

"External Board" means a non-CRD Board or committee, including but not limited to a society, corporation, foundation, public utility or authority, which has a CRD-appointed or nominated representative as a member.

“Public Member” means an individual who is not a CRD Board Member or Municipal Councillor.

5. PROCEDURE:

5.1. Confirmation of Vacancies

- Legislative Services staff will monitor membership terms and vacancies in accordance with the relevant legislation, bylaw, and terms of reference, as applicable.
- External Boards seeking appointments may specify preferred qualifications or areas of experience for prospective CRD Representatives.

5.2. Call for Expressions of Interest

- Calls for expressions of interest will be posted to the CRD website and on social media.
- Expressions of interest for available vacancies may be published in a local newspaper or posted in a local meeting place.
- Expressions of interest must be open for a period of no less than 30 days from the first date of publication of the call for expression of interest.

5.3. Consideration of Candidates & Appointments

- CRD staff will prepare a Closed staff report for consideration by the Appointment Advisory Committee during a Closed meeting in accordance with Section 90(1)(a) of the *Community Charter*.
- The Closed staff report must include the following information:
 - **Candidates:** naming of all individuals who have expressed interest by the deadline and may include materials they have submitted;
 - **Re-appointments:** Identify any individuals currently serving on the committee/commission and seeking re-appointment;
 - **Eligibility-Criteria Matrix:** When applicable, a matrix showing which individuals have met the eligibility requirements and member criteria.
 - **Recommendation:** Recommendation to nominate or appoint will be made in accordance with the External Board governing documents and confirmed by a resolution of the CRD Board.
- The appointment of individuals will be determined by a non-weighted all majority vote by the CRD Board.

5.4. Communicating and Tracking Appointments

- Legislative Services staff will send written notice and a certified copy of the CRD Board's resolution to the External Board informing them of the appointment.
- Legislative Services staff will maintain the pertinent contact information of Public Members, along with the appointment information of the External Board to which they have been appointed.

6. SCHEDULE:

Schedule A: External Boards with Public Member Appointments

7. AMENDMENT(S):

Adoption Date	Description:
April 14, 2021	

8. REVIEW(S):

Review Date	Description:
April 2026	

9. RELATED POLICY, PROCEDURE OR GUIDELINE:

CRD Board Procedures Bylaw (No. 3828)

Guidelines for CRD Commissions Policy

Non-Disclosure / Confidentiality Agreement for CRD Commissions Policy

SCHEDULE A

External Boards with Public Member Appointments

Member Agency Boards	Representation Type	Appointment vs. Nomination	Term Length	Current Membership	Governing Documents
BC Ferry Authority	Southern Vancouver Island <i>CVRD or CRD Representative</i>	Nomination	3 years	CVRD Public Member	<i>Coastal Ferry Act/ BC Ferry Bylaw</i>
CREST Corporation	Director	Nomination	2 years	3 Public Members	<i>ECC Act</i>
Greater Victoria Harbour Authority	Member Director	Nomination	2 years	CRD Director	Board Recruitment Policy BRD06
Island Corridor Foundation	Director	Nomination	2 years	CRD Director	ICF Bylaw
Royal and McPherson Theatres Society	Appointed Director	Appointment	2 years <i>RMTS Board may re-appoint (up to 6 years)</i>	3-5 Public Members	RMTS Bylaw
Victoria Airport Authority	CRD Representative	Nomination	3 years	Public Member	VAA Bylaw No. 3

**REPORT TO GOVERNANCE COMMITTEE
MEETING OF WEDNESDAY, FEBRUARY 07, 2024**

SUBJECT **CRD Engagement Practices and Platforms**

ISSUE SUMMARY

This report summarizes current engagement practices and platforms used by the Capital Regional District.

BACKGROUND

On December 6, 2023, the Governance Committee heard a presentation by Director Tobias introducing an engagement tool developed for and implemented by the Environmental Assessment Office (EAO) using the name EPIC. Following the presentation, a motion arising directed staff to “report back on current engagement platforms utilized by CRD and the implications of implementing the provincial engagement tool presented by Director Tobias.”

This report provides background on the current engagement platform in use by the CRD, as well as identified opportunities and issues with procuring or implementing the tool presented.

Current Engagement Practices at the Capital Regional District

The CRD is guided by a Board-approved Public Participation Framework which aligns with best practices shared nationally within Canada by the International Association of Public Participation (IAP2). CRD's Corporate Communications division is responsible for public participation initiatives, defined as “opportunities for community members to have a say on issues and decisions that matter to them”. Each initiative is then resourced and implemented at the program level, with corporate oversight.

In 2021, Corporate Communications acquired and launched an online public engagement platform, [GetInvolved.crd.bc.ca](https://getinvolved.crd.bc.ca). The platform was the result of a 3-month planning and competitive procurement process with input from staff representing 12 divisions within the CRD. An internal selection committee reviewed 3 proponents, eventually selecting Bang the Table, now named EngagementHQ. This was done after a rigorous requirements gathering process to identify more than 70 distinct requirements that focused on the organization's need for functionality, flexibility & scalability, vendor support/training, accessibility, security, and privacy. Since launching [GetInvolved.crd.bc.ca](https://getinvolved.crd.bc.ca), the CRD has used it to engage with residents about 12 initiatives with an additional 8 projects planned or underway in 2024.

As a regional district, the CRD consults on regional, sub-regional and local electoral area initiatives. Given the variety of services and decisions to be made by the CRD Board and delegated commissions, the staff approach is to be consistent but not uniform. This means sharing examples of previous surveys and question types internally, as well as survey training and review to ensure surveys adhere to privacy requirements and organizational standards. Staff can and do adjust surveys and other data collection methods to best meet the subject matter requirements and objectives of each initiative.

Corporate Communications has positive collaborative relationships with municipal communication colleagues, which were strengthened during the pandemic as each organization saw rapid change in the use of digital tools for public engagement. CRD staff also plan to collaborate with the Comox Valley Regional District and Nanaimo Regional District to ensure our public engagement policies and practices align with our commitments to equity, diversity, inclusion and accessibility. A summary of platforms in use by local municipalities and other regional districts is attached as Appendix A.

About the Tool

CRD staff met with AOT Technologies, the company that built the platform for the EAO, and confirmed the underlying platform is named Modern Engagement Tool (MET). The platform is open source, which allows for modification or reuse by other organizations. Since its launch in 2021, another instance has been set up by the Province as part of its Government Digital Experience (GDX) unit to enable potential use in future by other public sector bodies.

The main elements of the platform include:

- Interactive and accessible features for information sharing and data collection (surveys)
- Compliance with strict privacy and security requirements and legislation
- Reduced licensing costs as an open-source solution, with continued costs for maintenance and hosting
- Ability to integrate with BC Services Card or other common providers to verify identity.

The following concepts would require additional design and development work. This could be done by requesting a separate code set to be customized, hosted and maintained by the CRD or a third party.

- Survey templating and data sharing models between local governments
- Ability for users to register and subscribe for updates from more than one organization.

Without a fulsome evaluation or proposal, it is difficult to assess in detail how the platform meets or would need to be modified or enhanced to meet the CRD's needs. That said, the security and privacy requirements the Province of BC has are likely similar to those of the CRD. These include data security measures, robust platform maintenance and security patches, access controls, and ensuring data collection and access is highly controlled. Any work to enable data sharing between organizations would require a robust data-sharing agreement, strong oversight and additional development and configuration.

Identity management is another common area of interest between the CRD and other governments. Work related to this concept, including potential use of the BC Services Card, is part of work underway to develop an organizational digital strategy. However, the CRD is unlikely to leverage this type of authentication for public engagement projects as feedback from participants to date has been that any registration or login is a barrier to participation. Furthermore, it is unlikely that the collection or use of a personal digital identity as part of a public engagement project would be approved by the CRD's Information Security and Privacy division unless it is required to be able to deliver a service or meet a specific engagement goal.

IMPLICATIONS

Alignment with Existing Plans & Strategies

Corporate Communications plans to initiative a competitive and open procurement process for an engagement platform in early 2025. This process may result in reacquiring EngagementHQ or purchasing an alternative solution based on best value as well as ability to adapt to emerging needs. The timing of this work is intended to follow an update to the CRD's public participation framework in 2024, initiated to ensure alignment with Board direction to apply an equity lens as well as promote participation in local government. The work done in 2024 will also help inform any changes to organizational requirements ahead of procurement in 2025.

Resource Implications

The CRD uses a decentralized model for public engagement with corporate oversight through the Corporate Communications Division. The 2025 timeline for procurement is based on existing commitments for Corporate Communications, including work to update the CRD public participation framework and to modernize the CRD website in 2024. Acquiring or implementing a new tool sooner would result in these projects being deferred or delayed as they rely on availability of the manager responsible.

Beyond delivering and hosting the platform, the CRD also relies on vendor support for training, troubleshooting and ongoing advice. Without this type of support provided along with the platform, the CRD would need to look at additional internal resourcing to be able to support ongoing growth and use of the platform by a mix of staff and contractors.

Financial Implications

Any cost estimates for implementing MET as an engagement platform for the CRD would be considered preliminary until a full procurement process is underway. Based on initial information shared, there would be costs associated with modifying the platform as well as migrating it to a cloud hosted solution, with ongoing maintenance costs and a service level agreement to ensure the platform remains secure and available.

While it was suggested that the current developer could be contracted, any solicitation of service must be competitively procured unless a non-competitive exemption applies. CRD is prohibited from "buying local" where above trade-agreement thresholds (typically \$75,000 for goods and services and \$200,000 for construction in policy).

Legal Implications

The CRD's policy, BRD14, "Procurement Policy", as well as CRD's trade agreement obligations, require purchases to be acquired by way of competitive procurement, unless a relevant non-competitive procurement option is approved. The Chief Administrative Officer is delegated up to \$5-million in transactional authority for purchases of goods, services, and construction under Bylaw No. 4186, "Capital Regional District Delegation Bylaw No. 1, 2017", and under the CRHC Delegation of Authority Policy.

The total value of a procurement is the total value of all extensions and the entire process – for

example, if a software product is \$25,000 per year with a four-year term, this would be a total of \$100,000. While there is a relevant exemption for purchases from public authorities, such as the Province of British Columbia, it would be unusual to acquire software without considering in full CRD's process requirements, business needs, available budget, and what alternative tools are available in the marketplace.

Based on preliminary findings, any work done by a software developer to modify or maintain the tool would be considered subject to the CRD procurement policy. This means AOT Technologies could be approached to solicit a bid for a future RFP, or alternatively MET could be considered at the time as a comparable product.

Intergovernmental Implications

The opportunity to collaborate with other organizations is of interest to the CRD, provided there is an understanding that each organization and initiative has unique needs. Staff have reached out to colleagues within GDX to better understand their use of the tool and to gauge interest in future collaboration. The concept of a single platform for regional and local governments would require further analysis with input from municipalities to determine interest in and feasibility of a shared platform.

The MET platform supports a multi-tenant solution, which means it is possible to create 'hubs' administered separately by individual organizations. This ability was not considered in the requirements for the CRD's current platform but can be added as a consideration for future procurement should there be interest among other local governments in a shared solution.

CONCLUSION

The CRD has an existing engagement platform in place and is planning to review and update its public participation framework in 2024, ahead of running a competitive procurement process for online engagement solutions in 2025. The CRD would consider a proposal to use the MET platform alongside other proposals for engagement at that time.

RECOMMENDATION

There is no recommendation. This report is for information only.

Submitted by:	Zoe Gray, Manager, Website & Public Engagement
Concurrence:	Andy Orr, Senior Manager, Corporate Communications
Concurrence:	Chris Hauff, Senior Manager, Technology & Digital Transformation
Concurrence:	Kristen Morley, J.D., General Manager, Corporate Services & Corporate Officer
Concurrence:	Ted Robbins, B. Sc., C. Tech., Chief Administrative Officer

ATTACHMENT(S)

Appendix A: Summary of Engagement Platforms – Local Governments & Regional Districts

APPENDIX A: Summary of Engagement Platforms

Local Governments

Municipality	Link	Platform
Central Saanich	Let's Talk, Central Saanich (letstalkcentralsaanich.ca)	Bang the Table/EngagementHQ
Langford	Let's Chat Langford (letschatlangford.ca)	Bang the Table/EngagementHQ
North Saanich	Connect North Saanich	Bang the Table/EngagementHQ
Colwood	Let's Talk Colwood (letstalkcolwood.ca)	Bang the Table/EngagementHQ
Oak Bay	Connect Oak Bay	Bang the Table/EngagementHQ
Saanich	Hello Saanich	Citizen Lab
Sooke	Let's Talk Sooke	Bang the Table/EngagementHQ
Victoria	Have Your Say (victoria.ca)	Bang the Table/EngagementHQ

Regional Districts

Region	Link	Platform
Comox Valley Regional District	Home Engage Comox Valley	Social Pinpoint
Cowichan Valley Regional District	Plan Your CVRD (planyourcowichan.ca)	Bang the Table/EngagementHQ
Regional District of Nanaimo	Get Involved RDN	Bang the Table/EngagementHQ
Regional District of Kootenay Boundary	Regional District of Kootenay Boundary - Join the Conversation (rdkb.com)	Bang the Table/EngagementHQ
Regional District of East Kootenay	Engage East Kootenay (rdek.bc.ca)	Bang the Table/EngagementHQ
Peace River Regional District	Engage! - Peace River Regional District (prrd.bc.ca)	Developed by local web agency

**REPORT TO GOVERNANCE COMMITTEE
MEETING OF WEDNESDAY, FEBRUARY 07, 2024**

SUBJECT **Board Code of Conduct – Draft Bylaw Review**

ISSUE SUMMARY

To conduct a review of the draft Board Code of Conduct Bylaw.

BACKGROUND

On December 13, 2023, the CRD Board endorsed the development of a Code of Conduct bylaw that includes the following provisions:

- a. Standards of conduct will be applicable to Board Directors, Alternate Directors, and elected members of CRD Committees and Commissions;*
- b. Allows for complaints to be made by Directors, Alternate Directors, and elected members on CRD Committees and Commissions;*
- c. Includes a clear process for filing complaints;*
- d. Allows for complaints to be referred to and adjudicated by a third-party investigator;*
- e. Has a preliminary screening mechanism, an informal and formal resolution process;*
- f. Allows for the imposition of remedies and sanctions;*
- g. Includes guidelines for confidentiality in investigations and provides for the public release of investigative reports;*
- h. Provides for the discretionary reimbursement of legal expenses.*

Attached at Appendix A is a draft Code of Conduct bylaw (the “Code”) that incorporates the Board’s direction for final review prior to adoption. In developing this draft, staff consulted with external counsel to ensure it meets current best practices and addresses the most frequent and problematic types of conduct that are being experienced by local governments across the province.

ALTERNATIVES

Alternative 1

The Governance Committee recommends to the Capital Regional District Board:

1. That staff be directed to finalize the Board Code of Conduct Bylaw inclusive of the terms set out in the draft attached at Appendix A, and;
2. That the Board Code of Conduct Bylaw go directly to the Regional Board for readings and adoption at the March Board meeting.

Alternative 2

The Governance Committee recommends to the Capital Regional District Board:

That staff amend the draft Code of Conduct Bylaw as directed and return to Governance Committee with an amended draft bylaw for review.

IMPLICATIONS

The purpose of this report is to engage the Committee and Board in a facilitated discussion on the provisions included in the draft Code prior to its adoption. The intent of the Code is to create shared standards of conduct amongst Board members. For that reason, the discussions leading to the adoption of the Code are fundamental in establishing and refining what those shared expectations are. This report is intended to highlight the foundational components included in the draft Code. Directors are encouraged to reference the Code at Appendix A while reading this report to understand the full context of the comments.

Scope and Application

The provisions of the Code apply to elected officials at the CRD that come under the definition of “Board Member” which includes, Directors, Alternate Directors, Municipal Elected Officials appointed to a CRD committee or commission, and Local Community Commissioners on Salt Spring Island.

Section 3 includes statements that explain how the Code provisions should be interpreted, clarifying that it does not conflict or replace legislative provisions, it is not intended to stifle democratic discussion and participation, and should not preclude or replace informal one-on-one conflict resolution between Directors.

Section 4 sets out foundational principles for responsible conduct that establish the tone for the more specific provision that follow. There are 6 principles included: integrity; accountability; leadership; respect; transparency; collaboration.

Section 5 provisions address application of the Code, clarifying that it applies to Board Members on all bodies to which they have been appointed by the Regional Board, for example, on recreation commissions or water and wastewater commissions. In section 5(2) the Code states that the provisions do not apply to Board Member’s personal life, however, this is qualified by “except to the extent that it brings the reputation of the Regional District into disrepute or reasonably undermines public confidence in local governance”. Section 5(3) clarifies that the Code applies to use of both personal and professional social media accounts. This provision is further clarified in section 10, with direction on how Board Members may provide opinion and commentary in public and on social media, provided it is clearly stated as such and not represented as the position of the CRD.

Conduct Regulations

Division 2 of the Code outlines the standards of conduct that apply to Board Members in sections 6 to 15. The baseline standard is ensuring compliance with all federal, provincial and municipal laws, as well as policies of the Regional District. Section 8 reinforces compliance with the established bylaws and policies that guide the rules of procedure at CRD. Section 9 focuses on Board Member interactions with staff and expands upon the provisions of section 153 of the *Community Charter*, which provides that elected officials cannot interfere with, hinder, or obstruct staff in the exercise or performance of their job duties.

With respect to staff, it should be noted that staff are not able to register a conduct complaint under the Code so any alleged infraction would have to be brought forward by a Board Member

who observed the behavior. While this may limit the enforceability of this section, keeping it in the Code still establishes the standard of conduct expected in staff interactions. Staff who wish to engage in a formal process to address problematic behavior by Board Members still have the option of pursuing a complaint under the Respectful Workplace Policy.

Section 10 addresses Board Member interaction with the public and media when speaking about other Board Members and discussing Board decisions. Section 10(2) provides direction to Board Members that an explicit disclaimer is required when expressing personal opinions on matters within the Board's jurisdiction.

Sections 12 through 14 expand upon legislative provisions that apply to elected officials conduct including the handling of confidential information, conflict of interest, and receipt of gifts. These provisions are consistent with the legislation and the Code does not alter or restrict the application of these rules.

Investigation, Compliance and Enforcement

Part 2 of the Code sets out the process for filing complaints, through to investigation, adjudication, final decision, and post-decision release of reports. There is an emphasis throughout this section that the Code is intended to be self-enforcing. Board members are required in the Code to attempt to resolve complaints directly and informally wherever possible, prior to engaging the formal resolution process as set out in section 17.

The complaint intake process is described in section 18. Only those subject to the Code, i.e. Board Members as defined, can make a complaint under the Code. Complaints are initially filed with the CAO or Corporate Officer and must include the elements in section 18(2). There is a timeline of 60 days within which to file a complaint. Sections 18(5) and (6) address complaints received within 90 days of the General Local Election which will be held in abeyance until after the election.

The process for handling complaints has three phases: preliminary assessment; informal resolution; and formal resolution. The goal is that most complaints will be dealt with in the first two stages and rarely progress to a formal resolution.

Preliminary assessment can be conducted by the CAO or Corporate Officer, or can be referred to an external solicitor. Complaints may be dismissed at the preliminary assessment stage if warranted and based on the conditions outlined in section 19(2), including frivolous or vexatious complaints; complaints better addressed through another process; or where the conduct complained of is not a breach of the Code provisions. Complaints that allege criminal conduct will be referred to the police per section 20. Complaints that are the subject matter of a parallel disqualification proceeding against the respondent under section 111 of the *Community Charter* will be suspended while the proceeding is ongoing.

If a complaint is not resolved at preliminary assessment, it must be referred to an external solicitor (if not already referred) to assess whether the complaint will proceed to an informal or formal resolution process. If undertaking an informal process, the external solicitor may engage a third party such as a mediator to assist and may consider non-traditional restorative justice approaches. The solicitor may also seek the assistance of the Board Chair or Board Vice-Chair in resolving the complaint. Pursuant to section 23(5), if the parties choose not to participate or the

informal resolution process is not resolved in 30 days it must be referred to a third-party investigator in section 24.

The powers of a third-party investigator are set out in section 24 and 25. Section 24(3) provides that once appointed, an investigator can only be dismissed for cause. This provision is to preserve their independence and impartiality. The formal resolution process is outlined at section 25 and includes powers for the investigator to undertake an investigation. The provisions of this part of the Code are drafted to ensure it meets the requirements of procedural fairness to respondents of a complaint, namely that they have an opportunity to know the case against them and respond to the allegation. Other measures in place to protect the integrity of the process are included in sections 26 to 28. Section 26 mandates that anyone assisting in an investigation make reasonable efforts to keep it confidential. Section 27 is a no obstruction clause, and section 28 allows remedies to be imposed on those who obstruct the process or make frivolous or vexatious complaints.

Investigators have 90 days to complete an investigation, with potential for one 30-day extension. The investigation report will determine if there was a breach of the Code and must include the requirements of Section 29 in the written report. The findings must be provided to the complainant and respondent and must also be provided to the Board.

Final Determination by the Board

Sections 30 and 31 address the role of the Board after receiving an investigation report. The Board must convene a meeting to consider the report within 30 days and, if a breach has been found, must determine whether to impose any sanctions or remedies on the respondent.

A report may be received in an open meeting, however, the information disclosed would have to comply with the requirement to protect the respondent's personal privacy under the *Freedom of Information and Protection of Privacy Act* (FIPPA) which may necessitate a need to close the meeting under section 90 of the *Community Charter*. To balance the need for the Board to receive all relevant information with the need to be transparent to the public, section 30(4) requires that the Board publicly disclose the report (or a summary of it) along with the Board's decision 30 days after receipt.

Section 31 lists the potential remedies the Board may impose and outlines the factors that should be considered prior to imposing a remedy. The goal of imposing a remedy should be restorative, not punitive. The Code does not include a provision to reduce remuneration, however imposition of some of the listed remedies would have a financial consequence, such as being removed from standing committees or from a Chair or Vice-Chair role.

Section 32 provides discretion to the Board to consider reimbursement to the respondent for the cost of legal advice, subject to the limitations set out subsection 3.

Implementation of the Code

If the draft Code is approved, staff can advance a final copy for adoption to the March Regional Board meeting. Staff will also prepare a statement of commitment for Board Members to sign on adoption of the Code. Once adopted, staff intend to seek expressions of interest for investigators to create a roster of pre-qualified individuals who will be retained under a standing offer agreement

and can act in the event that a complaint is submitted.

CONCLUSION

Attached at Appendix A is a draft Code of Conduct bylaw for review and comment, developed in accordance with the Board's previous direction.

RECOMMENDATION

The Governance Committee recommends to the Capital Regional District Board:

1. That staff be directed to finalize the Board Code of Conduct Bylaw inclusive of the terms set out in the draft attached at Appendix A, and;
2. That the Board Code of Conduct Bylaw go directly to the Regional Board for readings and adoption at the March Board meeting.

Submitted by:	Kristen Morley, J.D., General Manager, Corporate Services & Corporate Officer
Concurrence:	Ted Robbins, B. Sc., C. Tech., Chief Administrative Officer

ATTACHMENT(S)

Appendix A: Board Code of Conduct Bylaw (DRAFT)

CAPITAL REGIONAL DISTRICT

CODE OF CONDUCT

BYLAW NO. XXXX-2024

A bylaw to regulate the conduct of Board Members.

WHEREAS Board Members are charged with serving their community and must therefore uphold the highest standards of ethical behaviour in order to maintain the public's trust and confidence in local government;

AND WHEREAS it is to the benefit of the community for Board Members to conduct themselves and their business in accordance with the guiding principles of integrity, accountability, leadership, respect, transparency and collaboration;

AND WHEREAS a Code of Conduct bylaw establishes shared standards and expectations with respect to the conduct expected of Board Members;

THEREFORE BE IT RESOLVED that the Board of the Capital Regional District, in open meeting assembled, hereby ENACTS AS FOLLOWS:

PART ONE – ETHICAL CONDUCT

Division 1– Interpretation and Application

Citation

- 1 This Bylaw may be cited as the “Capital Regional District Board Code of Conduct”.

Definitions

- 2 In this Bylaw:

“**Board**” means the Board of the Capital Regional District;

“**Board Member**” means all Directors and Alternate Directors of the Regional District, Municipal Elected Officials appointed to a Regional District committee or commission, and members of the Local Community Commission on Salt Spring Island;

“**CAO**” means the Chief Administrative Officer for the Regional District;

“Chair” means the Chair of the Capital Regional District Board;

“Corporate Officer” means the Corporate Officer appointed by the Board pursuant to section 236 of the *Local Government Act*;

“Executive Leadership Team” means the CAO, Chief Financial Officer, the Corporate Officer, and the General Managers for the Regional District;

“FIPPA” means the *Freedom of Information and Protection of Privacy Act* (British Columbia);

“Investigator” means the investigator appointed in section 24;

“Municipal Elected Official” means a Mayor or Councillor duly elected in a municipality of the Regional District appointed to serve on a CRD committee or commission;

“Regional District” means the Capital Regional District;

“Solicitor” means the Regional District’s external solicitor; and

“Staff” means an officer or employee of the Regional District, but does not include contractors.

“Vice-Chair” means the Vice-Chair of the Capital Regional District Board;

Interpretation

3 (1) This Bylaw is to be interpreted broadly and in a manner that is consistent with the *Local Government Act* and the *Community Charter*.

(2) The intention of the Board in enacting this Code is not to stifle Board Members or to limit their ability to fully perform the governmental and advocacy functions that their position entails, with all the vigour, flair and freedom that is typical of a well-functioning democratic institution, but instead to guide Board Members to undertake those functions in a manner that accords with sound ethical principles.

(3) The foundational principles in section 4 are to inform the interpretation of the substantive provisions of this Bylaw and shall not form stand-alone bases for complaints.

(4) Nothing in this Bylaw is intended to preclude Board Members, prior to the filing of a complaint, from speaking to each other in order to resolve matters which may otherwise be captured by this Bylaw.

Foundational Principles

4 Responsible conduct is based on the following foundational principles:

- (a) Integrity: Board Members are keepers of the public trust, and they must uphold the highest standards of ethical behaviour including by acting lawfully, being free from undue influence, and making decisions that benefit the community;
- (b) Accountability: Board Members are trusted to act competently, diligently and responsibly and be accountable to the public for their actions and decisions;
- (c) Leadership: Board Members must demonstrate and promote the key principles of the Code of Conduct through their decisions, actions and behaviour, including by demonstrating behaviour that builds and inspires the public's trust and confidence in the Regional District;
- (d) Respect: Board Members must conduct themselves in a respectful manner and be courteous and civil with each other and others;
- (e) Transparency: Board Members must conduct their duties in an open and transparent manner, except where this conflicts with their duties to protect confidential information; and
- (f) Collaboration: Board Members shall seek to collaborate whenever possible and appropriate, as the social fabric of communities and the wellbeing of residents depends on solid and sustainable community partnerships.

Application

- ### **5**
- (1) This Bylaw applies to all Board Members, inclusive of their actions in their capacity as members of the Board, committees, and other Regional District discretionary appointments.
 - (2) Unless otherwise provided, this Bylaw does not apply to a Board Member's conduct in their personal life, except to the extent that such conduct brings the reputation of the Regional District into disrepute or reasonably undermines public confidence in local governance.
 - (3) For clarity, the provisions of this Bylaw apply to a Board Member's use of personal and professional social media accounts.
 - (4) In the event of a conflict between this Bylaw and another Regional District Bylaw or policy governing Board Member conduct, this Bylaw prevails.

Division 2 – Conduct Regulations

Comply with all Laws

- 6** Board Members shall comply with all applicable federal, provincial and municipal laws in the performance of their public duties, including but not limited to:
- (a) the *Local Government Act*;
 - (b) the *Community Charter*;
 - (c) FIPPA;
 - (d) the *Financial Disclosure Act*; and
 - (e) all bylaws and policies of the Regional District.

General Conduct

- 7** Board Members shall not:
- (a) engage with others in the Regional District, including Staff, members of the public and other Board Members, in a manner that is abusive, bullying, intimidating or derogatory; or
 - (b) use their office to attempt to gain personal or financial benefits for themselves or their family members, friends or business interests.

Respect for Process

- 8** Board Members shall perform their duties in accordance with the policies, procedures and rules of order established by the Board from time to time.

Interactions with Staff

- 9** (1) Board Members shall not:
- (a) interfere with, hinder, or obstruct Staff in the exercise or performance of their roles, responsibilities, powers, duties, or functions in accordance with section 153 of the *Community Charter*, nor impair the ability of Staff to implement the Board's policy decisions;
 - (b) request or require that Staff undertake personal or private work for or on behalf of a Board Member; or

(c) request or require that Staff engage in political activities, or subject them to reprisal of any kind for refusing to engage in such activities.

(2) If a Board Member is unsure where to direct a question or inquiry regarding a departmental issue or other work-related item, or regarding a personal item that requires interactions with the regulatory functions of the Regional District, they shall direct the question or inquiry to the CAO or to someone on the Executive Leadership Team.

Interactions with the Public and Media

10 (1) Board Members shall not publicly:

- (a) misrepresent a decision of the Board, even if they disagree with that decision; or
- (b) make disparaging comments about other Board Members.

(2) When presenting their individual opinions and positions on matters that are within the Board's jurisdiction, Board Members shall take all reasonable measures to ensure that, unless they are the designated spokesperson on a matter, they clearly state that their opinions and positions represent their own personal views and not those of the Board or the Regional District.

(3) For opinions and positions presented on a social media account, subsection (2) may be satisfied through a statement on the Board Member's profile.

Conduct of Meetings

11 (1) Board Members shall conduct themselves with decorum at meetings, including by:

- (a) complying with all conduct provisions set out in the *Capital Regional District Board Procedures Bylaw, 2012*;
- (b) adequately preparing for meetings;
- (c) using respectful language;
- (d) not using offensive gestures or signs;
- (e) listening courteously and attentively to all discussions before the body, and focusing on the business at hand;
- (f) not making comments not germane to the business of the body;
- (g) not interrupting other speakers, except to raise a point of order; and

(h) not otherwise interfering with the orderly conduct of a meeting.

Handling of Confidential Information

- 12** (1) Board Members shall keep information and records prohibited from release under section 117 of the *Community Charter* in strict confidence.
- (2) Without limiting the generality of subsection (1), Board Members shall not disclose:
- (a) information or records concerning the property, personnel, legal affairs, or other information of the Regional District distributed for the purposes of, or considered in, a closed Board meeting;
 - (b) resolutions or Staff report contents from a closed meeting of the Board unless and until a Board decision has been made for the information to become public; or
 - (c) details on the Board's closed meeting deliberations or how individual Board Members voted on a question in a closed meeting.
- (3) Board Members shall not use confidential information to advance, directly or indirectly, their own personal, financial or other private interests.

Conflict of Interest

- 13** (1) Board Members shall not participate in discussion of a matter, or vote on a question in respect of that matter, if they have a conflict of interest.
- (2) In respect of each matter before the Board, Board Members shall:
- (a) assess whether they have a conflict of interest; and
 - (b) determine whether it is necessary to seek independent legal advice at their own cost, except where the CAO approves the cost, with respect to any situation that may result in a conflict of interest.
- (3) If a Board Member believes that they have a conflict of interest in respect of a matter in a Board or committee meeting, the Board Member shall:
- (a) prior to the matter's consideration, notify the Chair of the meeting that they have a conflict of interest, stating in general terms why they consider that to be the case;
 - (b) leave any meeting if the matter is discussed and not return until the discussion has ended or voting has been concluded;

(c) refrain from discussing the matter with any other Board Member publicly or privately; and

(d) refrain from attempting in any way to influence the voting on any question in respect of the matter.

Gifts

14 (1) Board Members shall not accept a gift or personal benefit, except in accordance with section 105 of the *Community Charter*.

(2) Board Members shall disclose a gift or personal benefit, received in accordance with section 105 of the *Community Charter*, as per section 106 of the *Community Charter*.

Use of Public Resources

15 (1) Board Members shall not use resources provided to them by the Regional District, including but not limited to:

(a) Staff time;

(b) equipment;

(c) technology;

(d) supplies;

(e) facilities; or

(f) other property,

for personal gain or election-related purposes.

(2) Board Members shall not undertake municipal election campaign related activities at the Regional District office or on other premises owned by the Regional District during regular working hours unless such activities are organized by the Regional District.

PART TWO – INVESTIGATION, COMPLIANCE AND ENFORCEMENT

Division 1 – Implementation and Preliminary Steps

Implementation

16 (1) As an expression of the standards of conduct for Board Members expected by the Regional District, this Code is intended to be self-enforcing.

(2) This Code is most effective when Board Members are thoroughly familiar with it and embrace its provisions. For this reason, this Bylaw shall be provided as information to candidates for the Board.

(3) On adoption of this Code, and thereafter at the start of each Board term following the General Local Election, Board Members will sign a statement of commitment acknowledging they have read and understood the Code.

Preliminary Steps

17 If a Board Member believes that they have observed another Board Member engaging in conduct that would breach this Bylaw, they must attempt to resolve the complaint directly with the other Board Member, if possible, prior to submitting a complaint under section 18.

Division 2 – Complaint Intake

Complaint Procedure

18 (1) Subject to section 17, a Board Member may submit a complaint to the CAO or to the Corporate Officer.

(2) A complaint must be in writing, must be submitted within 60 days of the alleged breach, and must include, with sufficient detail:

- (a) the name of the complainant;
- (b) the name of the respondent Board Member(s);
- (c) the conduct that the complainant alleges was in breach of the Code;
- (d) the date of the alleged conduct;
- (e) the parts of the Code the alleged conduct breached;

(f) the basis for the complainant's knowledge of the conduct; and

(g) whether there was any attempt to resolve the complaint informally under section 17.

(3) A complaint may be accepted notwithstanding that it does not comply with every requirement in subsection (2), if the CAO or Corporate Officer determines that there has been substantial compliance or if the circumstances otherwise warrant acceptance.

(4) A complaint submitted outside the time limits set out in subsection (2) must be rejected.

(5) In an election year, a complaint submitted within 90 days of the general voting day must be accepted and held in abeyance until after the new Board has taken office, at which time the complaint shall only proceed if it relates to a Board Member who was re-elected in that election year or in the case of a Board Member that is a municipal director is reappointed to the Board.

(6) For certainty, if the Board Member who is the subject of a complaint held in abeyance pursuant to subsection (5) is not re-elected or re-appointed to the Board, the complaint must be rejected.

Preliminary Assessment

19 (1) On receipt of a complaint, the CAO or Corporate Officer shall conduct a preliminary assessment of the complaint or forward the complaint to the Solicitor to conduct a preliminary assessment.

(2) If the CAO, Corporate Officer or Solicitor determines that any of the following circumstances apply, they must notify the complainant and respondent Board Member in writing that the complaint will be closed, stating the reasons for the closure:

(a) the complaint is not with respect to a breach of this Bylaw;

(b) the complaint is frivolous, vexatious, or not made in good faith;

(c) the complaint would be more appropriately addressed through another process;

(d) the complaint is not in compliance with section 18(2) and the respondent Board Member will be prejudiced by the complainant's failure to comply;

(e) the complaint concerns the same subject matter as a previous complaint that has already been accepted under this section, and it is not necessary to expand that original complaint or add the new complainant;

(f) the complainant wishes to withdraw the complaint, and it would be appropriate to allow the complaint to be withdrawn;

(g) the complaint was submitted by a Board Member, and the Board Member ought to have first attempted to resolve the complaint informally under section 17; or

(h) there are no possible grounds on which to conclude that a violation of this Bylaw has occurred.

(3) In completing the preliminary assessment, the Solicitor may request further information from the complainant before determining whether there are sufficient grounds to believe that a breach of this Bylaw may have occurred.

(4) If the Solicitor receives multiple complaints concerning the same matter, the Solicitor must proceed with the first complaint accepted, but may expand the complaint and/or add complainants for the purpose of seeking resolution of the complaint.

Criminal Conduct

20 (1) If, at any stage in the complaint procedure, the CAO, Corporate Officer, Solicitor or Investigator determines that there are reasonable grounds to believe that there has been a contravention of the *Criminal Code*, or learns that there is an ongoing police investigation into the conduct that gave rise to the complaint, then they must immediately refer the matter to the appropriate authorities and suspend any investigation into the complaint until any resulting police investigation and charge have been finally disposed of, and shall report the suspension to the Board, the complainant, and the respondent Board Member.

(2) For certainty, a complaint must be suspended while the Board Member is on a mandatory leave of absence under section 109.3(1) of the *Community Charter*, and may be re-commenced only once the mandatory leave of absence ends pursuant to section 109.3(1)(b) of the *Community Charter*.

Disqualification Proceedings

21 (1) If, at any stage in the complaint procedure, the CAO, Corporate Officer, Solicitor or Investigator determines that:

(a) the subject-matter of the complaint is being addressed in a disqualification proceeding commenced under section 111 of the *Community Charter*; or

(b) the complainant could commence a disqualification proceeding under section 111 of the *Community Charter* in relation to the matter that is the subject of the complaint

- the complaint must immediately be suspended until the proceeding under subsection (a) has concluded or the time-period within which the complainant could commence a proceeding under subsection (b) has expired.
- (2) If a complaint has been suspended under subsection (1), it may be re-commenced upon the conclusion of a disqualification proceeding, or the time-period within which a disqualification proceeding could be filed has expired, if:
- (a) the Board Member who is subject to the complaint has not been disqualified from office by the British Columbia Supreme Court; and
 - (b) it would be in the public interest to do so.

Division 3 – Resolution Procedures & Investigations

Informal or Formal Resolution

- 22** (1) After a complaint is accepted under section 19(1),
- (a) the Corporate Officer or CAO must refer the complaint to the Solicitor, if not already referred under section 19(1), for a determination under subsection (b); and
 - (b) the Solicitor must then determine whether the complaint requires a formal investigation or whether the complaint may be resolved informally.
- (2) When determining whether the complaint may be resolved informally, the Solicitor:
- (a) may consider culturally appropriate or transformative or restorative justice approaches, and may engage a third-party mediator or facilitator to assist for this purpose; and
 - (b) shall give strong preference to the informal resolution process where possible.
- (3) The complainant or respondent Board Member may decline to participate in an informal resolution at any time.

Informal Resolution

- 23** (1) Where the Solicitor has determined that the complaint may be resolved informally, the Solicitor may, at their discretion, either attempt to resolve the complaint directly, or refer the complaint to the Chair, unless the complaint is against the Chair, in which case the complaint will be referred to the Vice-Chair of the Board.

(2) Where the Solicitor has referred the complaint in subsection (1), the Chair or Vice-Chair, as the case may be, may agree to assist in resolving the complaint directly.

(3) Where the Chair, Vice-Chair or a third-party mediator or facilitator is engaged to assist in the informal resolution of a complaint, they shall assess the suitability for settlement or resolution on an ongoing basis and may decline to assist at any point.

(4) If the complaint is resolved informally by someone other than the Solicitor, the person assisting in resolving the complaint must notify the Solicitor in writing of the terms of the resolution, upon receipt of which, the Solicitor must close the complaint.

(5) If the person assisting in the informal resolution of a complaint declines to assist, the complainant or respondent Board Member declines to participate, or 30 days has passed since the determination in section 22(1)(b) was made by the Solicitor to resolve the complaint informally, then the complaint shall be referred in accordance with section 24.

Referral to Third-Party Investigator

24 (1) If the Solicitor determines that the complaint requires a formal investigation under section 22(1)(b), or in the event that informal resolution is unsuccessful, they shall refer the complaint to a neutral and independent third-party Investigator to conduct an investigation and notify the complainant and respondent Board Member of the referral.

(2) The Investigator shall, at all times during an investigation, have the power to:

(a) dismiss a complaint on a preliminary basis as set out in section 19; and

(b) attempt to resolve the complaint informally if the Investigator considers it appropriate in the circumstances.

(3) The Investigator, once retained, may only be dismissed for cause.

Formal Resolution

25 (1) Once retained, the Investigator shall deliver the complaint to the respondent Board Member, along with a request that the respondent Board Member provide a written response to the complaint, together with any submissions that the respondent chooses to make, within 10 days, subject to the Investigator's discretion to reasonably extend the timeline.

(2) The Investigator may, at their discretion, deliver the respondent Board Member's written response and submissions to the complainant and request a reply in writing within 10 days, subject to the Investigator's discretion to reasonably extend the timeline.

(3) The Investigator may:

- (a) speak to anyone relevant to the complaint;
- (b) request disclosure of documents relevant to the complaint, including closed meeting minutes; and
- (c) access any record in the custody or control of the Regional District, within the meaning of FIPPA, with the exception of records subject to solicitor-client privilege.

(4) The Investigator has discretion to conduct the investigation as they see fit, but must ensure that the investigation complies with the rules of procedural fairness and natural justice required in the circumstances of the complaint.

Confidentiality

- 26** (1) The CAO, Corporate Officer, Solicitor and Investigator must make all reasonable efforts to process and investigate complaints in a confidential manner.
- (2) The Investigator and every person acting under the Investigator's instructions must preserve confidentiality with respect to all matters that come into the Investigator's knowledge in the course of any investigation or complaint, except as otherwise required by law.
- (3) Board Members must make all reasonable efforts to keep complaints and all matters pertaining to complaints under this Bylaw, at any stage, confidential, except as otherwise provided in this Bylaw.

Obstruction

- 27** (1) A Board Member must not obstruct the Investigator, Solicitor, CAO or Corporate Officer in relation to the administration of this Bylaw or the investigation of a complaint.
- (2) Without limitation, the following shall constitute obstruction:
- (a) uttering of threats or undertaking any reprisal against any person involved in the complaint;
 - (b) destruction of relevant records or documents; and
 - (c) refusal to cooperate with the Investigator.

Frivolous and Vexatious Complaints

- 28** Any Board Member who is found to have obstructed the Investigator, Solicitor, CAO or Corporate Officer, contrary to section 27, or who makes a complaint that is subsequently found to have been made in a deliberately frivolous, vexatious or malicious manner, or otherwise made in bad faith, will be subject to appropriate disciplinary action, which may include, but is not limited to the sanctions and remedies as described in section 31.

Division 4 – Adjudication and Reporting

Final Determination by Investigator

- 29** (1) The Investigator must conclude the investigation and make a determination regarding the alleged breach within 90 days of referral under section 23(1), unless the Investigator determines that doing so is not practicable, in which case the Investigator must notify the complainant and respondent Board Member of the delay and provide a revised decision date, which may be extended by periods of up to 30 days at a time on provision of written notice to the complainant and respondent Board Member.
- (2) If, after reviewing all the material information, the Investigator determines that a Board Member did not violate this Bylaw, then the Investigator shall:
- (a) prepare a written investigation report providing reasons for their determination, which shall include a determination of whether the complaint was submitted frivolously, vexatiously or in bad faith;
 - (b) deliver a summary of the investigation report to the complainant; and
 - (c) deliver a copy of the investigation report to the respondent Board Member and the Board.
- (3) If, after reviewing all the material information, the Investigator determines that a Board Member did violate this Bylaw, then the Investigator shall:
- (a) prepare a written investigation report providing reasons for their determination, which must include:
 - (i) a summary of the factual findings of the Investigator;
 - (ii) an application of this Bylaw, and any other applicable law, to the facts;
 - (iii) a recommendation of the appropriate sanction, subject to subsection (iv); and

(iv) if applicable, a determination of whether the respondent Board Member took all reasonable steps to avoid the breach or whether the breach was trivial, inadvertent or due to an error in judgment made in good faith, in which case the Investigator may recommend that no sanction be imposed;

(b) notify the complainant that the investigation is complete and inform them that the investigation report, or a summary thereof, will be subsequently released by the Board in accordance with section 30(4);

(c) deliver a copy of the investigation report to the respondent Board Member; and

(d) 48 hours after the delivery of the investigation report to the respondent Board Member, deliver a copy of the investigation report to the Board.

(4) The Investigator may choose to distribute the investigation report to the Board under this section through the Corporate Officer.

Final Determination by the Board

30 (1) The Board must, within 30 days of the Investigator's delivery of the investigation report, decide on the appropriate measures, if any, that are warranted by a breach of this Bylaw.

(2) Prior to making any decision regarding the findings and recommendations set out in the investigation report, the respondent Board Member must be provided with an opportunity, in person and in writing, to comment to the Board on the Investigator's determinations and recommendations.

(3) An investigation report may be considered in a closed meeting, if the circumstances warrant and there is a valid reason to close the meeting under section 90 of the *Community Charter*.

(4) Within 30 days of receiving the investigation report under section 29(2)(c) or section 29(3)(d), the Board must, subject to the Regional District's obligations under FIPPA, release to the public the investigation report, or a summary thereof, along with a summary of the Board's decision, if applicable.

Remedies

31 (1) The Board may impose the following remedies for a violation of this Bylaw:

(a) a letter of reprimand from the Board, addressed to the respondent Board Member;

- (b) a request from the Board that the respondent Board Member issue a letter of apology;
 - (c) the publication of the letters contemplated in subsections (a) and (b), along with the respondent Board Member's response, if any;
 - (d) directions to the CAO regarding the method of providing documents that contain confidential information to the respondent Board Member;
 - (e) a recommendation that the respondent Board Member:
 - (i) attend specific training or counselling;
 - (ii) complete a specified number of volunteer hours; or
 - (iii) make a charitable donation of a specified or unspecified amount to a particular charity;
 - (f) limitations on access to certain Regional District facilities;
 - (g) prohibition from representing the Regional District at events and/or attending conferences or seminars;
 - (h) suspension or removal of the respondent Board Member from the position of chair or vice-chair on Committees;
 - (i) suspension or removal of the respondent Board Member from Board committees;
 - (j) public censure of the respondent Board Member; or
 - (k) any other sanction recommended by the Investigator, so long as that sanction is within the authority of the Board.
- (2) The Board must consider the following factors when determining whether to impose or remedy on a Board Member:
- (a) the degree and nature of the conduct;
 - (b) whether the contravention was a single or repeated act;
 - (c) whether the Board Member knowingly contravened this Bylaw;
 - (d) whether the Board Member took steps to mitigate or remedy the contravention;

(e) the Board Member's history of other contraventions; and

(f) if applicable, the Investigator's finding that the respondent Board Member took all reasonable steps to avoid the breach, or that the breach was trivial or done inadvertently or because of an error in judgment.

(3) When the Board imposes a remedy pursuant to subsection (1), it may include secondary remedies to take effect on a date set by the Board in the event that the Board Member fails to comply.

Division 5 – Post-Decision Matters

Reimbursement of Costs

32 (1) For clarity, the reimbursement rules set out in this section apply despite any other indemnification bylaw or policy.

(2) A Board Member may make a request to the Board for reimbursement of the costs of legal advice and representation in responding to the formal complaint process outlined in this Bylaw.

(3) If appropriate, after considering all of the circumstances, the Board may resolve to reimburse legal fees reasonably incurred by a Board Member, provided that all of the following are met:

(a) the Board Member has not previously been found to have breached this Bylaw;

(b) the Board Member has not previously been reimbursed under this section;

(c) the amount claimed does not exceed \$10,000; and

(d) the Board Member did not engage in dishonest, grossly negligent, or malicious conduct.