

Governance Committee Agenda

Date: Monday, May 13, 2024
Time: 9:00 am - 10:00 am
Location: Electronic Zoom Meeting

	Pages
1. CALL TO ORDER	
2. AGENDA	
2.1 New Items and Re-Ordering of the Agenda	
2.2 Approval of Agenda	
3. PUBLIC COMMENT PERIOD	
4. DELEGATIONS	
5. CORRESPONDENCE	
6. ADMINISTRATIVE COORDINATION	
6.1 Governance Committee February 23, 2024 meeting minutes	3 - 8
For adoption	
6.2 Follow up Action List	9 - 11
For review	
6.3 Resolutions Without Meeting	
None	
7. BUSINESS - WORK PROGRAM ITEMS	
7.1 Ex officio - Briefing	12 - 13
7.2 Draft Code of Conduct Update - Briefing	14 - 30
7.3 Update on the Corporate Planning Process - Briefing	31 - 32
7.4 Update on Project to Request Ministerial Changes with regards to Islands Trust - Briefing	33 - 41
8. BUSINESS - OTHER	

8.1 2023/24 Annual Report Approval of Governance Committee Section - RFD

42 - 44

That the Governance Committee approves the attached text for inclusion in the 2023/24 Annual Report for approval (as amended) by Trust Council and submission to the Minister of Municipal Affairs.

9. BUSINESS - NEW

10. MATRIX WORK PROGRAM

45 - 45

For review and referral to Trust Council before each quarterly meeting.

11. NEXT MEETING

The next Governance Committee meeting is scheduled to be held electronically July 12, 2024, beginning at 9:00 AM.

12. CLOSED MEETING

None

13. RISE AND REPORT

14. ADJOURNMENT

*Approximate time is provided for the convenience of the public only and is subject to change without notice.



Governance Committee Minutes of a Regular Meeting

Date: February 23, 2024
Location: Electronic meeting

Members Present: Judith Gedye, Chair, Bowen Island Municipal Trustee
Jamie Harris, Vice-Chair, Salt Spring Island Trustee
Joe Bernardo, Gambier Island Trustee
Lee Middleton, Saturna Island Trustee
Laura Patrick, Salt Spring Island Trustee
Timothy Peterson, Lasqueti Island Trustee,
Kate-Louise Stamford, Gambier Island Trustee
Peter Luckham, Thetis Island Trustee and Trust Council Chair (ex-officio)
Lisa Gauvreau, Galiano Island Trustee, Islands Trust Conservancy (ex-officio)

Staff Present: Russ Hotsenpiller, Chief Administrative Officer (CAO)
Alexandra Trifonidis, A/Executive Coordinator

Guests Present: Alyssa Bradley, Young Anderson

1. CALL TO ORDER

Chair Gedye called the meeting to order at 9:00 a.m. and provided a First Nations land acknowledgement and, with gratitude, called Nexwlélexwm (Bowen Island) home.

2. AGENDA

2.1 New Items and Re-Ordering of the Agenda

For consideration, the Governance Committee discussed amending the agenda as follows:

- i. Add new item at 6.4 The Governance Committee report to for inclusion in the March Trust Council agenda.
- ii. Re-order the agenda to address item 6.3 Follow up Action List / Work Program Matrix at the end of the meeting.
- iii. Defer item 8.2 Ex-officio Role Responsibilities and address at the next Governance Committee meeting with updates from Director Marlor.
- iv. Add new item at 8.3 Business Other - Delegate from the Governance Committee to the Financial Planning Committee.

2.2 Approval of Agenda

It was MOVED and SECONDED,

That the agenda be amended as indicated in the Roman numeral items shown in item 2.1.

Vice-Chair Harris requested that Roman numeral item iv. be removed from the agenda amendments.

Point of order, noted by Trustee Bernardo, that a separate discussion be held regarding Roman numeral iv.

Chair Gedye called the question on the motion as amended.

GC-2024-010

It was MOVED and SECONDED,

That the agenda be amended as indicated in Roman numeral items i. to iii. as shown in item 2.1.

CARRIED

Point of order, noted by Trustee Bernardo, that Chair Gedye raise a discussion regarding the delegate from the Governance Committee to the Financial Planning Committee.

Chair Gedye provided background information to the Governance Committee, regarding GC representation on the Financial Planning Committee (FPC), that nowhere in any minutes can a decision be found that Vice-Chair Harris would stand as the GC representative to FPC but that he would.

Chair Gedye commented that there are no trustees on FPC that represent Bowen Island Municipality.

By general consent that regarding Governance Committee appointment process to the Financial Planning Committee, this would be reported and added to the next meeting agenda.

3. PUBLIC COMMENT PERIOD - None

4. DELEGATIONS – None

5. CORRESPONDENCE – None

6. ADMINISTRATIVE COORDINATION

6.1 Draft Minutes of Previous Meetings

6.1.1 Draft Governance Committee Minutes of January 15, 2024

By general consent, the Governance Committee draft minutes of January 15, 2024, were adopted as presented.

6.2 Resolutions Without Meeting – None

6.3 Follow up Action List / Work Program Matrix

Addressed under item 9. New Business

6.4 The Governance Committee report to be added to the March Trust Council agenda

Addressed under item 9. New Business

7. BUSINESS – WORK PROGRAM ITEMS

7.1 Request for Governance Review to Province: Trust Council Review of 2022 Governance Report – BRF

Brought forward by the Committee from the January 15th meeting.

7.1.1 Staff Review of 2022 Governance Report – BRF

CAO Hotsenpiller spoke to the briefing.

Committee discussion included:

- The terms of reference for the Governance Review directed focus on an internal review of the Islands Trust; this should not be conflated with the request to the Province about larger structural issues that need to be addressed.
- There is a distinction between ongoing work of the Committee and the request to the Province for legislative changes.
- It is not necessary for the Governance Review to be dealt with by Trust Council before the Governance Committee can begin the letter to the Province.
- The Committee needs to come to agreement on what is in the Governance Report, and to seek clarification from the authors
- The consultants should be invited to engage with committee members so they can understand how conclusions were reached.

Trustees Stamford and Peterson left the meeting at 10:10 a.m.

- There is a lot of work to do to successfully lobby the government to contribute additional funding and assist with legislative amendments based on the original work in the Governance Report.

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- Committee members should watch the March 2022 recorded presentation by the consultants.

Discussion continued:

- Committee members should prepare in advance for discussion with the consultants by knowing the areas of clarification that are required.
- Trust Council is eager for the Committee to take action and the sooner initial work begins the better.
- A special meeting with the consultants should be held so that, at the May 13 regularly scheduled meeting, the Committee can prepare a package to go to Trust Council in June.
- There is need to be respectful of the associated time and costs of engaging with the consultants.

Trustee Stamford returned to the meeting at 10:30 a.m.

- Consultants should know that the purpose of the meeting is to talk about governance issues.

GC-2024-011

It was MOVED and SECONDED,

That the Governance Committee ask staff to schedule a special meeting of the Committee for the purpose of hearing the consultants who authored the Governance Report, and that the meeting be scheduled before the next regularly scheduled meeting of the Committee.

CARRIED

7.2 Corporate Plan Update – BRF

CAO Hotsenpiller spoke to the briefing as presented.

The meeting recessed for a break at 10:50 a.m. and reconvened at 11:00 a.m.

11. CLOSED MEETING

GC-2024-012

It was MOVED and SECONDED,

That the meeting be closed to the public in accordance with the Community Charter, Part 4, Division 3, s.90, (1)(i) the receipt of advice that is subject to solicitor-client privilege, and that the recorder and staff attend the meeting.

CARRIED

At 11:00 a.m. the meeting was closed to the public and at 11:53 a.m., the meeting was reopened to the public.

12. RISE AND REPORT

Chair Gedye reported from the closed meeting:

- That that the November 9 in-camera meeting minutes were adopted as presented.
- That the Governance Committee received legal advice.

8. BUSINESS – OTHER

8.1 CAO Hiring

Chair Gedye provided an update on the Hiring Committee noting a request for proposals has been created to hire a consultant to assist with the hiring process.

8.2 Ex-officio Role Responsibilities

By general consent, this item was deferred to the next meeting.

9. BUSINESS – NEW

6.4 Report to the Trust Council

Chair Gedye noted that the report to Trust Council will include a summary of the discussion held at this meeting about distinguishing between work to address the Governance Review and work to draft a request to the Province.

6.3. Work Program Matrix

Chair Gedye reviewed the Work Program Matrix.

Committee discussion included:

- The Governance Committee could perhaps see the draft meeting procedure policies and provide input before it goes to Trust Council.
- The title of the matrix should be updated to reflect the Committee's overall work priorities, not just its response to the Governance Review.

CAO Hotsenpiller will remove the title "15 Recommendations of Governance Review as categorized by Governance Committee (Feb/23)."

10. NEXT MEETING

The next scheduled meeting will take place electronically on May 13, 2024, at 9:00 a.m.

13. ADJOURNMENT

By general consent the Committee adjourned at 12:08 p.m.

Judith Gedy, Chair

Certified Correct:

Alexandra Trifonidis, A/Executive Coordinator

Minutes are not official until adopted at a subsequent meeting.

Follow Up Action Report

Governance Committee

Chief Administrative Officer

Activity	Responsibility	Dates	Status
1 Trust Council requested the Governance Committee review the current method of appointment and the make-up of membership for Trust Council standing committees.	Russ Hotsenpiller	Meeting: 07-Mar-2023 Target: 09-Nov-2023	In Progress
2 That the Governance Committee request the Financial Planning Committee and staff to continue developing a corporate planning process and that this work: - Include a staff analysis of the potential operational implications of instituting a comprehensive corporate planning process, and that such analysis specifically identify the changes to the annual budgeting process that would be required to implement the new process; - Identify the key differences between the current strategic planning and budgeting processes and the corporate planning process under development; - Identify such policy changes as may be required to institute a trustee decision-making structure appropriate for a corporate planning process that unites strategic and budgetary planning; and - Include a proposal for trustee training. - The Executive Committee is requested to follow the SWOT (strengths, weaknesses, opportunities and threats) analysis process in developing the draft strategic plan that is to be submitted to Trust Council this year.	Russ Hotsenpiller	Meeting: 17-Apr-2023 Target: 09-Nov-2023	In Progress

Follow Up Action Report

Governance Committee

Chief Administrative Officer

Activity	Responsibility	Dates	Status
3 Referral from Trust Council, September 2023: THAT Trust Council request the Governance Committee to recommend and draft a request of the Province to review the Islands Trust.	Russ Hotsenpiller	Meeting: 09-Nov-2023 Target: 15-Dec-2023	In Progress
4 That Governance Committee recommend to Trust Council that it review the Governance Review in 2024 in a specially dedicated session.	Russ Hotsenpiller	Meeting: 09-Nov-2023 Target: 01-Jun-2024	In Progress
5 That Governance Committee request staff to provide an analysis in respect to the Governance Review and report back to the Governance Committee.	Russ Hotsenpiller	Meeting: 09-Nov-2023 Target: 01-Jun-2024	Completed

Director Legislative Services

Activity	Responsibility	Dates	Status
1 Report to the May 13th GC meeting on the process and appointment of the GC member to the Financial Planning Committee.	David Marlor	Meeting: 23-Feb-2024 Target: 13-May-2024	In Progress
2 Schedule a special meeting with the consultants of the Governance Review Report before the May 13 GC meeting to hear from the consultants regarding prioritizing of conclusions and recommendations in the report.	David Marlor	Meeting: 23-Feb-2024 Target: 13-May-2024	In Progress
3 Bring a report on ex-officio roles and responsibilities within committee's frameworks.	David Marlor	Meeting: 23-Feb-2024 Target: 13-May-2024	Completed

Follow Up Action Report

Governance Committee

Director, Administrative Services

Activity	Responsibility	Dates	Status
1 Staff to prepare a report that discusses the potential cost and other elements involved in engaging a qualified independent consultant to review policy 7.2.1 and the trustee remuneration values set out in the policy.	Julia Mobbs	Meeting: 15-Jan-2024 Target: 29-May-2024	In Progress
2 Ask FPC to transfer its work on policy 7.2.1 to the GC.	Julia Mobbs	Meeting: 15-Jan-2024 Target: 29-May-2024	In Progress



BRIEFING

To: Governance Committee **For the Meeting of:** May 13, 2024
From: Director, Legislative Services **Date Prepared:** May 6, 2024
SUBJECT: Ex Officio

PURPOSE: To provide Governance Committee information on the ex-officio positions on Trust Council's committees.

BACKGROUND:

Trust Council [Committee Systems Policy](#) (The Policy) includes two positions that are ex-officio: the Chair of Trust Council who sits as ex officio on the Trust Programs Committee, Regional Planning Committee and the Governance Committee; and a member chosen by the Islands Trust Conservancy Board who sits as ex officio on the Governance Committee.

The Policy indicates that the Chair does not count towards quorum and is not a voting member. The Policy is silent on any restrictions on the Islands Trust Conservancy ex officio member. As such, under the Policy, the Islands Trust Conservancy ex officio member is counted towards quorum and is a voting member.

Ex Officio

Ex Officio is Latin for "by virtue of office or status"; the person is a member of the committee because of the office or status that they hold.

Under Roberts Rules of Order (Robert's Rules), ex officio refers to the position, not the person, and is usually considered an obligation on that person's part to attend the meeting because of their expertise or knowledge they can bring to the table by virtue of their position. With ex officio, when the person serving terminates their position, their successor automatically becomes ex officio member.

Under Robert's Rules, if the Chair is appointed as ex officio to all or multiple committees, then the intent is to permit the Chair, not require the Chair, to attend all of the committee meetings. In this instance, Robert's Rules state that the Chair does not count towards quorum as he or she is not required to be at the meeting. Trust Council, in its Council Committee Systems policy has appointed the Chair as ex officio to all of the committees, and the policy specifies that the Chair not be counted towards quorum.

According to Roberts Rules, ex officio appointees have all of the privileges of regular members, including the ability to vote, unless a bylaw (or in Trust Council's case a policy) specifies otherwise.

At the Islands Trust, the Policy specifies that the Chair is not a voting member. This has been the case since the creation of the Council Committee System Policy in the 1990s, and I am unaware of the rationale for withholding the voting privileges from the Chair as ex officio.

The Financial Planning Committee is made up of members who are actually ex officio but not specified as such, with the exception of three appointed at large. For the most part, the Financial Planning committee is made up of the Executive Committee members, and Chairs (or a person appointed by the

Chairs) of the council committees, all of whom are appointed by virtue of their office. While the term ex officio is not used for these positions, they meet the definition.

Options

1. **Status Quo.** The current policy envisions that the Trust Council Chair as an ex officio member of council committees not be counted towards quorum, which is in keeping with Roberts Rules of Order where a position is appointed as ex officio to multiple council committees; however, at the Islands Trust, the ex officio Trust Council Chair does not have voting rights, which is permitted as a restriction but is not the default under Roberts Rules. The Policy envisions that the Islands Trust Conservancy appointee counts towards quorum and has voting rights. Keeping the status quo leaves the operation of the committees similar to how they would operate under Roberts Rules, with the exception that that Trust Council chair cannot vote. This does not prevent the Trust Council Chair from engaging in the council committee meetings similar to other members, including debate and making and seconding motions. If the intent is for the Trust Council Chair not to be able to make or second motions in addition to not voting, then the policy will need to be amended to make that clear.
2. **All ex-officio members are non-voting members** – This would require an amendment to the Committee Systems Policy to make clear which positions are ex officio, and restrictions that apply to them. As indicated above, if the intent is to remove voting rights, then the Policy should provide clarity on ability to debate, move and second motions. This would be a departure from Roberts Rules and as such, the policy needs to be clear on the ex officio non-voting members' privileges; consulting Robert's Rules for clarity will not be an option.
3. **Re-frame Islands Trust Conservancy appointment.** While the intent of using the term ex officio may have been to indicate a restriction on voting rights, or alternatively, to express that the person is a member by virtue of their office, this is not consistent with other appointments by virtue of office (such as on the Financial Planning Committee). Re-framing the position as an appointment by the Islands Trust Conservancy chair without reference to ex officio, as is done on Financial Planning Committee, would align this appointment with other similar Council Committee appointments.
4. **Explain ex officio.** To help clarify intent of the policy, Trust Council could define and explain ex-officio in the Policy to assist those reading to understand it better, as well as any restrictions and the reasons for those restrictions.

ATTACHMENT(S):

None

FOLLOW-UP:

Submitted for information. As requested by the Governance Committee.

Prepared By: David Marlor, Director, Legislative Services

Reviewed By/Date: Russ Hotsenpiller, Chief Administrative Officer/May 6, 2024

BRIEFING

To: Governance Committee **For the Meeting of:** May 13, 2024

From: David Marlor, Director,
Legislative Services **Date Prepared:** May 3, 2024

SUBJECT: Draft Code of Conduct Update

PURPOSE: To provide the Governance Committee with an update on draft Code of Conduct revisions.

BACKGROUND:

At its regular meeting on April 12, 2023, the Executive Committee requested Staff to provide a briefing with respect to options for better understanding of the policy regarding Code of Conduct for vice-chairs, trustees and the public. The Executive Committee amended this in November 2023 to ask Staff to review against Provincial guidelines and provide recommendation for any amendments.

The attached Request for Decision (RFD) and draft Code of Conduct was considered by the Executive Committee on April 24, 2024. At that meeting, the Executive Committee passed the following resolution:

that the Executive Committee forward the draft Code of Conduct to Trust Council Committee of the Whole in June 2024 for discussion and recommendation to Trust Council.

Details of draft changes to the Code of Conduct are included in the attached RFD.

Staff has added this to the Governance Committee agenda for information, and because an appropriate code of conduct is central to good governance. The Governance Committee may want to review and provide input into the development of a new Code of Conduct, or provide advice to Trust Council on appropriate Code of Conduct language.

ATTACHMENT(S):

- Request for Decision to Executive Committee, and Draft Code of Conduct
- [Existing Islands Trust Standards of Conduct](#)

FOLLOW-UP:

As requested by the Governance Committee.

Prepared By: David Marlor, Director, Legislative Services

Reviewed By/Date: Russ Hotsenpiller, CAO/May 3, 2024

REQUEST FOR DECISION

To: Executive Committee

For the Meeting of: April 24, 2024

From: David Marlor, Director,
Legislative Services

Date Prepared: April 17, 2024

SUBJECT: Code of Conduct

RECOMMENDATION:

THAT the Executive Committee forward the draft Code of Conduct to Trust Council Committee of the Whole in June 2024 for discussion and recommendation to Trust Council.

CHIEF ADMINISTRATIVE OFFICER COMMENTS:

Trust Council's Standards of Conduct policy has been amended but is not consistent with updated (2022) guidelines provided by the Province. This recommendation establishes a robust code of conduct to facilitate the efficient operation of Islands Trust decision making bodies.

1 PURPOSE:

To provide the Executive Committee with an overview of the Islands Trust Code of Conduct and how it compares to guidelines provided by the Provincial Government.

2 BACKGROUND:

At its regular meeting on April 12, 2023, the Executive Committee requested Staff to provide a briefing with respect to options for better understanding of the policy regarding Code of Conduct for vice-chairs, trustees and the public. The Executive Committee amended this in November 2023 to ask Staff to review against Provincial guidelines and provide recommendation for any amendments.

Islands Trust Code of Conduct

Islands Trust Policy 2.1.2 Standards of Conduct was adopted in December 1997, and was updated June 2000, December 2003, December 2010, December 2017 and November 2021. The policy establishes that ethical principles shall govern conduct of elected trustees and groups them into four categories: Performance of Duties, Organisational Responsibility, Personal Interests, and Meetings. The policy establishes an internal review process.

Provincial Government Guidelines on Code of Conduct

In October 2022, the Working Group on Responsible Conduct, put together jointly by the Local Government Management Association (LGMA), Union of British Columbia Municipalities (UBCM)

and the Province of British Columbia, released a model code of conduct entitled “Getting Started on a Code of Conduct for your Council/Board (the Guide)”.

What is a code of conduct? The guide states that “a code of conduct is a written document that sets shared expectations for conduct or behaviour”, and that “responsible conduct of elected official is not optional; it is essential to good governance”.

The model code of conduct reflect foundational principles of integrity, respect, accountability and leadership and collaboration. For each, it provides model conduct that reflects the foundational principle. The Guide also indicates that local governments may: add examples of specific behaviour to further elaborate the standards of conduct; add additional standards that address specific topics important to the local government; and include provisions to support compliance, such as a complaint and resolution process.

Staff has review the existing Standards of Conduct against the model code of conduct and has concluded that the current standards of conduct could do with an update to bring them in line with the recommended model code of conduct.

Attached is a revised draft code of conduct for consideration by the Executive Committee and Trust Council. This code of conduct applies to all elected trustees and appointed members of the Islands Trust Conservancy Board. Staff has added in the foundational principles and conduct that exemplifies that behaviour at the start, followed by specific codes of conduct covering personal interests, conduct in meetings, collection and handling of information, interactions with staff and advisory bodies, use of social media, and interactions with public and media.

Staff has revised the enforcement process to make it clear that the Chair and CAO are not adjudicating the dispute, but are only there to ensure a process is followed. Complaints under this policy, as per the model, are only permitted from staff, trustees or Islands Trust Conservancy Board appointees.

There is no mechanism for public complaints under this policy. Public complaints regarding trustees are dealt with under the Trust Council’s Handling of Administrative Fairness Complaints Policy.

The Guide recommends that Council owns the code of conduct, as it is essential for the success of adhering to the code. This may be obtained by allowing Trust Council initially time to review and comment on the code of conduct, discuss the code of conduct in a Committee of the Whole meeting, before finally adopting it as policy. Beyond that, the policy’s foundational principles, and the behaviours should be front and centre on every agenda or meeting. Inclusion of a session on the code of conduct during new term orientation, and a commitment by Trust Council to hold learning sessions on good conduct behaviours throughout the term is another means to ensure ownership and understanding of the code of conduct.

The draft has the following changes:

- **Policy Name** - changed from “Standards of Conduct” to “Code of Conduct”
- **Section A** – from existing policy with minor edits
- **Section B** - definitions added for “Confidential Information”, “Member”, “Officer”, “Personal Information”, “Staff”, and “Trust Body”.
- **Section C Introduction** – NEW – adapted from the Guide
- **Section D Scope** – NEW – adapted from the Guide
- **Section E Foundational Principles of Responsible Conduct** – NEW – adapted from the Guide
- **Sections F.1 Integrity, F.2 Respect, F.3 Accountability and F.4 Leadership and Collaboration** – NEW – adapted from the Guide.
- **Section F.5 Personal Interest** – from existing policy with some edits
- **Section F.6 Meetings** – from existing policy with some edits

- **Sections F.7 Collection and Handling of Information, and F.8 Staff and Advisory Bodies** – an amalgamation of some existing policies with mostly new language adapted from District of Saanich and other municipalities’ codes of conduct.
- **Section F.9 Social Media** – NEW – adapted from other local municipalities codes of conduct.
- **Section F.10 Public and Media** – NEW – adapted from District of Saanich code of conduct.
- **Section G Enforcement** – NEW – adapted from District of Saanich code of conduct.

Recommended Process:

- **April 2024** – review by Executive Committee and forward to Trust Council Committee of the Whole.
- **June 2024** – Trust Council Committee of the Whole reviews and makes recommendations to Trust Council. Staff to revise policy based on Committee of the Whole discussion.
- **September 2024**– Trust Council to consider adoption of amended Code of Conduct Policy.

3 IMPLICATIONS OF RECOMMENDATION

ORGANIZATIONAL:

No organizational implications

FINANCIAL:

No financial implications

POLICY:

Revised Code of Conduct policy.

IMPLEMENTATION/COMMUNICATIONS:

Placed on next Trust Council Committee of the Whole agenda. No other communications required at this stage.

FIRST NATIONS:

No First Nations implications.

OTHER:

No other implications.

4 RELEVANT POLICY(S):

Trust Council Policy 2.1.2 Standards of Conduct

5 ATTACHMENT(S):

Draft revised Trust Council Policy 2.1.2 Code of Conduct

RESPONSE OPTIONS

Recommendation:

THAT the Executive Committee forward the draft Code of Conduct to Trust Council Committee of the Whole in June 2024 for discussion and recommendation to Trust Council.

Alternative:

The Executive Committee may request Staff to edit the draft Code of Conduct before sending to Trust Council Committee of the Whole for discussion.

Prepared By: David Marlor, Director, Legislative Services

Reviewed By/Date:

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Policy:	2.1.2
Approved By:	Trust Council
Approval Date:	1992-09-12
Amendment Date(s):	1997-12-06 2000-06-17 2003-12-05 2010-12-08 2017-12-06 2021-11-30 2024-__-__
Policy Holder:	Chief Administrative Officer

CODE OF CONDUCT

A. Purpose:

Elected trustees, and Islands Trust Conservancy Board appointees, by their declaration, are obliged to execute the duties of their office. The purpose of this policy is to set minimum standards of conduct to guide elected officials and appointed board members in carrying out their duties to ensure: impartial and equal service to all, faithful discharge of their duties without fear or favour, and democratic processes which are duly responsible to the public and which foster public confidence in the Islands Trust's integrity. These standards are in addition to those established in provincial law.

B. Definitions:

Confidential Information includes information that could reasonably harm the interests of individuals or organizations, including the Islands Trust, if disclosed to persons who are not authorized to access the information, as well as information to which section 117 of the *Community Charter* applies.

Member means a trustee and a person appointed to the Islands Trust Conservancy Board by the Provincial Government.

Officer means a member of staff designated as an officer under s.17 of the *Islands Trust Act*, and includes deputy officers.

Personal Information has the same meaning as in the *Freedom of Information and Protection of Privacy Act*.

Staff means an employee or contract employee of the Islands Trust, and includes staff that supports advisory bodies.

Trust Body means any one or more of Trust Council, Executive Committee, local trust committees, and the Islands Trust Conservancy Board, all as defined in the *Islands Trust Act*.

Trustee means local trustees and municipal trustees as defined in the *Islands Trust Act*.

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C. Introduction:

- C.1. We recognize that responsible conduct is essential to providing good governance for the Islands Trust.
- C.2. We further recognize that responsible conduct is based on the foundational principles of integrity, accountability, respect, and leadership and collaboration.
- C.3. In order to fulfill our obligations and discharge our duties, we are required to conduct ourselves to the highest ethical standards by being an active participant in ensuring that these foundational principles, and the standards of conduct set out below, are followed in all of our dealings with every person, including those with other members, staff, and the public.

D. Scope:

- D.1. This code of conduct applies to the members of Trust Council, local trust committees, and Islands Trust Conservancy Board. It is each member's individual responsibility to uphold both the letter and the spirit of this code of conduct in their dealings with other members, staff, and the public.
- D.2. Members must conduct themselves in accordance with the law. This code of conduct is intended to be developed, interpreted and applied by members in a manner that is consistent with all applicable federal and provincial laws, as well as the bylaws and policies of the Trust Bodies, the common law and any other legal obligations which apply to members individually or as a collective council, committee or board.

E. Foundational Principles of Responsible Conduct:

- E.1. **Integrity** – means conducting oneself honestly and ethically.
- E.2. **Respect** – means valuing the perspectives, wishes, and rights of others.
- E.3. **Accountability** – means an obligation and willingness to accept responsibility or to account for one's actions.
- E.4. **Leadership and Collaboration** – means an ability to lead, listen to, and positively influence others; it also means coming together to create or meet a common goal through collective efforts.

F. Standards of Conduct:

- F.1. **Integrity:** Integrity is demonstrated by the following conduct:
 - F.1.1. Members will be open and truthful in all local government dealings, while protecting confidentiality where necessary.

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- F.1.2. Members will behave in a manner that promotes public confidence, including actively avoiding any perceptions of conflicts of interest, improper use of office, or unethical conduct.
- F.1.3. Members will act in the best interest of the public and community.
- F.1.4. Members will ensure actions are consistent with the shared principles, values, policies, and bylaws collectively agreed to by the council or board.
- F.1.5. Members will demonstrate the same ethical principles during both meetings that are open and closed to the public.
- F.1.6. Members will express sincerity when correcting or apologizing for any errors or mistakes made while carrying out official duties.

F.2. **Respect:** Respect is demonstrated through the following conduct:

- F.2.1. Members will treat elected officials, staff, and the public with dignity, understanding, and respect.
- F.2.2. Members will acknowledge that people's beliefs, values, ideas, and contributions add diverse perspectives.
- F.2.3. Members will create an environment of trust, including displaying awareness and sensitivity around comments and language that may be perceived as offensive or derogatory.
- F.2.4. Members will refrain from any form of discriminatory conduct against another elected official, staff, or the public.
- F.2.5. Members will honour the offices of local government and fulfill the obligations of Chair and trustees dutifully.
- F.2.6. Members will recognize and value the distinct roles and responsibilities of local government staff.
- F.2.7. Members will call for and expect respect from the community towards elected officials and staff.
- F.2.8. Members will ensure that public statements and social media posts that concern other elected officials, staff, and the public are respectful.

F.3. **Accountability:** Accountability is demonstrated through the following conduct:

- F.3.1. Members will be transparent about how they carry out their duties and how council, committees and the Islands Trust Conservancy Board conducts business.

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- F.3.2. Members will ensure any information and decision-making processes are accessible to the public while protecting confidentiality where necessary.
- F.3.3. Members will correct any mistakes or errors in a timely and transparent manner.
- F.3.4. Members will accept and uphold that the council, committees and the Islands Trust Conservancy Board are collectively accountable for local government decisions, and that individual elected officials are responsible and accountable for their behaviour and individual decisions.
- F.3.5. Members will listen to and consider the opinions and needs of the community in all decision making and allow for public discourse and feedback.
- F.3.6. Members will act in accordance with the law, which includes, but is not limited to, the statutes, bylaws, and policies that govern local government.
- F.4. **Leadership and Collaboration:** Leadership and collaboration is demonstrated through the following conduct:
 - F.4.1. Members will demonstrate behaviour that builds public confidence and trust in the Islands Trust.
 - F.4.2. Members will provide considered direction on Islands Trust policies and support colleagues and staff to do the same.
 - F.4.3. Members will educate colleagues and staff on the harmful impacts of discriminatory conduct, and take action to prevent this type of conduct from reoccurring if necessary.
 - F.4.4. Members will create space for open expression by others, take responsibility for one's own actions and reactions, and accept the decisions of the majority.
 - F.4.5. Members will advocate for shared decision-making and actively work with other members, staff, the public, and other stakeholders to achieve common goals.
 - F.4.6. Members will foster positive working relationships between members, staff, and the public.
 - F.4.7. Members will commit to building mutually beneficial working relationships with First Nations with interest in the Islands Trust Area to further advance reconciliation efforts.
 - F.4.8. Members will positively influence others to adhere to the foundational principles of responsible conduct in all Islands Trust dealings.
- F.5. **Conduct Related to Personal Interests:**

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- F.5.1. Members will avoid lobbying activities toward any Trust body for personal interests or profit and/or for any other person.
 - F.5.2. Members will declare to the relevant chair and/or Chief Administrative Officer their direct or indirect interest or the known interests of any close relatives in any enterprise that proposes to transact business with the Islands Trust.
 - F.5.3. Members will declare their interest, direct or indirect, or the known interests of any close relatives in any property that is subject to an application to the Islands Trust, to the Executive Committee.
 - F.5.4. Members will avoid situations, related to their duties, which could result in securing special privileges, favours or exemptions for themselves, or any other person.
 - F.5.5. Members will not commit organizational resources of any kind for activities that are not directly related to the official business of the Islands Trust.
 - F.5.6. Members will not undertake election campaign related activities on Islands Trust property unless specifically organized by the Islands Trust (i.e. candidate procedures, all candidate orientation, etc.).
 - F.5.7. Members will not request or use any Islands Trust resources or property for election campaign work including staff time, equipment such as photocopiers and computers, supplies, facilities or email lists, etc.
- F.6. **Conduct in Meetings:**
- F.6.1. Members must prepare for and regularly attend meetings of trust bodies to which they have been elected or appointed. Members have an obligation to attend meetings and the expectation is that members will attend meetings for the duration of the meeting, unless they notify the chair of the trust body that they are ill or have compelling reasons which prevent them from attending. Section 125(5) of the Community Charter [unexcused absence from council meetings] applies to members.
 - F.6.2. Members will recognize the importance of the role of the chair of meetings, and treat that person with respect at all times.
 - F.6.3. During meetings, members shall listen courteously and attentively to all discussions before the body, and focus on the issues and facts.

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- F.6.4. The diverse perspectives of each member, as they reflect the interest of their own communities, will be respected.
- F.6.5. When making decisions, members must consider all relevant facts, opinions, debate and analyses of which they should be reasonably aware.
- F.6.6. Disagreements will be seen as a natural part of Council, committee and board work. Such disagreements will not be taken personally, nor made personal.
- F.6.7. Members can expect courteous behaviour from each other. Members shall not interrupt other speakers, make personal comments or comments not germane to the business of the body, or otherwise disturb a meeting. Meetings shall provide an environment for transparent and healthy debate on matters requiring deliberation by the trust body.
- F.6.8. When speaking publicly and at trust body meetings, members shall avoid inflammatory language. They are expected to speak in an objective manner.

F.7. Conduct in Collection and Handling of Information:

- F.7.1. Members must collect and use personal information in accordance with *Freedom of Information and Protection of Privacy Act* legislation and policies and guidelines regarding protection of privacy as established by the Islands Trust Council.
- F.7.2. Members must protect information that is specifically marked confidential, that is personal information and other material identified or understood to be confidential in nature.
- F.7.3. Members must refrain from discussing or disclosing any confidential information with persons outside the organization except as authorized.
- F.7.4. Members must refrain from discussing or disclosing any personal information with or to other members, officials, Staff, or with persons outside the organization except in a manner consistent with the duty to protect personal information under the *Freedom of Information and Protection of Privacy Act*.
- F.7.5. Members must take reasonable care to prevent the examination of confidential material or access to personal information by unauthorized individuals.
- F.7.6. Members must not use confidential information except for the purpose for which it is intended to be used.

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- F.7.7. Members must only release information in accordance with established Islands Trust policies and procedures and in compliance with the *Freedom of Information and Protection of Privacy Act* (British Columbia).
 - F.7.8. Members must not disclose decisions, resolutions or report contents forming part of the agenda for or from an in-camera meeting until a corporate decision has been made for the information to become public.
 - F.7.9. No members shall disclose or release to the public, confidential information acquired by virtue of their office, in either oral or written form except when required by law or authorized by the relevant Trust Body to do so.
 - F.7.10. No members shall disclose the substance of deliberations of an in-camera meeting or details of in-camera deliberations or specific details on whether individual members voted for or against an issue, until the relevant Trust Body discusses the information at a meeting that is open to the public or releases the information to the public.
 - F.7.11. When dealing with personal information, members must comply fully with the provisions of the *Freedom of Information and Protection of Privacy Act*. All reasonable and necessary measures must be taken to ensure that the personal or private business information of individuals is protected. Personal information includes information or an opinion about a person whose identity is apparent, or can be determined from the information or opinion.
- F.8. Conduct in Interactions with Staff and Advisory Bodies:**
- F.8.1. Members are to contact staff according to the procedures authorized by Trust Council and/or the Chief Administrative Officer regarding the interaction of trustees, board members and staff.
 - F.8.2. Members are to direct enquiries regarding Trust Council or Trust-wide issues or questions to the Chief Administrative Officer or the Director of the appropriate department and refrain from contacting other staff without first discussing the issue with the relevant Director.
 - F.8.3. Members are to direct enquiries regarding local trust committee business or issues to the Director, Planning Services, to the appropriate Regional Planning Manager, or to the designated Island Planner, and must refrain from contacting other staff without first discussing the issue with the Director, Regional Planning Manager or Island Planner.

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- F.8.4. Members are not to issue instructions to any of the Islands Trust's contractors, tenderers, consultants or other service providers.
- F.8.5. Members must not make public statements attacking or disparaging staff or advisory body members and shall show respect for the professional capacities of staff. Members must not involve staff in matters for political purposes.
- F.8.6. Members must not publish or report information or make statements attacking or reflecting negatively on staff or advisory body members except to the Chief Administrative Officer as appropriate to bring a complaint to the attention of the Chief Administrative Officer for follow up.
- F.8.7. Significant information provided to any member of a Trust Body, which is likely to be used in a meeting or in political debate, should also be provided to all other members of the relevant Trust Body, and to the Chief Administrative Officer.
- F.8.8. Members must treat the public, other members, advisory body members and staff appropriately, and without bullying, abuse or intimidation in order to preserve a workplace free from harassment.

F.9. Conduct in Use of Social Media:

- F.9.1. It is not the role of members to report directly on Islands Trust related business. Members will use caution in reporting decision-making by way of their social media profiles and websites ensuring that any material they publish is accurate, precise and communicates the intent of the relevant Trust Body.
- F.9.2. Members will include an "in my opinion", or similar disclaimer, either within the banner of their individual social media site(s) or separately when making follow-up posts to the Islands Trust social media postings and when creating original posts pertaining to Islands Trust related business. (Sample Disclaimer – "Opinions expressed are my own and do not reflect the view or opinions of the [Islands Trust Council] [Islands Trust Conservancy Board] [____ Island Local Trust Committee]").
- F.9.3. Members will refrain from using or permitting use of their social media accounts for purposes that include generating or recirculating:
- defamatory remarks, obscenities, profane language or sexual content;
 - negative statements disparaging other members of a Trust Body;
 - negative statements disparaging staff or calling into question the professional capabilities of staff;

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- content that endorses, promotes, or perpetuates discrimination or mistreatment on the basis of race, religion or belief, age, gender, marital status, national origin, physical or mental disability or sexual orientation;
- statements that indicate an actual attitudinal bias in relation to a matter that is to be the subject of a statutory or other public hearing;
- promotion of illegal activity; and
- information that may compromise the safety or security of the public or public systems.

F.9.4. Members must regularly monitor their social media accounts and immediately take measures to remove messages or postings by others that violate this Code of Conduct.

F.10. Interactions with the Public and the Media:

- F.10.1. Members will accurately communicate the decisions of the relevant Trust Body, even if they disagree with the majority decision, and by so doing affirm the respect for and integrity in the decision-making processes of Council.
- F.10.2. When discussing the fact that they did not support a decision, or voted against the decision, or that another member did not support a decision or voted against a decision, a member will refrain from making disparaging comments about other members or about the relevant Trust Body's processes and decisions.

G. Enforcement Process:

This section is for internal use only. Members and staff within the Islands Trust can use this section to lodge a complaint against a member in relation to their own interactions with that member.

- G.1. Council officials are to abide by the requirements of the *Community Charter* and this Code of Conduct, and shall endeavour to resolve interpersonal disputes in good faith, recognizing that interpersonal rancour does not facilitate good governance.
- G.2. Alleged breaches of this Code of Conduct by members shall be submitted in a written complaint addressed to the Trust Council Chair and the Chief Administrative Officer within six (6) months of the last alleged breach. In the event that the Chair is the subject of, is in a conflict of interest related to the complaint or is implicated in the complaint, the complaint shall be addressed to the a Vice-Chair unless that individual is the subject of, or implicated in the complaint. In the event that the Chief Administrative Officer is the

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subject of, is in a conflict of interest related to the complaint or is implicated in the complaint, the complaint shall be addressed to the Director, Legislative Services unless that individual is the subject of or implicated in the complaint.

- G.3. Upon receipt of a complaint under section G.2 the Chair or designated Vice-Chair, and the Chief Administrative Officer or designate (Director, Legislative Services) shall review the Policy and the details of the alleged breach. The role of the Chair and Chief Administrative Officer (or designates) is to be the keeper of the process, not to adjudicate the complaint. Their role is to facilitate and seek a mutually beneficial resolution between the parties. Information from both parties should be obtained, reviewed and options for resolution canvassed. There is no ability for the Chair / Chief Administrative Officer or designates to give advice about the processing or quality of resolution of the complaint.
- G.4. The parties may come to an informal agreement on a resolution, which may include:
- dismissal of the complaint; or
 - public censure of the member for misbehaviour or a breach of this Code of Conduct;
 - a recommendation that a member apologize to any person adversely affected by a breach of this Code of Conduct;
 - counselling of a member; and/or
 - such other recommendations as are deemed appropriate by the parties.
- G.5. If the situation is not able to be resolved through the informal process within thirty (30) days, the Chair and the Chief Administrative Officer or designates will work to appoint an independent third party. Numerous third party investigators will be identified. The Complainant(s) and Respondent(s) will be provided with the resumes of the identified parties. The Complainant(s) and Respondent(s) have the ability to agree or disagree that the proposed parties have the necessary professional skills, knowledge and experience to investigate the complaint (the "Third Party Investigator"). The Complainant(s) and Respondent(s) will notify the Chair and Chief Administrative Officer or designate if they have a conflict of interest with any of the proposed Third Party Investigators. The Third Party Investigators will then be contacted and the individual with the next available opening in their schedule will be appointed to the matter.
- G.6. If the parties cannot agree on the choice of investigator, a nominee of the Complainant(s) and the Respondent(s) shall jointly select a suitable Third Party Investigator.
- G.7. If the Complainant(s) or Respondent(s) refuse to participate in a formal investigation, the investigation may continue without that individuals' participation. The Third Party Investigator will make their determination based on the information they are provided.

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Not participating in the processes as outlined in sections G.4G.5 and G.6 may also be considered grounds for a complaint under the policy.

- G.8. Throughout both the informal or formal investigation, either party can have legal counsel present to assist them. This legal counsel will be required to follow any rules of in-camera or procedural bylaw process that are applicable.
- G.9. As confidentiality is key, information provided to the Respondent(s) will be limited to the written complaint completed by the Complainant.

G.10. The Third Party Investigator:

- G.10.1. May conduct a preliminary assessment of the complaint, at the conclusion of which the investigator may determine to continue the investigation or make a written recommendation that the complaint be dismissed as unfounded, beyond jurisdiction or unlikely to succeed; if the Third Party Investigator determines to continue the complaint, the Third Party Investigator shall:
- G.10.1.1. Conduct an independent and impartial investigation of the complaint in a manner that is fair, timely, confidential and otherwise accords with the principles of due process and natural justice.
- G.10.1.2. Provide an investigation update, within ninety (90) days of his or her appointment, to the Chair and the Chief Administrative Officer or designates, as applicable, and to the Complainant and the Respondent.
- G.10.1.3. Provide a written, confidential report (the “Report”) of the findings of the investigation, including findings as to whether there has been a breach of this Code of Conduct, to the Chair and the Chief Administrative Officer or designates, as applicable.
- G.10.1.4. Provide recommendations regarding if a copy of or selected sections of the final Report should be provided to the Complainant and the Respondent.
- G.10.1.5. Provide recommendations in the Report as to the appropriate resolution of the complaint, which recommendations may include:
- dismissal of the complaint; or
 - public censure of the member for misbehaviour or a breach of this Code of Conduct;

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- a recommendation that a member apologize to any person adversely affected by a breach of this Code of Conduct;
- counselling of a member; and/or
- such other recommendations as are deemed appropriate in the professional judgment of the Third Party Investigator.

G.11. The Chair and the Chief Administrative Officer or designates shall consider whether the Report or an executive summary of the Report should be presented to Trust Council.

G.12. The Director, Legislative Services will receive and retain all reports prepared related to the complaint.

G.13. At the conclusion of the process the Third Party Investigator will destroy all notes that were taken or documents that were provided throughout the process of the investigation.

G.14. Where a member alleges a breach of this Code of Conduct by a fellow member, all members shall refrain from commenting on such allegations at open meetings pending the conclusion of the Report and any decision of Trust Council on the Report.

G.15. Members who retain legal counsel to represent them in proceedings under this section may request in writing that the Islands Trust Council indemnify them for their reasonable costs of representation, subject to limitations in Trust Council Bylaw 145.

G.16. Staff who retain legal counsel to represent themselves in proceedings under this section may request, in writing, reimbursement of reasonable costs from the Islands Trust subject to limitations in Trust Council Bylaw 145.

H. Legislated References:

H.1. Policy and Procedures Manual:

- Statutory Rules of Conduct (2.1.1)
- Governance Principles (2.1.3)

H.2. Local Trust Committee Procedural Bylaw

H.3. Trust Council Procedural Bylaw

BRIEFING

To: Governance Committee **For the Meeting of:** May 13, 2024

From: CAO **Date Prepared:** May 6, 2024

SUBJECT: Update on the Corporate Planning Process

PURPOSE: To provide Governance Committee with an update on the corporate planning process.

BACKGROUND: Staff will provide an overview of the progress on the corporate plan.

Since the last Governance Committee meeting, the following developments have occurred with regards to the corporate planning process:

- The sub group has met and discussed the outcomes of the strategic planning session at the March Trust Council.
- A recommendation was made by the group to now separate strategic planning from the corporate planning process, at least in terms of their involvement. Accordingly they recommend that Executive Committee proceed with management of the strategic planning process and that the sub group continue with the corporate planning process.
- They did make a recommendation to Executive Committee that a further strategic planning session be developed for the June Trust Council meeting to further the 'long range goals and objectives' session from March. Staff are working to develop that session.
- The corporate planning work is now in the process of refining the departmental plans and work plans associated with long range planning.
- This work includes the development of a detailed roadmap to accompany the framework and dovetail with the financial planning/budget process.

CORPORATE PLANNING PROCESS ROADMAP	TIMELINE	NOTES
PHASE 1: Assess the Environment (SWOT)	June 2023	Occurred in June
PHASE 2: Develop a Term Strategic Plan Part 1 – Direction & Goal Setting Step 1: Determine the Vision Step 2: Understand the Mission/Mandate Step 3: Determine Values	September 2023	Trust Council is in the process of developing a vision and seeking agreement on the mission of the Trust

Step 4: Determine & Prioritize Goals & Objectives	September 2023 to June 2024	Analysis and policy development Part 1.4 through Phase 3 is significant and would be the next tasks in plan development. New concept, needs to be developed by staff.
Part 2 – Strategy Implementation Step 1: Determine actions to achieve objectives Step 2: Prioritize actions & Assign Responsibilities		
PHASE 3: Develop Departmental Plans to support strategies and financials		
PHASE 4: Develop the Annual Budget & Long-Term Financial Plan Step 1: Review Background Documents Step 2: Budget Submissions Step 3: Draft Annual Budget & Draft Financial Plan Step 4: Senior Management Review Step 5: Financial Planning Committee Review Step 6: Trust Council Review Step 7: Public Feedback & Consultation with Municipalities Step 8: Financial Planning Committee Review Step 9: Trust Council Approval Step 10: Financial Plan Bylaw Submission to Minister	August 2024 to March 2025	1. Relevant policies and planning needs to further integrate projects and financials 2. By the end of June the Corporate Plan process and framework, with policies, would be ready to be implemented for the 2025 budget cycle.
PHASE 5: Monitoring, performance management and risk assessment	Post March 2025	3. New process needs development

ATTACHMENT(S): None

FOLLOW-UP:

Prepared By: CAO

Reviewed By/Date: May 6, 2024.

BRIEFING

To: Governance Committee **For the Meeting of:** May 13, 2024
From: CAO **Date Prepared:** May 3, 2024
SUBJECT: Update on Project to Request Ministerial Changes with regards the Islands Trust

PURPOSE: To provide an opportunity for the Governance Committee to provide further direction on the request from Trust Council to the Province to review the governance and structure of the Islands Trust.

BACKGROUND: This matter is returned to the Governance Committee such that it can reconsider how its wants to proceed with this task and to identify any specific work/requests to staff. To that end, the attachments to this report summarize the issue and the direction of Council as of December 2023.

For context, the last direction from Governance Committee was based upon the following:

- A meaningful request to the Province needs substantial agreement and endorsement from the current Trust Council;
- A discussion on how the Governance Review of 2022 could inform the content of an ask to the Province;
- That all trustees have not publicly commented or discussed the Governance Review so such an opportunity may be of value;
- Discussion on validity and opportunity of engaging with the consultants who wrote the report.
- A discussion was had on March 22, 2024, with the consultant team with no firm commitments made at that time.

If reviewing the Governance Committee Report is not an effective strategy to further the overall matter, Governance Committee may wish to either consider alternatives or re-engage/reconsider the current approach. For instance, the Committee could take a number of issues that were identified in the original July 2022 letter to the Province and develop these in a summary fashion and return them to Trust Council for debate to determine if indeed the original request is reflective of the mind of the current Council.

ATTACHMENT(S):

1. Briefing to Governance Committee dated November, 9, 2023 with the following attachments:

- Briefing to Trust Council dated September 26, 2023
- Chronology
- Chair letter to Minister
- Minister Cullen response

FOLLOW-UP: As directed by Committee.

Prepared By: CAO

Reviewed By/Date: May 6, 2024

BRIEFING

To: Governance Committee **For the Meeting of:** November 9, 2023
From: CAO **Date Prepared:** November 2, 2023
SUBJECT: Referral by Trust Council to Governance Committee of a request to the Minister for a review of the Islands Trust

PURPOSE: To respond to direction from Trust Council for Governance Committee to consider and make recommendations with regard to the recent request by the Islands Trust for the Province to review the Islands Trust.

BACKGROUND: Reporting was provided to Trust Council at their September 2023 meeting on Pender Island with regard to the standing request by Islands Trust to the Province for a review of the Islands Trust. The reporting is attached. Staff have not created additional reporting as there is no clear direction at this time that is different from the last reporting cycle. At the September Trust Council meeting the following motion was made:

'That Trust Council request the Governance Committee to recommend and draft a request of the Province to review the Islands Trust'

As such, the matter has been provided to Governance Committee for its deliberation. If further work or analysis is required by staff, that is the prerogative of the Committee.

ATTACHMENTS:

1. Briefing on the matter to September Trust Council
2. Chronology
3. Chair letter to Minister
4. Minister Cullen response.

FOLLOW-UP: As directed.

Prepared By: CAO

Reviewed By/Date: Nov 2, 2023.



BRIEFING

To:	Trust Council	For the Meeting of:	September 26, 2023
From:	CAO	Date Prepared:	September 5, 2023
SUBJECT:	Request for a Provincial Review of the Islands Trust		

PURPOSE: To reconsider a request made by the Islands Trust to the Province for a review of the Islands Trust under Section 8(2) (e) of the [Islands Trust Act](#).

BACKGROUND: On July 8, 2022, a Chair letter was sent to the Province requesting a review of the Islands Trust (Attachment 2). On September 23, a response was received to the request from then Minister Nathan Cullen (Attachment 3). The matter was held over as Minister Kang was appointed on December 7, 2022. At the March 2023 Trust Council meeting a motion was made to return the matter to Trust Council to revisit the request.

A chronology of actions on this matter is attached to this report as Appendix 1.

ATTACHMENT(S):

1. Chronology
2. Islands Trust Chair Luckham letter sent July 8, 2022 to Minister of Municipal Affairs, The Honourable Nathan Cullen Re: Request for Provincial Review of Islands Trust
3. Minister Cullen response, September 23, 2023

FOLLOW-UP:

Prepared By:	L Foster R Hotsenpiller
Reviewed By/Date:	September 6, 2023

Chronology

June 8, 2022, a trustee RFD asking the Province to conduct a provincial review of “Islands Trust” first appeared as [item 7.6.1 on Executive Committee’s June 8 agenda package](#) for consideration to forward to Trust Council’s June 2022 quarterly meeting including late correspondence received in support of the RFD.

June 22, 2022, the trustee sponsored request for decision (RFD) was considered on Trust Council’s June meeting agenda ([see pages 392-394](#)) as item 9.1., “Provincial Review of Islands Trust” ([scroll the slider to 6:48:50 to view the recorded discussion](#)).

Summarized in Trust Council’s (TC) business decision highlights [published the following week, these resolutions were passed by TC at its June meeting with regards to item 9.1., RFD.](#)

TC-2022-071

It was Moved by Trustee Brent and Seconded by Trustee Colbourne,

That Trust Council request the Lieutenant Governor in Council for the Province of British Columbia to conduct a review of the Islands Trust's mandate, governance and structure.

CARRIED

TC-2022-072

It was Moved by Trustee Colbourne and Seconded by Trustee Brent,

That the Islands Trust Chair, on behalf of Council, submit a letter to the Lieutenant Governor in Council making the review request under Section 8(2)(e) of the Islands Trust Act that outlines the potential scope of a review, including, but not limited to:

- a. An assessment of the optimum governance model to preserve and protect the Trust area pursuant to the Province's vision for the future of the Trust area.
- b. The object of the Islands Trust Act and clarification of the mandate of the organization.
- c. The governance structure of the organization.
- d. The alignment of decision-making processes and structures with the Declaration on the Rights of Indigenous Peoples Act.
- e. The geographic scope of the organization and in particular authority over marine areas.
- f. The funding mechanisms provided to the organization in light of a clarified mandate.

CARRIED

July 7, 2022, Executive Committee meeting, [late item briefing was received](#) for information at item 8.1.2.3., regarding Office of the Lieutenant Governor’s Correspondence Guidelines ([scroll to 2:22:09 to review the recording](#)).

July 8, 2022, Chair Luckham sent the following letter re: Request for Provincial Review of Islands Trust to the Minister of Municipal Housing, The Honorable Nathan Cullen (See Attachment 1.):

<https://islandstrust.bc.ca/document/request-for-provincial-review-of-islands-trust/>

September 23, 2022, Minister Cullen's response was received (See Attachment 2.):

<https://islandstrust.bc.ca/document/minister-cullen-response-re-request-for-provincial-review-of-islands-trust/>

October 15, 2022, Local Government Elections were held determining Islands Trust Council members for the 2022-2026 term. The new council was sworn-in November 17, 2022, where the new term Executive Committee elected.

November 1, 2022, Minister Cullen's office reached out, via email, to book a meeting with Executive Committee (the new term had yet to convene) which the current EC considered at its November 2, 2022, business meeting as late item 10.2. deciding to defer the item to the in-coming, new term Executive Committee.

November 18-19, 2022, Minister Cullen's response letter was included and discussed at [item 9.1](#) in Trust Council's inaugural new term meeting agenda package and was followed by resolution:

TC-2022-133

It was Moved by Trustee Patrick and Seconded by Trustee Yates,

That Trust Council request staff to return the request for decision Provincial Review of Islands Trust for consideration to the December Trust Council meeting. **CARRIED**

Executive Committee's meetings held November 19 (re: item 9.1.1) and November 23 (re: item 8.1.1.3) discussed meeting preparation re: Minister Cullen scheduled for December 14 to be held in-person.

EC-2022-152

It was Moved and Seconded,

That Executive Committee request staff create speaking notes for the minister's meeting around engaging with the ministry on the following topics: governance, housing authority, funding, and reconciliation. **CARRIED**

December 6-8, 2022, Trust Council's [agenda package item 4.4](#) "June Trust Council Provincial Review Briefing" was considered and the following resolutions passed:

TC-2022-153

It was Moved by Trustee Peterson and Seconded by Trustee Gauvreau,

THAT item 4.4 (June Trust Council Provincial Review Briefing) be postponed to the March 2023 Trust Council meeting for consideration. **CARRIED**

TC-2022-155

It was Moved by Trustee Morrison and Seconded by Trustee Graham,

That Trust Council refer item 4.4 (June Trust Council Provincial Review Briefing) to the Governance Committee for discussion prior to the March 2023 meeting. **CARRIED**

December 7, 2022, Anne Kang appointed Minister of Municipal Affairs by Premier David Eby succeeding The Honorable Nathan Cullen. Minister Kang kept Minister Cullen's December 14 meeting commitment with Executive Committee which was converted to a Zoom electronic format.

January 19, 2023, The Governance Committee (GC) meeting agenda item [11.2](#) was discussed and [11.2.1 \(scroll to 3:33:40 to hear recording\)](#) was forwarded to the February 10, 2023 GC meeting and received as information.

March 7, 2023, returned to Trust Council as agenda item 4.2.7., where the following resolutions were passed:

TC-2023-005 as amended by 006 and 007

That Trust Council directs Executive Committee to work with staff on a coordinated strategy and prepare a request that the Province revisit the provincial grant funding formula to the Islands Trust.

CARRIED

TC-2023-008

It was Moved by Trustee Boland and Seconded by Trustee Dodds,

That Trust Council respond to Minister Kang to the effect that Trust Council will revisit the request for a review of Islands Trust mandate, governance and structure, at September Trust Council and provide the minister with an update.

CARRIED



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Email information@islandstrust.bc.ca

Web www.islandstrust.bc.ca

July 08, 2022

File No.: 0400-30 Ministries/MLA

Via email: MAH.minister@gov.bc.ca; nathan.cullen.MLA@leg.bc.ca

The Honourable Nathan Cullen
Minister of Municipal Affairs
PO BOX 9056,
STN PROV GOVT
Victoria BC V8W9E2

Dear Minister Cullen:

Re: Request for Provincial Review of Islands Trust

Thank you again for your recent meeting with the Islands Trust Executive Committee. It was a pleasure to meet you. I am writing to you today on behalf of the 26-member Islands Trust Council to request that the Province of British Columbia conduct a review of the Islands Trust's mandate, governance and structure.

We are requesting that you, as the Minister responsible for Islands Trust, kindly bring this request to the attention of the Lieutenant Governor in Council (Cabinet). We make this request under Section 8(2)(e) of the *Islands Trust Act*.

The requested review could include, but need not be limited to, an assessment of:

- a) the optimum governance model to preserve and protect the Trust Area pursuant to the Province's vision for the future of the Trust Area;
- b) the object of the *Islands Trust Act* and clarification of the mandate of the organization;
- c) the governance structure of the organization;
- d) the alignment of decision-making processes and structures with the *Declaration on the Rights of Indigenous Peoples Act*;
- e) the geographic scope of the organization and, in particular, authority over marine areas; and
- f) the funding mechanisms provided to the organization in light of a clarified mandate.

This request comes after much deliberation and debate at the Islands Trust Council table this term. In our efforts to update the Islands Trust Policy Statement and respond to a Governance Review conducted by external consultants, we have encountered some divergent viewpoints and core questions related to our unique mandate and the efficiency and effectiveness of our governance model and structure. As we approach our fiftieth anniversary, it is vitally important that we coalesce around a common vision and that we have a supportive governance structure and sufficient resources to realize this vision now and into the future. However, we cannot do this work alone. As an agency of the Province, we require provincial leadership, direction, and resources to ensure that we are honouring the vision of 1974 while also addressing the new realities and challenges facing the Islands Trust Area today.

The Islands Trust Area is located within Coast Salish territory and is the homeland to many Coast Salish Peoples who have called this place home since time immemorial. Islands Trust Council has passed a Reconciliation Declaration and is working towards better acknowledging treaty and territorial rights,

.../2

better protecting Indigenous cultural sites and harvesting areas, and building stronger collaborative relationships with First Nations to preserve and protect these special islands in the Salish Sea. Aligning the Islands Trust's governance model, structure, and mandate with the *Declaration on the Rights of Indigenous Peoples Act* will be key to fulfilling Islands Trust Council's (and the Province's) commitments in this regard.

It has been nearly 50 years since the *Islands Trust Act* was initiated and 35 years since it was last meaningfully reviewed by the Province. Islands Trust Council is grateful for the amendments to the Act provided in 2021 but believes that it is now time for a comprehensive provincial review of Islands Trust's mandate, governance, and structure to ensure that these special islands and waters are protected now and into the future. Islands Trust Council stands ready to assist and, to that end, has recently established a new Standing Governance Committee with seven elected members who will be well placed to advise a provincial review process, as needed.

Thank you for considering this important request. We look forward to hearing from you.

Yours sincerely,



Peter Luckham
Chair, Islands Trust Council
pluckham@islandstrust.bc.ca

cc:

The Honourable Janet Austin, Lieutenant
Governor of British Columbia
The Honourable John Horgan, Premier of British
Columbia
B.C. Cabinet Ministers
BOKEĆEN (Pauquachin) First Nation
Cowichan Tribes
K'ómoks First Nation
Klahoose First Nation
Lyackson First Nation
MÁLEXEŁ (Malahat) First Nation
Qualicum First Nation
scəwəθən (Tsawwassen) First Nation
Scia'new (Beecher Bay) First Nation
səilwətał (Tsleil-Waututh) Nation
SEMYOME (Semiahmoo) First Nation
shíshálh (Sechelt) First Nation
Skwxwú7mesh (Squamish) Nation
Snaw-naw-as (Nanoose) First Nation
Snuneymuxw First Nation
Songhees First Nation
Spune'luxutth (Penelakut) Tribe
SṪÁUTW (Tsawout) First Nation
Stz'uminus First Nation

łəʔəmen (Tla'amin) First Nation
T'Sou-ke First Nation
Ts'uubaa-asatx (Lake Cowichan) First Nation
Wei Wai Kum (Campbell River) First Nation
We Wai Kai (Cape Mudge) First Nation
WJOŁEŁP (Tsartlip) First Nation
WŚIKEM (Tseycum) First Nation
Xeláltxw (Halalt) First Nation
Xwémalhkwx (Homalco) First Nation
Xwsepsum (Esquimalt) First Nation
xʷməθkʷəy̓əm (Musqueam) First Nation
First Nations Leadership Council
Hul'qumi'num Treaty Group
Laich-kwil-tach Treaty Society
Nanwakolas Council
Naut'sa mawt Tribal Council
Te'mexw Treaty Association
WŚÁNEĆ Leadership Council
Islands Trust Area MLAs
Islands Trust Area MPs
Bowen Island Municipal Council
Islands Trust Council
Islands Trust Website



Peter Luckham, Chair
Islands Trust
200-1627 Fort St
Victoria BC V8R 1H8

Dear Chair Luckham:

Thank you for your letter of July 8, 2022, requesting a recommendation to the Lieutenant Governor in Council to undertake a provincial review of the Islands Trust mandate, governance and structure. The Ministry of Municipal Affairs has responsibility for the *Islands Trust Act* and would be responsible for policy work to support any review that may be undertaken. I appreciate that there are a number of challenges facing the Islands Trust that you have identified in your letter.

The recent governance and management review undertaken by the Islands Trust has highlighted a number of actions the Islands Trust can take within its existing authorities to address some of the emerging concerns and pressures, and I encourage you to look at these opportunities. In addition, with local elections being held on October 15, 2022, the ministry wants to understand the perspectives and opinions that the newly elected Trust Council has on the requested review.

I look forward to learning of the measures being taken by the Trust in response to the governance and management review and in relation to the broader issues that are raised in the context of this request for a review of the Islands Trust governance, mandate and opportunities for alignment with the principles of the Declaration Act.

Thank you again for writing.

Sincerely,

Nathan Cullen
Minister



REQUEST FOR DECISION

To: Governance Committee **For the Meeting of:** May 13, 2024
From: Trust Area Services **Date Prepared:** May 6, 2024
SUBJECT: 2023/24 ANNUAL REPORT – APPROVAL OF GOVERNANCE COMMITTEE SECTION

RECOMMENDATION: That the Governance Committee approves the attached text for inclusion in the 2023/24 Annual Report for approval (as amended) by Trust Council and submission to the Minister of Municipal Affairs.

- 1 PURPOSE:** Committees are provided with their draft sections of the annual report for review and approval so that Trust Council is able to easily approve its annual report in June 2024 without further editing from staff or trustees at the Trust Council meeting.

BACKGROUND: Preparation of the Islands Trust Annual Report is undertaken by Trust Area Services communications staff, reporting to the Executive Committee and consistent with Trust Council's [Annual Report Policy 6.10.1](#). The Executive Committee approved the format and outline of the 2023/24 Annual Report at its meeting on February 23, 2024.

2 IMPLICATIONS OF RECOMMENDATION

ORGANIZATIONAL: Under Trust Council's Policy, all LTCs and Council committees are expected to review and approve their sections at regular meetings in order to have the report approved by Trust Council at its June 2024 meeting.

FINANCIAL: None.

POLICY: No implications for existing policy

IMPLEMENTATION/COMMUNICATIONS: The process for development of the Annual Report is outlined in Trust Council's Annual Report policy 6.10.i. Once each committee has approved its section, staff will create a draft Annual Report for review by the Executive and consideration of Trust Council in June. Upon approval by Trust Council, staff will send the Annual Report to the Minister of Municipal Affairs and circulate it as indicated in Trust Council's policy.

FIRST NATIONS: Information about First Nations relations may be included within committee reports.

OTHER: None.

- 3 RELEVANT POLICY(S):** Trust Council's Annual Report policy 6.10.i; *Islands Trust Act*

- 4 ATTACHMENT(S):** Governance Committee input to Annual Report (draft)

RESPONSE OPTIONS

Recommendation: That the Governance Committee approves the attached text for inclusion in the 2023/24 Annual Report for approval by Trust Council and submission to the Minister of Municipal Affairs.

Alternative: That the Governance Committee approves the attached text for inclusion in the 2023/24 Annual Report for approval (as amended) by Trust Council and submission to the Minister of Municipal Affairs.

Prepared By: Morgana van Niekerk, A/Communications Specialist

Reviewed By/Date: May 6, 2024

Governance Committee

Role

The Governance Committee provides policy advice to Islands Trust Council on Trust-wide issues related to the committee's areas of responsibility including good governance and management approaches and frameworks, and processes to support and evaluate the effectiveness of Trust Council and its committees.

Members

The Governance Committee consists of seven members of Trust Council who have been elected by Trust Council and two ex-officio members.

Members currently serving for the 2022–2026 term are:

Judith Gedye, Bowen Island Municipal Trustee, Chair
Jamie Harris, Salt Spring Island Trustee, Vice-Chair
Joe Bernardo, Gambier (Keats) Island Trustee
Lee Middleton, Saturna Island Trustee
Laura Patrick, Salt Spring Island Trustee
Tim Peterson, Lasqueti Island Trustee
Kate-Louise Stamford, Gambier Island Trustee
Peter Luckham, Thetis Island Trustee, Trust Council Chair (ex-officio)
Lisa Gauvreau, Galiano Island Trustee, Islands Trust Conservancy member (ex-officio)

2023-24 Highlights

The Governance Committee has worked on and advised Trust Council on a number of projects including:

- Collaboration with a 3 member working group from the Financial Planning Committee on a draft Corporate Plan and advised Executive Committee on a work-shop session in June 2023 where Trust Council undertook a Strengths, Weaknesses, Opportunities and Threats (SWOT) analysis.
- Reported to Trust Council on its review of Islands Trust mandate set out in Section 3 of the *Islands Trust Act*.
- Provided advice on a visioning exercise held by Trust Council at its September 2023 meeting followed by adoption of Trust Council's vision statement in March 2024.
- The Committee continues its priority work reviewing recommendations which are contained in the 2022 Governance Review Report for Trust Council's consideration.

Governance Committee's Work Program Matrix

Updated February 23, 2024

>>>>>URGENCY >>>>>>>>

NOT IMMEDIATE but IMPORTANT * Election of Executive Committee * Committees - clear mandates/ size & numbers/ champion proposals to TC * Mandate of Conservancy more prominent * Compensation	URGENT and HIGH PRIORITY * Strategic/Corporate Planning/Visioning process and related operational review * Response to the province * Meeting process (bylaw 101 & policies) * Secretariat/hiring in-house legal counsel - needs research
NOT IMMEDIATE and LOWER PRIORITY * Info to candidates before election * Recording of negative votes (forward to Executive Committee)	URGENT but LOWER PRIORITY * Communications * Advocacy (NOTE: these items considered urgent but need more preparation of other policies before effective to deal with)

MATTERS OUTSIDE OUR JURISDICTION WHICH WE CONSIDER URGENT & IMPORTANT

- * First Nations representation (possible referral to First Nations committee if it gets established, otherwise multiple protocol agreements not considered in report)

MATTERS OUTSIDE OUR JURISDICTION WHICH WE CONSIDER NEITHER URGENT NOR A PRIORITY

- * Representation of provincial interest on TC - simple idea, complex in execution, multiple solutions.

MATTERS WE CONSIDER IMPORTANT BUT NOT URGENT CZ BEING CLOSELY EXAMINED BY OTHER COMMITTEES

- * Local planning issues - OCP numbers & updates (Regional Planning Committee)
- * Policy Statement (Trust Programs Committee and Executive Committee)
- * **REFERRALS FROM TRUST COUNCIL/OTHER COMMITTEES**
- * **TC – Sept 26, 2023.**