



## **Governance Committee Minutes of a Regular Meeting**

**Date:** November 5, 2024  
**Location:** Electronic Meeting

**Members Present:** Jamie Harris, Vice-Chair/Salt Spring Trustee  
Joe Bernardo, Gambier Trustee  
Laura Patrick, Salt Spring Trustee  
Timothy Peterson, Lasqueti Trustee  
Kate-Louise Stamford, Gambier Trustee  
Lisa Gauvreau, Islands Trust Conservancy representative (ex-officio)  
Peter Luckham, Chair, Islands Trust Council (ex-officio)

**Member Regrets:** Judith Gedye, Chair/Bowen Island Municipal Trustee

**Member Absent:** Lee Middleton, Saturna Trustee

**Staff Present:** Julia Mobbs, Interim Chief Administrative Officer (ICAO)  
David Marlor, Director, Legislative and Information Services  
Lori Foster, Executive Administrative Assistant/Recorder

**Members of the Public:** None

### **1. CALL TO ORDER**

Chair Gedye sent regrets that due to electronic connections she was unable to attend the meeting. Vice-Chair Harris assumed the role of Chair and called the meeting to order at 2:00 PM.

Trustee Gauvreau gave a land acknowledgement, that the meeting was being held on Coast Salish territory.

### **2. AGENDA**

**2.1 New Items and Re-Ordering of the Agenda - None**

**2.2 Approval of Agenda**

**By general consent** the agenda was approved as presented.

### **3. PUBLIC COMMENT PERIOD**

There were no members of the public present.

### **4. DELEGATIONS - None**

## **ADOPTED**

### **5. CORRESPONDENCE – None**

### **6. ADMINISTRATIVE COORDINATION**

#### **6.1 Draft Minutes of Previous Meeting**

##### **6.1.1 Governance Committee minutes of September 9, 2024**

**By general consent** the Governance Committee minutes were approved as presented.

#### **6.2 Resolutions Without Meeting**

Received for information.

#### **6.3 Follow up Action List**

Received for information.

### **7. BUSINESS - WORK PROGRAM ITEMS**

#### **7.1 Review of Trust Council Policy 7.2.1 Trustee Remuneration – Briefing**

ICAO Mobbs spoke to the Briefing and confirmed that any report from a consultant reviewing the policy would be presented to the Committee with some staff comments to supplement, if necessary, and then staff would receive direction from the Committee to incorporate any changes into the policy. The Committee would have an opportunity to endorse the amended policy as a whole, and it would then travel to Trust Council for their review and approval. ICAO Mobbs also noted that a key change that has been incorporated into the draft policy is the need for regular review from an independent 3rd party, either by task force or by a consultant.

#### **7.2 Governance Committee 2025/26 Budget Submissions**

##### **7.2.1 Trustee Remuneration Review Business Case – Request For Decision**

ICAO Mobbs introduced the Request For Decision. Committee discussion included possible edits to the business case:

- refer to the rationale for hiring a consultant in order to address the question of a potential conflict of interest or the appearance of a conflict of interest
- indicate that the consultant would assess the existing methodology used in determining trustee remuneration as that may be a source of some inequities
- indicate that the consultant is required to interview trustees in order to understand the work of a trustee in support of setting an appropriate benchmark

## **ADOPTED**

- include the intention of supporting equitable participation from all island community members as the current remuneration levels attract mainly community members who are financially secure
- clarify the impact of grouped or corporate properties and also part-time residents on remuneration levels
- given the amount and complexity of work that would be required of a consultant, increase the amount requested

### **GC-2024-037**

**It was MOVED and SECONDED,**

that the Trustee Remuneration Review business case be amended to \$10,000.

**CARRIED**

### **GC-2024-038**

**It was MOVED and SECONDED,**

that Governance Committee amend the Trustee Remuneration Review business case by including the following points:

- enabling equitable participation/representation
- evaluation of methodology
- trustee input

**CARRIED**

### **GC-2024-039**

**It was MOVED and SECONDED,**

that Governance Committee approve the Trustee Remuneration Review Business Case as amended, and it be forwarded to Financial Planning Committee for inclusion in the 2025/26 fiscal year budget.

**CARRIED**

#### 7.2.2 Secretariat Business Case – Request For Decision

Director Marlor introduced the Request For Decision. Committee discussion included a need for more elaboration and clarification of the business case.

### **GC-2024-040**

**It was MOVED and SECONDED,**

That the Governance Committee table item 7.2.2 Secretariat Business Case to the next scheduled business meeting, and that staff be requested to consult with Trustee Middleton to further develop the business case.

**CARRIED**

#### 7.2.3 Policy Review Business Case – Request For Decision

Director Marlor introduced the Request For Decision.

**ADOPTED**

**GC-2024-041**

**It was MOVED and SECONDED,**

that Governance Committee approve the Policy Review Business Case and forward to Financial Planning Committee for inclusion in the 2025/26 fiscal Year budget with an increased budget to a total of \$10,000.

**CARRIED**

**8. BUSINESS - OTHER**

**8.1 2025/26 Committee Meeting Dates – Request For Decision**

**GC-2024-042**

**It was MOVED and SECONDED,**

that Governance Committee adopt the proposed meeting date of January 29, for the remainder of the 2024/25 fiscal year and the proposed meetings dates of April 9, August 13, November 3, and January 28 for the 2025/26 fiscal year, AND;

that Governance Committee request staff to schedule all adopted Governance Committee meeting dates as electronic meetings.

**CARRIED**

**9. BUSINESS - NEW**

**9.1 Review of Governance Committee Mandate – Discussion**

**By general consent the Committee** deferred this item to the next business meeting.

**10. WORK PROGRAM**

**GC-2024-043**

**It was MOVED and SECONDED**

that Governance Committee approve its work program and forward to Trust Council.

**CARRIED**

**11. NEXT MEETING**

Wednesday, January 29, 2025, 10:00 AM - 3:00 PM to be held electronically.

**12. CLOSED MEETING - None**

**13. RISE AND REPORT - None**

**14. ADJOURNMENT**

**By general consent** the meeting was adjourned at 4:25 PM.

**ADOPTED**

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Jamie Harris, Vice-Chair

Certified Correct:

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Lori Foster, Recorder