



Governance Committee Minutes of a Regular Meeting

Date: August 13, 2025
Location: Electronic Meeting

Members Present: Judith Gedye, Bowen Island Municipality (Chair)
Jamie Harris, Salt Spring Island Local Trust Area (Vice-Chair)
Joe Bernardo, Gambier Island Local Trust Area
Sam Borthwick, Denman Island Local Trust Area
Lee Middleton, Saturna Island Local Trust Area
Timothy Peterson, Lasqueti Island Local Trust Area
Lisa Gauvreau, Galiano Island Local Trust Area
(Islands Trust Conservancy Chair, ex-officio)
Laura Patrick, Salt Spring Island Local Trust Area
(Islands Trust Council Chair, ex-officio)

Member Regrets: Kate-Louise Stamford, Gambier Island Local Trust Area

Staff Present: Rueben Bronee, Chief Administrative Officer (CAO)
David Marlor, Director, Legislative and Information Services
Robert Barlow, Legislative Services Clerk/Recorder

Members of the Public: No member of the public was present

1. CALL TO ORDER

Chair Gedye called the meeting to order at 10:01 a.m. and provided a territorial acknowledgement.

2. AGENDA

2.1 New Items and Re-Ordering of the Agenda

The following addition to the agenda was presented for consideration:

- a discussion of the verbal report that Chair Gedye will be providing at the September Trust Council meeting.

2.2 Approval of Agenda

By general consent the agenda was approved as amended.

12. RISE AND REPORT

Chair Gedye reported from the closed Governance Committee meeting of April 9, 2025, that:

ADOPTED

- the February 23, 2024 Governance Committee in-camera meeting minutes were adopted as presented.
- Governance Committee received legal advice in regards to election of the Executive Committee.

3. PUBLIC COMMENT PERIOD

No member of the public was present.

4. DELEGATIONS

None.

5. CORRESPONDENCE

None.

6. ADMINISTRATIVE COORDINATION

6.1 Draft Minutes of Previous Meeting

6.1.1 Governance Committee minutes of April 9, 2025

By general consent the Governance Committee minutes of April 9, 2025 were approved as presented.

6.2 Resolutions Without Meeting

6.2.1 Governance Committee RWM 2025-01 – Approval of Governance Committee Section of Annual Report

6.3 Follow up Action List

Received for information.

7. BUSINESS - WORK PROGRAM ITEMS

7.1 2022 Governance Review Report – Next Steps

Chair Gedye introduced the topic. Committee discussion included:

- whether the Committee should ask Trust Council how Trust Council wants to address the issue
- the review of the 2022 Governance report has been delegated to the Governance Committee
- Trust Council has not had a fulsome discussion of the topic and has not provided specific priorities or direction to Governance Committee

ADOPTED

- on May 13, 2025, the Committee of the Whole (COW) discussed some aspects of the Governance Review Report and provided some recommendations
- the content of the Request For Decision at the COW meeting of May 13, 2025 is complex and could be improved in how it was presented in order to avoid confusion
- the possibility of developing a Request For Decision to be provided to Executive Committee by September 3rd in order to place a discussion on the Trust Council September agenda.

GC-2025-026

It was MOVED and SECONDED,

that Governance Committee amend recommendations L and M of the June 17, 2025 Request For Decision by:

1. move Recommendation 9 from L to be the first bullet in M and remove all text from the word “Pending” to end of sentence
2. move recommendations 15 from L to M to follow E (underway by staff) and remove all text from the word “pending” to the end of the sentence
3. remove all of the text from the word “Pending” to the end of the sentence in recommendation 10 under L.

CARRIED

GC-2025-027

It was MOVED and SECONDED,

that Governance Committee request staff to draft a Request For Decision for Trust Council that recommends recommendations L and M of the June 17, 2025 Request For Decision, as amended, updates all of the recommendations into a table format to clearly support recommendations of the Governance Committee to Trust Council, and that the Chair of the Governance Committee be authorized to review the Request For Decision’s language of presentation on behalf of the Governance Committee.

CARRIED

7.2 Review of Trust Council Policies – Request for Decision

Committee discussion included:

- possibility of transferring responsibility for review of certain policies wholly to other standing committees
- the history of policy development in Islands Trust
- the aims of the project are:
 - to separate Trust Council policies from operational practices and procedures
 - remove redundancies and duplications
 - correct inaccuracies
 - clarify confusions
 - simplify
 - combine where appropriate

ADOPTED

GC-2025-028

It was MOVED and SECONDED,

that Governance Committee request staff to draft a policy combining Trust Council policies, with recommended updates, in priority order:

1. 2.2.1 Requests for Decision (RFD)/Reports and 2.2.2 Council Committee Preparation;
2. 2.4.1 Executive Committee Terms of Reference, 2.4.3 Executive Committee Election, 2.4.4 Executive Committee Legislative Role and 2.4.6 Executive Committee Meeting preparation;
3. 6.2.1 Priority Setting/Review Guidelines, and 6.7.1 Work Program, Follow-up Action List and Priorities Report; and
4. 5.4.2 Procedural Fairness in Rezoning, 7.1.1 Administrative Fairness Principles, 7.1.2 Handling of Administrative Fairness Complaints, and 7.1.5 Ombudsperson Referrals.

CARRIED

Governance Committee recessed at 11:38 a.m. and resumed at 11:48 a.m.

7.3 Remuneration Review – Verbal Update

Directors Marlor and Mobbs introduced the agenda item, indicating that there is a budget in the current fiscal year to hire a consultant to review trustee remuneration policy and that any change to that policy would not take effect until after the October 2026 election of a new term of office. It was also noted that the Financial Planning Committee had done an initial review of the policy but had not set any remuneration values for trustee work nor reviewed the methodology that could be used to set those values. That would be the essence of the work to be conducted by a consultant.

Committee discussion included whether the Governance Committee wishes to review a proposed Request For Proposal for a consultant. It was clarified that under the Islands Trust procurement process, it is staff's responsibility to oversee the procurement process and make the decision as to who the selected consultant would be, which means the Governance Committee would not be involved in that.

7.4 Budget 2026/27 Business Cases - Briefing

Director Marlor introduced the Briefing, noting that there is no identified activity for the Governance Committee in the current strategic plan. Committee discussion included:

- potential business cases for funding for activities that the Governance Committee is responsible for, such as the review of the recommendations of the 2022 governance report and the review of Trust Council policies

Trustee Bernardo left the meeting at 12:15 p.m.

GC-2025-029

It was MOVED and SECONDED,

ADOPTED

that Governance Committee request staff to develop a business case for fiscal year 2026/27 for the continuation of the policy review project.

CARRIED

7.5 Corporate Planning Process - Briefing

Chief Administrative Officer Bronee spoke to the Briefing. Committee discussion included that the goal is to have a corporate plan in place that can direct the budget process. The Committee expressed their support for the process.

8. BUSINESS - NEW

None.

9. WORK PROGRAM

The Committee reviewed its Work Program, which includes the Active Projects and the Priority Matrix. No changes to either document were proposed.

10. NEXT MEETING

Monday, November 3 2025, 10:00 a.m. to 3:00 p.m. to be held electronically.

11. CLOSED MEETING

None.

13. ADJOURNMENT

By general consent the meeting was adjourned at 12:35 p.m.

Judith Gedye, Chair

Certified Correct:

Robert Barlow, Legislative Services Clerk/Recorder