Islands Trust

# Governance Committee

# Minutes of Meeting

**Date:** **May 13, 2024**
**Location:** **Electronic Zoom Meeting**

**Members Present:** Judith Gedye, Chair, Bowen Island Municipal Trustee
Jamie Harris, Vice-Chair, Salt Spring Island Trustee
Joe Bernardo, Gambier Island Trustee
Laura Patrick, Salt Spring Island Trustee
Timothy 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 (ex-officio)

**Regrets:** Lee Middleton, Saturna Island Trustee

**Staff Present:** Russ Hotsenpiller, Chief Administrative Officer (CAO)
David Marlor, Director, Legislative Services (DLS)
Lori Foster, Executive Assistant/Recorder

**Members of the Public Present:** There was one member of the public in attendance.

**1. CALL TO ORDER**

At 9:00 a.m., Chair Gedye called the meeting to order and provided a land acknowledgement that the meeting was being held on Coast Salish traditional and treaty territory.

**2. AGENDA**

**2.1 New Items and Re-Ordering of the Agenda**

For consideration to add the following at:

9.1 Discuss the possibility of a Governance Committee recommendation to Trust Council regarding a voting threshold for the Islands Trust Policy Statement

**2.2 Approval of Agenda**

**GC-2024-013**
**It was MOVED and SECONDED,**
that the agenda be approved as amended.

**CARRIED**

**3. PUBLIC COMMENT PERIOD -** None

**4. DELEGATIONS** - None

**5. CORRESPONDENCE**

Discussion ensued regarding Executive Committee's May 15, 2024, agenda item 10.5 correspondence 2024-05-02 K. Langereis re: Islands Trust concerns about Section 3.

Governance Committee discussed adding the correspondence to its next business meeting agenda.

**6. ADMINISTRATIVE COORDINATION**

**6.1 Governance Committee February 23, 2024 meeting minutes**

Comments were heard that the Roman numeral point form used in a resolution was not best practice.

**By general consent** the minutes were adopted as presented.

**6.2 Follow up Action List**

For information.

**6.3 Resolutions Without Meeting -** None

**7. BUSINESS - WORK PROGRAM ITEMS**

**7.1 Ex officio – Briefing**

DLS Marlor spoke to the briefing as presented and addressed the history of ex officio appointments to committees within Islands Trust.

It was noted that Trustee Boland wishes to bring a request for decision regarding ex officio roles on committees to June Trust Council.

**GC-2024-014**
**It was MOVED and SECONDED,**
that the Governance Committee ask Trust Council to clarify the role of the Islands Trust Conservancy representative on the Governance Committee.

**GC-2024-015**
**It was MOVED and SECONDED,**
that motion **GC-2024-014** be amended by changing the "period" to a "comma" adding "and that the May 6, 2024, briefing "Ex officio" be added to Governance Committee's request to Trust Council".

**CARRIED**

Chair Gedye called the question on motion **GC-2024-014** as amended.

**GC-2024-014**
**It was MOVED and SECONDED,**
that the Governance Committee ask Trust Council to clarify the role of the Islands Trust Conservancy representative on the Governance Committee and that the May 6, 2024, briefing "Ex officio" be added to Governance Committee's request to Trust Council.

**CARRIED**

### 7.2 Draft Code of Conduct Update – Briefing

DLS Marlor spoke to the briefing as presented.

Discussion ensued on next steps the Committee wished to take to address the draft Code of Conduct.

Chair Gedye commented that this item to be added to the work program matrix as urgent and important/high priority.

**GC-2024-016**
**It was MOVED and SECONDED,**
That Governance Committee schedule a Special Meeting at the earliest possible convenience to discuss and work on the Code of Conduct draft policy.

**CARRIED**

The meeting recessed for a break at 10:38 a.m., and reconvened at 10:48 a.m.

### 7.3 Update on the Corporate Planning Process – Briefing

CAO Hotsenpiller spoke to the briefing and noted the following:

- The draft corporate plan process remains with the sub-working group and the draft strategic plan process is under Executive Committee's purview.
- June's Trust Council meeting will continue with the development of a strategic plan.
- Every Governance Committee meeting should include an update on the sub-working group's progress.

### 7.4 Update on Project to Request Ministerial Changes with regards to Islands Trust – Briefing

CAO Hotsenpiller introduced the briefing.

Discussion ensued on the following:

- There should be a clear distinction between work on the March 2022 Governance Review Report, and a request to the Province for a review and changes.
- Development of a structured process for the Committee to address what legislative changes to consider.
- Committee members to bring discussion points regarding what legislative changes they wish the Province to make.

- Detailed consideration of resolution TC-2022-072, items a. through f. and whether those requests still apply:
  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.
- The democratic principle of representation by population.
- Governance Committee Chair to update Trust Council at its June/September meeting regarding its next steps to address this work item.
- Discussion followed that, in addition, for the July 12, 2024, Governance Committee meeting, members come prepared with any specific questions to ask the consultants of the Governance Review report.

Trustee Gauvreau left the meeting at 11:56. a.m.

## 8. BUSINESS - OTHER

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

The Governance Committee reviewed the request for decision.

Discussion to add to the draft text for inclusion in the Annual Report (Attachment 1. Page 44 of the agenda package) under the 2023-24 Highlights, a bullet to describe the following:

- The Governance Committee continues work regarding a Provincial Review request on the legislative and governance structure of the Islands Trust.

**GC-2024-017**
**It was Moved and Seconded,**
That the Governance Committee delegate any amendments to Chair Gedye for revisions to the Annual Report text as presented, for Executive Committee's approval to Trust Council by May 28, 2024.

**CARRIED**

## 9. BUSINESS – NEW

### 9.1 Discuss the possibility of a Governance Committee recommendation to Trust Council regarding a voting threshold for the Islands Trust Policy Statement

Discussion followed that, this issue may be considered at the Committee of the Whole meeting being held May 30, 2024.

## 10. MATRIX WORK PROGRAM

Received as presented.

**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 -** None

**14. ADJOURNMENT**

**GC-2024-018**
**It was MOVED and SECONDED,**
That the Governance Committee meeting be adjourned at 12:13 p.m.

**CARRIED**

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Judith Gedye, Chair

Certified Correct

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Lori Foster, Recorder