



Trust Council Select Committee Governance and Management Review Revised Agenda

Date: May 31, 2021
Time: 1:00 pm
Location: Electronic meeting, Public venue
Islands Trust
200-1627 Fort Street
Victoria, BC V8R 1H8

| | Pages |
|---|---------|
| 1. LAND ACKNOWLEDGEMENT | |
| 2. APPROVAL OF AGENDA | |
| 3. ADDOPTION OF MINUTES/COORDINATION | |
| 3.1. May 10th draft minutes | 3 - 6 |
| 3.2. Resolutions Without Meeting - None | |
| 3.3. Follow-up Action List (FUAL) | 7 - 7 |
| 4. BUSINESS ITEMS | |
| 4.1. Discussion on Great Northern Proposal - attached | 8 - 30 |
| 4.2. Discussion on Revised Project Timelines - attached | 31 - 31 |
| 4.3. Advocacy and Online Survey | |
| 4.3.1. <i>GNMC email memo re: advocacy and opinion survey</i> | 32 - 33 |
| 4.4. Review Select Committee Meetings Schedules | |
| 4.5. Other Issues for Discussions | |
| 5. NEW BUSINESS | |
| 6. NEXT MEETING | |
| To be determined. | |

7. ADJOURNMENT



Trust Council Select Committee Governance and Management Review Minutes of Special Meeting

Date: May 10, 2021
Time: 1:00 pm
Location: Electronic meeting, Public venue
Islands Trust
200-1627 Fort Street
Victoria, BC V8R 1H8

Members Present: Lee Middleton, Chair, Saturna Island Trustee
Kees Langereis, Vice Chair, Gabriola Island Trustee
Paul Brent, Saturna Island Trustee
Steve Wright, South Pender Island Trustee
David Critchley, Denman Island Trustee
Deb Morrison, North Pender Island Trustee, regrets
Ben McConchie, North Pender Island Trustee, regrets
Peter Luckham, Thetis Island Trustee

Staff Present: Russ Hotsenpiller, Chief Administrative Officer
Lori Foster, Executive Coordinator/Recorder

Others Present: 5 members from Great Northern Management Consultants, as noted in item 4.1.

1. LAND ACKNOWLEDGEMENT / CALL TO ORDER

At 1:02 p.m. Chair Middleton called the Select Committee meeting to order stating gratitude to live and work on Coast Salish First Nations traditional and treaty territory.

2. APPROVAL OF AGENDA

By general consent, the agenda was approved as presented.

3. ADOPTION OF MINUTES/COORDINATION

3.1 April 19, 2021 draft minutes

SC-2021-032

It was Moved by Trustee Kaile and Seconded by Trustee Langereis,
That the April 19, 2021, draft minutes be adopted as presented.

CARRIED

3.2 Resolutions Without Meeting

A report was included in the agenda package.

3.3 Follow-up Action List (FUAL)

SC-2021-033

It was Moved by Trustee Luckham and Seconded by Trustee Langereis,

That the Select Committee request staff to prepare a “committee suitable” rendition of the successful proponent’s proposal for the committee.

CARRIED

4. BUSINESS ITEMS

4.1 Introduction of Select Committee members and consultants

Select Committee members introduced themselves to the Great Northern Management Consultants (GNMC) team. It was noted regrets were received from Trustee Morrison and Trustee McConchie.

GNMC team was introduced as follows:

- Charles Kelly – project manager
- Maryantonett Flumian (MF) - governance specialist
- Eric Vance – land use expert
- Jim Roche – advocacy specialist
- Lorraine Cole – administrator

4.2 Role of Select Committee

Discussion was heard on:

- Holding monthly meetings of the Select Committee,
- GNMC work plan proposal,
- Monitoring work plan by Select Committee.

4.3 Role of staff

Chief Administrative Officer (CAO) Hotsenpiller spoke to roles of staff facilitating information and monitoring the proponent’s contract.

4.4 General comments and direction by Select Committee

4.4.1 Communications of the project

Discussion followed on issuing a news release regarding the project.

4.5 Presentation of consultants' work plan

Each of the Great Northern Management Consultants gave a verbal overview of their areas of expertise and how they would be conducting the review including carrying out public survey and holding interviews with trustees and staff.

Select Committee discussed extending the final project report to March 2022 Trust Council.

SC-2021-034

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

That the Select Committee moves that the Management Review final report deliverable date be extended to March Trust Council with the final report to be received by April 30, 2022.

CARRIED

SC-2021-035

It was Moved by Trustee Luckham and Seconded by Trustee Langereis,

That the Select Committee request staff create a press release regarding the issuance of the contract with a simple facts message.

CARRIED

4.6 Discussion

There were no final comments.

5. NEW BUSINESS - None

6. NEXT MEETING

SC-2021-036

It was Moved by Trustee Kaile and Seconded by Trustee Critchley,

That the next meeting of the Select Committee be held Monday, June 7, 2021 at 1:00 p.m.

CARRIED

SC-2021-037

It was Moved by Trustee Luckham and Seconded by Trustee Langereis,

That motion SC-2021-036 be rescinded.

CARRIED

SC-2021-038

It was Moved by Trustee Wright and Seconded by Trustee Kaile,

That the next meeting of the Select Committee be held Monday, May 31, 2021, at 1:00 p.m.

CARRIED

7. ADJOURNMENT

SC-2021-038

**It was Moved by Trustee Kaile and Seconded by Trustee Brent,
That the meeting be adjourned at 3:13 p.m.**

CARRIED

Lee Middleton, Chair

Certified Correct

Lori Foster, Executive Coordinator/Recorder

DRAFT



**Select Committee (SC)
Governance and Management Review
Follow-up Action List (FUAL)**

| SC Mtg | WHO / Activity | TO | TARGET |
|-------------------------------------|--|-----------|-------------------------------------|
| SELECT COMMITTEE | | | |
| <i>May 10, 2021</i> | The Management Review final report deliverable date be extended to March Trust Council with the final report to be received by April 30, 2022. | | April 30, 2022 In progress |
| CAO HOTSENPILLER | | | |
| <i>May 10, 2021</i> | Prepare a “committee suitable” rendition of the successful proponent’s proposal for the committee. | CAO | <i>May 31, 2021 DONE</i> |
| <i>May 10, 2021</i> | Staff create a press release regarding the issuance of the contract with a simple facts message. | CAO | <i>May 31, 2021 In progress</i> |
| EXECUTIVE COORDINATOR FOSTER | | | |
| <i>May 10, 2021</i> | Adopt the April 19, 2021 minutes as presented. | SC | <i>May 31, 2021 DONE</i> |
| <i>May 10, 2021</i> | Schedule the next Select Committee for Monday, May 31, 2021, at 1:00 p.m. | SC | <i>DONE</i> |
| <i>Standing Item</i> | Prepare draft minutes for next meeting – (Consideration to Adopt) | SC | <i>DONE</i> |
| <i>Standing Item</i> | Create Draft agenda in E-scribe - circulate agenda package for next meeting | SC | <i>DONE</i> |
| <i>Standing Item</i> | Update FUAL for next meeting agenda | SC | <i>DONE</i> |



GNMC

April 6, 2021

**Proposal to Conduct a Governance and Management Review
of the Islands Trust**

Reference Number: RFP Number: RFP21-IT-01

Great Northern Management
Consultants Inc.

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Background and Context

The Province of British Columbia created the Islands Trust in 1974 to preserve and protect the trust area and its unique amenities and environment for the benefit of residents of the trust area and of the province generally.

The Islands Trust area is situated in the territories of the Coast Salish Peoples. Since 2015, the Trust has been committed to the implementation of policies and principles guided by its First Nations Engagement Principles Policy. “The Islands Trust Council is committed to establishing and maintaining mutually respectful relationships between Indigenous and non-Indigenous peoples”.

In 1977, the Province of British Columbia amended the Islands Trust Act and in 1989 it made further changes to administrative governance by establishing the Trust Council and the Executive Committee. In 2007, the Stantec Report provided some review of governance and management. The Trust has not conducted an independent comprehensive review since its creation.

At this time, the Islands Trust Council, with an eye to the future, is seeking to retain a management consultant to review the Governance, Management and Operations of the Trust and gauge its effectiveness in meeting its ‘preserve and protect’ mandate. The work would gauge what is done well, and what can be improved.

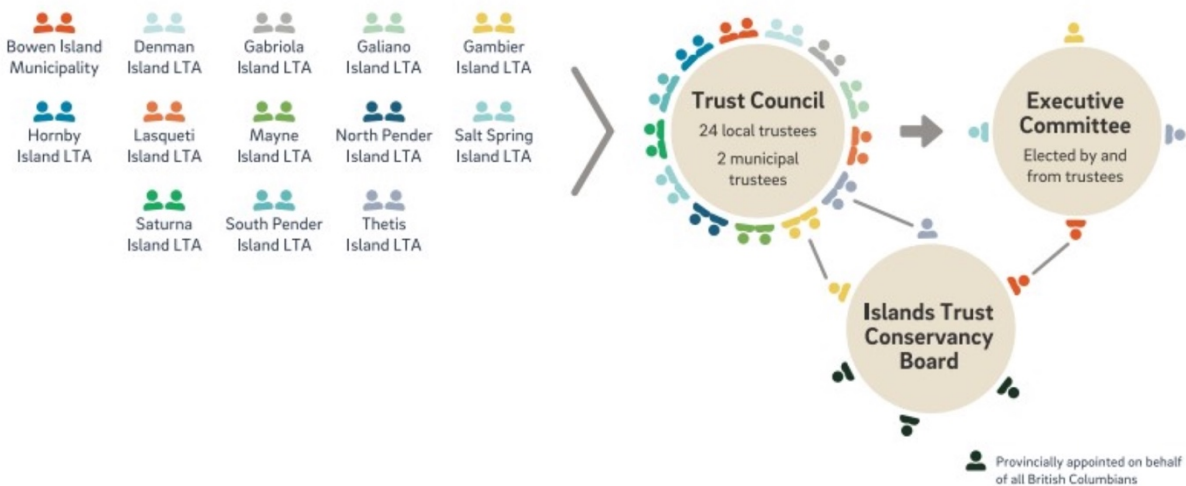
The reasons the Province created the Islands Trust in 1974 are still valid today: “to preserve and protect the trust area and its unique amenities and environment for the benefit of residents of the trust area and of the Province generally, in cooperation with municipalities, regional districts, improvement districts, other persons and organizations and the Government of British Columbia”.

The Islands Trust Council is responsible for carrying out Provincial objectives. The Province approves the Islands Trust policy statement. The Trust Council also adopts a Strategic Plan with priority areas related to the policy statement and adopts an annual budget to support activities.

The Islands Trust achieves its mandate in several ways. At the local level, the Islands Trust carries out its work by local trust committees (a special purpose form of local government). The Trust gains its authority for land use planning and regulation under the BC Local Government Act.

Governance Structure

The islands of the Islands Trust Area are grouped into twelve 'local trust areas' (LTAs) and one 'island municipality'. Every four years, each island group elects two trustees to represent electors, when local elections are held throughout British Columbia. These twenty-six trustees sit on the Islands Trust Council, which in turn elects four of its members to sit on an Executive Committee.



Note: For the purposes of this review we recognize that the Islands Trust Conservancy Board is out of scope.

Over the last many years the Government of British Columbia has adopted significant policy shifts in the areas of Indigenous Peoples and Climate Change. With the Government's introduction and passage of Bill 41 – The Declaration of the Rights of Indigenous Peoples Act, recognizing and adopting the UNDRIP Declaration, the Islands Trust finds itself in new circumstances and new opportunities to inform this relationship.

With the passage in 2018 of the Climate Change Accountability Act, BC has provided a framework to develop reports on Climate Change risks and progress. In 2019 amendments to this act introduced a broader Climate Accountability Framework that requires more detailed and regular reporting requirements. Plans and actions to mitigate and manage Climate Change risks are also an important component.

GNMC will take all of these evolving and dynamic priorities into account in developing recommendations.

Scope and Objective

As the RFP outlines, the review of the governance, management and operational structure will focus on the effectiveness of three key elements:

- (a) Governance in determining the strategic direction of the organization
- (b) Planning services, and
- (c) Advocacy activity

Governance

In respect of this review Governance represents the policies and processes by which the work of the organization is directed and managed, not the framework of the legislation which enables the authority and limitations on authority of the organization.

Effectiveness will be measured against the abilities of the three key elements identified above and will be used to benchmark performance including efficacy and adequacy and baseline measurements against which future performance can be gaged.

GNMC has extensive experience in exploring and developing approaches to responsible and responsive governance in Canada and abroad through Maryantonett Flumian. Our primary goal will be to promote and share good practices, through offering actionable solutions and continuous improvements in order for the Islands Trust to deliver on their mission. Mrs. Flumian's work spans public governance, Board and Organizational governance, Indigenous Governance and Modernizing Government both in Canada and internationally.

Governance is a deciding component of organizational effectiveness. Effective governance ensures objectives are realized, resources are well managed and the interests of stakeholders are reflected in key decisions.

GNMC believes that governance arrangements need to be customized to take account of an organization's particular mission, people, culture, traditions, relationships and other considerations that may be relevant to their unique situation. To that end, our approach will be framed around a set of core principles for public purpose organizations that have been derived from international standards.

We will strive to always link principle to actionable practice.

As President of the Institute on Governance, Mrs. Flumian adopted five principles of Good Governance to guide the work. These good governance principles include:

1. **Legitimacy and Voice:** incorporates elements of participation of all legitimate interests in decision-making along with a consensus orientation that seeks to mediate and achieve broad agreement supported by policies and procedures.
2. **Direction:** recognizes the value of strategic vision including a broad and long-term vision that is aware of the environment the organization operates within.
3. **Performance:** recognizes the value of responsiveness to stakeholders with a results-oriented approach that makes effective and efficient use of resources.
4. **Accountability:** recognizes that decision-makers are answerable to their shareholder and the public, which can be enhanced through the transparency of a free flow of information.
5. **Fairness:** recognizes that equitable opportunities are available to all individuals in a governance system, supported by impartial legal/policy frameworks.

Mrs. Flumian adapted these principles from the United Nations Development Program (UNDP) for a focus on public sector organizations. These principles will be customized

to take into account the Islands Trust particular mission, people, culture, traditions, relationships and other considerations that may be relevant to your unique situation. We believe that framing our work around a set of enduring core principles for your public purpose organization derived from international standards provides a benchmark against which to create a baseline and benchmark performance for future improvements that can be assessed today and in the longer term.

In the context of the Five Principles of Good Governance, and bearing in mind the single employee governance model at the Islands Trust, the dynamic relationships between the Trust Council, the Executive Committee, and the Chief Administrative Officer will be an important area of focus.

The Islands Trust area is situated in in the territories of the Coast Salish peoples. Living up to the First Nations Engagement Principles Policy will require that to give life to Reconciliation and adhere to the provincial legislative framework, including UNDRIP principles, that representatives of the Coast Salish reclaim some role in stewardship of this Salish Sea. This will need to be explored in light of the “preserve and protect mandate”.

We are mindful of the multi-stakeholder and federated governance approach that the Islands Trust represents. We recognize that public organizations that engage in consensus-oriented decision making must balance a process that is both formal and deliberative with efficiency and effectiveness. The various stakeholders will often have complex and competitive dynamics that need to be managed in a cooperative and sensitive manner to ensure effectiveness. Managing in this complex environment will be key to advancing the agenda for the Islands Trust.

The scope of observations and recommendations on governance will be guided by our governance expertise, including best practices and benchmarking and interviews of all 26 Councillors, select staff, key First Nations, and provincial officials. A questionnaire will be developed to guide the interview process. It will be discussed with and approved by the Steering Committee. These interviews will form the basis for future recommendations.

Planning Services Activities

A high-level review will be conducted on the current planning processes and policies with an assessment of effectiveness of current land use planning experiences. The Subject Matter Expert, Eric Vance has provided land use planning and strategic planning and management advice to over 35 local and regional governments in BC.

Drawing on this experience, insights will be presented on comparative processes and policies of other land use planning organizations in the province. Also the current multiple OCP's will be assessed compared to practices in other jurisdictions. The Islands Trust Act is unique in many respects and as such will be considered in both comparisons and in recommendations on effectiveness, and policy/processes clarity. Benchmarks for effective delivery of services will be included in the reporting.

The issues identified in the review process will inform the advocacy research tools and the interpretation of the research. Mr. Vance's planning expertise will also inform the recommendations in the reporting phases.

Advocacy Activity

For the purpose of this proposal, it is understood the Advocacy function includes those activities intended to build awareness, understanding, and support for the Islands Trust itself, as well as to advocate on its behalf, and on behalf of those issues that are of concern to the Trust.

Inasmuch as the Trust's mandate to preserve and protect is elaborated by requirements to do so for the benefit of residents and the citizens of British Columbia and in cooperation with other government bodies and other organizations, a review of the Advocacy function begins with a perception audit of residents and stakeholders to determine the degree of awareness that exists among key client groups, and the extent to which these groups have negative or positive perceptions of the Trust, and why.

The perception survey of residents would consist of a short questionnaire, administered electronically where practical, and not requiring more than 15 minutes of respondents' time. Those to be surveyed would constitute a representative sampling of community leaders and influencers from among the Islands population.

Representatives of relevant municipal regional districts, improvement districts, and provincial government ministries would also be surveyed, along with representatives of AVICC and UBCM. Also included would be representatives of key First Nations, non-government organizations and interest groups that work in collaboration with the Islands Trust, or that are aligned in respect of issues that the Trust has identified as being of importance to its mission. The survey would provide a sense, not only of general awareness and understanding, but also of the degree to which the Islands Trust is viewed as a trusted and helpful collaborator and partner.

Planning documents for the Advocacy function (annual plans, campaign-specific plans, external environmental assessments, etc.) will be reviewed, and assessed as to alignment with organization-wide (corporate) goals as stated in such documents as the Strategic Plan, the Annual Budget, and the Trust Policy Statement. Advocacy plans will be matched with actual work undertaken, as well as with evaluations, if any, of such work. Job descriptions and reporting relationships for those tasked with Advocacy duties will also be reviewed.

Ultimately, assessment of Advocacy's effectiveness requires a determination as to how well its efforts and resources are aligned with Islands Trust organizational goals, and the extent to which Island residents, partners, and stakeholders understand and support the Trust's activities. Results of the surveys will be an important factor in that assessment; the survey results can also be used to establish benchmarks by which future performance can be measured.

About Great Northern Management Consultants Inc. (GNMC)

GNMC is a Vancouver based management consulting firm that provides advisory services related to a number of broad-based industry organizations, and government organized NGOs.

Recent clients include Pacific Northwest Economic Region (PNWER), an organization of representatives from 5 US States, 3 Provinces and 2 Territories. GNMC participates as an advisor to the CEO on International and Cross Border Governance issues; Senior Advisor to the Executive Director of the Council of Construction Associations (COCA), an organization of members of the 22 largest construction industry associations in BC. GNMC also advises the Executive Director on public policy issues associated with the construction industry, the BC Government, WorkSafeBC, and local/regional governments.

The GNMC provides project management and marketing/advocacy services to the BC Construction Safety Association (BCCSAA). The BCCSA is comprised of Board representatives of construction industry executives, nominated by a dozen construction industry associations.

As an experienced project management firm, professional teams of subject matter experts are assembled to collaborate on specific consulting assignments coordinated by GNMC.

Proposed Core Team

GNMC resources are highly experienced subject matter experts who will address the Islands Trust request for strategic advice relating to overall governance, advocacy and planning. These are specialized disciplines that need to work together to bring forward an integrated workplan and report.

The GNMC proposed team will consist of Charles Kelly, Maryantonett Flumian, James Roche, Eric Vance and Lorraine Cole.

Charles Kelly

Project Role - Project Manager and Lead on managing the delivery of Subject Matter Experts consulting services to fulfill the contractual agreement and to meet an agreed upon timetable of services delivery. As the Project Manager Mr. Kelly will facilitate core team communications, collaborations and reporting. He will also directly participate in the initial review process and the sharing of input into governance, planning and advocacy activities. He will also participate in the one-on-one interview processes recommended in the governance and advocacy activities.

Career Summary - Charles Kelly has been the CEO of two national management consulting firms over 25 years. As the CEO he has advised a wide range of senior

executives and management in Canada's resource, information technology and financial services industries, Federal and Provincial Governments and NGOs. As a strategic advisor to IBM Canada's Public Sector Services, he participated in leading major systems services initiatives. Internationally he designed and led a team of former Ministers and Deputy Ministers to advise the Cuban Financial Ministries and Ministers on the Canadian experience with Crown Corporations as a model for transition to a more market-oriented economy, under a CIDA project.

As the Commissioner General for the UN World Urban Forum 3, he initiated a global on-line consultation process, recruited over 60 subject matter experts world-wide that engaged 39,000 participants from 139 countries. As Commissioner General he led the agenda development process through a Governing Council of 70 Nations.

He was the President of Concrete BC and represented BC's concrete industry through membership in numerous BC, National and International Boards of Directors. Currently, President of Great Northern Management Consultants he advises a number of BC construction industry associations on public policy strategies, government relations and communications. The construction industry is BC's largest employment sector and operates in every region of BC.

Maryantonett Flumian

Project Role – Mrs. Flumian will lead the Governance dimension of the work leveraging the experience she has gained over 40 years. Throughout her career she has worked to understand the links between legislation, structures, planning and processes and outcomes in an environment focussed on citizens. She will also assist the rest of the team in the alignment of key activities, corporate objectives and goals and performance benchmarks.

Career summary – Over a lifetime, Mrs. Flumian has worked with a variety of Federal, Provincial and Municipal governments and departments. She has also worked with governments to review agencies, board and commissions and developed training programs for appointees. She was the founding Deputy Minister of Service Canada, the senior official for the creation of the Government of Nunavut, and a Senior Advisor to the Government of Iraq on Governance and Financial Management.

In the last fifteen years Mrs. Flumian has increasingly worked with Indigenous leaders and communities across Canada. In addition to sponsoring national dialogues on 'Beyond the Indian Act and Reconciliation' on the west coast, she currently is working with the New Relationship Trust, the Musqueam Indian Band, the Huu ay aht Nation, the Huu ay aht Group of Businesses and HaiCo – the Economic Development Arm of the Haida Nation.

All this work is focussed on governance and economic development. With the New Relationship Trust the work also includes the Indigenous Clean Energy Initiative and the Clean Energy Legacy Fund – Towards Net-Zero Green House Gas Emissions.

James Roche

Project Role - Mr. Roche will lead the review of the Advocacy function at Islands Trust, leveraging the experience he has gained over twenty years directing two of Canada's leading public affairs agencies. Throughout his career, he has stressed the close connections and interdependencies among an organization's communications, advocacy, and stakeholder relations activities.

He will also assist with the assessment of the Trust's planning function, the alignment of key activities to corporate objectives and goals, and the identification of performance benchmarks.

Career Summary – Mr. Roche an extensive background in strategic planning, governance and advocacy. His solid track record in government and business provided an excellent platform from which to build a consulting practice that focussed on helping private and public sector clients plan and organize for success, while building support and partnerships to ensure the achievement of critical goals.

Mr. Roche has worked with a wide variety of departments and agencies at all levels of government, and has been closely involved with strategic planning and advocacy campaigns with many of Canada's leading private enterprises, including Canadian National, Bombardier, Air Canada, Canadian Imperial Bank of Commerce, and Bell Canada. He has been a long-time advisor to industry and professional associations including the Canadian Medical Association, Engineers Canada, Innovative Medicines Canada (research-based pharmaceutical companies), the Canadian Writers' Guild, and the Association of Canadian Airport Authorities.

On the Canadian west coast, Mr. Roche has worked with the World Wildlife Fund on its successful campaign to protect the Northwest rainforest, and he is a long-time advisor to the B.C. Coast Marine Pilots, focussing on off-shore tanker safety campaigns, noise reduction initiatives to protect Southern Resident whales, and building constructive relationships with coastal Indigenous communities.

Eric Vance

Project Role - Mr. Vance will take a very high-level review of the current state of land use planning and what might be the future priorities and options for governors and officials. The review will involve an assessment of the effectiveness of land use planning, policies and processes. Drawing on his expertise as a professional planner and management consultant and experience in advising over 35 BC local and regional governments, he will advise on comparative measurements with other land use planning organizations.

His expertise in land use planning will contribute to the development of the research tools and interpretation of the results and recommendations associated with land use planning.

Career Summary – Mr. Vance MA, MLAI, FCMC, FCIP, RPP has over 40 years of experience as a professional planner, economist, management consultant and educator. During the course of his career, he has undertaken hundreds of land use planning projects of all types on both the policy and development sides. The majority of these projects have been for municipalities and regional districts throughout BC.

As well as working on a number of Official Community Plans and neighbourhood/area plans, he also contributed to the current Metro Vancouver Regional Growth Strategy and the Livable Region Strategic Plan before that. He also worked on the first Regional Growth Strategy created in BC, which was for the Thompson-Nicola Regional District in the mid-1990s after the provincial legislation was enacted.

Mr. Vance also has a strong background in management consulting, having spent 11 years with Coopers & Lybrand (now PricewaterhouseCoopers), Chartered Accountants and Management Consultants. That work included reviews of the performance of both public and private sector organizations.

He holds the unique distinction of being the only professional in Canada who is a Fellow of both the Canadian Institute of Planners and the Canadian Association of Management Consultants.

He is also an Adjunct Professor in the Planning Program of the Graduate School of Resource and Environmental Management in the Faculty of Environment at Simon Fraser University.

Lorraine Cole

Project Role – Ms. Cole will provide overall coordination and administration on the project. She will also assist with research and document review.

Career Summary – Ms. Cole has over thirty-five years of experience in both the Federal Government of Canada and with the Not-for-Profit sector across the spectrum of Human Resource Management and Administration. Most recently she has been providing advice and guidance in Human Resource Management to a number of Indigenous communities in western Canada.

Evaluation Criteria

| | MANDATORY REQUIREMENT | MET? (Y/N) | PAGES DEMONSTRATING HOW REQ. IS MET |
|-----------|--|-----------------------|--|
| M1 | The proposal must be received at the Closing Location before the Closing Time | Y | 1 |
| M2 | The proposal must be in English | Y | 1 |
| M3 | The proposal must be submitted using one of the submission methods set out on the cover page of the RPF and in accordance with Section 2.3 | Y | BC Bid |
| M4 | The proposal must either (1) include a copy of the cover page that is signed by an authorized representative of the Proponent or (2) otherwise identify the RFP, identify the Proponent and include the signature of an authorized representative of the Proponent that confirms the Proponent's intent to be bound, or (3) be submitted by using the e-bidding key on BC Bid in accordance with the requirements set out in Section 2.2 | Y | E Bidding Key on BC Bid |

| | Weighted Requirements | Points | PAGES DEMONSTRATING HOW REQ. IS MET |
|-----------|-----------------------------------|---------------|--|
| W1 | Capabilities (Section 5.1) | /40 | 8-11 17-23 |
| W2 | Approach (Section 5.2) | /40 | 4-7 13-16 |
| W3 | Price (Section 5.3) | /20 | \$75,000 |

Approach

The unique and recondite nature of the Islands Trust calls for a careful project start-up to help ensure a full understanding of the organization and the context in which it operates.

1. Work Planning: GNMC will begin with an initial work planning meeting with the Steering Committee and designated staff contacts (as identified in the RFP) from the Islands Trust to clarify expectations, confirm the scope of work, methodologies to be used, including consultation instruments, and review and finalize the proposed work plan. The work planning meeting may also consider additional sources of evidence, to be included as part of the project. The proposed work plan will be presented to the Steering Committee for comment and approval.

The work planning meeting provides for a shared understanding of the review and an approved work plan for the lifespan of the project. GNMC also plans to discuss the process for providing regular updates to the Steering Committee to ensure deliverables are on time and on budget. Finally, the meeting would be used to discuss various aspects of the Islands Trust context and the governance implications.

It is proposed that the consultants will meet with the Steering Committee on a monthly basis through to the submission of the final report in mid-November 2021. Given the current circumstances, these meetings would take place via Zoom and updates would be presented in deck format.

2. Document Review: Following this, GNMC will conduct a document review of all relevant Islands Trust governance documents, including documents related to its legal framework, policies, terms of reference and other relevant documents. The purposes of the document review are two-fold: the first is to ensure that GNMC has a sound understanding of the Islands Trust's governance framework and practices prior to developing the interview guide and conducting the interviews; and, second, it is an opportunity to identify any potential gaps, overlaps or inconsistencies among policies, and potentially an opportunity to offer some suggested good practices that might be considered in policies. The document review would include (but not limited to):
 - Review of foundational documents - Islands Trust Act 1974 and amendments of 1977/1989; documentation elaborating on the Trust Objectives; Strategic Plan; Annual Budget; Trust Policy Statement bylaw; relationship to the Local Government Act and Community Charter Compliance and info/review of First Nations Reconciliation activities
 - Review of other background information - Stantec Report 2007; information on Bowen Island transition to municipality; information on Salt Spring Island initiatives to achieve municipal status
 - Review strategies and experiences to meet Climate Change objectives and First Nations Reconciliation goals

- General literature search and review
3. Interviews: GNMC will draft an interview consultation instrument that will be validated by the Steering Committee. The interview guide will set the framework for the one-on-one conversations, and will focus on a variety of topics, including (the list of governance topics to be addressed will be confirmed at the project launch meeting):
- Trust Council roles and responsibilities
 - Executive Committee roles and responsibilities
 - Local Trust Committee roles and responsibilities
 - Roles and responsibilities of the three standing committees (Financial Planning; Regional Planning and the Trust Programs Committee)
 - Legal frameworks, bylaws, policies and procedures
 - Management and Organizational Structures
 - Climate Change Issues
 - First Nations Reconciliation

The Survey/Interview Methodology has two separate components for different audiences. A broader advocacy perception survey focused on external and community perceptions and more focussed interviews on “governance variables”, directed to Trust Council Members. The interview survey is an aide to the strategic direction responsibilities of the TC itself.

GNMC will schedule and conduct one-on-one confidential, telephone interviews or in-person interviews with a roster of key individuals agreed to with the Steering Committee. Typically, governance reviews include interviews with the trustees, Chief Administrative Officer and senior staff, key First Nations and staff of the Ministry of Municipal Affairs. Upwards of 40 interviews will be required for the project.

The perception survey of representatives from island communities and stakeholder groups will be undertaken in parallel with the interviews of Islands Trust councillors, senior staff, and key interlocutors. The list of proposed respondents for the perception survey will be reviewed with the Steering Committee. Results of the perception survey, gauging awareness of, and attitudes towards the Trust, together with the advocacy documentation review described above, will lead to a “gap analysis” identifying areas where the Trust’s advocacy and communications activities can be improved.

4. Interim Report: GNMC will then analyze the results of the data collection phase and prepare a “current state” analysis report of the Islands Trust governance, management, advocacy, policies, procedures, and performance metrics including strengths and potential areas for improvement at the mid-point of the review. Where areas for improvement have been identified, GNMC, drawing on its own experience and knowledge of best practices and the evidence gathered as part of this project,

will provide options for consideration and/or recommendations for governance improvement and in the efficiency and effectiveness of the organization in carrying out its mandate that delivers value for resources expended. As part of this report GNMC will also provide performance benchmarks so the Islands Trust can measure future improvements.

It is expected that this report will be presented in September 2021.

5. Comments on Interim Report: GNMC will receive comments from the client on the interim report as part of the evidence-base for the review.
6. Draft and Final Report: GNMC will prepare a draft report for comment by the third week of October with comments incorporated into a final report prepared for the client and delivered by mid-November 2021.
7. Presentation: Finally, GNMC will prepare and lead a half-day discussion with the Islands Trustees on the results of the governance review and options/recommendations (subject to confirmation by the client). Along with the final report, GNMC will prepare a deck presentation of the findings and recommendations for this meeting.

Please note that this methodology can be adjusted based on your requirements.

If awarded this contract GNMC will make the proposed resources available and would be happy to work with the client to refine timelines as required.

| Proposed Work Plan | |
|--|---|
| Activity | Timeline |
| <p>Project Planning</p> <ul style="list-style-type: none"> • GNMC will meet with the client representative to confirm the proposed work plan, timelines and approach. This could include a further discussion with other individuals as identified. | Immediately following the rewarding of the contract |
| <p>Document Review</p> <ul style="list-style-type: none"> • GNMC will review key governance documents including the Islands Trust constitution, bylaws, terms of reference, policies, relevant Acts, and other relevant documents provided by the client. | One month from the start of the contract |
| <p>Data Collection</p> <ul style="list-style-type: none"> • In consultation with the client, GNMC will develop an interview guide that will provide a template for gathering feedback that will help shape analysis, options and recommendations for the Islands Trust • GNMC will conduct upwards of 40 one-on-one confidential interviews by telephone (approximately 60 minutes each) with | 2 months depending on availability. |

| Proposed Work Plan | |
|--|----------------------------|
| Activity | Timeline |
| <ul style="list-style-type: none"> all Trustees, identified senior staff key First Nations and other relevant stakeholders. Advocacy questionnaire (perception survey of residents) | |
| Interim Report <ul style="list-style-type: none"> GNMC will prepare and present to the client representative an interim report summarizing the findings of the review at the mid-point of the project. | September 21, 2021 |
| Draft Report <ul style="list-style-type: none"> GNMC will prepare and present to the client representative a draft report incorporating all lines of evidence that underpin the review along with draft recommendations for improving the Island Trust's governance structures, practices and processes. AND WHAT ELSE | Third week of October 2021 |
| Client Representative Feedback and Revisions <ul style="list-style-type: none"> GNMC will meet with the client representative to review and finalize the findings and recommendations. | Last week of October 2021 |
| Final Report <ul style="list-style-type: none"> GNMC will deliver to the client representative a final report of the governance review and the recommendations. | Mid-November 2021 |
| Presentation to Elected Trustees <ul style="list-style-type: none"> GNMC will prepare and present the key findings and recommendations to the elected Trustees. | November 30, 2021 |

GNMC will work with the client to refine the timelines, as needed.

Costing

Given the complexity of the issues under review, GNMC proposes a fixed-fee of \$75,000 based on the above project workplan.

Please note that these fees assume that key in-person meetings (when required) will take place in Victoria and that interviews will be conducted by telephone or Zoom.

Invoicing

GNMC will submit a partial invoice for work completed up to and including the interim report and a final invoice submitted upon completion of all deliverables.

Annex 1 – Detailed Resumes and References

Charles Kelly

Charles began his career as the Executive Assistant to Canada's Ministers of Finance and Housing. He founded The Canadian Public Affairs Consulting Group (CPA), based out of Vancouver, with an office in Ottawa. The firm advised some of Canada's largest resource, financial services and information technology companies on public policy, government relations and communications.

In 1993 he founded VISTA Strategic Information Management. VISTA focused on information management and project management services related to the external factors needing analysis for strategic direction setting, for corporations, government decision makers and NGOs. Notable clients included IBM Canada, SERCO PLC, Boart International, HudBay Minerals, Sherritt, CMHC, Ontario Non-Profit Housing Association and The Aboriginal People's Association.

He was recruited by the Government of Canada to be the Commissioner General for the UN World Urban Forum for Sustainable Cities. In that capacity he managed agenda development and resources to deliver this major United Nations event, on behalf of Canada, through a governing body representing 70 nations at UN Habitat. He managed professional staff in both Ottawa, Vancouver and Nairobi and a budget of over \$27M. The event included 12,000 participants representing 139 countries.

Charles then became the President of Concrete BC for 10 years and was a Board member of Concrete Canada, the National Ready Mix Concrete Association (US), the Pacific Northwest Building Resilience Coalition and the Canadian American Border Trade Alliance. He is currently a Board member of the United Nations Association in Canada, the Council of Construction Associations (BC), and the Advisory Council on Cross Border Governance for the Pacific Northwest Economic Region.

As President of Great Northern Management Consultants, he builds and manages teams of professionals to address complex governance and public policy issues.

Charles has served numerous community organizations Boards and was recognized with the Governor General's Community Service Award.

Charles purchased a property on South Pender Island, managed the development process to build a guest cottage on the property and participated in the public participation process to award the approval for building Poet's Cove at Bidwell Harbour.

Married with two grown children Charles resides in Vancouver, BC.

A graduate of Queens University.

Maryantonett Flumian

Maryantonett's work focuses on advising domestic and international clients on leadership, collaboration, governance, and the transformational potential of technology primarily in the area of citizen-centred services. Her practice areas include: helping to transform and modernize government services, and helping First Nations towards Self-Government.

Maryantonett also assisted the New Relationship Trust (NRT) in holding discussions with senior officials in Ottawa to assist in securing funding for the next generation of NRT programming. She is currently assisting the NRT with a review of its strategic direction and broad governance structures to ensure that the organization is optimally positioned to continue to evolve in support of achieving Nation-to-Nation relationships across the province. She is also assisting the Musqueam Nation in addressing Governance Policies and in transitioning to self-governance. Maryantonett recently conducted a Governance Review of the reporting and planning structures and processes of the Huu ay aht Nation. She recently worked directly with the Council of Mississaugas of the Credit First Nation (MCFN) to design an evolving model of Governance for the MCFN. She also assisted the MCFN in developing financial and fiscal planning documents and aided in the drafting of a Constitution and Law-Making Authorities.

Over a ten (10) year period as President on the Institute on Governance (IOG), Maryantonett led and directed extensive work in the area of Indigenous Governance that involved research and dialogue on reframing the issues of reconciliation, inclusion and governance. These events attracted highly respected speakers and participants from all aspects of governance. They served as a venue for Indigenous and non-Indigenous participants to discuss their visions for a shared inclusive future. As part of her work at the IOG, she provided advice and training to First Nations Governments across the country on governance for newly elected Councils.

During this time, she travelled the world learning and teaching models of Governance and Public Service Transformation. She worked in many South American, European and Asian countries for World Bank affiliates, the United Nations Development Program and the Government of Canada.

The highlight of this work was the eight years that Maryantonett spent working with a large team from the Institute on Governance on rebuilding governance models and fiscal arrangements in Iraq.

While working as a Senior Official for the Government of Canada Maryantonett was tasked with being the most senior federal official loaned to the Interim Commissioners Office for the creation and implementation of the Government of Nunavut. This provided her with extensive practical experience in the implementation of a functioning Government for the Inuit of Nunavut. This included everything from being responsible for building infrastructure to finalizing the structure of government, to hiring Deputy

Ministers and all senior officials, and to managing the first elections. The Public Government created in Nunavut also had to manage governance arrangements with the Nunavut Tunngavik (NTI) – the claims holder for the Nunavut Land Claims Agreement. The negotiations for implementation as well as oversight were provided by NTI (the Treaty Holder), the Government of the Northwest Territories and the Government of Canada. In these discussions, Maryantonett worked for the Interim Commissioner, Jack Anawak, representing Nunavut's interests. This is the largest implementation of Indigenous Government in Canada.

As the first Deputy Minister for Service Canada she was recognized globally for her executive-level advice and leadership in large scale service transformation, technology and change management. She also held the positions of Deputy Minister of Labour; Associate Deputy Minister of Human Resources and Skills Development and Vice-Chairperson of the Employment Insurance Commission; and Senior Assistant Deputy Minister of Western Economic Diversification.

As the Assistant Deputy Minister of Fisheries, when the Sparrow decision on Fisheries Rights was rendered by the Supreme Court, Maryantonett also designed and received Cabinet approval to implement the Aboriginal Fisheries Strategy. In this context she became extremely familiar with B.C. First Nations.

All of these endeavours provided significant practical experience in evolving Governance models. All of these assignments required a profound understanding of how culture and governance models must work together to shape arrangements that work for the people that need them. Western Governance models may provide insights but not necessarily the path forward in shaping sustainable governance arrangements that are supported by Constitutions and legal arrangements.

In addition, Maryantonett spent three years at the University of Ottawa initiating programming for the development of senior public service leaders.

Maryantonett received a Bachelor of Arts and a Master's Degree in history and completed comprehensive exams towards a PhD in the same subject at the University of Ottawa.

James P. Roche

Academic

- Bachelor of Arts (Political Science), University of Saskatchewan
1972
- Honours Bachelor of Arts (History), McGill University
1976
- Masters of Arts (History), McGill University
1980

Politics and Government

- Executive Assistant to the Leader of the Opposition, Legislative Assembly of Saskatchewan, the Honorable D.G. Steuart
1972-1974
- Executive Assistant to the Minister of Transport/Minister of Justice, Government of Canada, the Honorable Otto Lang
1976-1978
- Executive Assistant to the Minister of Transport/Minister of External Relations, Government of Canada, the Right Honorable Jean-Luc Pepin
1980-1983
- Special Advisor to the Minister of Agriculture, Government of Canada, the Honorable Ralph Goodale
1997
- Advisor to various Deputy Ministers, Government of Canada, including Western Economic Diversification, Transport Canada, and Industry Canada
1998-2000
- Project Director, Federalism and Decentralization Governance Project, Institute on Governance
2017-2018

Business

- Vice-President Strategic Planning; Vice-President Finance; and, Executive Vice-President and Chief Operating Officer, VIA Rail Canada
1983-1996
- Managing Partner, Governance Practice, SECOR Management Consultants
2000-2002
- President and Chief Executive Officer, GPC Canada Public Affairs (Victoria, Vancouver, Edmonton, Calgary, Toronto, Ottawa, Montreal, Quebec City)
2003-2008
- Founder and Managing Partner, True North Public Affairs
2008-2014
- Senior Associate, Global Public Affairs
2014-

Other Activities

- Chairman of the Board of Trustees, Canada Post Foundation for Mental Illness and Mental Health
- Vice-Chairman of the Board of Directors, Thirteen Strings Chamber Orchestra
- Member of the Board of Directors, Canadian Centre for Health and Safety in Agriculture

Eric Vance and Associates

Planning and Management Consultant

Eric has over 40 years of experience as a professional planner, economist, management consultant and educator.

Professional Specializations

Real Estate Development

Urban Land Economics

Land Use Planning

Economics

Economic Development

Socio-Economic Impact Assessments

Municipal Finance

Local Government

Natural Resource Development

Business Planning

Strategic Planning

Project Management

Market Analysis

Organization and Policy

Employment History

Senior Manager, Coopers & Lybrand, Chartered Accountants and Management Consultants, Vancouver, BC: 1981 - 1992

Director of Planning, City of Port Moody, BC: 1992 - 1995

Principal, Eric Vance & Associates, Planning and Management Consultants: 1995 - present

Teaching

Adjunct Professor, Graduate School of Community and Regional Planning, University of British Columbia: 1999 – 2010

Adjunct Professor, Planning Program, Graduate School of Resource and Environmental Management, Simon Fraser University: 2013 - present

Education and Professional Credentials

BA and MA degrees, Urban & Economic Geography, University of British Columbia

Registered Professional Planner and Fellow (RPP, FCIP), Planning Institute of British Columbia and Canadian Institute of Planners

Member and Fellow (FCMC), Institute of Certified Management Consultants of British Columbia and Canadian Association of Management Consultants

Member (MLAI), Lambda Alpha International (Vancouver Chapter) - The Honorary Society for the Advancement of Land Economics

Registered Member, Association of Professional Economists of British Columbia

Local Government Clients

Eric's practice is now primarily focussed on advising local governments. Examples of current and past local governments include:

| | |
|-----------------------------|-------------------------------------|
| City of Coquitlam | City of Surrey |
| City of Port Moody | City of Burnaby |
| City of Port Coquitlam | City of Vancouver |
| City of Maple Ridge | City of Abbotsford |
| Town of View Royal | City of White Rock |
| City of Richmond | City of New Westminster |
| District of North Vancouver | Corporation of Delta |
| City of North Vancouver | Township of Langley |
| District of West Vancouver | City of Pitt Meadows |
| City of Kelowna | District of Squamish |
| City of Parksville | City of Revelstoke |
| City of Prince George | City of Nanaimo |
| City of Kamloops | Metro Vancouver (GVRD) |
| City of Dawson Creek | Regional District of Nanaimo |
| Town of Smithers | Columbia Shuswap Regional District |
| District of Houston | Capital Regional District |
| District of Peachland | Thompson-Nicola Regional District |
| Red Deer County | Squamish-Lillooet Regional District |

Lorraine Cole

Professional Qualifications

Management Development Program for Women, Carleton University
 Human Resource Management Certificate, Algonquin College
 Undergraduate studies in Psychology, Carleton University
 Staffing Certification

Employment Background

Short and long-term Contracts (2008-09) (2018 to Present) - In the areas of human resource management, research and administration.

Executive Advisor & Office Manager, Institute on Governance (2009 – 2018) – Was responsible for the overall office management for the Institute on Governance including Human Resources, Finance and Information Technology. Provided the full range of Human Resources services to the IOG. Provided research and management assistance in support of projects in human resources, public governance, modernizing government and board governance to clients in Canada and Iraq.

Special Advisor to the Deputy Secretary to Cabinet, Privy Council Office (2008)
 Special Advisor to the Senior Associate Secretary, Treasury Board of Canada (2007-08)
 Senior Advisor to the Deputy Minister, Service Canada; Senior Advisor the Deputy Minister for Labour & the Associate Deputy Minister, Human Resources Development Canada (2001-07)

Senior Advisor to the Deputy Minister, Human Resources & Skills Development Canada (2004-05)

- Provided strategic and analytical advice to Deputy Ministers in advancing the objectives of the Department; apprised senior officials of emerging and ongoing issues and their status; and directed and coordinated the preparation, timing and content for briefings.

Manager, Executive Services, Canadian Firearms Centre (2000-01)

Planning Officer, Environment Canada (1999-2000)

Policy Officer, Office of the Interim Commissioner of Nunavut (1998-99) - Provided advice and recommendations in the establishment of the new administration of the Government of Nunavut in the areas of Human Resource Management, Finance and Intergovernmental Coordination.

Manager, Human Resources, Western Economic Diversification (1987-98) - Designed and developed training programs for managers and employees in the areas of human resource management. Provided advice and guidance to hiring managers in the use of the various recruitment tools. Developed recruitment strategies, job descriptions, selection criteria and rating guides.

Undertook a systematic review of department-wide functions and provided advice and guidance in the restructuring of a decentralized federal department including downsizing and reassignment of staff.

**Governance and Management Review of Islands Trust
Workplan Timeline
Revised May 15, 2021**

| Activity | Completion Date |
|---|---------------------------------------|
| Document Review | June 30, 2021 |
| Interviews and Survey <ul style="list-style-type: none">• Preparation• Execution | August 15, 2021 September 30, 2021 |
| Analysis of Document Review, Interviews and Survey Preliminary Findings | November 30, 2021 |
| Draft Recommendations | December 31, 2021 |
| Final Report | February 15, 2022 |
| Presentation of Report to Council | TBD |

From: charles.kelly@shaw.ca
Sent: Thursday, May 27, 2021 1:58 PM
To: Lee Middleton; Russ Hotsenpiller; Lori Foster
Subject: FW: memo to select committee regarding advocacy and opinion survey

Lee, Russ & Lori

Please include the following note to members of the Select Committee before our meeting on Monday.

Thanks

Charles Kelly

Note to Select Committee of Islands Trust Governance and Management Review regarding Advocacy and Opinion Survey

An initial review of Islands Trust documents relevant to advocacy, and discussions with responsible staff, suggests that the current advocacy function at the Trust does not lend itself to cost/benefit analysis or objective measurement of effectiveness, as called for in the RFQ.

That said, specific advocacy-related initiatives, such as legislative monitoring, representations on public policy issues, and surveys, will be reviewed and assessed, as will the Trust's approach to determining which issues are identified as advocacy priorities. Moreover, the Review will consider how advocacy might function going forward, including possible recommendations on clarifying what constitutes advocacy, how the advocacy function is organized within the Trust, the appropriate level of effort and resources dedicated to the function, and how its effectiveness might be measured.

Great Northern's proposal in response to the Islands Trust RFQ included a "perception audit" to determine awareness and attitudes to the Trust and its mandate. It was anticipated that an on-line survey of Island Trust residents, along with selected interviews with key external stakeholders and collaborators, could help measure the impact of advocacy initiatives and activities. Practical and substantive reasons would now suggest that a survey of residents may not be the best use of limited time and resources.

The focus of advocacy activities that have been undertaken are largely externally focussed, concentrating on matters of interest to the Trust but under the jurisdiction of other levels of government. A survey of residents would not contribute significantly to an assessment of such initiatives. In the absence of internally-focussed advocacy or communication campaigns, documented in terms of tactics used and desired outcomes, there is no point in a survey intended to help determine if results matched expectations.

While Trust staff have offered to help deliver a survey to the extent possible given limited resources and capacity, there is reason to doubt that a survey undertaken in the context of the Review could deliver meaningful results. Other Trust consultations with residents are currently underway, and other surveys have been undertaken as recently as February of this year, as well as in 2019, 2016 and 2011. Also, the effort required to create community awareness of the survey, and ensure both a robust response rate and representative participation of all demographics across the Trust area, pose significant challenges.

In light of the above, the optimal approach would be to not proceed with a survey of Island Trust residents, but instead augment interviews with councillors, staff, and third parties (including both Trust area residents

and “outsiders” with shared interests and other connections to the Trust). Also, the Review will explore if, how, and when a future public opinion survey undertaken by the Trust itself might best inform Council of residents’ concerns and requirements and, at the same time, establish a valid benchmark by which progress can be measured concerning agreed-upon advocacy-related goals.