



TRUSTEE SPONSORED REQUEST FOR DECISION

To: Trust Council **For the Meeting of:** December 1, 2020

From: Paul Brent, David Critchley,
Michael Kaile, Kees Langereis,
Ben McConchie, Lee
Middleton, Deb Morrison,
Cameron Thorn, Steve Wright. **Date Prepared:** November 8, 2020

SUBJECT: Islands Trust Governance and Management Review 2021

RECOMMENDATION: Trust Council fund a comprehensive independent review of Trust Governance and Management to achieve the objectives outlined in the attached Governance and Management Review 2021 document.

CHIEF ADMINISTRATIVE OFFICER COMMENTS: (Nov 17, 2020) The following comments are in support of the best possible outcomes for the Islands Trust and they primarily focus upon functional elements within the terms of reference, any current policies that would apply and administrative/operational considerations. These are preliminary comments and should this project proceed, more in depth analysis is certainly possible.

As presented, the proposed Governance and Management Review is a wide ranging project with a number of significant areas of enquiry. It has been provided in the form of a draft Terms of Reference in support of a future Request for Proposals. The Review seeks review of most of the functional areas of the Islands Trust and includes a focus upon the development of identifying measurable indicators of success in the following: governance in terms of effective and efficient fiscal oversight of the daily and strategy direction of the organization, advocacy, planning services, performance measurement and some elements of visioning. It excludes the Islands Trust Conservancy.

Terms of Reference: It is assumed that this is an overview of what would be included in an actual Terms of Reference and not an actionable document. In development of a final terms of reference consideration should be given to the following:

It is recommended that the outcomes or deliverables of such a review be made as specific as possible to focus on areas of key concern that will in turn lead to measurable and successful change. A formal process of problem or issue identification may assist. At present the document does not clearly delineate project specifics which in turn could lead to variable results or recommendations from the consultant. Consideration of how the results of the various study elements are integrated to a successful conclusion and an overall vision for the organization may also be helpful.

It would be of value for Trustees to agree on common understanding of governance, management, operations, and other terms in the document. A number of concepts, dates, and descriptions are not accurate. Further, a number of terms or descriptions should be revised to ensure that the reader/bidder is not lead to a conclusion. For instance, the description of the advocacy function is incorrect/limited, planning staff are not municipal planners, the current land use function does not rely on advocacy.

The governance section seeks analysis of governance structure and its relative performance over time. As governance structure is set by legislation, any discussion of governance structure should include in the deliverables, requests for potential legislative change. Accordingly, as the Islands Trust is a creature of the Province, some inclusion of the role of the Province in the Review should be included in the report, perhaps as a member of the Steering Committee.

It is recommended that that a communications plan be developed with key messages for responding to enquiries and providing information to the public. The Review will attract public interest and it may be of value to include a communications function in the Terms of Reference and RFP.

Consideration should be given to how the Review will address Trust Council's Reconciliation Principles and any input from First Nations with regard Trust performance.

In addition, there may be value in including some public/stakeholder outreach as part of the project or at least addressing external input.

Any progressive means of performance management can make an organization better. In this case it critical that the unique structure and legislative framework of the Islands Trust and its 'baked in' inefficiencies, need to be understood by any successful consultant as they develop comparables in any area of Trust function. This understanding should be included in selection criteria.

Usually staff assist with the development of Terms of Reference to ensure industry standards and to assist in the development of specific outcomes or deliverables and this is recommended if the project proceeds.

Operational support: The Review would become a significant project of the Islands Trust by its nature and scope, and should be amended to the Strategic Plan as a priority. The consultant will need support to understand the unique structure, governance, processes and legislation that applies to the Islands Trust. Information will need to be provided on relevant history, LTC decisions over time, Trust Council decisions, planning statistics and reporting, budget and finance, advocacy outcomes and work planning. The Review will require interviews and discussion with staff, trustees and possibly First Nations and stakeholders/ community. A coordination function/capacity should be considered or the CAO/Executive Branch of the Islands Trust should be designated as primary contact with appropriate direction for reprioritization of current work.

Procurement: Procurement Policy 6.5.3 does not contemplate elected officials participating in the selection of consultants or directing of work, which is in keeping with best practises in local governance and the industry standard. There is no rationale included in the RFD that would explain the need for elected officials to award the contract. The regular process would have staff develop the bid package with attendant criteria (developed by Steering Committee), a release to BC Bid and a staff recommendation on the successful proponent based on a pre-determined system of scoring.

Process: The recommendation of a Steering Committee is a good one, providing for overall direction of the Review and engaging with the consultant on a regular basis. It is recommended that the Chair of Trust Council, as the spokesperson for the organization, would sit on anybody that fundamentally reviews its vision, policy and operations.

Implementation The Review would impact some ongoing work and Trust Council should give consideration to projects such as:

- Policy Statement Project

- Local Planning Services Renewal

- Request of the Province for additional funding

- Requests for legislative change

Budget considerations: This work is not in the current budget or strategic plan and if initiated during 2020/21 would need a budget amendment and if included in 2021/22 would need to be included in the current budget planning process.

1 PURPOSE:

The purpose of the review is outlined in the attached terms of reference document.

2 BACKGROUND:

Background is provided in the attached terms of reference document.

3 IMPLICATIONS OF RECOMMENDATION

ORGANIZATIONAL:

The review of Trust Governance and Management is designed to be led by a professional management consultant overseen by a Committee of Trustees and the CAO and as such is organized to have as little impact on daily operations as possible.

FINANCIAL:

The review is to be funded from Fiscal 2021/2022 surplus and is funded through a mechanism that will not displace existing or proposed line items.

POLICY:

IMPLEMENTATION/COMMUNICATIONS:

FIRST NATIONS:

OTHER:

4 RELEVANT POLICY(S):

5 ATTACHMENT(S):

Islands Trust Governance and Management Review 2021 (Gov Mgmt review Nov 10 20.pdf)

RESPONSE OPTIONS

Recommendation:

That Trust Council approve the entering into a contract with a management consultant firm (certified by the Canadian Association of Management Consultants) to undertake a comprehensive performance review of the Islands Trust's governance, management and operations, in accordance with the Terms of Reference attached as Appendix 1 to this Request for Decision using reserve funds from fiscal 2020/21 to a maximum of \$75,000. This work will be overseen by an ad hoc Steering Committee of Trust Council identified in the Terms of Reference Document attached as Appendix 1.

Alternative:

Prepared By:

Reviewed By/Date:

CAO comments added November 17, 2020.

Islands Trust Governance and Management Review 2021

November 8th, 2020

Background and Review Outline – Terms of Reference

Prepared by:

Paul Brent
David Critchley
Michael Kaile
Kees Langereis
Ben McConchie
Lee Middleton
Cameron Thorn
Steve Wright

Table of Contents

Introductory Statement 3

Part 1: Background 4

Current organizational structure: Governance 5

Current organizational structure: Management..... 6

Part 2: Objectives of the Review 7

Governance: Is the governance structure successful in providing effective and efficient fiscal and management oversight of the daily and strategic direction of the organization? Are measures of effectiveness used and are these benchmarked against similar organization’s performance? 9

Advocacy: Is advocacy as it is currently being applied an effective means of fulfilling the preserve and protect mandate? 9

Planning: Is the current model of land use planning services efficient and effective in fulfilling the mandate of the Islands Trust? 10

Part 3: Methodology 11

Review Steering Committee: 11

Budget 11

Resources:..... 12

Timing and duration: 12

Introductory Statement

We have been uniquely empowered by the Province to Preserve and Protect the Islands and surrounding waters of the Salish Sea from 1974 to now. During this time how well has the Trust delivered on the Preserve and Protect mandate set by the Province and how might we learn from this result to strengthen our delivery on the mandate in 2021 and beyond?

This is an invitation for an outside review of the Trust's Governance and Management of operations to assess our current performance and strengthen our work and ability to deliver on the Preserve and Protect mandate. This is not a financial audit but a review of current operations emphasizing a review of the structure of the Trust which currently divides its activities into two categories: planning and advocacy. Given the challenges of the 21st Century – reconciliation and climate change being two prominent examples – are there opportunities to be more effective in delivering the mandate with a different organizational structure that integrates planning and advocacy more closely than currently?

Healthy organizations look at themselves periodically through outside reviews to learn how to be better. Trustees voted to propose a review through the Auditor General for Local Government at a Council meeting in September 2019. The office of Auditor General for Local Government no longer exists but the desire of Trustees to arrive at a vision of the Trust by accessing objective data on present performance remains. Particularly as the Trust engages in a policy statement review and consultation on its guiding policies (Islands 2050) many Trustees feel understanding where we are now will enable us to much better evaluate policy change benefits and be able to judge the effectiveness of any changes made through use of bench marks we wish to identify in this review.

In short, this Governance and Management review will strengthen the Trust by identifying what we do well and what we might improve. We hope it will lay an objective foundation from which to consider policy changes, if not from a common vision then at least from a common set of data about the Trust and its current performance.

This is a high-level terms of reference (TOR) to conduct an independent review of Trust Governance and Management. Trust Council will be asked to vote on a motion authorizing and funding this review at the December 2020 Council meeting. Once Council approves this review a project steering committee will be struck as outlined in this document. The steering committee will then supervise the preparation of a bid package that will more articulate the timing and specifications of deliverables for distribution on BC Bid in February 2021. Proponent selection is anticipated to be in March 2021 with work commencing April 1st 2021.

The scope of work does not contemplate a review of the Islands Trust Conservancy. The work of the Conservancy is very important in the Trust Area. The Islands Trust and Islands Trust Conservancy were established by the Islands Trust Act. Though the purpose of the two organizations is the same - to preserve and protect the Trust Area and environment -the Conservancy accomplishes that purpose in different ways. The Islands Trust is a regulatory body; the Islands Trust Conservancy is a conservation land trust, protecting land through voluntary measures.

The board of the Islands Trust Conservancy is legally independent from the Islands Trust Council. The land and money donated to the Islands Trust Conservancy is owned and managed

by the land trust, not the regulatory body of the Islands Trust. The Islands Trust Conservancy's operating expenses are paid for with tax revenue from the Islands Trust. This means donations go directly to acquiring and protecting land.

Further the operations of Bowen Island Municipality are not proposed to be a subject of this review. The review will concentrate on the activities of the Trust that pertain to Bowen Island Municipality which are currently organised internally under Trust Area Services.

Finally the review will be given a line item in the Trust's 2021/2022 budget, with an amount reserved for this review of \$75,000 to be allocated from surplus – meaning no line items of the 2021 / 2022 operational budget will be displaced to fund this review.

Part 1: Background

The Trust is a trust entity established by the Province in 1974 by *Island Trust Act*. The Province created the Trust with the following mission, known as the Provincial Object:

“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 is a federated body responsible for protecting the unique nature and amenities of 13 major islands and more than 450 smaller islands and the surrounding waters in the Salish Sea. The Trust Area covers about 5,200 square kilometres of land and water and is home to over 25,000 people, with a further 10,000 non-resident property owners.

The 13 major Islands areas in the Trust Area, which encompass the surrounding smaller Islands are:

- Bowen Island Municipality
- Denman Island
- Gabriola Island
- Galiano Island
- Gambier Island and Keats Island
- Hornby Island
- Lasqueti Island
- Mayne Island
- North Pender Island
- Salt Spring Island
- Saturna Island
- South Pender Island
- Thetis Island

The Trust regulates local land use, manages a trust fund of land and other assets and works with other levels of government. While the 13 island groups receive equal representation in the federation, they vary dramatically in size and population, with the largest (Salt Spring)

encompassing over 40% of the federation's population and the two smallest (South Pender and Gambier) less than 1% each.

The Trust's current governance and management structure was established by legislative amendments in 1989.

Since 1989, the governance and management structure has not undergone an in-depth overall review to evaluate its effectiveness in delivering the Islands Trust mandate. There have been reviews of components of the Islands Trust over the recent years.

See: <http://www.islandstrust.bc.ca/trust-council/governance/internal-reviews/>

The latest independent review of Trust planning services conducted in 2007 by Stantec Consulting Engineers, whose recommendations chose not to accept. It was followed by an internal study (Fraser Report), which focused on the specific function of Local Planning Service delivery. It is noteworthy that twelve years on in 2020 more of the Stantec recommendations have been brought into practice than those of the Fraser report.

Currently, Local Planning Services (ie, staff providing support to Local Trust Committees and Trust Council) are transitioning to a new staff service delivery structure incorporating some aspects of 2007 Stantec Report recommendations.

The Islands Trust's annual budget of approximately \$8,200,000 is funded primarily from local property taxes in the Trust Area including a \$300,000 contribution from Bowen Island Municipality and a small portion coming from government (ie, \$180,000) and administrative fees (\$115,000) charged by Local Trust Committees for processing land use changes and issuing permits.

Current organizational structure: Governance

The Islands Trust, known as the Trust, is a statutorily created trust comprised of 26 elected local trustees, of which two trustees from Bowen serve on the Bowen Island Municipal Council.

Trust Council is a corporate entity comprised of the 24 locally elected island trustees and two municipal trustees elected on Bowen Island as a part of municipal council elections. Trust Council is responsible for establishing the general policies for carrying out the object of the trust and financial management of the trust organization, other than financial management of the trust fund which is managed by the Islands Trust Conservancy. Trust Council responsibilities include:

- Adopting an annual budget, including the Islands Trust Conservancy budget,
- Developing and adopting a Strategic Plan for each four-year term of Council,
- Adopting a trust policy statement bylaw that provides policy direction to local trust committees on carrying out the Trust Object,
- Hearing appeals of Executive Committee decisions on local trust committee bylaws, appointing the Chief Administrative Officer, and auditors (both delegated to Executive Committee),
- Filing an annual report to government,

- Engaging in advocacy, education and collaboration with First Nations, other levels of Government and non-government agencies.
- Establishing special committees (ie, Regional Planning Committee, Trust Programs Committee and Financial Planning Committee), and
- Establishing administrative policies and bylaws.

Executive committee is an arm of Trust Council and comprised of a chair and three vice-chairs, all of whom are elected by and from the 26 members of Trust Council. Executive Committee is responsible for:

- Carrying out the daily business of the trust,
- Approving bylaws proposed by local trust committees, and
- Acting as a local trust committee for that part of the trust area not in a local trust area jurisdiction or municipality.

Local trust committees (LTC) are separate corporate entities comprised of two locally elected trustees for each of the 13 Island Areas and one member of the Executive Committee appointed as chair of that local trust committee. Each LTC is responsible for carrying out a function of local government powers (i.e. land use bylaws) as set out in the Local Government Act and Community Charter to meet community need and for ensuring proposed land use bylaws are consistent with carrying out the Trust Object.

Local trustees, upon their election, also become members of Trust Council.

Islands Trust Conservancy (ITC), a conservation land trust corporate entity, is, for all purposes, an agent of government. ITC is comprised of one member of the Islands Trust executive committee, two persons elected by and from the members of trust council and up to three members appointed by the minister. ITC is responsible for:

- Adding to the land portfolio of the conservancy as funds permit
- Managing the property of the conservancy,
- Preparing a conservancy plan,
- Preparing a budget for Trust Council, and
- Filing an annual report to government.

Bowen Island Municipality is a municipality in its own right and is located in the Trust Area. As such it provides its own planning services and other municipal services. The extent to which Trust Council governs Bowen Island is limited to reviewing and approving changes to Bowen's Official Community Plan to ensure those changes are consistent with the Trust Object. Bowen Island participates on all decisions of Trust Council through the 2 municipal councilors elected on Bowen Island to Trust Council.

Note: that Islands Trust Conservancy and Bowen Island Municipality are not included in this review.

Current organizational structure: Management

Executive Committee hires the Chief Administration Officer (CAO) for the Islands Trust. The

CAO in turn is responsible for the hiring staff to support the operation of the Islands Trust. Staff report to the CAO. The bulk of the Trust budget is consumed in delivering planning services to the 13 Island Trust Areas. The Trust employs fifty-five staff who are located at three locations: Victoria (headquarters), Salt Spring Island and Gabriola Island with roughly 2/3rds working from the Oak Bay (Victoria) office and the remaining third split between Salt Spring and Gabriola.

Local Planning Services support local trust committees directly and work on a few Trust-wide projects. Planning staff provide research and expertise as well as record keeping and administrative support to local trust committees, enabling the committees to make community-based land use decisions through bylaws, land use applications, resolutions and regularly scheduled business meetings.

Trust Area Services staff are located in the Victoria office and support Trust Council, Local Trust Committees, the Executive Committee, the Trust Programs Committee and the Islands Trust Conservancy. This service area is responsible for advocacy, inter-government relations, trust-wide communications and grants administration.

Advocacy activity is carried out by the staff of Trust Area services. The Trust labels anything not obviously planning related as “advocacy”. Currently, advocacy is directed to opposing anchorages, the Trans Mountain pipeline and tanker expansion, container terminal expansions as well as advocating for marine environments, lower fares and more service from BC Ferries, as some examples of a broad list.

Advocacy actions are generally limited to letter writing, responding to consultation requests and attendance at related meetings.

Part 2: Objectives of the Review

We recommend that Trust Council initiate a Comprehensive Governance, Management and Operations Review to determine how the Islands Trust may better deliver on its mandate in the face of ecological, development and other challenges of today, which may not have been contemplated at the time of the creation of the Trust. It is expected that this comprehensive review of the governance, management and operational structure will focus on three key areas: Effectiveness of Planning Services, effectiveness of advocacy activity separate from planning and effectiveness of governance oversight in directing the strategic and financial focus of the organization.

We are asking the consultant to specifically answer the following questions:

1. **Governance:** Is the governance structure successful in providing effective and efficient fiscal and management oversight of the daily and strategic direction of the organization? Are measures of effectiveness used and are these benchmarked against similar organization’s performance?
2. **Advocacy:** Is advocacy as it is currently being applied an effective means of fulfilling the Preserve and Protect mandate?

3. **Planning:** Is the current model of land use planning services efficient and effective in fulfilling the mandate of the Islands Trust?

Currently the Trust is engaged in an exercise to revise its Policy Statement – the means by which the Object is realized – through an extensive consultation process with the public. Before any changes are made to the policy statement it is imperative that the Trust’s performance is reviewed to determine if there are ‘other’ improvements that need to be made before the Trust enacts policy based on what was heard during the policy statement review consultation. Further the review asks the consultant to wherever possible establish benchmarks of performance against the mandate so that we may evaluate suggested changes, or the effectiveness of future changes, from a commonly, objectively formed data set of current performance. Therefore, there is a relatively tight timeline for the completion of this work.

Further: The Trust was created in 1974. In 1977 changes that established the forerunner to today’s structure (ie, land use planning authority at the LTC level). Further changes to governance were made in 1989 establishing Trust Council and the Executive Committee as we have today. These governance changes aside, fundamentally the Trust has not conducted an independent comprehensive Governance and Management review since its formation. There have been reviews that neared a scope of full Governance and Management Review – the Stantec report in 2007 and subsequent staff response analyses – but these typically focused on a specific function of the Trust, usually delivery of local planning services.

This review is being undertaken very much in the spirit of identifying better practice in terms of how planning and advocacy activities might be organized differently to deliver to the mandate in the face of 21st Century challenges not contemplated in 1974. We are ideally looking to a consultant to draw conclusions of an integrated nature that may apply to the organization and operation of the Trust as a whole and not just the specific areas we have asked the consultant to review.

The successful proponent will undertake an evidence-based review and evaluation of the effectiveness and efficiency of the Islands Trust’s organizational structure, management and operation in carrying out the Islands Trust mandate (i.e. Section 3 of the Islands Trust Act¹).

The successful proponent will provide independent advice and recommendations to assist the Islands Trust in identifying its areas of strengths and weaknesses, with recommendations on ways to enhance or improve its organizational structure, management and operation.

The following is intended to elaborate on the three key review questions listed above to provide guidance for the successful consultant to consider in undertaking the review of components of the Islands Trust: Trust Council, Local Trust Committees (Governance), Trust Area Services and Local Planning Services (Planning and Advocacy).

¹ Object of trust

Section 3 The Object of the Trust is to preserve and protect the trust area and its unique amenities and environment for the benefit of the residents of the trust area and of British Columbia generally, in cooperation with municipalities, regional districts, improvement districts, other persons and organizations and the government of British Columbia.

Governance: Is the governance structure successful in providing effective and efficient fiscal and management oversight of the daily and strategic direction of the organization? Are measures of effectiveness used and are these benchmarked against similar organization's performance?

Trust Governance is exercised through Trust Council and LPCs) which then interface with management through several governance tools: a Strategic Plan, budgetary oversight and at the local level through the passing of local resolutions which are vetted by senior staff and the Executive. This is a complex structure that may hamper Trust Area wide and local governance. The review of governance will research the following:

- Are there obvious gaps or inefficiencies in Governance?
 - The federated model of governance may naturally bring in some inefficiencies but are these outweighed by the autonomy each island enjoys, presuming that autonomy offers benefits?
 - What options might be available to minimize these inefficiencies?
 - Is Island Autonomy better exercised through alternate governance structures?
- Are there examples of Governance from jurisdictions with a similar mandate that might offer some other options?
 - How would we determine the viability of different governance options?
- Does the present Governance structure succeed in filling the mandate through the foreseeable future? How would this be measured?
- Is budgetary oversight through its alignment with the strategic plan the best way to deliver on the mandate? Should planning activity, either integrated with advocacy, or alone be governed by the strategic plan?
- Does the current model effectively balance the interests of carrying out the mandate with value for money for taxpayers?
 - What might be some benchmarks for determining value?

Advocacy: Is advocacy as it is currently being applied an effective means of fulfilling the preserve and protect mandate?

Advocacy, governed through Trust Council's strategic plan, is managed and delivered separately from local planning services. The review of advocacy will question the following:

- Is advocacy more effective if confined to environmental issues within the Trust Area?
- Where planning authority available to the Trust is limited, such as in areas of Federal or Provincial jurisdiction, is advocacy sufficient in carrying out the Object of the Trust Act? Are there better options in land use planning than having to rely on advocacy?
- Is the Strategic Plan an effective instrument to guide advocacy and planning within the Trust?

Planning: Is the current model of land use planning services efficient and effective in fulfilling the mandate of the Islands Trust?

As the core function of the organization this activity employs the greatest proportion of staff and the organization's budget. Related research questions the consultant will consider in the review of planning services delivery are:

- How does the per capita efficiency of planning services compare to other jurisdictions tasked with a planning / ecological management function?
 - Are there other areas in the world where a preserve and protect mandate is legislated ie, Niagara Escarpment, the National Trust areas in the UK, Hauraki Gulf in New Zealand as some examples, that might offer a useful comparison?
- Is the use of municipal planning tools and urban planners effective or realistic within a single purpose public trust to achieve a primarily, conservation mandate? Are there other examples of planning strategies that would be more efficient in fulfilling the Trust's mandate?
 - Are there planning delivery services in conservation areas nationally or globally that might offer useful comparisons and examples?
-
- What are some benchmarks the Trust could adopt to measure its effectiveness in delivering the mandate?
 - Do Local Trust Committee's possess sufficient regulatory scope in their Land Use Bylaws to realize the goals and objectives of their Official Community Plan? What additional regulatory authority would assist LTCs to achieve the vision statements and principles within their OCPs?
 - Would efficiencies be gained by streamlining OCPs to a regional perspective?
 - To what extent could enhanced Development Permit powers regarding form and character for residential development, such as exists for multi-family developments, and tree cutting permits, assist LTCs in preserving rural character?
- Is a separation of planning activity and advocacy activity useful? For example: The organization's Strategic Plan speaks to actions achievable through advocacy which the Trust deems any action external to land use planning. Are planning services successfully being utilized by LTCs?

It is expected that in answering the set of questions (and those that naturally occur in the course of the consultant's work) the consultant will identify clear strengths and weaknesses in the organization. Set against performance benchmarks, which the consultant will identify, we expect the consultant to take the findings from the research phase of the project and frame clear recommendations for improving the Trust's delivery on its preserve and protect mandate.

Part 3: Methodology

Review Steering Committee:

Islands Trust Council will establish an ad hoc Steering Committee to oversee the search for, selection of and oversight of a consultant to carry out the Governance and Management review.

The steering committee will be comprised of ten members:

- Seven trustees as per the following selection criteria:
 - Chair of Trust Programs Committee to provide connection to the Policy Statement Review
 - Northern Islands representatives – David Critchley and Kees Langereis.
 - Howe Sound Representative – Michael Kaile
 - Southern Gulf Islands Representatives – Ben McConchie and Paul Brent
 - At large (motion sponsors) – Lee Middleton and Steve Wright
- One member of the Executive Committee chosen by the Executive Committee
- The CAO of the Islands Trust

The steering committee will choose from amongst the non – executive members and staff one chair and one vice-chair to serve for the duration of the ad hoc committee.

The Steering Committee will:

- Initiate the procurement process through Island’s Trust Staff and approve the RFP documentation
- Refine the scope of deliverables using this TOR document as a guide – for example the types of reports, the organization and publication of conclusions the conclusions are actionable will all be precisely defined in the bid documents.
- RFP will be submitted to BC Bid for distribution.
- Using the selection matrix in the RFP documents, select a qualified bidder and award the contract to this bidder
- Meet with the successful proponent prior to the start of the review and clarify expectations of the review
- Respond to issues raised by the proponent during the course of the review
- Liaise with Senior Management to provide an efficient process for the consultant to conduct their work minimizing operational impact and maximizing opportunity for wide ranging input and
- Update council regularly on the progress of the review
- Review and provide feedback on interim and final reports.

Budget

We anticipate that a review of this scope will require a budget of \$75,000. Interested contractors will submit their own budgets which will precisely cost delivery and may be less than this amount.

The budget amount will be provided from the 2021/2022 budget surplus. No budgeted work of

the Trust from the upcoming 2021 / 2022 budget will therefore be displaced to fund the Governance and Management Review.

The review will be put to tender for competitive bid through the Province of BC's online procurement portal – BC Bid.

Resources:

- It is anticipated that the successful proponent will provide a small team of qualified consultants to perform this work.
- Staff and trustees will be made available for interviews with the proponent.
- Islands Trust will provide the proponent access to relevant information (subject to FOI) held by the Islands Trust.
- We generally expect that the work of the consultant will be organized in such as way as to be efficient in use of staff time with the goal of minimally impacting day to day operations.

Timing and duration:

The review will be regarded as completed when the Steering Committee is satisfied the proponent's final report has essentially met the scope of the Terms of reference as defined in the RFP document and subsequent contract.

Expected timelines are as follows:

Request for Proposals Issued	February 10 th , 2021
Successful proponent selected	March 25 th , 2021
Work to begin on or soon after	April 1 st 2021
Interim Report for Council review	September Trust Council Meeting 2021
Reporting finalized and accepted	December Trust Council Meeting 2021