

MINUTES
SPECIAL OPEN GOVERNANCE STEERING COMMITTEE MEETING
BOARD ROOM, 411 DUNSMUIR STREET, NANAIMO, BC,
WEDNESDAY, 2013-SEP-04, AT 9:03 A.M.

PRESENT: Councillor G. E. Greves, Chair

Members: Councillor G. Anderson 9:19 a.m.
Councillor M. D. Brennan
Councillor D. K. Johnstone
Councillor W. B. McKay

Others: Mayor John Ruttan 10:26 a.m.
Councillor W. L. Bestwick
Councillor J. A. Kipp
Councillor J. F. K. Pattje
Teresa Budd, Watson Inc.
Elizabeth Watson, Watson Inc.

Staff: E. C. Swabey, City Manager
T.L. Hartley, Director of Human Resources and Organizational
Planning
T. Hickey, General Manager of Community Services
I. Howat, Acting General Manager of Corporate Services
Melanie Lefurgey, Recording Secretary

1. CALL THE OPEN MEETING TO ORDER:

The Special Open Governance Steering Committee Meeting was called to order at 9:03 a.m.

2. ADOPTION OF AGENDA:

It was moved and seconded that the agenda be adopted. The motion carried unanimously.

3. ADOPTION OF MINUTES:

(a) It was moved and seconded that the minutes of the Special Governance Steering Committee held in the City Manager's Meeting Room, 238 Franklyn Street on Tuesday, 2013-MAR-07 at 9:00 a.m. be adopted as circulated. The motion carried unanimously.

(b) It was moved and seconded that the minutes of the Special Governance Steering Committee held in the Board Room, 411 Dunsmuir Street on Thursday, 2013-JUL-04 at 9:03 a.m. be adopted as circulated. The motion carried unanimously.

4. OTHER BUSINESS:

(a) Consideration of Watson Inc. Appendix A: Summary of Recommendations

Ms. Elizabeth Watson, Watson Inc., provided an overview of the meetings and work to date on Watson Inc.'s Governance Framework: Summary Report and introduced Appendix A: Summary of Recommendations for Committee (attached). Committee agreed on prioritization and timing (timing of a priority noted where different):

Priorities:	Timing:
A - Must do, high	0-6 months
B - Must do, medium	0-12 months
C - Nice to do	0-18 months
D - do NOT recommend	

Councillor Anderson entered the Board Room at 9:19 a.m.

Ms. Watson advised the Recommendations in the Summary provide a foundation for interaction, they are not intended to be specific (restrictive) but form a framework and order for discussion amongst Council and staff.

- 1) Recommendations related to Charter and Conflict of Interest Guidelines 1, 2 & 3 of Summary – Committee agreed to assign Priority B, timing 0-12 months.
 - framework in clear language on the website for residents.
- 2) Recommendations related to City Manager Performance Evaluation 4, 52 & 53 of Summary – Committee agreed to assign Priority A, timing 0-6 months.
 - create opportunity for discussion between Council and the City Manager with clarity around focus and goals.
- 3) Recommendations related to Committee Structure 5 to 9 of Summary – Committee agreed to assign Priority A, timing 0-12 months.
 - committee functionality and process set out clearly with more structure and mandates;
 - formalize a process to match experience, background and skills against Committee needs.

Councillor Kipp vacated the Board Room at 9:56 a.m. and returned at 9:58 a.m.

- 4) Recommendations related to Governance Framework 10, 11, 12 & 13 of Summary – Committee agreed to assign Priority B, timing 0-12 months.
 - provide guidance for Councillors and order to information flow with a balanced framework to manage information.

Councillor Brennan vacated the Board Room at 10:26 a.m. and returned at 10:28 a.m.

Mayor Ruttan entered the Board Room at 10:26 a.m.

- current process generally works;
- include section identifying Councillor request for information procedure with principles set out in policy for internal requests;

- process and protocol for citizen requests, enquiries and comments.

Councillor Kipp vacated the Board room at 10:34 a.m. and returned at 10:36 a.m.

- 5) Recommendations related to Consultation and Communication Policies 57 and 58 of Summary – Committee agreed to assign Priority A, timing 0-18 months.
 - aligns with Recommendations 10-13 for good governance framework;
 - provides accountability to the public;
 - policy ensures requests are met in an orderly manner while providing certainty and time-frame.

The meeting recessed at 10:53 a.m. and resumed at 11:06 a.m.

- 6) Recommendations related to Strategic Plan Vision and Goals 14-16 of Summary – Committee agreed to assign Priority A; Ongoing.
 - Council set direction and continue proactively building out the process, including regular reporting;
 - development of a quarterly reporting format “dashboard” to Council around measures;
 - staff to advise of major issues as they come up.

Councillor Kipp vacated the Board Room at 11:09 a.m. and returned at 11:12 a.m.

- 7) Recommendations related to Decision Making Process 17 to 19, 21-24 of Summary – Committee agreed to assign Priority B, timing 0-12 months.
 - standardize meeting formats, materials and reporting to enable decision making and review Council Procedure Bylaw for required changes;
 - Council, together with staff, establish a work plan with more guidance around meetings, standardized information packages and timely information reports.
- 8) Recommendations related to Consultation and Communication 20, 57 & 58 of Summary – Committee agreed to assign Priority A, timing 0-18 months.
 - relates to public questions and answers (together with Recommendations 57 and 58 for bigger picture public communication);
 - template for meeting question period.
- 9) Recommendations related to In-Camera Confidentiality 25-27 of Summary – Committee agreed to assign Priority A, timing 0-12 months.
 - agree on balance with transparency, what is confidential, when it stops being confidential, while considering individual confidentiality;
 - align with Recommendation 59 (Code of Conduct).

Councillor Bestwick vacated the Board Room at 11:36 a.m.

- 10) Recommendation related to Shaw Auditorium seating 28 of Summary – Committee agreed to assign Priority C, timing 0-12 months.

- build stronger relationships by reconfiguring seating arrangements for meetings (visual perception - Council and staff have different roles but are on the same team).
- 11) Recommendation related to Delegated Authorities 29 of Summary – Committee agreed to assign Priority A.
 - review bylaws for consistency and alignment with changes under Recommendations 4, 52 and 53 (Terms of Reference and City Manager).
 - 12) Recommendation related to Regular Reporting 30 of Summary – Committee agreed to assign Priority A, timing 0-12 months.
 - aligns with Committee Mandate.
 - 13) Recommendations related to Committee Process 31-36 of Summary – Committee agreed to assign Priority A, timing 0-12 months.
 - Committee standardized report, reporting and minute framework being developed.
 - 14) Recommendations related to Council Code of Conduct 37-38 of Summary – Committee agreed to assign Priority A.
 - for individual Councillors, with Council to exhibit and adhere to values;
 - obligation to act in the best interest of the municipality, with decorum (attack issue not person, have respect, expected behavior and culture);
 - Council most effective working together as a team while bringing different points of view - have healthy debate, walk away with good relations following decision making;
 - self-imposed commitment to integrity and non-harassment.
 - 15) Recommendation related to Communications Strategy 39 of Summary – Committee agreed to assign Priority A, timing 0-18 months.
 - aligns with Recommendations 57 & 58.
 - 16) Recommendations related to Stewardship of Community Assets 40-45 of Summary – Committee agreed to assign Priority B.
 - Governance framework articulates Council responsibility - need to address how the Strategic Plan works with this;
 - process ensures Council deals with what it needs to, a scheduled work plan outlines processes – already doing, need the framework.

Councillor Kipp vacated the Board room at 12:19 p.m.

- 17) Recommendations related to Positive Culture and Dynamic 46-47 of Summary – Committee agreed to assign Priority A.
 - process to change how to interact with staff in regular sessions;
 - Council committed to functioning better, discuss issues in a timely manner to make it work.
- 18) Recommendations related to Accountability 48-51 of Summary – Committee agreed to assign Priority A; Ongoing.

- align with Recommendations 14 and 15;
 - performance measures are in progress –Balanced Scorecard and Taking Responsibility;
 - working towards more frequent regular reporting schedule.
- 19) Recommendation related to City Manager Review 54 of Summary – Committee agreed to Priority A, timing 0-6 months.
- aligns with Recommendations 52 and 53;
 - review process occurs once per Council term with the Mayor leading, someone to tabulate - Watson Inc. can assist in how this works.
- 20) Recommendations related to Internal and External Audit 55-56 of Summary – Committee agreed to Priority B - In Progress.
- Purchasing is pilot project;
 - audit not just financial, performance management look internally at what we do, if we can improve, i.e. plan, react, evaluate, plan again cycle, measure and learn from it;
 - review annually to determine what to include in internal plan.
- 21) Recommendation related to Council Code of Conduct 59 of Summary – Committee agreed to Priority A, timing 0-18 months.
- aligns with Recommendations 57 and 58.

Next Steps

Ms. Watson advised a summary will go to Council with a recommendation to proceed. They have policy templates to accomplish 80-90%; the remaining 10-20% require further information. Watson Inc. will report to the GSC including chart, costing, suggested responsibility and time frame. This work will establish a foundation.

5. ADJOURNMENT:

It was moved and seconded at 1:02 p.m. that the meeting terminate. The motion carried unanimously.



CHAIR

CERTIFIED CORRECT:



CORPORATE OFFICER

APPENDIX A: SUMMARY OF RECOMMENDATIONS

1. Create a charter that sets out explicitly the areas of Council responsibility. The charter should include Council responsibilities set out in the Charter together with Council's general responsibilities to ensure a sound, sustainable organization.
2. Create a position description for the Mayor's position that provides more detailed guidance on the Mayor's responsibilities.
3. Create a position description for the Councillor position that provides guidance for individual Councillors on their individual roles and responsibilities.
4. Revise the City Manager performance evaluation process to include the creation of annual goals and objectives for the City Manager.
5. Review the Committee structure with a view to determining whether current Committees remain relevant to the City's current activities and Strategic Plan. Sunset those Committees that are no longer relevant.
6. Reformat all Committee terms of reference to a standard format that addresses: purpose, composition and quorum, accountability, duties and responsibilities, meeting practices, reporting requirements and City staff support.
7. Within the overall governance framework for the City, include a Committee framework that identifies the various types of Committees that can be established by Council (along with Commissions and Boards) and how they relate to Council's decision-making authority.
8. Develop a process to govern the appointment of Committee members.
9. Ensure all Committee members receive orientation and training around their role and their Committee's role in the context of City-wide governance.
10. Ensure the role descriptions for individual Councillors, the Mayor and the City Manager identify applicable working relationships and emphasize the importance of constructive relationships.
11. Prepare written guidelines that provide guidance on the appropriate level of interaction between Councillors and individual staff members. The guidelines should provide guidance on how Councillors should handle concerns about the City Manager or staff performance.
12. Prepare written guidelines that set out the protocol for information requests by individual Councillors (e.g., through the Mayor and the City Manager, by request at a Council meeting).
13. Consider hiring an employee of Council whose job is to process information requests from Councillors. While the employee works with the City Manager to process requests, the employee answers to Council, rather than the City Manager.

14. Revisit the Strategic Plan to ensure alignment between and among Councillors on key issues, and alignment between Council and City staff.
15. To ensure progress against the Strategic Plan, ensure enough of Council's time is dedicated to discussing and making decisions relating to the priority issues in the Strategic Plan. Proactively schedule these items into future agendas (a "forward agenda") to ensure they receive the focus they deserve.
16. Review and establish key performance measures for the Strategic Plan and ensure staff reports regularly on progress against those measures.
17. Enhance the Council Procedure Bylaw (or establish another governance framework document) to outline more specifically the expected decorum of Councillors and the role of the Mayor in relation to presiding at meetings, including action to be taken when Councillors break the rules of decorum.
18. For the annual agenda of topics, consider adopting a "forward agenda".
19. For the regular agenda, ensure that the order of business corresponds with the most important topics, placing those that are most significant at the beginning when Councillors are fresh and leaving routine reports to later.
20. Restrict the public question and answer period to interacting with media as contemplated by Section 20.1 of the Council Procedure Bylaw. In addition to the 10 minute limit for delegations to speak at Council meetings, develop guidelines for speakers at the public question and answer period.
21. Review forms of City staff reports and consider revising the standardized form of reporting to Council.
22. Ensure that materials are provided sufficiently in advance in order for Councillors to prepare.
23. For lengthier materials, ensure there is an executive summary that outlines the key items referenced above.
24. If Councillors have seen previous copies of materials, provide Councillors with black lined copies so they can easily find the revisions to the materials.
25. Review the use of *in camera* meetings to ensure compliance with applicable legislation and guidance from the Ombudsperson.
26. Discuss as a group and decide on how Council wants to approach *in camera* meetings and then create a written policy relating to *in camera* meetings.
27. Review the use of agenda reviews to ensure compliance with applicable legislation and guidance from the Ombudsperson.

28. Consider whether the seating arrangements in the Shaw Auditorium can be changed so that Councillors are not perceived to be debating with City staff. Alternatively, consider an alternate venue for Council meetings.
29. Review delegated authorities and ensure they are consistent with Council's overall governance framework.
30. Ensure that those having delegated authority report regularly to Council so Council can effectively monitor their performance.
31. Consider creating separate Committee Operating Guidelines.
32. Ensure there is written guidance on the preparation and timing of delivery of pre-reading materials for Committees.
33. Consider adopting a standard template for minute-taking at Committee meetings and a standard protocol for approving minutes and providing them to Council.
34. For advisory Committees, consider implementing a standardized form of Committee reporting to Council, including:
 - a) a summary of Committee meeting dates;
 - b) issues addressed by the Committee since the last Committee report;
 - c) submission to Council, if any; and
 - d) issues to be addressed by the Committee in the future.
35. For Committees who have been delegated responsibility to make decisions, consider implementing a standardized form of Committee reporting to Council, including:
 - a) a summary of Committee meeting dates;
 - b) statistics appropriate to its mandate
 - c) items of note - i.e., issues that may require Council attention from a strategic perspective; and
 - d) policy recommendations - any policy recommendations arising from its decisions.
36. Where Committees are bringing forward items for decision by Council, ensure the information provided is in accordance with Council requirements.
37. Adopt a Code of Conduct that incorporates the responsibilities regarding ethical conduct set out in the *Charter* and clearly articulates:
 - a) the conduct expected of individual Councillors;
 - b) confidentiality provisions;
 - c) conflict of interest guidelines; and
 - d) the consequences of failing to abide by the Code of Conduct.
38. Ensure that each Councillor reads and signs an annual declaration acknowledging that he/she understands the content of the Code of Conduct and agrees to abide by it.
39. Develop a communications strategy that articulates guidelines for communications between Councillors and the media and Councillors and staff.

40. As part of the overall governance framework, articulate a strategic planning framework that outlines Council's long-term approach to strategic planning.
41. As part of the overall governance framework, articulate Council's responsibility for financial and operational stewardship and outline how Council exercises this responsibility.
42. Consider introducing quarterly reporting to Council on financial and operational matters, using the balanced scorecard format.
43. Create a framework for risk oversight that can be used at the Council level to support an annual review of the City's risk profile and risk mitigation strategies.
44. Ensure that the City's Code of Conduct addresses conduct that may cause potential reputational damage to the City.
45. As part of the governance framework, establish a Council policy on stewardship of the City's human resources, including Council's role in ensuring the City has an appropriate approach to managing human resources, planning for leadership succession and ensuring potential future leaders are identified and developed.
46. Create a comprehensive governance framework, incorporating the various recommendations set out in this report.
47. Engage in a process to establish agreed-upon values and behaviours for Council and senior staff, together with a process to review and evaluate progress towards better functioning.
48. Incorporate in the City's governance framework a formal requirement for quarterly reporting to the Council on key performance measures.
49. Confirm the organizational performance measures (in both the Balanced Scorecard and Taking Responsibility) to ensure they are agreed to be the salient measures.
50. Consider a dashboard for reporting – so Councillors can see 'at a glance' what initiatives are on track and which are at risk.
51. Ensure that reports on progress include recommendations for adjustments, or at least a discussion point, if key targets are not being met.
52. Consider revising the City Manager performance evaluation process to include annual goals and objectives and an annual feedback and review process. Enhancements to the current process should be developed and agreed to by both Council and the City Manager.
53. Ensure that the City Manager performance management process incorporates the following elements:
 - a) An outline of the process, including clarity around the roles and responsibilities of parties involved in the process
 - b) A timeline outlining when key steps in the process are completed

- c) An opportunity for Council and the City Manager to set the City Manager's goals and objectives at the beginning of the period
- d) A process to obtain objective feedback on the City Manager's performance against the agreed-upon goals
- e) A process for Councillors as a group to review the feedback and determine key messages to be delivered to the City Manager
- f) A process for the City Manager to receive and respond to the evaluation feedback.

- 54. If there is any concern about the process being managed internally (i.e., by the Human Resources Director), consider having the process managed externally.
- 55. Consider establishing an internal audit function within the City.
- 56. Set out in writing Council's involvement with the external and internal audit functions.
- 57. Adopt a Consultation Policy, outlining Council's commitment to consultation as part of its accountability to stakeholders.
- 58. Adopt a Communications Policy as part of Council's governance framework.
- 59. Ensure the Councillor's Code of Conduct includes specific reference to the handling of confidential information.