



Board Governance Committee Agenda Item 6

March 20, 2018

Item Name: Revisions to Board Governance Policy Regarding Meeting Procedures

Program: Board Governance

Item Type: Action

Recommendation

Approve the proposed revisions to the Board Governance Policy formalizing three procedures to govern meetings of the Board and its committees.

Executive Summary

Based on the discussion at the December 2017 Board Governance Committee meeting, the team has prepared revisions to the Board Governance Policy to incorporate three new meeting procedures. The proposed revisions are reflected in redlined form in Attachment 1 (see pages 13-15).

Strategic Plan

This agenda item supports the 2017-2022 Strategic Plan's goal to reduce complexity across the enterprise and the objective to streamline operations to gain efficiencies, improve productivity, and reduce costs.

Background and Analysis

At its December 2017 meeting the Committee discussed several recommendations received during the Parliamentary Training session at the July 2017 Offsite meeting. The Committee resolved to incorporate three of these recommendations into the Board Governance Policy:

- Formal adoption of a timed agenda;
- Adoption of a practice to ensure that all Board members have had a chance to speak before calling on a member who has already spoken; and
- Adoption of a procedure requiring that after significant debate the meeting's presiding officer repeats the motion before calling the question for a vote.

The team has added proposed language for each procedure under the "Role of the Board President, Vice-President, Chairs and Vice-Chairs" section of the Board Governance Policy. The Board President or a committee chair serves as the presiding officer over meetings and as such is already responsible for convening and conducting the meeting. Incorporating these additional meeting procedures in this section of the Board Governance Policy provides additional particularity to the presiding officer's responsibility for conducting the meeting.

Benefits and Risks

- Formally adopting a timed agenda provides several benefits. It fosters a shared expectation on the part of each Board member as to the anticipated time allocated for each item and promotes thorough and efficient discussions. It also affords the public some additional means to estimate the amount of time that will be spent on each agenda item.
- Ensuring that all Board members have had a chance to speak before another member speaks encourages diversity of thought and contributes to a thorough discussion.
- Repeating the motion prior to a vote when there has been significant debate ensures that members of the Board, staff and the public are all clear regarding the action being taken.

Attachments

Attachment 1 – Proposed Revisions to Board Governance Policy

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Chief Executive Officer