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**Governance Committee**  
**Meeting Minutes**  
**Thursday October 22, 2015 – 9:00 a.m.**  
**LICA Board Room**

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**PRESENT:**

Committee Members  
& Resource Persons:

Wayne Bamber (Chairperson)  
Heather Harms  
John Ilchuk  
Delano Tolley (Vice-Chair)  
Wilf Tomchek  
Andrea Woods  
Colin Woods

Observers and Guests:

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Staff and Contractors:

Charmaine Code, LICA Executive Manager  
Carrie Cardamone, LICA Executive Assistant  
Lisa Isaacman

Regrets:

Michael Bisaga  
Dixie Dahlstedt  
Duane Zaraska

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**1. CALL TO ORDER**

Executive Manager Charmaine Code called the meeting to order at 9:00 a.m.

**1.1 Roll Call/Committee Member List**

**2. ELECTION OF CHAIR AND VICE - CHAIR**

**CHAIRPERSON**

Charmaine Code, Executive Manager, opened the floor for nominations for the position of Chairperson for a one (1) year term.

Wilf Tomchek nominated Wayne Bamber, Seconded by Heather Harms.

**# 1 Moved by Delano Tolley AND RESOLVED that nominations cease.**

**Charmaine declared Wayne Bamber elected by acclamation to the position of Governance Committee Chairperson for a one year term.**

**VICE-CHAIR**

Charmaine Code, Executive Manager, opened the floor for nominations for the position of Vice-Chair for a one (1) year term.

John Ilchuk nominated Delano Tolley, Seconded by Andrea Woods

**# 2 Moved by John Ilchuk AND RESOLVED that nominations cease.**

**Charmaine declared Delano Tolley elected by acclamation to the position of Vice-Chair for a one year term.**

**Wayne Bamber assumed the Chair at 9:05 a.m.**

**3. APPROVAL OF AGENDA**

**#3 Moved by Delano Tolley AND RESOLVED that the October 22, 2015 Agenda be approved as presented.**

**4. APPROVAL OF MINUTES**

**#4 Moved by Delano Tolley AND RESOLVED that the March 26, 2014 Minutes be approved as presented.**

**5. ITEMS FOR DECISION**

**5.1 Governance Committee – Terms of Reference**

**#5 Moved by John Ilchuk AND RESOLVED that the Governance Committee (GC) submit the amended Terms of Reference to the LICA Board for approval.**

## **5.2 Policy 8.1 – Communication Strategy**

**#6 Moved by Delano Tolley AND RESOLVED that the Governance Committee forward the following recommendation to the Board of Directors for consideration:**

**“That Policy 8.1 – Communication Strategy be reconsidered as follows:**

- I. That the Style Guide (Appendix ‘B’) be reviewed by Governance Committee (GC) and all LICA Committees to determine how the logos will interact. To facilitate this review, LICA will provide the independent standing committees with an example of wording to incorporate in non-LICA logos, on the understanding that feedback will be required from the Committees. The GC’s recommended wording to acknowledge the relationship with LICA on publically distributed material is ‘Independent Standing Committee within LICA,’ with Committees having the option to utilize the wording example receiving final approval, or alternately to use the LICA logo.**
- II. That the independent standing committees consent to adhere to the finalized Style Guide.**
- III. If agreement is reached, including consent to follow Policy 8.1, the requirements for ‘review’ will be removed from the Policy.**
- IV. That the Communication Strategy (Schedule ‘A’) be reviewed for the purposes of clarity and streamlining.**
- V. Once each of the above points has been addressed, that Policy 8.1 be amended accordingly.”**

## **5.3 Policy 7.4 – Staff Hours Worked**

**#7 Moved by John Ilchuk AND RESOLVED that Policy 7.4 – Staff Hours of Work Article 7.4.2.1 be amended by deleting the words “from 9:00 a.m. – 3:00 p.m.”**

## **5.4 Policy 5.20 – Review of Absence of Director and Policy 5.6 - Board and Committee Meetings**

**#8 Moved by Colin Woods AND RESOLVED that Policy 5.20 - Review of Absences of Director be amended by deleting Article 5.20.1.4 and substituting the following:**

**“5.20.1.4 If absence from a Board meeting is necessary, the Director shall notify the LICA Office through written or electronic means at the earliest known time.” and,**

**That Policy 5.6 - Board and Committee Meetings be amended by deleting Article 5.6.2.1.9 and substituting therefore the following:**

**“5.6.2.1.9 Board and committee Alternates do not participate in decisions unless appointed by the Chair to stand in for an absent member; or, in the case of a Director’s planned absence of three meetings or more, an Alternate may be appointed to the absent Director’s seat for that time frame by the Board of Directors.”**

**6. ITEMS FOR DISCUSSION ON UPCOMING DECISIONS**

**7. PRESENTATIONS**

**8. FOR INFORMATION ONLY (FIO)**

8.1 Finances to October 8, 2015

**9. FEEDBACK ON MEETING**

It was agreed by members that it would be desirable to add a "Policy Awareness" segment to Board of Directors' Agendas on an ongoing basis.

**10. NEXT MEETING DATE**

To be determined.

**11. ADJOURNMENT**

The meeting adjourned at 11:25 a.m.