

Governance Committee

Meeting Minutes

Tuesday, February 27, 2017 – 1:00 p.m.
LICA Board Room

PRESENT:

Committee Members
& Resource Persons

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

Observers and Guests:

Kristy Tetreau (Excused at 3:05 p.m.)

Staff and Contractors:

Arianne Crook, LICA Executive Director
Eveline Hartog, LICA Administrative Assistant

Regrets:

Michael Bisaga, Manager Environmental Monitoring
Programs
Colin Hanusz, BRWA Program Manager
Wilf Tomchek

1. CALL TO ORDER

Chairperson Wayne Bamber called the meeting to order at 1:10p.m.

1.1 Roll Call/Committee Member List

2. APPROVAL OF AGENDA

#1 Moved by Colin Woods AND RESOLVED that the February 27, 2017 Agenda be approved, as presented.

3. APPROVAL OF MINUTES

#2 Moved by Andrea Woods AND RESOLVED that the February 7, 2017 Minutes be approved, as presented.

4. ITEMS FOR DECISION

4.1 Bylaw Article 12.1; Policy 6.1 – Fiscal Year and Budget; Policy 5.13 – Volunteer Hours, Sub Policy 5.13.2.3

Arianne Crook informed the Committee that the Canada Revenue Agency has given approval to LICA to change its fiscal year end from December 31 to March 31.

She further mentioned that LICA Bylaws, Policy 6.1 - Fiscal Year and Budget, and Policy 5.13 - Volunteer Hours needed to be amended to reflect the fiscal year change.

#3 Moved by Heather Harms AND RESOLVED that the Governance Committee submit the following recommendations to the Board of Directors that the following be amended to read:

“Bylaw Article 12.1 Unless otherwise ordered by the Board, the fiscal year end of the Association shall be 31 March.”, and

“Policy 6.1.2.1 LICA’s fiscal year shall be April 1 to March 31.”, and

“Policy 5.13.2.3 Individuals are responsible for tracking their volunteer hours on the meeting and/or events sign-in sheet.”

4.2 Policy 5.1 – Policy Making

Review of Policy 5.1 – Policy Making was tabled by the Committee and will be addressed at a future meeting.

4.3 Policy 5.2 – Board Structure and Composition

Review of Policy 5.2 – Board Structure and Composition was tabled by the Committee and will be addressed at a future meeting.

4.4 Policy 5.3 – Responsibilities of the Board of Directors

Review of Policy 5.3 – Responsibilities of the Board of Directors was tabled by the Committee and will be addressed at a future meeting.

4.5 Policy 5.4 – Bylaws

#4 Moved by Delano Tolley AND RESOLVED that the Governance Committee submit the following recommendations to the Board of Directors that Policy 5.4 – Bylaws be amended by the following:

“5.4.2.1 On behalf of the Board of Directors, the Governance Committee will review and recommend any changes of the Bylaws at least 3 months prior to the AGM.”, and

Delete Article 5.4.2.2, and

Rename Article 5.4.2.3 to now read

“Article 5.4.2.2 The Board may make a resolution to change the Bylaws at a meeting other than the Annual General Meeting. Notification of the proposed changes must reach LICA members 21 days before the meeting at which they are to be presented.”

4.6 Policy 5.5 – Decision Making Process

Review of Policy 5.5 – Decision Making Process was tabled by the Committee and will be addressed at a future meeting.

4.7 Policy 5.6 – Board & Committee Meetings

Review of Policy 5.6 – Board & Committee Meetings was tabled by the Committee and will be addressed at a future meeting.

4.8 Policy 5.7 – Board Member Job Descriptions

Review of Policy 5.7 – Board Member Job Descriptions was tabled by the Committee and will be addressed at a future meeting.

4.9 Policy 5.8 – Board Member Conflict of Interest

Review of Policy 5.8 – Board Member Conflict of Interest was tabled by the Committee and will be addressed at a future meeting.

5. ITEMS FOR DISCUSSION ON UPCOMING DECISIONS

6. PRESENTATIONS

No report.

7. FOR INFORMATION ONLY (FIO)

7.1 .Finances to February 23, 2017

The Committee reviewed the finances to February 23, 2017.

8. FEEDBACK ON MEETING

9. NEXT MEETING DATE(S)

To be determined.

10. ADJOURNMENT

The meeting adjourned at 3:15 p.m.