

## **Governance Committee**

### **Meeting Minutes**

**Wednesday, May 17, 2017 – 1:00 p.m.**

**LICA Board Room**

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#### **PRESENT:**

Committee Members  
& Resource Persons

Wayne Bamber (Chairperson)  
Delano Tolley (Vice Chair)  
John Ilchuk  
Wilf Tomchek  
Andrea Woods

Observers and Guests:

Monty Moore

Staff and Contractors:

Arianne Crook, LICA Executive Director  
Carrie Cardamone, LICA Executive Assistant

Regrets:

Michael Bisaga, Manager Environmental Monitoring Programs  
Colin Hanusz, BRWA Program Manager  
Heather Harms  
Colin Woods

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#### **1. CALL TO ORDER**

Chairperson Wayne Bamber called the meeting to order at 1:05 p.m.

##### **1.1 Roll Call/Committee Member List**

#### **2. APPROVAL OF AGENDA**

**#1 Moved by Delano Tolley AND RESOLVED that the May 17, 2017 Agenda be approved, as presented.**

#### **3. APPROVAL OF MINUTES**

**#2 Moved by John Ilchuk AND RESOLVED that the May 3, 2017 Minutes be approved, as presented.**

#### **4. ITEMS FOR DECISION**

##### **4.1 Policy 7.9 – Leaves of Absence and Sick Leave**

The committee reviewed the recommendations that were made at the May 3<sup>rd</sup> meeting to Policy 7.9 – Leaves of Absence and Sick Leave, to confirm that all changes were documented properly.

Also with the additional change to:

##### **DIRECTIVES:**

**Article 7.9.1.3 Employees will be paid sick leave, utilizing accumulated sick days.**

##### **4.2 Policy 7.10 – Disciplinary Procedures**

**#3 Moved by Wayne Bamber AND RESOLVED that the Governance Committee submit the following recommendations to the Board of Directors that Policy 7.10 – Disciplinary Procedures be amended to read:**

##### **“INTENT:**

**All employees and contractors are required to adhere to LICA policies, procedures, and contract terms and conditions. The Board or designate will address any breach of policy and procedure in an appropriate manner.**

##### **DIRECTIVES:**

**Delete Article 7.10.1.1**

**Amend Article 7.10.1.2 to now be Article 7.10.1.1 Factors to consider during disciplinary review are: the nature and degree of the breach; whether it was a deliberate act, the previous record of the individual; the interval since the last violation (if any); and any extenuating circumstances.**

**Delete Article 7.10.1.3**

**Amend Article 7.10.1.4 to now be Article 7.10.1.2 The Board or designate will use job descriptions as well as the Performance Evaluation Tool as a guideline for performance standards.**

**Amend Article 7.10.1.5 to now be Article 7.10.1.3 When standards are violated, the Board or designate has a responsibility to take corrective action using the progressive discipline approach.**

##### **IMPLEMENTATION:**

**Article 7.10.2.1 which will read, When violations occur, the Board or designate will follow the progressive discipline approach which is corrective action taken in response to a specific incident or action. The goal of progressive discipline is to preserve and enhance the relationship, not to undermine or sever it, unless the seriousness of the infraction or failure to respond to previous corrective action makes this impractical. The term “progressive” does not mean that all the steps must be used in sequence.**

**Article 7.10.2.2. The steps of progressive discipline are as follows:**

**Verbal warning:**

**In the process of on-going performance management, the Board or designate will verbally warn the individual(s) of conduct and/or performance levels which are unacceptable. Verbal warnings are to be used only for minor offences.**

**Written Warning:**

**For repeated minor offences or a major offence, a written warning will be recorded in the individual's personnel file.**

**Suspension:**

**Suspension with or without pay will follow repeated written warnings, pending a meeting of the Board of Directors who will conduct a disciplinary review.**

**Disciplinary Review Process:**

**The Board may appoint a disciplinary review committee.**

**The committee will ensure reasonable care has been taken to verify the facts before disciplinary action is taken.**

**All proposed disciplinary action will be reviewed by the Board of Directors.**

**All disciplinary action and rationale shall be communicated through a written summary and a personal discussion with the officers. The individual is entitled to appeal the disciplinary action through the grievance procedure.**

**Dismissal:**

**The Board retains the right to terminate employment or contracts.**

#### **4.3 Policy 7.11 – Grievance Procedure**

**#4 Moved by Andrea Woods AND RESOLVED that the Governance Committee submit the following recommendations to the Board of Directors that Policy 7.11 – Grievance Procedure be amended to read:**

**“INTENT:**

**The organization shall provide a grievance procedure to ensure fair and equitable treatment for employees and contractors**

**DIRECTIVES:**

**Article 7.11.1.1 An employees or contractor who disputes earnings, work conditions, or disciplinary action may utilize the grievance procedure.**

**Article 7.11.1.2 The Board of Directors may strike an ad hoc Grievance Committee.**

**IMPLEMENTATION:**

**Delete Step 1**

The employee/contractor shall present a grievance form to the Board and the Executive Director within seven working days of the occurrence. The Board must respond to the employee/contractor within 30 days with a decision. The decision of the Board of Directors is final and binding.

Delete Step 2 and Article 7.11.2.2, Step 3 and Article 7.11.2.3, Step 4 and Article 7.11.2.4, Article 7.11.2.5, and Article 7.11.2.6

#### LICA GRIEVANCE FORM

This form is to be completed by employees and contractors to initiate a formal grievance and to be forwarded to the Board of Directors and Executive Director. An attempt must first have been made to resolve the grievance informally through a discussion with the immediate supervisor.

Grievant: \_\_\_\_\_ Contact #: \_\_\_\_\_

Position: \_\_\_\_\_ Reports to: \_\_\_\_\_

Date Grievance was informally discussed with immediate supervisor: \_\_\_\_\_

#### STATEMENT OF GRIEVANCE:

(Concise statement of facts, including dates, identifying the issue – attach continuation page if necessary)

#### REMEDY OR REDENESS SOUGHT BY THE GRIEVANT:

(Specific resolution sought)

Date grievance received by Board/Executive Director: \_\_\_\_\_

Grievant's Signature: \_\_\_\_\_ Date: \_\_\_\_\_

Received by: \_\_\_\_\_

#### **4.4 Recommendation from the Board of Directors – Definitions to the seats on the Board of Directors**

The Governance Committee decided to table the recommendation from the Board of Directors regarding definitions of the new seats on the Board of Directors until the next meeting.

#### **4.5 Policy 5.19 – Ensuring LICA Sustainability**

#5 Moved by Delano Tolley AND RESOLVED that the Governance Committee submit the following recommendations to the Board of Directors that Policy 5.19 – Ensuring LICA Sustainability be amended to read:

#### DIRECTIVES:

Article 5.19.1.2 All LICA members, employees and contractors will endeavor to achieve the Strategic Plan.

Article 5.19.1.4 LICA will pursue opportunities for growth and diversification based on regional needs.

**IMPLEMENTATION:**

**Article 5.19.2.2** The Board is expected to ensure that the current Board and committee structure, meeting process, administrative capacity, and budget process are an efficient and effective way to utilize available resources. Changes may be instituted as required.

**4.6 Policy 6.1 – Fiscal Year and Budget**

**#6 Moved by John Ilchuk AND RESOLVED** that the Governance Committee submit the following recommendations to the Board of Directors that Policy 6.1 – Fiscal Year and Budget be amended to read:

**DIRECTIVES:**

**Article 6.1.1.1** The Executive Director will develop a draft budget for LICA for the upcoming year by May of each year. This draft budget shall be presented to LICA's funding partners by July 01. Industry agreement to the budget will be provided prior to the September Board meeting. Questions or concerns are to be brought forward and dealt with prior to the September Board meeting.

**Article 6.1.1.2** The budget shall be approved and filed at the September meeting.

**Article 6.1.1.3** The Executive Director and the Officers may adjust allocations within the budget totals approved at the September Board meeting; total budget expenditures shall not exceed allocations without the same approval and review outlined in 6.1.1.1 above.

**Article 6.1.1.4** The Program managers shall draft project budgets, and may adjust allocations within these budget totals approved at the September Board meeting; requests for increases in total budget amounts must go through the review and approval process outlined above.

**Delete Article 6.1.1.5, and Article 6.1.1.6**

**Amend Article 6.1.1.7 to now be Article 6.1.1.5** LICA's industry partners shall participate in LICA and fund the amount allocated by the agreed upon funding formula.

**IMPLEMENTATION:**

**Article 6.1.2.2** The Executive Director is responsible for ensuring the approved budget is implemented in accordance with policies and guidelines.

**Delete Article 6.1.2.5**

**Amend Article 6.1.2.6 to now be Article 6.1.2.5**

**Amend Article 6.1.2.7 to now be Article 6.1.2.6**

**4.7 Policy 6.3 – LICA Signing Authority**

**#7 Moved by Wilf Tomchek AND RESOLVED that the Governance Committee submit the following recommendations to the Board of Directors that Policy 6.3 – LICA Signing Authority be amended to read:**

**“INTENT:**

**The efficient conduct of the Association’s business is supported by the designation of signing authorities by the Board for contract and banking purposes.**

**DIRECTIVES:**

**Article 6.3.1.1 The officers have been designated by the Board as the bank signing authorities for the Association.**

**IMPLEMENTATION:**

**Article 6.3.2.1.1 All payments on behalf of the Association will be made with the approval of any two of the Officers.**

**Article 6.3.2.2.1 LICA contracts and agreements must be signed by any two of the officers.**

**Article 6.3.2.2.2 Copies of the contracts, grants, and other documents requiring decision/signature shall be made available for review a minimum of two weeks before decision/signature is required.**

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

**6. PRESENTATIONS**

No report.

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

**7.1 .Finances**

No Finances to review.

**8. FEEDBACK ON MEETING**

**9. NEXT MEETING DATE(S)**

June 5, 2017

June 12, 2017

**10. ADJOURNMENT**

The meeting adjourned at 4:20 p.m.