

**KENORA DISTRICT SERVICES BOARD
POLICY and PROCEDURE**

TITLE: BOARD COMMITTEES	SECTION: ORGANIZATION
DATE: January 23, 2003	POLICY NO.: KDSB-ORG-II-01
APPROVED BY: Resolution No. 2003-36	REVISED: Motion No. 2006-29 Motion No. 2008-45 Motion No. 2010-11

POLICY STATEMENT

The Kenora District Services Board (KDSB) acknowledges the value of committees and the advice they provide to the Board. The creation, amendment, dissolution and administration of committees shall be conducted in a fair and equitable manner and in accordance with applicable legislation or Board approved procedures.

PURPOSE

The purpose of the policy is to support the creation, amendment, dissolution of committees, the appointments to and the framework for committees authorized by the Board of Directors and associated with the Kenora District Services Board.

DEFINITIONS

Advisory Committee means a committee established to provide advice to the Board of Directors as mandated in the Terms of Reference.

Statutory Committee means a committee established pursuant to Provincial legislation. Such Committee shall function according to requirements of the provincial legislation.

Task Force means a committee established from time to time to deal with a specific issue that will disband at the completion of the project or upon final report to the Board of Directors.

Staff or Ad Hoc Committee means a committee established by recommendation of the Board of Directors or established by Management Staff to carry out specific functions. Such committee may have cross functionality with other stakeholders, staff groups or committees. Such committee can be created quickly to mobilize a group and address a particular project or task.

Inter-Agency Committees have representation appointed by a number of agencies and generally have terms or reference agreed to by all parties including an endorsement of the KDSB Board of Directors.

Note:

Citizen appointments may be made to any type of committee by the Board of Directors as required under the Terms of Reference or as allowed under any applicable provincial legislation.

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Creation, Amendment or Dissolution

Procedure

The Board may create a new committee, amend an existing or dissolve a committee based on the analysis of the following:

- a) Board approved Staff Report recommending establishment, amendment or dissolution of a committee which shall include an assessment of the following:
 - i. Is the existence of this committee required by legislation and regulation;
 - ii. Is this committee's mandate relevant;
 - iii. Is this committee's mandate achievable;
 - iv. Is this committee's mandate unique;
 - v. Is this committee's mandate aligned with the corporate strategic plan;
 - vi. Is this committee operating effectively;
- b) Public interest, community support or feedback.

Creation

The creation of a new committee may be triggered by the following factors:

- a) Significant Public issues or trends;
- b) Where public input is deemed desirable;
- c) Legislated requirement;
- d) Staff request.

On the Board's direction, the Management shall prepare a staff report which shall include the following:

- a) Public and financial considerations;
- b) Impact on Board operations and users;
- c) Consideration of the Corporate Strategic Plan and operational goals and objectives;
- d) Proposed Terms of Reference using the Board approved template (Appendix A)
- e) Recommended appointment of appropriate staff resources.

After approval of the creation of a new committee, the Chief Administrative Officer, on behalf of the Board, will facilitate the appointment process in accordance with this policy, based on the Committee Terms of Reference. The Committee will be added to the Active Committee list (Appendix B).

Amendment

Changes to Terms of Reference will be based on Board decisions and may be triggered by the following factors:

- a) Following a report to the Board and/or initiated by the Board;
- b) By resolution of the Committee;
- c) By a recommendation and report by Management.

The following factors may be considered when amending a Committee terms of reference:

- a) Result of a report which measures progress against mandate;
- b) Lack of material purpose, function or public interest;
- c) New issues at the Board or public pressure (i.e.: could add or remove a mandate);

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- d) Changes to legislation;
- e) New Board of Directors;
- f) Committee sunset clause.

A staff report addressing the proposed changes will be prepared by the Chief Administrative Officer and presented to the Board. The report will be analytical in nature and include specifically:

- a) Indication of which factor led to the amendment;
- b) Assessment of the following factors as relevant:
 - i) Is the existence of this committee required by legislation and regulation;
 - ii) Is this committee's mandate relevant;
 - iii) Is this committee's mandate achievable;
 - iv) Is this committee's mandate unique;
 - v) Is this committee's mandate aligned with the corporate strategic plan;
 - vi) Is this committee operating effectively;
- c) Supporting information; cause/effect, cost analysis and resources required;
- d) Impact on terms of reference.

Dissolution

Dissolution of a Committee may be triggered by one of the following:

- a) Expiration of term;
- b) Completion of task or mandate;
- c) Resolution of issues;
- d) Legislative requirement no longer exists;
- e) Merger with another committee;
- f) Following a review process;
- g) Recommendation by Committee (by resolution);
- h) Recommendation by Management in a staff report.

Regardless of a Committee sunset clause, all committees created by the Board will formally be dissolved by Board resolution.

The following steps will be taken following the dissolution of a committee:

- a) Committee will be removed from the Active Committee list;
- b) Thank you letters on behalf of the Board will be sent to committee members;
- c) Relevant staff members will be informed.

Appointment of Members

Nominations for Citizen Appointments

The Nominating Committee is comprised of all members of the Board of Directors.

All citizen applications received by the established deadline will be forwarded to the Nominating Committee which will be responsible for reviewing the applications and recommending appointments. The applicant review process will be completed in-camera as the process involves reviewing personal information of the applicants.

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The Nominating Committee will make recommendations to the Board. The Board will consider the recommendations and appoint members by resolution.

Appointments will be made as soon as reasonably possible at the beginning of a Board's term of office.

The Chief Administrative Officer will notify all applicants, in writing, of the Board's decision and retain all applications on file for a minimum of twelve (12) months from the date of the Board decision.

Term of Committee Appointments

Citizen Appointments

Citizen members will be appointed for two year term (with the exception of the appointee to the Audit Committee) and will be eligible to serve for a maximum of four terms (eight years). Notwithstanding the foregoing, citizens will continue to serve until their successors are appointed by the Board.

Mid-term appointments will not be counted in the calculation of the maximum four-term limit.

All residents, property owners, business owners or employees of businesses in the District of Kenora shall be eligible to serve on Committees, subject to specific legislative requirements or requirements in the Board approved terms of reference.

Board staff is not eligible to sit as citizen representatives on Board committees.

If a citizen misses three consecutive meetings or 25% of the annual meetings, the Board must be notified. The appointee will be deemed to have forfeited their committee position subject to an opportunity for member to address the Board in writing regarding their absenteeism and the committee Chair to do the same. The Board reserves the right to make the final decision regarding ending committee appointments.

Board Appointments

Board appointments will expire once every two years to accommodate:

- a) The rotation of Board representatives on such committees;
- b) An equal opportunity for all Members of the Board of Directors;
- c) A balanced representation.

Note: The Board Chair is an ex-officio member of all Board Committees and may vote and participate without restriction.

Mid-Term Vacancies

A mid-term vacancy may occur if:

- a) A member informs the Chief Administrative Officer in writing of his/her resignation;
- b) A member no longer meets the eligibility requirements;
- c) A member misses more three consecutive meetings or 25% of the annual meetings without the approval of the Committee by resolution and affirmed by the Board.

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Mid-term vacancies for all Board Committees with the exception of those listed on Appendix C will be filled in as soon as possible. Appointments will only be made for the remainder of the Committee term. Citizen members appointed mid-way through a Committee term will be eligible to serve for a maximum of four terms commencing with their first full two-year term.

Application Process

Citizen Appointments

Notice of the appointment process for both the beginning of a Committee term or for the filling of vacancies will be published by the Chief Administrative Officer on the Board website and in the local print media.

The notice shall contain the name of the committee, approximate number of meetings per year, usual meeting date/time and a brief description of the committee.

All applicants must fully complete the standard application form (Appendix D) which may be downloaded from the Board website or obtained from the Chief Administrative Officer. The application form for each committee will include the terms of reference of the Committee and/or applicable legislation. The application form will require applicants to confirm they have read all documents attached to the specific application.

Staff Appointments

Clerical/administrative or technical staff required to support a Committee will be assigned by the Program Director of the relevant program or by the Chief Administrative Officer. (Citizen Representatives are not expected or required to provide administrative support).

Board Appointments

Members of the Board will be given the opportunity to serve on committee(s) of their choice by self-nomination. The Board Chair shall coordinate the appointment of members of the Board to Committees and all appointments shall be approved by resolution of the Board. Unless specifically required by the Board approved terms of reference, no Board committee shall have more than three Board Members appointed with the exception of the Governance Committee.

Declaration of Office

Citizen committee members appointed by the Board must sign a Declaration of Office (Appendix E).

Committee Administration

Roles

Role of Citizen Representatives

- ❖ To provide needed skill/knowledge areas
- ❖ To provide desired representation of interests in the community

Role of Committee Chair

- ❖ To facilitate and chair the committee meetings
- ❖ To bring Committee decisions forward to the Board as required and speak as the official representative of the Committee on Committee approved statements

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Role of Board Representatives

- ❖ To communicate the Board’s perspective on Board matters where appropriate considering the Board’s Strategic Plan
- ❖ To ensure the mandate of the Committee is fulfilled as required under the terms of reference

Role of Staff

- ❖ To provide clerical, administrative and/or technical support to the Committee as required including the preparation and distribution of minutes and agendas
- ❖ To communicate the Corporate Strategic Plan, Committee related policies and information items, operational goals and objectives
- ❖ To provide guidance regarding timelines and workplan initiatives
- ❖ To incorporate formal Committee comments and resolutions into Staff Reports where appropriate or where Committee advice has been sought

Note: Staff are not formal members of committees and have no voting privileges, unless otherwise provided in the Board approved Terms of Reference

Rules of Procedure

The rules of Procedure for committees shall be the same as the Board as set out in the Board Policy – Rules of Order and Proceedings.

Frequency of Meetings

The meeting frequency will be dictated in the Board Terms of Reference.

Quorum

A quorum consisting of a majority of the Board members of a Committee is required for a Committee meeting.

First Meeting

At the first meeting of a Committee term staff support shall provide a brief orientation session. Following the orientation the Committee will elect a Chair. Unless otherwise specified in the Board approved Terms of Reference, the Chair will be a Member of the KDSB Board of Directors.

Agenda Meetings, Materials and Minutes

A Committee will meet to deal with matters pertinent to their Board approved Terms of Reference or as referred to the Committee by the Board. The Agenda will be developed in conjunction with the staff support and Chair of the Committee.

Committee shall not consider personnel matters, but shall forward any such concerns to the Chief Administrative Officer.

Committee shall not provide advice or information to external boards, committees, agencies, organizations or other government bodies without the prior written approval of the Board.

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Committee Agendas, materials and previous committee Minutes shall be distributed to the Committee members at least five (5) days in advance of the meeting and shall be made available to the Public in accordance with the Board Policy – Rules of Order and Proceedings.

The staff member providing clerical/administrative support to a Committee shall provide copies of minutes of all meetings to the Chief Administrative Officer within ten (10) days of the date of the meeting for inclusion in the Committee file.

Agendas and approved minutes will be published on the Board website.

Closed Meetings

All meetings are open to the Public unless closed by resolution of the Committee in accordance with the Board Policy – Rules of Order and Proceedings.

Reporting to the Board

Advisory committees will submit an annual report to the Board at the first regularly schedule Board meeting each year.

The annual report will include:

- 1) An overview of the activities of the committee during the previous year;
- 2) Their intended direction or projects for the upcoming year;
- 3) Recommended revisions, as necessary, to their terms of reference

The Board, upon receiving the annual reports, may provide direction to the Committee, determine if amendments to the Terms of Reference are required or determine the advisability of the committee continuing.

The Committee, through the Committee Chair, may elect to address the Board as a delegation or provide communication to the Board on behalf of the Committee at any point throughout the year. Unless mandated by the Board, Committees will not speak on behalf of the Board or make representations on behalf of the Board without prior Board approval.

Budget

Funding for Committees will be established in the annual approved Board of Director budget.

Recognition

A Committee recognition event may be held once per Board term to show appreciation for citizen volunteers and to recognize long standing service.

External Boards and Committee Appointments

From time-to-time the Board may be requested to provide representation on External Boards and Committees. All appointments to external boards and committees including those of a provincial or national scope must be approved by Board resolution.

To the extent possible, members of the Board of Directors and staff serving on external boards, committees or project teams will follow and abide by the principles and procedures set out in this policy.

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When serving on external boards or committees members of the Board of Directors and staff acknowledge that they represent the Kenora District Services Board and the views expressed may be perceived as the views of the Board.

- Appendix A: Template for Terms of Reference**
- Appendix B: Active Committee List**
- Appendix C: Mid-Term Vacancy Policy – Exemptions**
- Appendix D: Application to Board for Consideration of Appointment to Committees**
- Appendix E: Declaration of Office**

TEMPLATE FOR TERMS OF REFERENCE

Committee Name:		Type: (see definitions)			
Sub Committees:					
Date of Formation:			Sunset Date:		
Staff Support:			Department Linkage:		
Enabling Legislation:					
Total # of Members	Public:	Board:	Staff:	Other:	
Meeting Frequency:			Number of Meetings per year:		
Budget:		Top Expenditures:			
Describe how this ties into the Kenora District Services Board Strategic Plan					
	Planning for Growth and Change			Building Partnerships	
	Addressing Services Needs			Pursuing Operational Excellence	
	Safe and Caring Community				
Reporting Method to Board:					
Mandate:					
Goals/Objectives:					
Committee Composition: (Special Skills required for members)					

ACTIVE COMMITTEE LIST

To be completed following review report.

**MID-TERM VACANY POLICY
EXEMPTIONS**

- Audit Committee

**APPLICATION TO BOARD
FOR CONSIDERATION OF APPOINTMENT
TO COMMITTEES**

Name:	
Address:	
Home Tel:	Fax:
Business Tel:	Email:
Committee(s) or Board(s) to Which You Are Seeking Appointment (Please list order of preference in the event you are only considered for one appointment:	
1.	
2.	
3.	
Please limit your responses to the space provided below.	
Please list the reasons for seeking appointment to this Committee and other pertinent information you may deem helpful for the Board in considering your application.	

Please list the skills or qualifications you would bring to the committee position

Please list prior community involvement or experience within the Board or external:

Board Policy Limits Membership on a Board or Committee to a Maximum of Eight (8) Years. Indicate Below if You Have Served on the Committee Before and if so, for How Many Years.

Have You Served On This Committee Before? _____ Number Of Years _____

Please indicate you have reviewed the Terms of Reference for the Committee and committee meeting frequency: Yes ___ No ___

Please return your completed application by _____ to the attention of:

**Chief Administrative Officer
211 Princess Street, Suite 1
Dryden, ON P8N 3L5
or fax to: 807-223-6500**

No Telephone or Verbal Applications will be accepted.

Signature: _____ Date: _____

To the extent that the foregoing information constitutes personal information as defined in the Municipal Freedom of Information and Protection of Privacy Act, R.S.O. 1990, chapter M.56 as amended, the information is subject to provisions of that Act and will be used for the purposes indicated or implied by this form. Questions about the collection of personal information should be directed to the Chief Administrative Officer, 211 Princess Street, Suite 1, Dryden, Ontario, P8N 3L5, telephone (807) 223-2100.

DECLARATION OF OFFICE

I _____ do solemnly promise and declare that I will truly, faithfully and impartially, to the best of my knowledge and ability execute the position of _____ Committee member, to which I have been appointed by the Kenora District Services Board, that I have not received and will not receive any payment, or promise thereof, as a result of my appointment, and that I will disclose any pecuniary interest, direct or indirect. I will abide by the Committee Policy, Code of Conduct Policy, Confidential Information Policy, the Kenora District Services Board Procedural Policy, Procurement Policy and any other relevant policies.

(signature of member)

Declared Before Me, this
____ day of _____ 20__.

Commissioner of Oaths