

**GOVERNANCE COMMITTEE  
ONLINE TELECONFERENCE  
MEETING MINUTES  
Thursday, October 1, 2020  
9:30 a.m.**

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**MEMBERS PRESENT:** R. Foster, Chair  
R. Brady  
B. Clark  
J. Ingrao  
B. Johnson (departed 10:47 a.m.)  
K. Kawall  
B. Mackenzie  
E. Smith  
M. Woodhouse

**STAFF PRESENT:** C. Sharma, Chief Administrative Officer / Secretary - Treasurer  
G. Bivol, Executive Co-ordinator to the C.A.O. / Board  
M. Ferrusi, Manager, Human Resources  
G. Shaule, Administrative Assistant

Chair Foster called the meeting to order at 9:30 a.m..

## 1. APPROVAL OF AGENDA

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Recommendation No. GC-26-2020

Moved by Member Brady  
Seconded by Member Clark

**THAT** the agenda for the October 1, 2020 Governance Committee meeting **BE APPROVED** as presented.

**CARRIED**

## 2. DECLARATIONS OF CONFLICT OF INTEREST

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None declared.

## 3. APPROVAL OF THE MINUTES

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a) Minutes of the NPCA Governance Committee meeting dated June 8, 2020

Recommendation No. GC-27-2020

Moved by Member Kawall  
Seconded by Member Ingrao

**THAT** the minutes of the meeting of the NPCA Governance Committee dated June 8, 2020 **BE ADOPTED.**

**CARRIED**

#### 4. CORRESPONDENCE

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None.

#### 5. PRESENTATIONS

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None.

#### 6. DELEGATIONS

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None.

#### 7. Consent Items

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None.

#### 8. DISCUSSION ITEMS

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- a) Report No. GC-05-20 RE: Board Evaluation Process – Discussion ensued.

Recommendation No. GC-28-2020

Moved by Member Smith

Seconded by Member Kawall

1. **THAT** Report No. GC-05-20 RE: Board Evaluation Process **BE RECEIVED.**
2. **THAT** the Procedure for Board Evaluation Process as outlined in Report No.GC-05-20 and associated appendices **BE APPROVED.**
3. **AND FURTHER THAT** Report No. GC-05-20 including Appendix 2 and Appendix 3 be **APPENDED** to the next Full Authority Board meeting.

**CARRIED**

- b) Report No. GC-06-2020 RE: Updated Administrative By-Law – Members offered revisions and staff were requested once completed to circulate the final version to be presented to the Board.

Recommendation No. GC-29-2020

Moved by Member Ingrao

Seconded by Member Woodhouse

1. **THAT** Report No. GC-06-2020 RE: Updated Administrative By-Law **BE RECEIVED.**
2. **THAT** the NPCA Administrative By-law dated December 19, 2020 **BE REPEALED** at the Full Authority Meeting of October 22, 2020.

3. **THAT** at the Full Authority Meeting of October 22, 2020, the Board **ADOPT** the Administrative By-Law attached as Appendix 1 to this report inclusive of revisions authorized under prior Board direction and with other clerical and administrative updates as appropriate.

**CARRIED**

- c) Report No. GC-08-20 RE: Code of Conduct Complaint Procedure – Members proposed a number of changes and staff were asked to circulate the revised version to the Committee Members prior to presentation to the Board.

Recommendation No. GC-30-2020

Moved by Member Brady

Seconded by Member Clark

1. **THAT** Report No. GC-08-20 RE: Code of Conduct Complaint Procedure **BE RECEIVED**.
2. **THAT** the Code of Conduct Complaint Procedure as outlined in Report GC-08-20 **BE APPROVED**.
3. **THAT** Report No. GC-08-20 Code of Conduct Complaint Procedure **BE APPENDED** to the next Full Authority Board meeting.
4. **AND THAT** staff **BE AUTHORIZED** to execute agreements, as appropriate, with partner municipalities to facilitate shared services of Integrity Commissioners.

**CARRIED**

## 9. NEW BUSINESS

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- a) Verbal Discussion on a proposed November Governance Committee meeting – C.A.O Sharma outlined a number of outstanding items that remained to be addressed and asked for a November Committee meeting.

Recommendation No. GC-31-2020

Moved by Member Kawall

Seconded by Member Smith

**THAT** the Committee **APPROVES** the scheduling of an additional meeting for November 5, 2020.

**CARRIED**

- b) Member Smith proposed that the process for selection of a Chair and Vice Chair of the Board at the Annual General Meeting be reviewed and changed. It was determined that this matter would come forward for discussion at the next Committee meeting.

## 10. ADJOURNMENT

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Recommendation No. GC-32-2020

Moved by Member Kawall

Seconded by Member Smith

**THAT** the meeting of the NPCA Governance Committee hereby **ADJOURNS** at 11:05 a.m..

**CARRIED**

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Robert Foster,  
Committee Chair

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Chandra Sharma, MCIP, RPP  
Chief Administrative Officer /  
Secretary - Treasurer