

## Governance and Risk Committee

ZOOM: <https://us02web.zoom.us/j/83771786757?pwd=NC8rMEhoQjQzZW9oc05QUVZiVDRFdz09/>  
Password 948030



Start: Thursday, November 12, 2020 - 3:00pm

End: Thursday, November 12, 2020 - 4:00pm

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1. Roll Call
  2. Disclosure of Pecuniary Interest for Governance and Risk Committee Members
  3. Approval of Agenda
  4. Consent Items
    - 4.1. GC 01 20 01 - Memo - Risk Management Information Updates



GC 01 20 01 - Memo - Risk Info Updates Nov. 2020.pdf

5. Action Items
  - 5.1. GC 01 20 02 - 2021 Draft Board Meeting Schedule



GC 01 20 02 - 2021 Board Meeting Schedule - DRAFT



GC 01 20 01 - 2021 Board Work Plan - DRAFT

- 5.2. GC 01 20 03 - Governance & Risk Terms of Reference - updates



GC 01 20 03 - Terms of Reference Update



GC 01 20 03 - Terms of Reference - Governance & Risk Committee



GC 01 20 03 - Terms of Reference - CEO Compensation Committee.pdf

- 5.3. GC 01 20 04 - CH Board & Chair Self-Assessment Survey - 2020



GC 01 20 04 - CH Board & Chair Self-Assessment Survey 2020

6. CEO Update
  7. Other Business
  8. Adjournment
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**REPORT TO:** Governance & Risk Committee

**REPORT NO: #** GC 01 20 01

**FROM:** Jill Ramseyer, Director, Corporate Compliance

**DATE:** November 12, 2020

**SUBJECT:** Risk Management Information Updates

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### Recommendation

THAT the Conservation Halton Governance & Risk Committee **receive for information this report pertaining to risk management for the organization on an annual basis.**

### Report

The purpose of this report is to establish an annual schedule and contents of risk related material to be received and reviewed by the Governance and Risk Committee. The information is intended to assist the Governance and Risk Committee in fulfilling its oversight responsibilities with regards to risk management at CH and the governance structure that supports it.

The proposed annual schedule will consist of memos and/or reports, will be communicated at either the March or November meeting and will contain the following information:

- CH Risk Management Plan updates - This will include a summary of new initiatives, updates to and pertinent information about the corporate risk program.
- Corporate Policy updates – This will include a summary with details of staff approved corporate policy revisions, additions and deletions.
- Top CH Risks – This will include the top 10 Risks as documented in the CH Risk Register for Parks and Operations along with the appropriate supplemental information such as risk ratings and controls.

The information will be prepared by staff and received by the Governance and Risk Committee on an annual basis as part of the meeting package.

### Impact on Strategic Goals

This report supports the Metamorphosis strategic theme of Striving for service excellence and efficiency. The theme is supported by the objective to conduct routine evaluations of program performance and report on outcomes to increase accountability and drive improvements and to create and implement a progressive risk management strategy

### Financial Impact

There is no financial impact to this report.

Signed & respectfully submitted:



Jill Ramseyer  
Director, Corporate Compliance

Approved for circulation:



Hassaan Basit  
President & CEO/Secretary-Treasurer

**FOR QUESTIONS ON CONTENT:** Jill Ramseyer, [jramseyer@hrca.on.ca](mailto:jramseyer@hrca.on.ca); #905 336 1158 x 2295

**REPORT TO:** Governance & Risk Committee

**REPORT NO: #** GC 01 20 02

**FROM:** Adriana Birza, Manager, Officer of the President & CEO

**DATE:** November 12, 2020

**SUBJECT:** Board of Directors 2021 DRAFT Meeting Schedule

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### Recommendation

THAT the Conservation Halton Governance & Risk Committee recommend to the Board of Directors the **approval of the Board of Directors 2021 Draft Meeting Schedule and the 2021 Board Work Plan.**

### Report

The attached schedule is the 2021 Meeting Schedule for the Conservation Halton Board of Directors with one date allocated for site visit. The Advisory Committee meetings have also been scheduled, where possible, on the same date as the Board of Directors meetings however, at an earlier time.

When necessary, the Source Water Protection Authority Board of Directors meetings will be scheduled for the same dates as a Conservation Halton Board of Directors meeting.

Our commitment is to have the meetings conclude by 6:00 p.m. We are asking for your commitment to stay to the end. On those rare occasions when you must leave for other obligations, please notify the Chair and the meeting secretary in advance in the interests of Minutes accuracy.

Prepared by:



Adriana Birza  
Manager, Office of the President & CEO

Approved for circulation:



Hassaan Basit  
President & CEO/Secretary-Treasurer

**FOR QUESTIONS ON CONTENT:** Adriana Birza, 905.336.1158 x2295; abirza@hrca.on.ca

**BOARD OF DIRECTORS  
2021 MEETING SCHEDULE**

**Location:** Zoom Videoconference until further notice

<b>Thursday</b>	<b>Time</b>	
February 18	3:00 – 5:00 5:00 – 6:00	Inaugural Meetings/Board meeting Strategy Session President & CEO 2021 Work Plan
March 25	1:30 – 2:30 3:00 – 6:00	Governance & Risk Committee Board Meeting
April 8	9:30 – 11:00	Finance & Audit Committee Audited Financial Statements
April 22	3:00 – 6:00	Annual General Meeting Board Meeting Audited Financial Statements
May 20 TBD	3:00 – 6:00	Board Tour/Board Meeting/Business Planning
June 4	9:30 – 11:00	Finance & Audit Committee Preliminary Budget
June 17	11:00 - 6:00	Board Meeting/Board Tour/ (date 2) Business Planning Preliminary Budget
September 23	3:00 – 6:00	Board Meeting - CEO Mid-Year Review
October 21	1:30 – 2:30 3:00 – 6:00 3:00 – 6:00	Finance & Audit Committee Budget Endorsement to Board (TBC) Board Meeting
November 11	3:00 – 4:00	Governance Committee CH Board Work Plan 2022
November 18	1:30 – 2:30	CEO Compensation Review
November 25	3:00 – 6:00	Board Meeting Budget Endorsement to Board (TBC) CH Board Work Plan 2022

CH BOARD WORK PLAN 2021  
DRAFT

Objective(s)/Solution(s)	Actions/Activities	Results	Responsibility	Timeframe											
				JAN	FEB	March	APR	MAY	JUN	JUL	AUG	SEP	OCT	NOV	DEC
Strategic Planning and Organizational Performance	Review Strategic Priorities (in year)		BoD				X					X		X	
	Business Planning Session		BoD	X		X									
	Dashboard Review	Financial data to be sent to F&A Committee; Other KPI's to the full Board (2 - 4 times / year)	BoD	X		X		X			X				
	AGM & Inaugural		BoD			X									
Finance and Audit	Approval of Draft and Final Budget		FA / BoD					X					X		
	Approve Audited Financial Statements		FA			X									
	Review Long-term Budget Forecast		FA / BoD										X		
	Evaluate Auditors and Select Auditors (as needed)		FA										X		
	Review, Budget Principles & Policies Related to Financial & Purchasing Matters ( as needed, new Board members)		FA				X								
President & CEO Relations	Review and Approve Annual President & CEO Workplan		COMP	X											
	End-of-year review		COMP											X	
	Approve Performance-based Compensation for President & CEO		COMP											X	
Governance	Review and Approve Committee Terms of Reference		Gov			X									
	Review and Approve Governance Policies and Procedures, BoD by-laws		Gov / BoD											X	
	Conduct Board Performance Self Assessment Survey and Review Results		Gov											X	
	Approve Annual Board Workplan		Gov / BoD											X	
	Board Development & Member Orientation Program	Engagement levels	Gov										X		
	Election of Board Chair and Vice Chair		BoD	X											
	Election of Committee Chairs/V. Chairs (to be carried out every 4 years - at the same time as Municipal elections)		BoD	X		X									
	Specific Policy and Procedures Review and Approval		BoD												
	Functioning as a Hearing Board	Training (legal) on Board Hearing Procedures under CA Act	BoD												
	Approvals under O. Reg 162/06 for Applications that didn't meet Policy		BoD												
	Strategic Advocacy/Position on Environmental Issues and Provincial Reviews		BoD												

**As needed**

**REPORT TO:** Governance & Risk Committee

**REPORT NO: #** GC 01 20 03

**FROM:** Adriana Birza, Manager, Office of the President & CEO

**DATE:** November 12, 2020

**SUBJECT:** Amendment to CH Board Committees Terms of Reference to reflect changes in title from CAO to CEO

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### Recommendation

THAT the Governance & Risk Committee recommends to the Conservation Halton Board of Directors approval of the **amendment to the Terms of Reference for the Governance & Risk Committee and CAO Compensation Committee to reflect the title change of the CAO/ Secretary-Treasurer to President & CEO/Secretary-Treasurer.**

### Report

The Conservation Halton Board of Directors approved the CAO (Chief Administrative Officer/Secretary-Treasurer) title change to President and CEO (President and Chief Executive Officer/ Secretary-Treasurer) effective September 24, 2020 and the CH Board Committees Terms of Reference needs to reflect this change in all categories.

The Term of Reference for the Finance & Audit Committee do not need to be amended as the CAO title is not referenced in the document.

### Impact on Strategic Goals

This report supports the Metamorphosis strategic theme of Striving for service excellence and efficiency.

There are no financial impacts of this action.

Signed & respectfully submitted:



Adriana Birza  
Manager, Office of the President & CEO

Approved for circulation:



Hassaan Basit  
President & CEO/Secretary-Treasurer

**FOR QUESTIONS ON CONTENT:**

Adriana Birza, Manager, Office of the President & CEO  
[abirza@hrca.on.ca](mailto:abirza@hrca.on.ca), 905336 1158 x 2295









