

Codiac Regional Policing Authority

Policy #: G-1018
Category: Authority Affairs
Subject: Governance Committee – Terms of Reference
Date: Insert
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Framework

Police Act

Under s. 1.1(1) of the *Police Act*, the Minister of Justice and Public Safety shall (a) promote the preservation of peace, the prevention of crime, the efficiency of police services and the development of effective policing, and (b) coordinate the work and efforts of police forces and the RCMP within the Province.

Section 1.1(2) of the *Act* provides that the Minister may provide to boards, councils, police forces, a regional policing authority and the RCMP:

- (i) information and advice respecting the management and operation of police forces and the RCMP in handling special problems, and
- (ii) such other information as the Minister considers to be of assistance.

Finally, Section 1.1 (3) provides that subject to the *Act* and regulations, the Minister may issue guidelines and directives to any police force within the Province for the attainment of the purposes in s. 1.1(1) above.

Governance Guidelines

In 2011, the Department of Public Safety issued the Police Governance and Oversight in New Brunswick Policy Guidelines (“Governance Guidelines”). These Guidelines apply to a regional policing authority, as well as to other models of police governance in use in New Brunswick. The Guidelines say that Boards are “encouraged to establish and maintain standing and ad hoc committees (as required).” They suggest that a Board may wish to consider establishing the following committees:

- Executive Committee
- Policy and Governance Committee
- Finance Committee
- Quality of Policing Committee
- Negotiating Committee

The Guidelines further state that:

“The function of board committees is to assist the Board with its tasks in the exercise of its authority and responsibilities. The Board may establish standing or ad hoc committees to inquire into and report on any matter within the jurisdiction of the board.

The Board will define the committee mandate and appoint the committee membership.

Each committee shall obtain direction from the Board for its activity or mandate and shall report back on its activities on a regular basis. The Board may also delegate tasks and projects to the committees.

On approval of the Board or civic authority, non-serving members of the Board may be appointed to a committee as ad-hoc members where there is a need for special and temporary expertise. An ad hoc member of a committee may not serve as chair of the committee and the majority of members of a committee must be members of the Board.

No committee may bind nor represent the Board. In addition, Board committees may not speak or act for the Board except where formally given such authority.”

Municipal Agreement

Article 6(5) of the 2001 agreement between the three municipalities to establish the Codiac Regional Policing Authority (CRP Authority) provides that the “Authority may adopt by-laws and policies to govern and regulate its activities.”

CRP Authority Procedural By-laws

Section 28 of the CRP Authority Procedural By-law sets our minimum requirements for CRP Authority Committees. The following standing committees are mandate: Executive Committee, Finance Committee, Governance Committee and Quality of Policing Committee.

The CRP Authority determines the appropriate number of Committees, their membership, mandate and reporting practices. The role of the Committees is generally to make recommendations to the CRP Authority on matters that are in their jurisdiction.

Policy

(a) Purpose

The purpose of the Governance Committee is to assist the CRP Authority in being effective and efficient in the governance of the Authority.

(b) Specific Responsibilities

1. Take the lead in identifying the need for new governance policies.
2. Develop new policies, procedures and tools that will enhance the performance of the CRP Authority and the Codiac Regional Police Service (CRPS).
3. Receive and review reports from the CRPS under the CRP Authority's values and ethics policies.
4. Develop an annual work plan for the CRP Authority(see Policy G- 1011 – Annual Work Plans for CRP Authority and Committees).
5. Monitor the CRP Authority's adherence to its policy review cycle (see Policy G-1014 – By-laws and Policies)
6. Review the CRP Authority's committee structure at least once every three (3) years to assess its continued appropriateness.
7. Review the CRP Authority's annual self-evaluation process on an annual basis and make recommendations for changes to the Authority (see Policy G-1013 and Template T-1013)
8. Prior to vacancies occurring on the CRP Authority, assess the composition and skill sets of the CRP Authority and make recommendations to the appointing body(ies) regarding the qualities and skills needed to achieve the collective competencies and skills required by the CRP Authority.
9. Provide leadership in the areas of CRP Authority orientation and ongoing development (see Policy G-1012 and Policy G- 404)
10. At the request of the CRP Authority, undertake any other corporate governance initiatives that may be necessary or desirable to contribute to the success of the Authority.

(c) Membership, Quorum and Voting

1. The Committee will consist of three CRP Authority members approved by the CRP Authority.
2. A majority of the Committee constitutes a quorum for a meeting of the Committee.
3. If the event that any Committee member declares a conflict of interest with regard to any one or more matters under consideration by the Committee, such Committee member will not attend that portion of the meeting dealing with such matter(s) and the foregoing quorum requirement will be reduced by one (1) with regards to any decision or recommendation with respect to such matters.
4. Committee members are expected to make every reasonable attempt to attend and participate in meeting in person; however, where this is not possible due to personal circumstances or inclement weather, the member may participate in the meeting virtually provided that all participants in the meeting can hear each other and participate in the discussion and debate.
5. A matter put to a vote at a meeting of the Committee shall be decided by a

majority of the votes cast by Committee members.

(d) Meetings and Organization

1. The Committee shall hold at least four (4) regularly scheduled meetings each year to complete the items on the Committee's annual macro agenda attached as Appendix A.
2. The Committee may hold additional special meetings at the call of the Committee Chair, or by agreement of the Committee.
3. The Committee Chair will prepare a written agenda for each meeting that will be distributed to Committee members, together with any related materials.
4. Subject to the CPR Authority Procedural By-laws or the CRP Authority Policies, the Chair shall determine the procedure at and conduct of meetings of the Committee.
5. The Committee Chair will consult with relevant contracted personnel on the agenda development, preparation and distribution of meeting materials and maintaining a record of the meetings.
6. The Committee Chair may invite such CRP Authority members and outside parties, and in consultation with the Officer in Charge (OIC), such employees as may be deemed desirable to attend meetings and assist in the discussion and consideration of the business of the Committee.

(e) Minutes and Reporting Responsibilities

1. The Committee Chair will ensure that minutes of the Committee are kept and will review them for accuracy before they are approved by the Committee or shared with the CRP Authority for information. A copy of all minutes will be sent to the Executive Co-ordinator for filing and safekeeping.
2. The Committee Chair will provide a written report to the CRP Authority on the activities, actions and recommendations of the Committee at least seven (7) days in advance of regular CRP Authority meetings.
3. The Committee's report will clearly indicate items for (a) information, (b) ratification or (c) decision/approval of the CRP Authority and will include the suggested resolution(s) to be approved by the CRP Authority.

(f) Confidentiality

All deliberations of the Committee, and all records, material and information pertaining to the CRP Authority or CRPS obtained by a member of the Committee shall be considered confidential. Committee members shall maintain the confidentiality of such deliberations, and shall safeguard such records, material and information from improper access. At no time will any Committee member use or disclose or divulge any confidential personal information for personal gain or for the benefit of others.

(g) Other

The Governance Committee will:

- a) Annually review its Terms of Reference and makes any recommendations for changes to the CRP Authority for approval
- b) Annually assess its performance in carrying out its duties with the objective of continuous improvement
- c) Provide an orientation to new Committee members
- d) May engage outside advisors, including counsel, independent consultants and other experts, as needed, to deal with any matter under its responsibility, subject to budgetary approval by the CRP Authority.

Appendix A - Annual Work Plan – Governance Committee

Meeting	Agenda Items
Early September	<ul style="list-style-type: none"> <input type="checkbox"/> Check-in on any new provincial guidelines or directives on the governance and oversight of policing <input type="checkbox"/> Review and discuss current or emerging themes or issues in the governance of policing in Canada <input type="checkbox"/> Identify areas of policing governance to investigate further for possible new policy development <input type="checkbox"/> Develop a list of conferences of potential interest to CRP Authority members over the coming year and share it with the CRP Authority <input type="checkbox"/> Orient new Committee members <input type="checkbox"/> Such additional items as the Committee Chair determines
Early November	<ul style="list-style-type: none"> <input type="checkbox"/> Review annual reports from CPRS under the CRP Authority values and ethics policies <input type="checkbox"/> Monitor the CRP Authority's overall progress on the annual policy review cycle under Policy G-1014 – By-laws and Policies <input type="checkbox"/> Review the position description for CRP Authority members and the competency matrix; have a preliminary discussion about upcoming vacancies and ideal candidate profiles <input type="checkbox"/> Develop recommendations on the desired content/headings of the CPR Authority's Annual Report to its stakeholders (to be prepared early in the following calendar year) <input type="checkbox"/> Identify the need for any by-law revisions and develop critical path for advancing same <input type="checkbox"/> Such additional items as the Committee Chair determines
February/ March	<ul style="list-style-type: none"> <input type="checkbox"/> Confirm upcoming CRP Authority vacancies, identify gaps using the CRP Authority's

	<p>competency matrix and develop recommended ideal candidate profile</p> <ul style="list-style-type: none"> <input type="checkbox"/> Plan for CRP Authority recruitment and nomination process (See Policy G-1001 - CRP Authority Nomination Process) <input type="checkbox"/> Review the proposed content of the CRP Authority Annual Report, particularly regarding any governance disclosures <input type="checkbox"/> Review the CRP Authority's annual self-evaluation policy and template; plan implementation of the evaluation process <input type="checkbox"/> Review the position descriptions for the Officers' positions to ensure their ongoing accuracy <input type="checkbox"/> Every third year, consider the appropriateness of the CRP Authority's committee structure <input type="checkbox"/> Such additional items as the Committee Chair determines
May	<ul style="list-style-type: none"> <input type="checkbox"/> Review the results of the CRP Authority's annual self-evaluation process <input type="checkbox"/> Develop suggested annual CRP-Authority priorities for the next year based on the evaluation results <input type="checkbox"/> Review the CRP Authority's orientation process and plan its timely implementation for new CRP Authority members <input type="checkbox"/> Confirm the policies to be reviewed by the CRP Authority over the next year under its policy review cycle (Policy G-1014 – By-laws and Policies) <input type="checkbox"/> Review the process for the nomination and election of officers and remind the CRP Authority of same to prepare the Authority for an upcoming election process <input type="checkbox"/> Review the Committee's Terms of Reference and recommend changes to the CRP Authority <input type="checkbox"/> Evaluate the Committee's performance over the past year using a simple "done well/do better"

assessment

- ☐ Such additional items as the Committee Chair determines

Additional meetings at the Committee Chair's discretion