COWICHAN WATERSHED BOARD

COWICHAN CO-GOVERNANCE CONVERSATIONS WORKSHOP SERIES

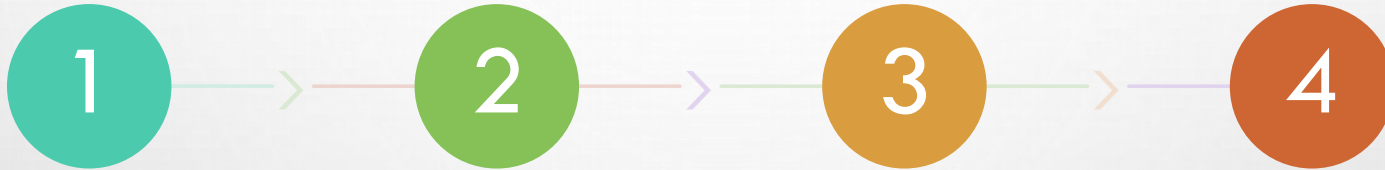## PROPOSED CHANGES TO

CWB GOVERNANCE MANUAL

PROPOSED REVISIONS TO GOVERNANCE MANUAL

1. **ADMINISTRATIVE CHANGES**

2. **STRATEGIC CHANGES**

   ➤ AUTHORITY (FORMERLY MANDATE SEC. 2.2)

   ➤ PRINCIPLES (SEC. 2.3)

   ➤ INTERNAL DECISION MAKING (REVISE SECTION 3.3.2)

   ➤ ACCOUNTABILITY MEASURES (NEW SECTION)

NEXT STEPS

1 → **2** → **3** → **4**

Seek CWB support to develop revised governance manual

Draft revised governance manual based on proposed administrative and strategic changes

Present revised manual to CWB for discussion & ratification

Referral to both Cowichan Tribes and CVRD for sign off

LAST MONTH…

COWICHAN WATERSHED BOARD
Consensus model review

RESOURCES TO CONSIDER:
1. Cowichan Tribes – is there a consensus policy we could learn from?
2. Consensus Decision-Making: A Virtual Learning Center for People Interested in Consensus (https://www.consensusdecisionmaking.org/
3. Example presented: Cowichan Station Area Association's Governance Policy.

PROPOSED REVISIONS TO SECTION 3.3.2 DECISION-MAKING (CON'T)

What we heard – At the Jan 29 Board Meeting, there seemed to be general agreement that:

- If someone objects or stands aside, that should be recorded in the minutes.
- Setting a threshold for consensus as "everyone minus 1" or 2 would be good to allow decisions to proceed under consensus rather than Roberts Rules
- If we have to go to Roberts Rules, support for super-majority of 2/3.
- Repeated blocking is not grounds for removal a member from Board

PROPOSED REVISIONS TO SECTION 3.3.2 DECISION-MAKING (CON'T)

What We Heard – email input from David Anderson:

"Consensus is something you know you have, when you have it, and something that you know you don't when you don't… Rules for consensus may be misleading—for instance if Cowichan Tribes is not in favour of a course of action, I don't think the Board would have consensus. If Board member David Anderson disagrees, well, that is orders of magnitude less significant. So it varies with the players, and more important yet, it varies with the intensity of the dissenting view…"

Original text / **Recommended changes** / **Other ideas.**

• Members will work to achieve consensus as much as possible **and welcome a diversity of opinions in the process.**

? Add a definition (David A's) "**General Consensus is defined as a position which the majority can live with, even if individual members of that majority might prefer something somewhat different. If one or more can't live with that position, they have the right to append a statement explaining why the decision is unacceptable to them, but the decision is nevertheless a decision of the Board and just as valid as a unanimous decision.**"

PROPOSED REVISIONS TO SECTION 3.3.2 DECISION-MAKING (CON'T)

- In consensus decision making a position of "I can live with that' can contribute to consensus.
- Add "**If members feel they cannot live with a proposed motion, they may either:**

a) State a dissenting opinion to be recorded in the minutes, but stand aside to allow consensus to proceed or,

b) State a dissenting opinion to be recorded in the minutes and move to block the motion from proceeding. "

[Another option is to allow 'stand aside' as a 4th option but I suggest that if someone "can't live with" the motion, it would benefit the group to have a statement about why that is the case.]

PROPOSED REVISIONS TO SECTION 3.3.2 DECISION-MAKING (CON'T)

• If decisions are complex or substantive or if it there is significant disagreement among members then **the co-Chairs may specify that** the decision making process will be according to Robert's Rules of Order.

? Question: Does the Board want to retain: "If decisions are complex or substantive"?

Alternate: "If more than 2 members block or express dissent, or any time the Co-Chairs feel consensus is not present, then the co-Chairs may either defer the matter for further discussion or specify that the decision making process will be according to Robert's Rules of Order."

• Add **"The threshold for a decision to pass under Robert's Rules of Order is a super-majority of 2/3 of those present voting in favour of the motion."**

PROPOSED REVISIONS TO SECTION 3.3.2 DECISION-MAKING (CON'T)

Anything else?

Do we have consensus?

Request motion to include these changes in new draft of Governance Manual.

COWICHAN CO-GOVERNANCE CONVERSATIONS WORKSHOP SERIES

ACCOUNTABILITY

PROPOSED ACCOUNTABILITY SECTION

❑Include a new section of governance manual which improves upon and makes explicit current accountability measures including:

   ❑CWB accountability to whole of watershed

   ❑CWB accountability to public

   ❑CWB accountability to partners

   ❑Partner & Board Member accountability to CWB

WHAT DO WE MEAN BY ACCOUNTABILITY?

ACCOUNTABILITY IS…

- an assurance that an individual or an organization will be evaluated on their performance or behaviour related to something for which they are responsible

- a key principle of good governance & effective leadership along with transparency

WHAT ARE ACCOUNTABILITY MEASURES?

EXAMPLES:

➢ Clearly defined **roles and responsibilities**

➢ **Planning mechanisms** to set specific goals, objectives and targets on an annual or multi-year basis

➢ **Evaluate performance** in relation to objectives, targets and budgets

➢ **Clear consequences** linked to outcomes and performance

➢ Annual financial **audits**

➢ **Regular communications and reporting** to statutory decision-makers, funding partners and the public (via regular reporting, open systems of communication, annual reports, newsletters and website).

WORKSHOP SERIES ACCOUNTABILITY ISSUES

How can the CWB demonstrate accountability to its foundational partners, to other levels of government and to Cowichan Valley residents?

To whom is the CWB accountable?

To what degree is accountability reciprocal?

How do we know when the Board is accountable enough?

TO WHOM IS ACCOUNTABILITY OWED?

❑CWB accountability to whole of watershed

❑CWB accountability to public

❑CWB accountability to partners

❑Partner & Board Member accountability to CWB

CWB'S CURRENT ACCOUNTABILITY MECHANISMS

1. Watershed emphasis and mandate for "whole of watershed" approach inform all Board policies and decision

2. All working groups are focused on targets set by the CWB and derived from the goals and objectives of the Cowichan Basin Water Management Plan

3. Representation, appointment and organizational structure of Board

4. Annual reporting on performance against CWB workplan and targets

5. Transparency in all activities (public meetings, website etc)

6. Commitment to public outreach, engagement and education to inform, seek input and report back on CWB activities

7. Cowichan Watershed Society ensures fiscal responsibility and adherence to the standards of the BC Society Act

8. Annual reporting including funding reports

9. Governance Manual defines roles & responsibilities of the CWB and Co-chairs

HOW COULD CWB'S ACCOUNTABILITY BE IMPROVED?

Current accountability measures should be made explicit

Additional accountability measures could be adopted

#1 CWB ACCOUNTABILITY TO WHOLE OF WATERSHED

NEW PROPOSED MEASURES

❑ Review and confirm Board and Partner roles and responsibilities in relation to CBWMP actions

❑ Evaluate Board and Partner responsibilities in relation to CBWMP actions

#2 CWB ACCOUNTABILITY TO PUBLIC

NEW PROPOSED MEASURES

❑Prepare and communicate Annual Report & Business Plan

❑Review and evaluation of annual communications, engagement and outreach plan

❑Pooling knowledge related to the watershed

#3 CWB ACCOUNTABILITY TO PARTNERS

NEW PROPOSED MEASURES

❑**Strengthen reporting** - improvements could be made in CWB's annual reporting particularly related to funding outcomes

❑**Alignment with Partners** – ensure that CWB accountability measures with partners' internal accountability measures, legal requirements and expectations.

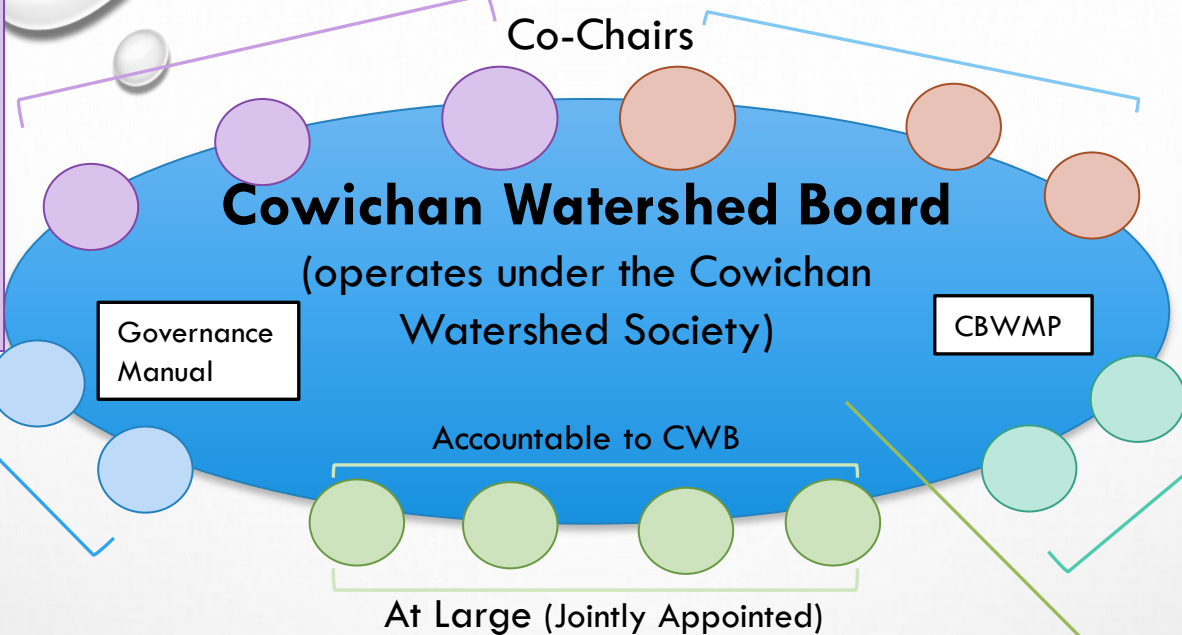# #4 PARTNER & BOARD MEMBER ACCOUNTABILITY TO CWB

NEW PROPOSED MEASURES

❑ **Confirm Partner & Board Members Roles & Responsibilities**

   ❑ **Internal reporting** – Confirm Partners' process and role for reporting back to their respective organizations, including leadership, management and technical staff.

   ❑ **Public outreach** – Confirm Partners' and Board Members responsibilities and processes for seeking input from Basin residents on CWB activities and for reporting back on activities

   ❑ **Guidance regarding conflicts** – Confirm Partners' role in providing guidance to their Board representatives regarding perceived conflicts of interest

❑ **Orientation** – CWB to provide Board Members with orientation training regarding roles and responsibilities and accountability

❑ **Evaluation** – CWB to evaluate Board and Partner performance regarding their responsibilities to implement the CBWMP

Cowichan Tribes

Authority:
Un-extinguished
Rights and Title
Accountable to:
Chief and Council

CVRD

Authority:
Delegated by
Province, Local
Government Act
Accountable to:
CVRD Board of
Directors

Co-Chairs

Cowichan Watershed Board

(operates under the Cowichan
Watershed Society)

Governance Manual

CBWMP

Accountable to CWB

Advisors

Provincial nominees

Federal appointees

At Large (Jointly Appointed)

Principles:
- Partnership
- Representation
- Watershed Emphasis
- Transparency

Executive Director

Technical Advisory Committee (TAC)

Co-Chairs: ED + Cowichan Tribes appointee
Members: 3 appointed from each Target Working Group
Research and Restoration Decisions

Targets set by Board, derived from CBWMP, implemented by 5 Target Working Groups with support from TAC

Fish and Flows

Water Quality, Estuarine & Public Health

Riparian Health

Outreach & Education

Watershed Conservation

PROPOSED ACCOUNTABILITY SECTION

❑Include a new section of governance manual which improves upon and makes explicit current accountability measures including:

　　❑CWB accountability to whole of watershed

　　❑CWB accountability to public

　　❑CWB accountability to partners

　　❑Partner & Board Member accountability to CWB

Comments? Questions?