

Report to / Rapport au:

**OTTAWA POLICE SERVICES BOARD
LA COMMISSION DE SERVICES POLICIERS D'OTTAWA**

27 June 2016 / 27 juin 2016

Submitted by / Soumis par:

Policy and Governance Committee / Comité des politiques et de la gouvernance

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SUBJECT: BOARD COMMITTEES: REVIEW

OBJET: COMITÉS DE LA COMMISSION : EXAMEN

REPORT RECOMMENDATIONS

That the Ottawa Police Services Board approve:

- 1. That the date, time and location of committee meetings be advertised on the Board's website, and the items that are public be listed.**
- 2. That a list of topics (attached as Document 3) exempt from being discussed in open committee be made publicly available to provide transparency on what can be discussed in closed session versus public.**
- 3. That Committee Chairs provide an update on committee meetings at regular board meetings and minutes of committee meetings be included on the Board's agendas (public or confidential agenda depending on subject matter).**
- 4. That the content of minutes consist of the essence of the subject, the outcome, and a summary of the rationale for the outcome.**

RECOMMANDATIONS DU RAPPORT

Que la Commission de services policiers d'Ottawa approuve ce qui suit :

1. **Que la date, l'heure et le lieu des réunions des comités soient annoncés dans le site Web de la Commission, et que les points à l'ordre du jour qui sont publics soient indiqués.**
2. **Qu'une liste de sujets (ci-jointe en tant que Document 3) qui n'ont pas à être discutés lors des séances publiques des comités soit mise à la disposition du public, afin de faire preuve de transparence quant à ce qui peut être discuté lors des séances à huis clos par opposition aux séances publiques.**
3. **Que les présidents des comités présentent les informations les plus récentes sur les réunions des comités lors des réunions ordinaires de la Commission, et que les ordres du jour de la Commission incluent les procès-verbaux des réunions des comités (ordre du jour public ou confidentiel selon le sujet abordé).**
4. **Que les procès-verbaux se composent des éléments suivants : l'essentiel du sujet abordé, le résultat des débats et un résumé des raisons expliquant ce résultat.**

PURPOSE

At its meeting on 25 April 2016, the Board approved the following motion:

That the Ottawa Police Services Board direct Board staff to conduct a review of the committee procedures and practices of other large boards in the country and report back to the Board's Policy & Governance Committee, and that the Committee make recommendations to the Board with regard to committee structure and mandate to ensure that they continue to meet the Board's expectations of transparency and accountability and contribute to an efficient and effective decision-making process.

This report responds to the Board's direction.

BACKGROUND

Section 34 of the Police Services Act allows that "a board may delegate to two or more of its members any authority conferred on it by this Act, except the authority to bargain under Part VIII, which the board may delegate to one or more members."

Furthermore, section 61(9) of the Police Services Act allows that, "A board that is composed of more than three members may appoint a committee of not fewer than three members of the board (two of whom constitute a quorum for the purpose of this subsection) to review a complaint and to make recommendations to the board after the

review and the board shall consider the recommendations and shall take any action, or no action, in response to the complaint as the board considers appropriate.”

The Ottawa Police Services Board has established four committees to assist it in performing its responsibilities, each comprised of three board members:

- Complaints Committee
- Finance & Audit Committee
- Human Resources Committee
- Policy & Governance Committee.

The terms of reference for the four committees are set out in a policy on Board Committees (Policy #GA-4) included in the Board’s Policy Manual and attached as Document 1.

The committees meet as required. In 2015 the committees met the following number of times:

Complaints Committee:	1
Finance & Audit Committee:	3
Human Resources Committee:	1
Policy & Governance Committee:	3.

The committees have no decision-making powers, with the exception that the Human Resources Committee has delegated authority to deal with reviews of grievances from members of the Police Service. In practice, the Committee has not dealt with any grievances for many years as the Ottawa Police Association bypasses the Board review process and files directly for conciliation/arbitration with the Ontario Police Arbitration Commission.

With the exception of the Complaints Committee, which reviews specific policy or service complaints at the request of the complainant in accordance with the Police Services Act, the other committees are primarily used as a mechanism to allow for informal feedback and discussion between the Chief of Police, his staff, and Board members, or between the committee members themselves if it is strictly a board issue, on matters that will be coming to the Board. Any recommendations the committees make are forwarded to the Board for consideration at a subsequent meeting, either in public or closed session depending on the subject.

Past practice has been not to advertise committee meetings, and the minutes have not been published. Other boards in Ontario are facing similar attention with regard to their committee meetings and are moving in a direction that is more open and transparent. The Province is also addressing “Accountability to the Public” and the role of police services boards as one of the four themes of its consultations on reforming the Police Services Act. The Ottawa Police Services Board (Board) is reviewing its procedures related to committee meetings in light of these developments as well as recent media comment.

DISCUSSION

Staff Survey of Large Boards

As directed, Board staff undertook a survey of large boards in the country with regard to their committee practices and procedures. The other 11 largest boards in Ontario (Ottawa is one of the “Big 12” boards) plus Edmonton, Calgary, Winnipeg and Vancouver were canvassed. They were specifically asked: whether they have committees; what committees they have; if the meetings are advertised; what kind of minutes are kept; and whether the minutes are made public. The results of the survey are attached as Document 2 and a synopsis of the findings are as follows:

- Nine of the 15 boards canvassed have committees. One (Niagara) advertises its committee meetings and posts the agenda two days before the meeting. Two of the nine boards (Durham and Hamilton) are moving to publishing agendas after not doing so in the past, and one (Toronto) is currently reviewing its committee procedures but has not in the past advertised the meetings. The remaining boards either do not have committees and if they do, they do not advertise committee meetings.
- Seven of the boards that have committees make the minutes public, usually by including the committee minutes on board meeting agendas either in public or in camera depending on the subject matter. This also helps board members who are not on each committee to stay informed about matters being discussed.

Survey Conducted by CAPG

The Canadian Association of Police Governance (CAPG) also undertook a survey of its members on the Board’s behalf and included the same questions. A synopsis of the findings is:

- Of 34 boards that responded, 22 have committees and 12 do not.

- Of 20 boards that responded to the question: are committee meetings advertised and open to the public, six (6) said “yes” and 14 said “no”.
- Of 20 boards that responded to the question: do you keep detailed minutes or just record disposition and actions, six (6) keep detailed minutes, nine (9) record disposition and action items; and five (5) responded “other” (e.g. minutes that contain a mix of summary and disposition).
- Eight (8) of 20 boards made their committee meetings available to the public, six (6) do not, and six (6) responded “other” (e.g. available upon request, depends on the subject matter, reported to board as an action item).

Pertinent Legislation

In considering procedures regarding open or closed meetings, the following section of the Police Services Act provides guidance on board meetings although it does not speak specifically to committees:

Police Services Act - Section 35:

- (3) Meetings and hearings conducted by the board shall be open to the public, subject to subsection (4), and notice of them shall be published in the manner that the board determines.
- (4) The board may exclude the public from all or part of a meeting or hearing if it is of the opinion that,
 - (a) matters involving public security may be disclosed and, having regard to the circumstances, the desirability of avoiding their disclosure in the public interest outweighs the desirability of adhering to the principle that proceedings be open to the public; or
 - (b) intimate financial or personal matters or other matters may be disclosed of such a nature, having regard to the circumstances, that the desirability of avoiding their disclosure in the interest of any person affected or in the public interest outweighs the desirability of adhering to the principle that proceedings be open to the public.

The Board’s own Procedure By-law addresses board committees, as follows:

Board Procedure By-law No. 3 of 2014 – Committees of the Board

33. (1) Subject to the provisions of section 34 of the Police Services Act, Committees may be established by the Board at any time as is deemed

necessary for the consideration of matters within the jurisdiction of the Board.

- (2) The rules governing the procedure of the Board and the conduct of Members shall be observed in all Committee meetings so far as they are applicable.
- (3) Subject to the provision of any general or special Act, the Board, in establishing any Committee, shall set forth Terms of Reference of the Committee and such other provisions as the Board shall deem proper. Committees shall report on their work to the Board as required under the Terms of Reference.
- (4) Members shall be appointed to Committees by the Board and reviewed on an annual basis.
- (5) Each Committee shall appoint a Chair of the Committee.
- (6) Members who are not Members of a specific Committee may attend meetings of that Committee and may, with the consent of the Chair of that Committee, take part in the discussion, but shall not be counted in the quorum or entitled to make motions or to vote at these meetings.
- (7) The Chair, ex-officio, is a member of every Committee and is entitled to participate in and vote at Committee meetings.
- (8) The Board may establish Ad Hoc Committees of limited duration, to inquire and report on a particular matter or concern. An Ad Hoc Committee shall dissolve automatically upon submitting its final report to the Board.
- (9) The Board may establish Public Advisory Committees to report on matters within the jurisdiction of the Board, and members of the public may be invited to participate in such committees as the Board deems appropriate.
- (10) No sub-groups of Committees shall be established without approval of the Board.

Municipal Freedom of Information and Protection of Privacy Act (MFIPPA)

MFIPPA also sets out parameters on what can, and cannot, be disclosed to the public, which provide further guidance to the Board. The pertinent sections are:

7. (1) A head may refuse to disclose a record if the disclosure would reveal advice or recommendations of an officer or employee of an institution or a consultant retained by an institution.

Exceptions

(2) Despite subsection (1), a head shall not refuse under subsection (1) to disclose a record that contains,

- (a) factual material;
- (b) a statistical survey;
- (c) a report by a valuator;
- (d) an environmental impact statement or similar record;
- (e) a report or study on the performance or efficiency of an institution;
- (f) a feasibility study or other technical study, including a cost estimate, relating to a policy or project of an institution;
- (g) a report containing the results of field research undertaken before the formulation of a policy proposal;
- (h) a final plan or proposal to change a program of an institution, or for the establishment of a new program, including a budgetary estimate for the program;
- (i) a report of a committee or similar body within an institution, which has been established for the purpose of preparing a report on a particular topic;
- (j) a report of a body which is attached to an institution and which has been established for the purpose of undertaking inquiries and making reports or recommendations to the institution;
- (k) the reasons for a final decision, order or ruling of an officer or an employee of the institution made during or at the conclusion of the exercise of discretionary power conferred by or under an enactment or scheme administered by the institution.

Idem

(3) Despite subsection (1), a head shall not refuse under subsection (1) to disclose a record if the record is more than twenty years old. R.S.O. 1990, c. M.56, s. 7.

In terms of the “economic interests” of an organization, they are addressed in a separate section:

Economic and other interests

11. A head may refuse to disclose a record that contains,
- (a) trade secrets or financial, commercial, scientific or technical information that belongs to an institution and has monetary value or potential monetary value;
 - (b) information obtained through research by an employee of an institution if the disclosure could reasonably be expected to deprive the employee of priority of publication;
 - (c) information whose disclosure could reasonably be expected to prejudice the economic interests of an institution or the competitive position of an institution;
 - (d) information whose disclosure could reasonably be expected to be injurious to the financial interests of an institution;
 - (e) positions, plans, procedures, criteria or instructions to be applied to any negotiations carried on or to be carried on by or on behalf of an institution;
 - (f) plans relating to the management of personnel or the administration of an institution that have not yet been put into operation or made public;
 - (g) information including the proposed plans, policies or projects of an institution if the disclosure could reasonably be expected to result in premature disclosure of a pending policy decision or undue financial benefit or loss to a person;
 - (h) questions that are to be used in an examination or test for an educational purpose;
 - (i) submissions in respect of a matter under the Municipal Boundary Negotiations Act commenced before its repeal by the Municipal Act, 2001, by a party municipality or other body before the matter is resolved. R.S.O. 1990, c. M.56, s. 11; 2002, c. 17, Sched. F, Table; 2002, c. 18, Sched. K, s. 19.

These exceptions are discretionary in that the head of the institution may refuse to disclose the records. This is in comparison to the restrictions on the release of personal information about an identifiable individual, which are mandatory.

LEGAL IMPLICATIONS

In accordance with subsection 35(3) of the Police Services Act (the “Act”), meetings and hearings conducted by the Board shall be open to the public, unless the matter(s) to be discussed fall within one of the following exceptions:

- (a) matters involving public security may be disclosed and, having regard to the circumstances, the desirability of avoiding their disclosure in the public interest outweighs the desirability of adhering to the principle that proceedings be open to the public; or
- (b) intimate financial or personal matters or other matters may be disclosed of such a nature, having regard to the circumstances, that the desirability of avoiding their disclosure in the interest of any person affected or in the public interest outweighs the desirability of adhering to the principle that proceedings be open to the public

These statutory requirements are reproduced and further clarified in section 30 of the Police Services Board’s Procedure By-law (the “By-law”). While subsection 35(3) of the Act does not refer to Board committee meetings, the By-law stipulates in subsection 33(2) that “the rules governing the procedure of the Board and the conduct of Members shall be observed in all Committee meetings so far as they are applicable.” The provisions of section 30 of the By-law governing closed meetings are therefore applicable to committee meetings, and subject to the same exceptions.

Definition of a “meeting”

It should be noted that the provisions of the Act and Procedure By-law are applicable only to meetings of the Board, as distinct from informal gatherings such as social functions. While the term “meeting” is not defined in either the Police Services Act or the Municipal Act, 2001, the Association of Municipalities of Ontario proposed in its September 2015 submission to the Minister of Municipal Affairs that the common law definition of “meeting” be incorporated into the legislation, as noted below:

[We] recommend that the common law definition of meeting be included in the Act to provide clarity and consistency for all participants. We have suggested that a meeting be defined as when a quorum of elected officials gathers to deal with matters which would ordinarily form the basis of council or a local board or committee’s business and acts in such a way as to move them materially along the way. (underline added)

This can be contrasted with the broader definition that has been adopted by the Ontario Ombudsman's Office, which acts as the closed meetings investigator for municipalities that have not appointed their own such investigator. The Ontario Ombudsman has proposed and is guided by the following definition of "meeting", which does not make reference to quorum:

Members of a council, local board or committee must come together for the purpose of exercising the power or authority of the council, local board or committee or for the purpose of doing the groundwork necessary to exercise that power or authority.

Suffice it to say that there is presently in Ontario no definitive definition of what constitutes a "meeting" in the context of municipal councils and local boards. In light of a similar situation in that Province, the British Columbia Ombudsman has offered the following guidance for the consideration of local government officials:

A gathering is less likely a meeting if:

- *there is no quorum of board, council or committee members present*
- *the gathering takes place in a location not under the control of the council or board members*
- *it is not a regularly scheduled event*
- *it does not follow formal procedures*
- *no voting occurs and/or*
- *those in attendance are gathered strictly to receive information or to receive or provide training*

A gathering is more likely a meeting if:

- *a quorum of council, board or committee members are present*
- *it takes place at the council or board's normal meeting place or in an area completely under the control of the council or board*
- *it is a regularly scheduled event*
- *formal procedures are followed*
- *the attendees hold a vote and/or*
- *the attendees are discussing matters that would normally form the basis of the council's business and dealing with the matters in a way that moves them toward the possible application of the council's authority.*

COMMITTEE RECOMMENDATIONS

The Policy & Governance Committee considered the comparator data, pertinent legislation, and comment from the Board Solicitor at meetings on June 3 and June 20. The Committee members agreed it is very important that the public see that civilian oversight is happening. In the interests of openness and transparency, the Committee submits the following recommendations for the Board's consideration:

- That the date, time and location of committee meetings be advertised on the Board's website, and the items that are public be listed.
- That a list of topics (attached as Document 3) exempt from being discussed in open committee be made publicly available to provide transparency on what can be discussed in closed session versus public.
- That Committee Chairs provide an update on committee meetings at regular board meetings and minutes of committee meetings be included on the Board's agendas (public or confidential agenda depending on subject matter).
- That the content of minutes consist of the essence of the subject, the outcome and a summary of the rationale for the outcome. The names of members and their individual comments will not be recorded as it is the overall discussion, action and recommendations that form the report contents.

These are the Committee's recommendations with regard to procedure. The Committee was also tasked with reviewing committee structure and mandates. As this will take a longer period of time, the Committee will report back to the Board in the fall with any recommendations.

CONSULTATION

The 11 other largest boards in Ontario plus Winnipeg, Vancouver, Calgary and Edmonton were consulted in compiling the comparative data for this review. In addition, the CAPG undertook a survey of its members on the Board's behalf.

FINANCIAL IMPLICATIONS

There are no known financial implications associated with this report.

SUPPORTING DOCUMENTATION

Document 1 – Policy on Board Committees (GA-4)

Document 2 – Staff Survey Results of Large Boards

Document 3 – List of Topics Exempt from Open Meetings

CONCLUSION

This report responds to a motion approved by the Board at its April 25, 2016 meeting, requesting a review of the procedures applied to meetings of the Board's four committees. The Committee believes the recommended changes in procedure are appropriate and desirable in order to achieve transparency and accountability and to ensure the Board is seen to be exercising its civilian governance responsibilities. The information presented in the report is for the consideration of the Board.

Document 1

Policy Number: GA-4	Policy Subject: BOARD COMMITTEES
LEGISLATIVE REFERENCE / AUTHORITY	<i>Police Services Act</i> , sections 34 & 61(9)
DATE APPROVED	26 June 2006
DATE REVIEWED	2007, 2010, 2013
DATES AMENDED	24 September 2007 01 November 2010, 28 October 2013
DATE TO BE REVIEWED	2016
REPORTING REQUIREMENT	Addressed through Annual Report on Board Performance

LEGISLATIVE REFERENCE / AUTHORITY

Section 34 of the *Police Services Act* states that, “A Board may delegate to two or more of its members any authority conferred on it by this *Act*, except the authority to bargain under Part VIII, which the Board may delegate to one or more members.”

Section 61(9) of the *Police Services Act* states that, “A board that is composed of more than three members may appoint a committee of not fewer than three members of the board (two of whom constitute a quorum for the purpose of this subsection) to review a complaint and to make recommendations to the board after the review and the board shall consider the recommendations and shall take any action, or no action, in response to the complaint as the board considers appropriate.”

BOARD POLICY

The Ottawa Police Services Board has established four standing committees to assist it in performing its responsibilities, as is permitted under the *Act*. This policy sets out the general principles for the functioning of these committees and the terms of reference for each.

GENERAL PRINCIPLES

1. The function of a Board committee is to assist the Board with its tasks in the exercise of its authority and responsibilities.

2. The Board may establish standing or ad hoc committees to inquire into and report on any matter within the jurisdiction of the Board.
3. The Board defines the mandate of committees and appoints the committee membership by resolution. Each Committee shall appoint a Chair of the Committee. If the Board Chair is not appointed to a committee, he/she is an ex officio member of all committees.
4. Expectations and authority shall be clearly defined in order to not conflict with authority delegated to the Chief of Police.
5. Committees shall deal through the Board Executive Director with the Chief, or his/her designate(s), when services are required from staff to assist the committee.¹
6. The Board may delegate tasks and projects to the committees, and each committee shall obtain direction from the Board for its activity or mandate and shall report back on its activities on a regular basis.
7. Committees make recommendations to the Board unless specific authority is delegated to a committee to make a decision.
8. Board committees may not speak or act for the Board except when formally given such authority for specific and time-limited purposes. The Board Chair may designate a committee Chair to speak to the media regarding deliberations of the committee.
9. Membership on Board committees and external committees shall be reviewed annually and revised accordingly.
10. The general principles contained in this policy apply to any group that is formed by Board action, whether or not it is called a committee and regardless of whether the group includes non-Board members. It does not apply to committees formed under the authority of the Chief.
11. To meet its legislated responsibilities under the *Police Services Act* and to assist the Board in fulfilling its duties, the Board will have four standing committees (terms of reference for each of the committees are set out below):

¹ Section 31(3) of the *Police Services Act* states: "The board may give orders and directions to the chief of police, but not to other members of the police force, and no individual member of the board shall give orders to any member of the police force."

- a) Complaints Committee
- b) Finance and Audit Committee
- c) Human Resources Committee
- d) Policy and Governance Committee.

COMMITTEE TERMS OF REFERENCE

A. COMPLAINTS COMMITTEE

1. LEGISLATIVE REFERENCE / AUTHORITY

- Police Services Act section 61(9)
- Board's Complaints Policy (*Reference Board Policy GA-9*)

2. PURPOSE

To review complaints about policies or services of the Ottawa Police Service at the request of the complainant.

3. COMPOSITION AND OPERATIONS

1. The Committee shall be composed of three or more members appointed by the Board, with one member designated by the Committee to serve as Chair.
2. The Committee shall operate in a manner consistent with the provisions of the Board's Complaints Policy and the Board's Policy Manual.
3. The Committee shall meet as required, at the call of the Chair or by agreement of the Committee.
4. The Board Executive Director shall consult with the Chair on the agenda development, be responsible for preparation and distribution of the agenda package and shall maintain a record of the meetings.
5. The Committee may invite such Board members and outside parties, and in consultation with the Chief such employees, as may be deemed desirable to attend meetings and assist in the discussion and consideration of the business of the committee.

4. ROLES AND RESPONSIBILITIES

1. Upon receipt of a request for a review pursuant to section 63(5) of the *Police Services Act*, immediately notify the Chief in writing and request the materials set out in the Board's Complaints Policy.
2. Within 30 days of receiving the request, review the complaint and submit a recommendation to the Board, including a recommendation on whether or not to hold a public meeting.

5. ACCOUNTABILITY

1. The Committee shall review the terms of reference for the Committee at least once every three (3) years and make recommendations to the Board as required.
2. The Committee shall keep a record of its meetings and the meeting minutes shall be submitted to all Board members along with the Committee's recommendations.

B. FINANCE AND AUDIT COMMITTEE

1. LEGISLATIVE REFERENCE / AUTHORITY

Police Services Act section 34.

2. PURPOSE

To assist the Board in fulfilling its responsibilities in the areas of financial planning, budget preparation and monitoring, auditing, quality assurance and risk management.

3. COMPOSITION AND OPERATIONS

1. The Committee shall be composed of three (3) members appointed by the Board, with one member designated by the Committee to serve as Chair.
2. The Committee shall operate in a manner consistent with the provisions of the Board's Policy Governance Manual.
3. The Committee shall meet at least three times a year.
4. The Committee shall meet at the call of the Chair, or by agreement of the Committee.

5. The Board Executive Director shall consult with the Chair on the agenda development, be responsible for preparation and distribution of the agenda package and shall maintain a record of the meetings.
6. The Committee may invite such Board members and outside parties, and in consultation with the Chief such employees, as may be deemed desirable to attend meetings and assist in the discussion and consideration of the business of the committee.

4. ROLES AND RESPONSIBILITIES

Budget & Financial Planning

1. Provide input into the development of fiscal policies, objectives and priorities.
2. Provide input and feedback to staff during the annual budget development process.
3. Review annually the budget development process and guidelines, and make recommendations to the Board for revisions as required.
4. Review the annual budget for consistency with the Service's long range financial plans.
5. Review periodically the Service's long range financial plans to ensure stability and consistency with strategic directions for the organization.
6. Review quarterly financial statements and any audited financial statements provided to the Board.

Audit & Quality Assurance

8. Provide input into the annual Audit Work plan.
9. Review the results of any internal and external audits.
10. Review the annual consolidated report on the operations of the Ottawa Police Service's Quality Assurance Section.

5. ACCOUNTABILITY

1. The Committee shall review the terms of reference for the Committee at least once every three (3) years and make recommendations to the Board as required.

2. The Committee shall keep a record of its meetings and the meeting minutes shall be available to all Board members upon request.

C. HUMAN RESOURCES COMMITTEE

1. LEGISLATIVE REFERENCE / AUTHORITY

Police Services Act section 34.

2. PURPOSE

To assist the Board in fulfilling its oversight and employer responsibilities under the *Police Services Act* in relation to human resource and compensation matters.

3. COMPOSITION AND OPERATIONS

1. The Committee shall be composed of three (3) members appointed by the Board, with one member designated by the Committee to serve as Chair.
2. The Committee shall operate in a manner consistent with the provisions of the Board's Policy Governance Manual.
3. The Committee shall meet as required, at the call of the Chair or by agreement of the Committee.
4. The Board Executive Director shall consult with the Chair on the agenda development, be responsible for preparation and distribution of the agenda package, and shall maintain a record of the meetings.
5. The Committee may invite such Board members and outside parties, and in consultation with the Chief such employees, as may be deemed desirable to attend meetings and assist in the discussion and consideration of the business of the committee.

4. ROLES AND RESPONSIBILITIES

1. To develop Board collective bargaining objectives and a strategy for negotiations with the respective Associations, in consultation with the Chief of Police (or designate), labour relations advisor and/or legal counsel².

² *Police Services Act*. Section 120(2) "One legal counsel and one other advisor for each of the bargaining committee and the board may participate in the bargaining sessions".

2. A member of the Committee will participate in collective bargaining sessions with the associations.
3. Review and render decisions on grievances referred to the Board by the associations in accordance with the processes outlined in their respective collective agreements.
4. Annually review and recommend compensation for the Chief of Police, Deputy Chiefs, Director General and General Counsel, taking their submissions into account.
5. Annually review the performance of the Board's Executive Director.
6. Annually review the performance evaluation process for the Chief of Police and Board Executive Director, and recommend changes if necessary.
7. Review with the Chief, or designate(s), existing management resources and plans, including recruitment and training programs, to ensure that qualified personnel will be available for succession to executive positions in the Police Service, and report the results of the review to the Board at least once a year.
8. Communicate on a regular basis with representatives of other large boards in the Province to stay abreast of trends and strategies in collective bargaining.

5. ACCOUNTABILITY

1. The Committee shall review the terms of reference for the Committee at least once every three (3) years and make recommendations to the Board as required.
2. The Committee shall keep a record of its meetings and the meeting minutes shall be available to all Board members on a confidential basis upon request.

D. POLICY AND GOVERNANCE COMMITTEE

1. AUTHORITY / LEGISLATIVE REFERENCE / AUTHORITY

Section 120(4) "The chief of police, or if the parties consent, another person designated by the chief of police may also attend the parties' bargaining sessions in an advisory capacity."

Police Services Act section 34.

2. PURPOSE

To develop and evaluate performance associated with all Board policies related to governance and police service delivery.

3. COMPOSITION AND OPERATIONS

1. The Committee shall be composed of three members appointed by the Board, with one member designated by the Committee to serve as Chair.
2. The Committee shall operate in a manner consistent with the provisions of the Board's Policy Governance Manual.
3. The Committee shall meet at least four times a year.
4. The Committee shall meet at the call of the Chair, or by agreement of the Committee.
5. The Board Executive Director shall consult with the Chair on the agenda development, be responsible for preparation and distribution of the agenda package and shall maintain a record of the meetings.
6. The Committee may invite such Board members and outside parties, and in consultation with the Chief such employees, as may be deemed desirable to attend meetings and assist in the discussion and consideration of the business of the committee.

4. ROLES AND RESPONSIBILITIES

1. Take the lead in identifying the need for new policies.
2. Develop new policies, procedures and tools that will enhance the performance of the Board and the Police Service.
3. Develop an annual work plan for the Board.
4. Provide input throughout the development phase of the Business Planning process.
5. Review Board policies at least once every three (3) years and submit results of review, including recommended revisions, to Board.
6. Review the Board's committee structure at least once every three (3) years to assess its continued appropriateness.

7. Review the Board's annual performance self-evaluation process on an annual basis and make recommendations for changes to the Board.
8. Review the Ottawa Police Service Board's Finance and Administration Procedure Manual, in consultation with the Director General, at least once every four (4) years and make recommendations for revisions to the Board as required.
9. Prior to vacancies occurring on the Board, assess the composition and skill set of the Board, and make recommendations to appointing body regarding the qualities and skills needed to achieve the collective skill set required by the Board.
10. Provide input into Board member orientation and ongoing development needs.
11. At the request of the Board, undertake any other corporate governance initiatives that may be necessary or desirable to contribute to the success of the Board.

5. ACCOUNTABILITY

1. The Committee shall review the terms of reference for the Committee at least once every three (3) years and make recommendations to the Board as required.
2. The Committee shall keep a record of its meetings and the meeting minutes shall be available to all Board members upon request.

Document 2 – Staff Survey of Large Boards

Board	Committees?	Names of Committees	Composition	Advertised	Detailed Minutes	Minutes made public
Durham	Yes	Finance HR Negotiations Strategic Policy & Planning	3 or 4 Board members Command staff are invited depending on Agenda items and ED attends as well	Have posted agendas on the web site for meetings but have not been consistent. Will be posting agendas online and noting meetings open to the public in monthly media release announcing the date of the full Board meeting. Will post agendas for private meetings also, noting it will be closed.	Summary of the meeting	The summary is provided for the full Board at the next Board meeting and is shared publicly if the meeting was open.
Halton	No standing committees	n/a	Have appointed ad hoc committees and an Appointment committee in the past	n/a	Yes. Minutes were kept and forwarded to the Board for confirmation	No

Board	Committees?	Names of Committees	Composition	Advertised	Detailed Minutes	Minutes made public
Hamilton	Yes	Budget Subcommittee (public) Bargaining Committee (confidential)	3 members of the Board	Meeting dates will be posted on website going forward	Unsure (new committee)	If minutes are kept they will be presented to the Board for approval in the public forum
London	No standing committees	Appoint committees for specific tasks, short term from time to time	n/a	n/a	n/a	n/a
Niagara	Yes	HR Committee: - Bargaining /Negotiations - Grievance Finance Committee: - Business Planning Committee Administration	All board members (Committee of the Whole) All board members	Yes – media release and agenda posted 2 days before meeting	Yes, detailed minutes	Yes – reported back on the regular monthly public Board agenda for adoption.

Board	Committees?	Names of Committees	Composition	Advertised	Detailed Minutes	Minutes made public
		Committee: - Accommodation Steering Committee - Information Technology Committee - Licencing - Policy & Governance - Public Complaints General Business Committee	All board members Chair & Vice Chair			
Ottawa	Yes	Complaints Finance & Audit Human Resources	3 board members on each committee	no	yes	no

Board	Committees?	Names of Committees	Composition	Advertised	Detailed Minutes	Minutes made public
		Policy & Governance				
Peel	Yes	<p>Audit</p> <p>Executive Personnel Items Committee –</p> <p>Facilities Committee</p> <p>Policy Committee</p> <p>Public Complaints & Litigations</p>	<p>– 2 members & meets twice/year</p> <p>3 members; meets twice/year (does reviews for Chief, Deputies and ED)</p> <p>– 3 members meets as required</p> <p>– 3 members meets as required</p> <p>– 3 members (new committee –framing terms of reference)</p>	No	Only record decisions – not detailed	Depending on Committee – they go on a public or in-camera agenda for either information or approval

Board	Committees?	Names of Committees	Composition	Advertised	Detailed Minutes	Minutes made public
		Long Term Disability	– 2 members – deals with a specific HR matter			
Sudbury	No	Appoint a bargaining committee at the time of contract negotiations	2 board members, CAO, Deputy Chief & HR Advisor	n/a	n/a	n/a
Toronto	Under review – following responses are prior to review	16 committees, sub-committees & working groups.	varied	Generally not advertised	Some committees have detailed verbatim minutes, some just action items, other very little records.	Only Central Joint Health & Safety Minutes – redacted minutes from this committee are included on the public board agendas.
Waterloo	No					
Windsor	Haven't met recently	Human Resources Committee	(1 member) (2 members)	unknown	Yes	unknown

Board	Committees?	Names of Committees	Composition	Advertised	Detailed Minutes	Minutes made public
		Finance Committee				
York	Yes	Bargaining Committee	Determined prior to negotiations 3 Board members, legal counsel & support staff	No	Minutes taken by legal staff	No
Edmonton						
Calgary	Yes	Governance Finance & Audit Complaint Oversight	Each member is required to sit on 2 committees (except councillors) = 6 members per committee excluding the Chair (x/officio on all)	No	Yes – summary reports inform the minutes for the full board meeting – committees make recommendations and not decisions	Yes
Vancouver	Yes	HR Finance	Composed of 4-5 Board members and	Not advertised Not open to the	Keep detailed minutes	Redacted as appropriate and posted

Board	Committees?	Names of Committees	Composition	Advertised	Detailed Minutes	Minutes made public
		Governance	meet roughly quarterly	public		online
Winnipeg	Yes	Governance Committee Budget & Finance Committee Risk Management & Audit Committee Indigenous Liaison Committee Strategic Planning Steering Committee Committee of the Whole (for quarterly private meetings with the Chief and other private meetings as needed related to policy and	Each comprised of 3 members, appointed by the Chair. The Chair is a member of all committees by virtue of his office.	No	Committee meeting minutes are prepared that are essentially a record of the subject discussed, the disposition, and action items Board staff prepare confidential meeting notes with more detail of the discussion, for the sake of having them available for future reference.	Available to the public. Committees generally do not have decision-making authority and their meetings are not “meetings of the police board” within the meaning of subsection 34(2) of <i>The Police Services Act</i> (Manitoba), which provides as follows: Public meetings 34(2) Subject to subsection (3), meetings of the police board must be open to the public and the board must give public notice of its meetings in the prescribed manner.

Board	Committees?	Names of Committees	Composition	Advertised	Detailed Minutes	Minutes made public
		budget development) Police Chief Recruitment Committee (established as needed)				<p>Exception</p> <p>34(3) The police board may exclude the public from all or part of a meeting in order to consider matters involving public security or sensitive financial or personal information.</p>

DOCUMENT 3

EXEMPTIONS TO OPEN MEETINGS

In determining what types of matters it may consider during an *in camera* session, the Board must be guided by the provisions of subsection 35(4) of the *Police Services Act*, which are incorporated into the Board's Procedure By-law, as follows:

Board Procedure By-Law No. 3 of 2014:

30. (1) The Board may, by resolution, close a meeting or part of a meeting to members of the public in accordance with the provisions of section 35(4) of the *Police Services Act* if the Board is of the opinion that:
- (a) Matters involving public security may be disclosed, and having regard to the circumstances, the desirability of avoiding their disclosure in the public interest outweighs the desirability of adhering to the principle that proceedings be open to the public; or
 - (b) Intimate financial or personal matters or other matters may be disclosed of such a nature, having regard to the circumstances, that the desirability of avoiding their disclosure in the interest of any person affected or in the public interest outweighs the desirability of adhering to the principle that proceedings be open to the public. Such matters could include, but are not limited to:
 - i. personal matters about an identifiable individual, including employees;
 - ii. labour relations or employee negotiations;
 - iii. litigation or potential litigation, including matters before administrative tribunals, affecting the board or its employees;
 - iv. advice that is subject to solicitor-client privilege, including communications necessary for that purpose;
 - v. the security of the property of the City or Board;
 - vi. a proposed or pending acquisition or disposal of land;
 - vii. a matter in respect of which the board may hold a closed meeting under another Act;
 - viii. education or training sessions for the benefit of Members.

Reference may also be had to the *Municipal Information and Protection of Privacy Act (MFIPPA)*, for guidance as to the types of financial matters that may warrant protection from public disclosure and, therefore, consideration *in camera*. The relevant portions of *MFIPPA* are set out below:

Section 11: Economic and other interests:

Section 11:

- (c) information whose disclosure could reasonably be expected to prejudice the economic interests of an institution or the competitive position of an institution;
- (d) information whose disclosure could reasonably be expected to be injurious to the financial interests of an institution;
- (e) positions, plans, procedures, criteria or instructions to be applied to any negotiations carried on or to be carried on by or on behalf of an institution;
- (f) plans relating to the management of personnel or the administration of an institution that have not yet been put into operation or made public;
- (g) information including the proposed plans, policies or projects of an institution if the disclosure could reasonably be expected to result in premature disclosure of a pending policy decision or undue financial benefit or loss to a person.