



**MINUTES**

Governance Committee

Friday November 9, 2018, 2:00 – 4:00 pm

**Present:** Scott Ferguson, Christine Peringer, Margo Bell, Sarah Bingham, Murray Long, Aisha Toor

<b>Agenda</b>	<b>Discussion/Decision or Action</b>
<p><b>1. Welcome</b></p> <ul style="list-style-type: none"> <li>a. Agenda review</li> <li>b. Election of Chair</li> <li>c. Minutes from 16 August 2018 meeting</li> <li>d. Action from previous minutes</li> </ul>	<ul style="list-style-type: none"> <li>a. Agenda approved with a few changes, reflected in the left column.</li> <li>b. Margo was willing to serve as chair and was gratefully welcomed into the role.</li> <li>c. Minutes of our last meeting August 16 approved as presented.</li> <li>d. One item from the August minutes not already on today's agenda: Sarah will obtain succession planning documents from other organizations. (From August 16 2018) (Deferred to January meeting)</li> </ul>
<p><b>2. Committee Action Items</b></p> <ul style="list-style-type: none"> <li>a. Strategic Planning</li> </ul>	<p>Christine is volunteering as our planning consultant to guide a process for a new strategic plan by January 2020. After a thorough discussion in response to a list of questions that Christine provided, the GC made the following decisions.</p> <p><b>Action:</b></p> <ul style="list-style-type: none"> <li>1. Margo, Aisha and Christine will form a Planning sub-committee for the duration of the planning process. Scott will be cc-ed on correspondence and will attend meetings when he can.</li> <li>2. Murray will draft a memo on the broader environment in which we are operating, especially re the state of movement toward restorative practices (Senate work etc.)</li> </ul> <p><b>Recommendation to the Board:</b></p> <ul style="list-style-type: none"> <li>1. LCCJ launch strategic planning at this time according to the proposed schedule revised slightly during the GC meeting (See Appendix, page 4.)</li> <li>2. The Vision, Mission and Values be used as the foundation for the planning process. (Suggestions on changes will be noted if they come up, but GC believes they are solid and need no changes.)</li> <li>3. The current <a href="#">Goals and Objectives</a> be used as a foundation for the planning process – tested, refined as needed, but probably mostly kept as is as they still provide meaningful guidance.</li> </ul>

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	<ol style="list-style-type: none"> <li>4. We use the planning process to refine our ability to carry out the Goals and Objectives, so this planning process will focus more <i>operationally</i> – how as an organization we carry out our objectives.</li> <li>5. We want the planning process to provide direction on some important questions. These include: <ol style="list-style-type: none"> <li>a. How can we pursue our goal of promoting the use of restorative practices by building on national issues and developments (e.g. senate hearings, news events)?</li> <li>b. How can we develop our roles as board, staff, volunteers or others to build a more financially sustainable organization?</li> <li>c. Do we lead restorative processes for which we have no funding (e.g. in the schools, community etc.)? Do we provide restorative processes always for free or do we offer our assistance on a fee-for-service basis?</li> </ol> </li> <li>6. We seek the input of stakeholders beyond board and staff: <ol style="list-style-type: none"> <li>a. Partners Breakfast session (e.g. Mark from Tyendinaga; Fraser (United Way); Bob Leach (researcher); Lynn McIntyre (Perth Community Foundation ED); Kara Symbolic (North Lanark CHC); Jennifer Miller (former head of Big Brothers Big Sisters, now Town of Smiths Falls)</li> <li>b. Volunteers all given an opportunity to provide their input by online survey, phone calls or other means</li> </ol> </li> </ol>
<p>b. Policy Review Process</p>	<ol style="list-style-type: none"> <li>i. <u>Role of the Board</u> (Deferred)  Scott has been working on a revised version of the Roles of the Board policy, using the input from the August meeting (see minutes). Scott was not pleased enough with the draft to circulate for this meeting.  <b>Action:</b> Scott will send out a draft before the next GC meeting.</li> <li>ii. <u>Consensus Policy Draft</u>  GC reviewed the document and expressed gratitude to Murray for his work on this and to Christine for her participation.  <b>Decision:</b> Accept the content as is with a few typos corrected and numbers added as in other policies.  <b>Action:</b> Christine will send the one-page summary and cheat sheet for chairs to all GC members.  <b>Recommendation to the board:</b> Approve the draft Consensus policy.</li> <li>iii. <u>Operational Policies</u> (Deferred)  These include: Monthly Facilitator Meetings, Conflict of Interest, Complainant Participation in Forums, Accessibility, Facilitator mentorship and certification, Protection of Personal Information)  <b>Action:</b> Sarah will review these and present at the next GC meeting</li> </ol>
<p>c. Bylaws</p>	<p>No action needed.</p>

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d. Board Annual Evaluation	<p>Sarah sent the Board members the survey in early summer and got only a few responses. Christine shared how in past years a timeline for a report assists the sense of urgency.</p> <p><b>Action:</b> The GC will raise this with Board at next meeting. Sarah will present the results of the self-evaluation to the January 2019 board meeting.</p>
e. Board Member Development	<p>A Staff/board day was held on August 21<sup>st</sup>. Staff updated board on each of the programs and those who attended enjoyed it. Sarah and staff were disappointed to only have 3 board members attend. GC members agreed this was not good to have staff prepare something and not have majority attendance. Margo said it was hard to make a full day event in late August when there is so much going on. This has already been raised with the Board so no action is identified.</p>
f. Board and Committee Structure	No action needed.
g. Nominations sub-committee	No action needed.
h. Insurance Renewal	<p>Murray reviewed all the documents provided by our insurer Frank Cowan. We can't afford cyber security insurance and Murray advises that we don't need it (e.g. Extortion liability and other things).</p> <p>Murray recommends:</p> <ul style="list-style-type: none"> <li>a. LCCJ proceed with the policy upgrades where they make sense (good practice)</li> <li>b. Upgrade safeguards and provide in-house training as needed</li> <li>c. Post-pone decision on cyber-insurance until we can afford it, or decide not to get it as our low level of risk doesn't justify the cost.</li> </ul> <p><b>Recommendation to the Board:</b> Murray's recommendation be followed.</p>
<b>3. Any Other Business</b>	<p>LCCJ Board directed the GC to reconsider whether we want WSIB Insurance. Scott said we have purchased this for the next quarter. The Board will consider this at the Nov. 20 Board meeting.</p>
<b>4. Next Meetings</b>	<p>Thursday, January 24, 2019 2pm – 4 pm.  Thursday, April 25, 2019 2pm – 4 pm.  Thursday, August 22, 2019 2pm – 4 pm.</p>
<b>5. Final Round</b>	<p>Big thanks to Scott for chairing the Governance Committee. Thanks also to Murray for his work on the Consensus policy.</p>

## Appendix: Proposed LCCJ Planning 2020 Schedule

<i>Time</i>	<i>Action</i>
<b>I. Designing the Planning Process</b>	
September 2018	1. Sarah and Christine meet and discuss LCCJ planning needs
Early October 2018	2. Christine drafts a timeline of a planning process (this document)
November 9, 2018	3. Governance Committee (GC) <ol style="list-style-type: none"> <li>a. Discuss the questions on the “Starting a Planning Process” sheet and advise on goals/process for proposal to the board – see GC minutes for results of discussion and recommendations.</li> <li>b. Decide about planning oversight: Decided to strike an ad hoc planning committee (PC) of Margo, Aisha and Christine</li> </ol>
November 20, 2018	4. Board approval of goal and process to create a strategic plan
<b>II. Information Gathering</b>	
January – February 2019	5. Stakeholder input gathered (to extent needed, as determined in design process -- e.g. partner breakfast, survey of all volunteers.
	6. Gather other data as needed re context - noting any relevant changes in the broader environment in which LCCJ is working (Murray)
March 2019	7. Christine will roll up information into a workbook to prepare for planning days
March 2019	8. Planning Committee will review workbook.
<b>III. Reflection and Priority-Setting</b>	
Early April 2019	9. Distribute workbook to planning day participants (Board, staff, volunteers who are interested)
April 2019	10. Two half-day planning Sessions
May 2019	11. First draft of Strategic Plan reviewed by planning committee
June/July 2019	12. Second draft of Strategic Plan
<b>IV. Final Approval Process</b>	
Sept/October 2019	13. Board reviews draft plan and provides feedback
November 2019	14. Board of Directors receives the final draft and approves the plan
January 2020	15. New Strategic Plan in place