



Board Governance Manual

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Appendix 1

Board Effectiveness Assessment

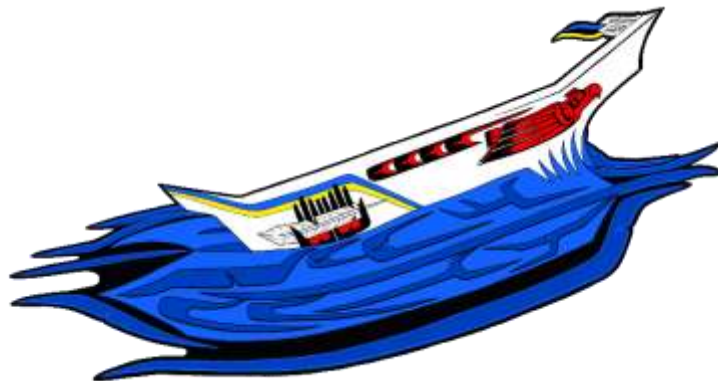
Commitment to Strengthen Support to Indigenous Peoples

The Metro Vancouver Transit Police Board recognizes the United Nations Declaration on the Rights of Indigenous Peoples and the Calls to Action of Canada's Truth and Reconciliation Commission. The Police Board acknowledges that the history of colonialism in Canada and forced assimilation policies of the Indian Act have contributed to the continued overrepresentation of Indigenous Peoples within the Canadian criminal justice system. In many Canadian institutions, there exists unconscious bias, systemic racism and discrimination, and this continues to keep First Nations, Métis and Inuit peoples marginalized and in fear of police and government.

The Transit Police Service, with the support of the Police Board, is committed to working towards reconciliation, building trust, and promoting better relationships and engagement between Indigenous communities and the police.

The Police Board recognizes the importance of listening and learning about the effects of intergenerational trauma and the recognition of the past, and the need to protect the human rights of Indigenous Peoples. The Police Board acknowledges the past negative experiences of Indigenous Peoples with authority of the government and police. Therefore, to help reduce overrepresentation in the criminal justice system and create change, it is essential that police officers employ respectful, fair and impartial policing practices.

In collaboration with urban and traditional Indigenous community partners, the Police Board will pursue reconciliation opportunities within its decisions and actions to help improve health and safety outcomes for Indigenous Peoples. The Police Board, in collaboration with the Transit Police Service, will continue to support and develop culturally appropriate and legally informed policies, practices, and initiatives. With the guidance of the Indigenous Liaison Unit, the Police Board and Transit Police staff will seek opportunities to engage with Indigenous communities and groups, with the aim of building open and trusting relationships.



Approved by the Metro Vancouver Transit Police Board on September 24, 2021

SECTION A: INTRODUCTION

In 2012, TransLink received approval from the Labour Relations Board to create a bargaining unit specific to Transit Police personnel which would then enable Transit Police personnel to move to a TransLink subsidiary – TransLink Security Management Limited (TSML). As required by the Ministry of Justice, TransLink made an application (August 27, 2012) to create a new DPU with TSML as the legal employer. A series of legislative orders have now been completed which enable SCBCTAPS transitioning to TSML and on February 7, 2013, Ministerial Order No. 031 appointed a new Police Board in tandem with establishment of the Provincial Government’s approval of the new Designated Policing Unit (replacing the existing SCBCTAPS). Accordingly, the former SCBCTA Police Board Governance Manual in effect on March 3, 2013, was approved by the Board as the new SCBCTA Police Board Governance Manual.

This board governance manual (the “Board Manual”) defines the roles and responsibilities and the processes for accountability of the South Coast British Columbia Transportation Authority Police Board (the “Police Board”), the Board Chair, the Committees, Committee Chairs and the board members and establishes guidelines that outline how the Police Board will carry out its duties. The Board Manual incorporates the Police Board’s responsibilities as set out in the *BC Police Act* (the “*Police Act*”) and the Operations Regulation as established by the Minister of Public Safety and Solicitor General (the “Minister”).

The purpose of the Board Manual is to:

- a) Provide board members with an understanding of the structure under which the South Coast British Columbia Transportation Authority Police Service (the “Transit Police”) operates and the ways in which they are required to carry out their duties and responsibilities;
- b) Set out expectations of the Police Board, individual board members and Committees of the Police Board which go beyond legal requirements; and
- c) Assist the Police Board in discharging its responsibilities in the most effective manner possible.

The Board Manual is divided into the following sections:

Section B: Metro Vancouver Transit Police Overview provides an overview of the Metro Vancouver Transit Police operations and sets out the overarching governance framework under which the Metro Vancouver Transit Police operates.

Section C: Board Governance Structure and Mandate outlines the general roles and responsibilities of the Police Board, the expectations of individual board members, position descriptions of the Board Chair, Vice Chair, Committee Chairs, the Chief Officer and Board Secretary, and guidelines and terms of reference for the Standing Committees of the Police Board.

Section D: Code of Conduct sets out the code of conduct under which all board members are expected to operate.

Section E: Police Board Policies details the policies and processes that govern the Police Board's work.

Section F: Legal Framework provides an organizational chart of the Metro Vancouver Transit Police and TransLink.

Appendix 1: Provides a sample of the current Director Self-Assessment Form

NOTE: The Board Manual will be reviewed and updated from time to time as the Police Board works with, and refines, its policies and procedures.

SECTION B: METRO VANCOUVER TRANSIT POLICE OVERVIEW

The Metro Vancouver Transit Police became fully operational on December 4, 2005 as a designated policing unit (DPU) established under section 4.1 of the *Police Act*. The South Coast British Columbia Transportation Authority (TransLink), pursuant to the *Police Act*, is the prescribed entity under which the Metro Vancouver Transit Police is established. The Metro Vancouver Transit Police must operate within the geographic area of the “transportation service region” as defined in the South Coast British Columbia Transportation Authority Act (the “SCBCTA Act”) and consistent with the geographic jurisdiction terms specified by the Minister. The Metro Vancouver Transit Police is a supplementary policing agency as the jurisdictional police agency retains primary responsibility for policing in each jurisdiction. As such, the Metro Vancouver Transit Police work in close partnership with the jurisdictional policing agencies within the transportation region.

The Metro Vancouver Transit Police policing and law enforcement mandate is to preserve and maintain the public peace, prevent crime and offences against the law, aid in the administration of justice and enforce the laws of the province of British Columbia related to any criminal activity or breach of public peace that could affect the safety or security of transit passengers, transit employees or transit property and includes the authority to investigate and enforce operations with respect to any unlawful activity on or around transit vehicles and other transit property. The Metro Vancouver Transit Police delivers policing services to all modes of the transit system including rail (Rapid Transit Lines and West Coast Express), bus and the SeaBus.

The Police Board is responsible for ensuring that the Metro Vancouver Transit Police provide effective and efficient services and preserve the safety and security of the transit system. To achieve these objectives, TransLink provides the funding for the operation of the Metro Vancouver Transit Police. The Police Board thereby coexists in a unique relationship with TransLink, ensuring that the Metro Vancouver Transit Police remains a separate operating body of TransLink while adhering to the mandate and corporate objectives of the entire organization.

The primary responsibility of the Police Board is to ensure that it provides oversight and direction to the Metro Vancouver Transit Police that is consistent with the *Police Act* and its fiduciary responsibilities outlined in this Board Manual. The Police Board works with the Chief Officer and the senior management to develop and approve a long-term strategic plan, an annual plan and budget, and operational policies. The Chief Officer and senior management are responsible for the management and operation of the Metro Vancouver Transit Police, including providing direction to sworn and civilian personnel, within the parameters set out in the strategic plan, the annual plan and budget, and operational policies approved by the Police Board.

The Board Manual clarifies the roles and responsibilities of the Police Board and management and serves to ensure effective communications between both groups.

SECTION C: POLICE BOARD STRUCTURE AND MANDATE

Board Appointment

Under section Part 2: Section 4.1(9) of the *Police Act*, the Minister appoints the Chair and members of Police Board and determines the appointment term. As such, the Police Board composition will be subject to change at the discretion of the Minister but at no time will the Police Board have less than one board member nominated by TransLink.

Oath of Office

In accordance with section 70(1) of the *Police Act*, a person appointed to the Police Board must take an oath or affirmation in the prescribed form before assuming office and exercising any power or performs any duty or function as a member of the Police Board. The oath or affirmation shall be made before the Chief Officer of the Metro Vancouver Transit Police, a commissioner for taking affidavits in British Columbia, a justice of the peace or any police officer holding the rank of constable or higher. Two originals of the oath form shall be prepared and signed with one original to be retained by the Board Secretary and one by the signing board member. The Board Secretary shall file a copy of the signed oath form with the Minister.

When a board member is reappointed to the Board, the board member must retake their oath of office.

New Board Member Orientation

New board members are provided with a comprehensive orientation after joining the Police Board. The orientation process, including responsibility and checklist is outlined in Section E.

Removal or Replacement of Board Members

The removal or replacement of Board members is subject to the discretion of the Minister.

Independence

All board members should be independent of the Metro Vancouver Transit Police; that is, independent of management and free from any relationship that might interfere with the exercise of their independent judgment as a board member.

To be considered independent, the individual must:

- a) not receive any compensation from the Metro Vancouver Transit Police or TransLink other than for services as a board member;
- b) not be an officer or owner of a business that does a significant amount of business with the Metro Vancouver Transit Police or TransLink;
- c) not be a close relative of a member of senior management or board member; and
- d) meet any additional independence criteria established from time to time by the Police Board.

Duties and Responsibilities

Governance

Ensure that the Metro Vancouver Transit Police meets its policing and law enforcement mandate and to oversee the management of the Metro Vancouver Transit Police.

Establish the governance procedures of the Police Board including:

- develop the terms of reference for the Police Board, the Board Chair and individual board members;
- appoint standing committees as required and to develop terms of reference and operating guidelines for the appointed standing committees;
- develop and implement guidelines to facilitate the effective operation of the Police Board;
- assess the appropriate balance between open to the public and closed to the public board meetings as prescribed under Section 69(2) of the Police Act;

- assess the effectiveness of the Police Board, standing committees and board members in fulfilling their responsibilities; and
- Review the composition of the Police Board including:
 - a) review the skills, experience and background that are required for the Police Board to undertake its responsibilities;
 - b) identify what gaps exist on the current Police Board; and
 - c) communicate to the Minister responsible for board appointments the skills, experience and background needed on the board, as identified by the current Police Board. The Board Chair in consultation with the Governance Committee will be responsible for communications with the Minister.

Human Resources

Appoint candidates considered suitable as designated constables, including the Chief Officer and the Deputy Chief Officer, subject to the approval of the Minister.

Define the role and responsibilities of the Chief Officer and Deputy Chief Officer, in accordance with the *Police Act* and Common Law and in consultation with TransLink.

Complete the performance evaluation of the Chief Officer. TransLink will be consulted at the time the evaluation is being prepared and will be apprised of the Chief's overall performance.

Ensure that plans have been made for management succession including appointing, training and monitoring senior management.

Be responsible as the Discipline Authority for complaints against the Chief Officer and Deputy Chief Officer.

Be responsible for registered service and policy complaints.

Strategic and Annual Plans

In consultation with the Chief Officer, TransLink, and the Minister, determine the priorities, goals and objectives of the Transit Police.

The Chief Officer must report to the Police Board, and Minister, each year on the implementation of programs and strategies to achieve the priorities, goals and objectives.

Work with the Chief Officer and senior management to develop and approve a strategic plan annually that meets the needs of the Police Board and the Metro Vancouver Transit Police and takes into account the risks facing the Metro Vancouver Transit Police and the funding capabilities of TransLink.

Provide to TransLink for approval, on or before November 30th of each year, a Metro Vancouver Transit Police provisional budget for the following year; and ensure that the annual budget is consistent with the strategic plan approved by the Police Board.

Review and monitor the performance of the Metro Vancouver Transit Police against the strategic plan semi-annually and the annual operating budget quarterly.

Policy, Rules and Oversight of the Transit Police Operations

Make rules, consistent with the *Police Act* and regulations, respecting the standards, guidelines and policies for the administration of the Metro Vancouver Transit Police; the prevention of neglect and abuse by the designated constables; and the efficient discharge of duties and function by the Metro Vancouver Transit Police and the designated constables.

Risk and Control Systems

Ensure senior management identifies the principal risks of the Metro Vancouver Transit Police and takes all reasonable steps to ensure the implementation of appropriate systems to manage the identified risks.

Ensure systems are in place for the implementation and integrity of the Metro Vancouver Transit Police internal control and information technology systems.

While respecting the Metro Vancouver Transit Police's need for independence, ensure that the Transit Police explores and implements opportunities to share resources and services with TransLink, and other police organizations, that will enhance operational efficiency and effectiveness; and to approve shared resource/service agreements.

Communications

Approve a communications policy for the Police Board and the Metro Vancouver Transit Police that reflects the need for cooperation and consultation between the Metro Vancouver Transit Police and TransLink and the provincial government. The policy shall confirm the following principle:

- a) the Board Chair or their delegate shall speak on behalf of the Police Board, ensuring that the Chair's statements reflect the current strategy, plans and policies approved by the Police Board; and
- b) the Chief Officer or their delegate shall speak on behalf of the Metro Vancouver Transit Police, ensuring that the Chief Officer's statements reflect the current strategy, plans and policies approved by the Police Board.

Ensure a good working relationship with the officials of the Ministry of Public Safety and Solicitor General (the "Ministry").

Ensure all reporting requirements established under the *Police Act* are met to the satisfaction of the parties involved. This includes filing of Police Board Minutes with the Ministry.

Direct the Chief Officer to ensure:

- a) that the Metro Vancouver Transit Police maintains effective, productive and appropriate consultation, communications and reporting links with TransLink and the Ministry;
- b) that the performance of the Metro Vancouver Transit Police is adequately reported to TransLink and the Ministry on a timely and regular basis;
- c) that financial results are reported fairly;
- d) the timely reporting of any other developments that have a significant and material impact on the Metro Vancouver Transit Police and/or TransLink;
- e) annual report to key stakeholders; and
- f) that the Metro Vancouver Transit Police has systems in place to accommodate feedback from stakeholders and the public (see Chief Officer Position Description).

The Police Board Communications Policy is outlined in Section E.8.

Legal Requirements

The Police Board is responsible for taking all reasonable steps to ensure that legal requirements have been met, and documents and records have been properly prepared, approved and maintained.

C1: BOARD MEMBER TERMS OF REFERENCE

The board members' terms of reference set out how the Police Board expects board members to go about discharging their duties and responsibilities. A board member has a fundamental responsibility to assist the Police Board in making effective and informed decisions that promote the achievement of the vision, mission and values of the Metro Vancouver Transit Police. These terms of reference will be used in assessing the performance of board members.

Duties

In discharging his/her responsibilities, each board member is required to:

- i. act honestly and in good faith with a view to the best interests of the Metro Vancouver Transit Police;
- ii. exercise the care, diligence and skill that a reasonably prudent individual would exercise in comparable circumstances; and
- iii. act in accordance with the *Police Act* and regulations.

In keeping with these duties, board members are required to:

- avoid potential or actual conflicts of interest that are incompatible with service as a board member;
- make the Police Board Chair, and/or Governance Chair aware of any real, perceived or potential conflicts of interest and make sure they are appropriately reviewed;
- keep confidential any information about the Metro Vancouver Transit Police that has not been publicly disclosed, including boardroom discussions;
- comply with the Police Board's policies, Metro Vancouver Transit Police policies, and applicable corporate policies of TransLink, including the Code of Conduct (see Section D);
- comply with the *Police Act* and the Board Manual; and

- in all decisions, act in the best interest of the Metro Vancouver Transit Police (rather than the interests of any particular stakeholder or interested party).

Transit Police and Industry Knowledge

Recognizing that decisions can only be made by well-informed board members, each board member will become knowledgeable about:

- Metro Vancouver Transit Police business – e.g., its strategic direction and goals, its operations, its finances and human resources;
- policing and law enforcement sectors;
- the unique role of the Metro Vancouver Transit Police within the community; and,
- the legislative, regulatory, business, social and political environments within which the Metro Vancouver Transit Police operates.

Board Activity

During meetings, each board member is expected to:

- be prepared – well-informed on relevant issues (through pre-reading materials or otherwise);
- bring his/her own experience, wisdom, judgment and influence to bear constructively on issues;
- interact with fellow board members and management in a respectful and constructive manner;
- actively participate;
- speak and act independently while remaining a “team player”;
- express opinions in a clear, organized and relevant manner;

- express points of view for the Police Board’s consideration even if they may seem contrary to other opinions previously expressed;
- ask probing questions;
- listen to, and exercise tolerance for other perspectives;
- be adaptable, flexible and open-minded in the consideration and implementation of change;
- exercise a logical, rational approach to problem solving;
- analyze issues from many perspectives and consider the impact of decisions on Metro Vancouver Transit Police’s internal and external environments (e.g., staff, TransLink, stakeholders, community);
- be innovative and/or resourceful in finding or developing solutions;
- whenever possible, advise the Board Chair and Chief Officer in advance of introducing significant and previously unknown information;
- exercise good judgment;
- act in the best interest of the Metro Vancouver Transit Police rather than his/her best interests or in the best interests of a special interest group or constituency;
- focus inquiries on issues related to strategy, policy, implementation and results rather than issues relating to operational management of the Metro Vancouver Transit Police; and
- once Police Board decisions are made, support those decisions in a positive manner.

Between Police Board meetings, each board member should:

- be available as a resource to management and the Police Board;

- as necessary and appropriate, communicate with the Board Chair and with the Chief Officer between meetings; and
- be willing and available for individual consultation with the Board Chair or Chief Officer.

In carrying out his/her responsibilities, every board member is expected to be actively engaged in the work of the Police Board and add value to the Police Board's work. Those board members who have particular areas of expertise are expected to use their unique skills and experience to the benefit of the Police Board; for example, by taking a lead on areas of Police Board investigation or discussion within their areas of expertise.

Preparation

Board members must devote the necessary time and attention to be able to make informed decisions on issues that come before the Police Board. While management will provide board members with all of the information management thinks board members need in order to discharge their responsibilities, board members have a responsibility to ask for all information they believe necessary to make an informed decision. Requests for information should be directed through the Board Chair or Committee Chair.

To enhance the effectiveness of Police Board and Committee meetings, board members are expected to:

- i. read and absorb the materials prior to the meetings and attend the meetings prepared to discuss the issues; and
- ii. ensure he/she has acquired adequate information necessary for decision making.

Relationship with Management

Board members should direct questions or concerns on the performance of management through Board and Committee meetings or through the Board Chair to the Chief Officer.

Board members must respect the organizational structure of management. A board member has no authority to direct any staff member.

Committees

In order to assist Board Committees in being effective and productive, each board member is expected to:

- i. participate on Committees and become knowledgeable about the purpose and goals of the Committees;
- ii. understand the process of Committee work, and the role of management and staff supporting the Committees; and
- iii. become knowledgeable about the terms of reference for the Committee(s) on which he/she serves.

External Communication

Each board member has an important role as an ambassador of the Metro Vancouver Transit Police and may, on occasion, be invited to speak publicly about the Metro Vancouver Transit Police or the workings of the Police Board. In considering the invitation, board members should be cognizant that the Board Chair is the official spokesperson for the Police Board. However, where the board member considers it appropriate to accept the invitation, the board member will confer with the Board Chair prior to accepting the invitation. In those cases where the Board Chair considers it necessary, the approval of the Chief Officer may also be required. Prior to the speaking engagement, the Board Chair will review the anticipated nature of the speech or public comments with the board member to ensure the information to be conveyed is accurate and is in the public realm.

Attendance

Absent extenuating circumstances, board members are expected to attend all scheduled Police Board meetings and Committee meetings for those Committees on which the board member

serves. From time to time it may be necessary to hold Police Board or Committee meetings by phone. However, participation by phone, when meetings are scheduled to be held in person, is strongly discouraged and subject to the prior consent of the Board or Committee Chair.

The Board Chair will monitor attendance at Police Board and Committee meetings, and the Board Chair may recommend to the Minister the removal of a board member who is not able to attend a significant majority of meetings.

Board members are expected to participate fully and frankly in the deliberations and discussions of the Police Board and its Committees. They are expected to apply informed and reasoned judgment to each issue that arises and express opinions, ask further questions and make recommendations that they think are necessary or desirable. Each board member acts directly and is an equal participant at all board meetings.

Outside Activities

Every board member shall:

- i. be an effective ambassador and representative of the Metro Vancouver Transit Police; and
- ii. be available to attend events at the request of the Board Chair.

Conflict of Interest

Board members shall familiarize themselves with, and at all times comply with, Police Board policies, guidelines and directives. These include such policies as the Code of Conduct Policy (see Section D), Conflict of Interest Guidelines (see Section D), and the Communications Policy (see Section E).

Orientation and Professional Development

Board members are expected to avail themselves of training opportunities and to become knowledgeable about the policing profession and about the practice of good governance. This can be achieved by attending orientation sessions and ongoing education programs, as recommended by the Police Board, and through reading and participation in activities such as

ride-alongs. The responsibility for new Board member orientation will be Governance Chair and the Board Secretary. See Section E: Board Member Orientation.

Governance

Board members are expected to keep abreast of developments in good governance, particularly as they affect the Transit Police and Police Board's responsibilities.

Re-appointment

The re-appointment of a board member is at the discretion of the Minister.

End of Term

If a board member is not reappointed, elects not to seek reappointment or resigns from the Police Board, the board member is required to return to the Board Secretary all materials and other items belonging to the Metro Vancouver Transit Police, including confidential board materials.

C2: BOARD CHAIR TERMS OF REFERENCE

The following describes the role and responsibilities of the Board Chair.

Appointment

Under section 4.1(9) of the *Police Act*, the Minister appoints the Chair and determines the appointment term.

Role

The Board Chair provides leadership in guiding the Police Board and coordinating its activities and fosters relationships between the Police Board and management, among board members and, together with the Chief Officer, between TransLink, the Ministry and the communities served by TransLink.

The Board Chair is accountable to the Police Board, acts as a direct liaison between the Police Board and the Chief Officer, and acts as a spokesperson for Police Board decisions when appropriate.

The Board Chair, while working closely with the Chief Officer, retains an independent perspective to best represent the interest of the Metro Vancouver Transit Police and the communities it serves and the Police Board.

Duties and Responsibilities

The specific duties and responsibilities of the Board Chair are to:

Working with Management

- act as a liaison between management and the Police Board;
- foster a constructive and harmonious relationship between the Police Board and management;
- provide advice and counsel to the Chief Officer, including helping to identify problems, reviewing strategy, maintaining accountability, building relationships and ensuring that the

Chief Officer is aware of concerns of the Police Board and the communities served by the Metro Vancouver Transit Police;

- review and approve the Chief Officer's expenses;
- keep abreast generally of the activities of the Metro Vancouver Transit Police and its management; and
- ensure that management presents to the Police Board all matters necessary to enable the Police Board to effectively exercise its responsibilities.

Managing the Police Board

- foster ethical and responsible decision-making by the Police Board and individual board members;
- ensure the Police Board has full governance of the Metro Vancouver Transit Police business and affairs and is alert to its obligations to the Metro Vancouver Transit Police, TransLink, Ministry, the communities served by the Metro Vancouver Transit Police, to stakeholders, and to management;
- ensure the Police Board fulfills its governance responsibilities as set out in the Board Manual;
- recommend an annual schedule of the date, time and location of Police Board and Committee meetings;
- recommend Committee Chairs and Committee membership appointments to the Police Board for review and approval;
- Maintain a liaison and communication with all board members and Committee Chairs;
- in concert with the Chief Officer and Board Secretary, develop, set and approve the Police Board's regular meeting agenda and determine the Police Board information packages;

- ensure that board members are properly informed and that sufficient and timely advance distribution of all background information is provided to enable the board members to form appropriate judgments;
- act as Chair at meetings of the Police Board;
- build consensus and develop teamwork within the Police Board;
- ensure the Police Board has cohesion of direction and purpose at a policy and strategic level;
- ensure Police Board meeting(s) are conducted in an efficient, effective and focused manner;
- ensure that each board member is contributing to the Police Board's work and discuss with each individual board member his/her contribution, as necessary from time to time;
- in addition to the Police Board evaluation and board member evaluation process, meet with each board member annually to discuss his/her views on how the Police Board can be more effective, personal observations regarding fellow board members and an exchange of views on how the individual board member may enhance his/her own contribution;
- call meetings of the Police Board;
- act as an official spokesperson for the Police Board and, when appropriate and in conjunction with the Chief Officer, as spokesperson for the Metro Vancouver Transit Police; and
- keep the Police Board up to date on all significant developments.

Other

- such other functions as may be ancillary to the responsibilities described above; or
- delegated to the Board Chair by the Police Board from time to time.

Conduct complaints against the Chief Officer and Deputy Chief Officer

Pursuant to Article 4(2) of the Metro Vancouver Transit Police *Operations Regulation*, the Discipline Authority in relation to the Chief Officer and the Deputy Chief Officer is the Police Board or a panel of one or members of the Police designated by the board for that purpose.

In processing complaints, the Board Chair shall have regard to the complaints process outlined in Part 11 of the *Police Act*. In addition:

- The Chair may, at his/her discretion, use the Board Office and/or TransLink legal counsel resources to assist in the processing of any conduct complaints against the Chief Officer and Deputy Chief Officer.
- The Board Chair shall obtain the approval of the Police Board before concluding an investigation or imposing any discipline.
- The Police Board Chair makes decisions regarding all FOIPPA requests for records within the custody of the SCBCTAPS that directly concern, are produced by, or are produced for the Police Board or its members. See Section E: Records Management and Access to Information.

Casting Vote

The intention in all cases is to reach decision by consensus; however, in the case of a tie vote, the board chair does not have a casting or second vote and the motion will be defeated.

Committees

The Board Chair is an *ex officio* member of all Police Board Committees where he/she is not a formally appointed member. Where the Board Chair is an *ex officio* member of a committee, the Board Chair is not counted in establishing quorum.

Communications

The Board Chair:

- act as the official spokesperson for the Police Board, as appropriate, with TransLink, the Minister, stakeholders, communities, other organizations and the public;
- facilitate the need for communication between TransLink, the Police Board and the Chief Officer;
- in coordination with the Chief Officer, ensures Metro Vancouver Transit Police management and the Police Board are appropriately represented at official functions and meetings;
- Appoint a board member as a spokesperson for specific matters as required.

Absence of Board Chair

In the absence or incapacity of the Board Chair, the Vice Chair or, in the absence of a Vice Chair, another board member, as elected by a majority of the remaining board members, will be designated as the Acting Chair and will carry out the duties and exercise the powers of the Board Chair during such absence or incapacity.

C3: VICE CHAIR TERMS OF REFERENCE

The Police Board may appoint a Vice Chair. If a Vice Chair is appointed, the following describes the role and responsibilities of the Vice Chair.

Appointment

The Police Board, on the recommendation of the Board Chair, may appoint a Vice Chair from among its member for a one-year term. The Police Board shall elect a Vice Chair at the first meeting of each calendar year, or as soon as is practicable thereafter. There is no assumption that the Vice Chair will graduate to the role of Board Chair.

Role

The Vice Chair works collaboratively with the Board Chair and supports the Board Chair in fulfilling his/her responsibilities.

Responsibilities

The Vice Chair:

- a) carries out the duties of the Board Chair when the Board Chair is absent or unable to fulfill his/her responsibilities;
- b) performs any of the Board Chair's duties when requested by the Board Chair; and
- c) performs such other function as may be reasonably requested by the Police Board or the Board Chair.

C4: COMMITTEE CHAIR TERMS OF REFERENCE

Appointment

The Committee Chairs are appointed by the Police Board on the recommendation of the Board Chair and in consultation with the Governance Committee.

Role

The Committee Chair provides independent, effective leadership to the Committee and leads the Committee in fulfilling the duties set out in its terms of reference.

Responsibilities

The Committee Chair will:

Leadership

- provide leadership to enhance the effectiveness of the Committee; and
- take all reasonable steps to ensure the responsibility and duties of the Committee, as outlined in the terms of reference, are well understood by the Committee members and executed as effectively as possible.

Ethics

- foster ethical and responsible decision-making by the Committee and its individual members.

Committee Governance

- provide effective Committee leadership, overseeing all aspects of the Committee's direction and administration in fulfilling its terms of reference; with the Governance Committee, oversee the structure, composition, membership and activities delegated to the Committee.

Committee Meetings

- ensure that the Committee meets as many times as necessary to carry out its duties effectively;
- with the Board Chair, other Committee members, Board Secretary and members of management, as appropriate, establish the agenda for each Committee meeting;
- The Board Secretary will take minutes of all committee meetings, and in her absence, a designate will be appointed to do so.
- preside at all meetings of the Committee, including *in camera* sessions, provided that if the Committee Chair or his/her designate is not present within fifteen (15) minutes of the time appointed for holding the meeting or if the Committee Chair or his/her designate has advised the Board Secretary that he/she will not be present at the meeting, the board members present at the meeting shall choose one of their number to chair the meeting;
- ensure sufficient time during Committee meetings to fully discuss agenda items;
- encourage Committee members to ask questions and express viewpoints during meetings;
- deal effectively with dissent and work constructively towards arriving at decisions and achieving consensus; and
- ensure that the Committee meets in separate, regularly scheduled, non-management, *in camera* sessions.

Committee Reporting

- following each meeting of the Committee, report to the Police Board on the activities, findings and any recommendations of the Committee; and

- ensure that Committee materials are available to any board member on request.

Committee Management Relationships

- take all reasonable steps to ensure that the Committee members receive written information and are exposed to presentations from management to fulfill the Committee's terms of reference;
- facilitate effective communications between Committee members and management, both inside and outside of Committee meetings; and
- have an effective working relationship with members of management.

Evaluations

- ensure that a performance evaluation of the Committee and the Committee Chair is conducted, soliciting input from all Committee members, other board members and appropriate members of management.

Advisors/Resources

- ensure that resources and expertise are available to the Committee so that it may conduct its work effectively and efficiently; and
- coordinate with the Committee to retain, oversee, compensate and terminate independent advisors to assist the Committee in its activities.

Other

- carry out any other appropriate duties and responsibilities assigned by the Police Board or delegated by the Committee.

C5: CHIEF OFFICER POSITION DESCRIPTION

The following describes the appointment, role and responsibilities of the Chief Officer.

Appointment

The South Coast British Columbia Transportation Authority Police Board (the “Board”) appoints the Chief Officer (Chief) on terms and conditions it considers appropriate. The Chief is an employee of the Transit Security Management Limited (TSML), reports directly to the TPS Board and has a working relationship with TransLink through the TSML Board and the Chief Operating Officer.

Primary Purpose

The Chief administers and directs the South Coast British Columbia Transportation Authority Police Service (Metro Vancouver Transit Police) in accordance with the provisions of the *British Columbia Police Act*, the *Criminal Code of Canada*, other law and regulations and the common law. The Metro Vancouver Transit Police operates within the mandate and the geographic area of the “transportation service region” as defined in the *South Coast British Columbia Transportation Authority Act* (SCBCTA Act), consistent with terms specified by the Minister of Justice and Solicitor General (Minister) and delivers police services to all modes of the transit system including rail (Rapid Transit Lines and West Coast Express), bus and Sea Bus (the “Transit System”).

The Chief is responsible for policing and public safety on the Transit System, the day-to-day management and operation of the Metro Vancouver Transit Police within the parameters established by legislation; the strategic plan and the annual plan/budget, and the objectives and the policies approved by the Board. The Board works with the Chief and senior management to develop and approve the strategic plan, the annual plan/budget; and the objectives and policies.

The Metro Vancouver Transit Police is an independent organization reporting to the Board. It is imperative, however, that the Chief be sensitive to TransLink’s strategic objectives as well as

police issues and developments which may impact or require coordination with other jurisdictional policing agencies.

Key Accountabilities

Organizational and Human Resource Leadership

- i. Provide leadership and vision that inspires the Metro Vancouver Transit Police, both sworn and civilian members.
- ii. Organize, direct, and control all resources of the Service for the purpose of protecting persons and property and for the preservation of the peace of the community.
- iii. Ensure independence from political interference and autonomous decision-making on operational matters.
- iv. Develop a visible, credible and respected profile for the Metro Vancouver Transit Police.
- v. Provide leadership and guidance to the senior management team and ensure that responsibilities and authorities are clearly established.
- vi. Develop and maintain a sound, effective organizational structure.
- vii. Develop management succession plans, progressive employee training and development programs and review them annually with the Board.
- viii. Foster a culture that promotes ethical practices and encourages individual integrity and accountability.
- ix. Develop, for Board approval, the compensation philosophy and guidelines, taking into account collective agreements and TransLink guidelines for exempt staff.

- x. Develop recommendations for approval by the Board regarding the appointment and remuneration of the Deputies.
- xi. Maintain and encourage a climate of constructive engagement with TransLink and the union.
- xii. Actively support the objectives and vision of TransLink through policing activities.
- xiii. Develop and recommend to the Board a set of personal objectives which the Chief is responsible for achieving over the next performance period.

Strategic and Annual Operating Plans

- i. In consultation with the Board, develop and recommend the strategic planning process for the Board's approval.
- ii. Working closely with the Board, develop the strategic plan for the review and approval of the Board.
- iii. Based on the strategic plan, develop an annual business plan supported by the annual budget for Board approval. *(Note - the strategic plan, annual plan and supporting budget will take into consideration TSML's plans and financial budget.)*
- iv. Supported by the Board, present to the TSML Board, TransLink Board and management the strategic plan, annual plan and budget.
- v. Implement the plans and budget.
- vi. On a quarterly basis, present to the Board &/or Committees of the Board, performance in an agreed upon manner that demonstrates progress toward longer-term strategic goals, performance compared to annual targets incorporated in the annual plan and performance compared to budget.

Organization and Administration

- i. Establish effective control and coordination mechanisms for all operations and activities.
- ii. Ensure the integrity of the internal control and management systems, including those provided by shared services.
- iii. Identify the principal risks to the Metro Vancouver Transit Police, review these risks with the Board regularly and implement appropriate systems to manage these risks.
- iv. Authorize commitment of resources and enter into agreements, contracts, leases, etc. in the ordinary course of business provided however, that major commitments, exposures, and risks shall be reported to the Board in a regular and timely basis.
- v. While respecting activities that need independence, explore opportunities to share resources with TransLink and with other police organizations that will enhance operational efficiency and effectiveness. Explore opportunities with provincial and federal government to leverage resources and strategies that will enhance Metro Vancouver Transit Police effectiveness.
- vi. Identify and implement best practices in effect within the policing profession as well as practices from outside the profession that can further enhance effectiveness of the Metro Vancouver Transit Police.
- vii. Embrace innovation by researching and testing new concepts that have the potential to enhance the effectiveness of the Metro Vancouver Transit Police.
- viii. Ensure all the activities are conducted in accordance with laws, regulations, the Code of Conduct, sound business practice and in accordance with the policies and practices approved by the Board.

- ix. Ensure that departmental programs and policies are consistent with the strategies and plans approved by the Board.
- x. Assist the Board in the development of rules and policies required for the appropriate oversight of the Metro Vancouver Transit Police.
- xi. Ensure that all Metro Vancouver Transit Police reporting requirements are met in a timely and appropriate manner.

Communications

- i. Lead the development and implementation of a proactive communications strategy.
- ii. Ensure that Metro Vancouver Transit Police build positive relationships with TransLink, Jurisdictional Police, local governments and community leaders throughout Metro Vancouver, the public at large and with the media to foster a climate of openness and trust.
- iii. Manage and oversee the required interfaces between the Metro Vancouver Transit Police and the public and where appropriate, act as the principal spokesperson for the Metro Vancouver Transit Police.
- iv. Be proactive in presenting emerging police issues to the Board that may be of concern to the community.
- v. Where operational matters may be likely to spark significant public interest or debate, inform Board members before a public statement is made. This may be done by telephone or e-mail.
- vi. Determine which matters are significant or serious enough to justify consultation with the Board before information is released.

- vii. The Chief or delegate shall speak on behalf of the Metro Vancouver Transit Police, ensuring that all statements reflect the current strategy, plans and policies approved by the Board. As a general principle the Board Chair or delegate shall speak on behalf of the Board, ensuring that all statements reflect the current strategy, plans and policies approved the Board. The Chair and the Chief shall consult, as needed, to ensure the proper coordination, timing, and dissemination of information to meet particular circumstances.
- viii. Direct that all official media releases be provided to the Board and where appropriate in advance.

Supporting the Board

- i. Keep the Board fully informed on a timely basis of all significant strategic, operational, financial and other matters relevant to the success of the Metro Vancouver Transit Police. The objective is to avoid surprises.
- ii. Act as a principal link between senior management and the Board.
- iii. Attend regularly scheduled meetings of the Board and as otherwise requested by the Board.
- iv. Meet on a regular basis with the Board Chair for the purpose of exchanging timely information including areas of potential coordination, overlap or conflict with TSML or TransLink.
- v. Work with the Board Chair to develop a calendar of activities to be included on Board agendas during the coming year and consult with Chair in advance of each meeting to identify current event items to be added to the agenda.

Relationship with TransLink, Municipalities and Provincial Government

- i. Maintain an open, collaborative and constructive working relationship with TSML, TransLink, partners and stakeholders. Metro Vancouver Transit Police is a Designated Policing Unit and is funded by TransLink and in turn by three orders of government. It is therefore essential that the Chief establishes a constructive and productive working relationship with TSML, TransLink and stakeholders.
- ii. Maintain good working relationship with other police departments and associations across Canada in order to keep current with the activities of policing in Canada.
- iii. Communicate effectively with federal, provincial and municipal political and bureaucratic leadership in the context of the strategy, annual plan and objectivities approved by the Board.
- iv. Approve significant public service commitments and/or acceptance of outside board appointments by the senior management team.
- v. Obtain Board approval prior to acceptance of significant public service commitments and outside board appointments.

Police Act Complaints

- i. In accordance with all provisions of the *Police Act* Part 11, act as discipline authority for conduct complaints (public trust and internal discipline complaints) made against constables of the Metro Vancouver Transit Police.

Qualifications

Education & Experience:

- University degree and/or the equivalent combination of education and work experience, with a demonstrated practice of leadership in a senior manager role of a major law enforcement organization;

- Detailed working knowledge of *Police Acts*, the *Criminal Code of Canada*, other laws and regulations and the common law; and possess the ability to adapt the delivery of policing services within those needs and realities;
- Experience and ability to work under police Board oversight.
- Sound knowledge of budgeting and financial practices including budget preparation, oversight and reporting.
- Detailed knowledge of modern law enforcement and crime prevention practices;
- Ability to effectively administer the operation of a police service across multiple policing jurisdictions; and establish, promote and maintain effective public relations and develop partnerships within the communities and with other law enforcement and related agencies;
- Detailed knowledge of police administrative methods, techniques and practices;
- Possess an understanding of the implementation of future policing initiatives, i.e. (e.g.), Revisions to *British Columbia Police Act*, Braidwood recommendations, effect of McNeil Disclosure, etc.

Other Requirements:

- Possess an understanding for, and appreciation of, the social and political context of policing.
- Ability to deal calmly and effectively in emergencies and function well under pressure and to withstand criticism.
- Excellent written and oral communications skills.
- High level of critical thinking and analytical and problem-solving skills.
- High level of resourcefulness, flexibility and a demonstrated history of innovation as a police leader and manager.
- Detailed knowledge of human resources practices including demonstrated ability in dealing with labour management issues, collective agreements, collective bargaining and resolving labour conflicts within the workplace.
- Ability to supervise, directly or through senior officers or executive, the work of police and civilian staff, including the ability to delegate appropriate work to subordinates.

C6: BOARD SECRETARY POSITION DESCRIPTION

The following describes the appointment, and role and responsibilities of the Board Secretary.

Appointment

TransLink recommends the Board Secretary and this is approved by the Board. The Board Secretary is accountable to the Police Board for board related activities and reports to the Board Chair. The Board Secretary also works closely with the Chief Officer to facilitate the flow of information to the Police Board in a timely manner.

Role

The Board Secretary supports the Police Board by providing resources, information and communication links between the Police Board and management, with particular emphasis on facilitation of the flow of information. The Board Secretary also advises the Police Board and Board Chair on governance matters.

Duties and Responsibilities

The Board Secretary has specific responsibility to:

- Ensure the smooth running of the Police Board's and Standing Committees' activities by helping the Board Chair to set agendas, preparing and presenting information to the Police Board and Standing Committees, advising on Police Board procedures and ensuring the procedures are followed;
- Under direction from the Board Chair, schedule all Police Board and Standing Committee meetings;
- Ensure proper notice is given for all Police Board meetings;
- Attend all Police Board and Standing Committee meetings (except where there may be a conflict of interest) and act as Board Secretary at such meetings or appoint a replacement to act as Board Secretary when not able to attend;
- Ensure that comprehensive minutes from each Police Board meeting are prepared and distributed to all board members;
- Provide, or obtain, governance advice or support for the Police Board and advise the Police Board on all matters of procedure;

- Advise the Board Chair in respect of any matters where conflict, potential or real, may occur between the Police Board and Chief Officer;
- Ensure the Police Board acts within the parameters of the *Police Act* and the policies as set out in the board manual;
- Assist in the orientation of new board members;
- Maintain the Police Board's corporate records;
- Maintain and update the governance manual, as required;
- Maintain custody of the minutes and records of the Police Board; and
- Ensure proper and timely documentary filings and fulfillment of disclosure requirements to statutory authorities under applicable legislation.

Conflict of Interest

If there is a conflict of interest, actual or perceived, on any particular matter, between the Board Secretary's administrative or managerial responsibilities within TransLink and the Board Secretary's responsibilities to the Police Board, it is the responsibility of the Board Secretary to draw it to the attention of the Police Board through the Board Chair.

C7: BOARD MEETING RULES AND PROCEDURE

Board Members and Chair

The Board Chair, if present, shall preside at all Police Board meetings. In the absence of the Board Chair, the Vice Chair shall preside at all Police Board meetings. In the absence of the Board Chair and Vice Chair, a board member chosen by other board members then present shall preside, and during such meeting, will be the Acting Chair and shall have all the powers and be subject to the same rules as the Board Chair.

The Chair shall be an ex-officio member of all Police Board Committees.

The Chief Officer is not a member of the Police Board.

Quorum

A quorum at meetings of the Police Board shall be a majority of the board members holding office under s. 4.2.1 of the *Police Act*.

As soon after the hour of the meeting as quorum is present, the Board Chair shall take the chair and call the meeting to order.

If a quorum is not present within thirty minutes after the time appointed to commence the meeting of the Police Board, or the resumption of a meeting after adjournment, or should a quorum at a meeting be lost for a period of thirty consecutive minutes, the Board Secretary shall record the names of the board members present and the meeting shall stand adjourned until the date of the next regular meeting or a special meeting called to deal with the matters on the agenda of the meeting adjourned.

If a board member withdraws from the consideration of an item of business at a Police Board meeting after declaring himself or herself disqualified by reason of conflict of interest, the quorum requirements set out in Section 2.1 will not apply and the quorum will instead be fifty percent of the remaining Members.

Meeting Schedule

Regular meetings of the Police Board shall be held at least four times a year and more frequently as necessary to transact the business of the Police Board; and shall be held at the place and time as may be designated by the Police Board.

Board Committees shall determine where and when the committee meetings shall be held.

Special Meetings

Notice

A special meeting of the Police Board or any Board Committee may be called by the Board Secretary, at the request of the Board Chair or a majority of the board members or Board Committee members as the case may be. Board members shall be given notice at least two clear business days in advance of the meeting, unless the notice period is waived by the unanimous consent of all board members or Board Committee members.

The notice calling a special meeting shall:

- i. State the general purpose of the meeting and the day, hour and place of the meeting; and
- ii. Be delivered to the board members or Board Committee members by mail, e-mail or facsimile or other means of transmitting legibly recorded messages to the address given to the Board Secretary for that purpose.

Agenda

Only those matters shown on the agenda of a special meeting will be dealt with at that special meeting except where a resolution to place an additional item on the agenda has been passed unanimously by those board members or Board Committee members present at the meeting.

Public and In Camera Meetings

Pursuant to s. 69(1) of the *Police Act*, meetings and hearings of the Police Board must be open to the public.

Pursuant to s. 69(2) of the *Police Act*, the Police Board may hold meetings in absence of the public (in camera), if the subject matter being considered concerns:

- (a) Public security, the disclosure of which could reasonably be expected to seriously impair effective policing or law enforcement;
- (b) A person's financial or personal affairs, if the person's interest in the matter outweighs the public's interest in the matter;
- (c) Labour contract discussions, labour management relations, layoffs or another personnel matter; or
- (d) Information that a person has requested that he or she be allowed to provide in private to the Board.

Where a meeting or part of meeting is closed to the public (in camera), all persons not specifically invited to remain by the Police Board shall vacate the meeting.

Any and all information obtained at an in camera meeting shall be treated as confidential by any and all persons in attendance.

Agenda

Decisions on the inclusion or exclusion of agenda items shall be made by the Board Chair, in consultation with the Chief Officer or his designate. The agenda shall follow the order of business set out under 'Order of Business.'

An agenda, together with all supporting documents shall be delivered to the board member at least two clear business days prior to the meeting.

In Camera Agenda

If a matter is deemed by a majority of the board members present to be inappropriate subject matter for a closed meeting, the matter will be deferred until the next regular public meeting and will be included for the public agenda for that meeting.

If a matter considered at an in camera meeting is deemed by a majority of the board members present to warrant public disclosure, prior to the adjourning of the meeting, the Board Chair shall call for a motion to disclose the matter at the next regular public meeting. The public minutes will record that the matter was considered in an in camera meeting and, if appropriate, will state the resolution.

Order of Business

Unless otherwise determined by the Police Board, the order of business at public meetings shall be:

- (a) Ceremonial Activities
- (b) Adoption of the Agenda
- (c) Adoption of the Previous Minutes
- (d) Disclosure of Conflict of Interest
- (e) Delegations
- (f) Reports:
 - Decision Reports
 - Information Reports
- (g) Chief Officer's Report

- (h) Correspondence and Information Items
- (i) Other Business
- (j) Adjournment

Consent Resolution

Whenever there is a matter of urgency that requires the immediate attention of the Police Board, the Board Chair may direct the Board Secretary to solicit a consent resolution dealing with the matter from the board members. The resolution shall be valid and effective if unanimously affirmed by the board members. It shall be recorded in the minutes of the next regular meeting.

Electronic Participation

A board member may participate and vote in a Police Board meeting via speakerphone or videoconference device.

Minutes

The Board Secretary or designate will attend all Police Board and Board Committee meetings and record the business, proceedings and reports thereof.

The minutes of Police Board and Board Committee meetings shall be accurately recorded and contain a record of the formal actions undertaken at the meeting. The minutes shall be distributed to the respective members prior to the next meeting and, after they received the approval of a majority of the members, shall be signed by the Board Chair or other person presiding at the meeting or at the meeting at which the minutes are adopted.

In accordance with s. 71 of the *Police Act*, the Police Board shall keep minutes of its meetings and hearings, and records of its inquiries.

In consideration of s. 69(3) and s. 4.2(2)(c)(v) of the *Police Act*, approved minutes and rules of the Police Board shall be filed by the Board Secretary with the Police Services Division of the Ministry of Public Safety and Solicitor General.

Delegations

The Police Board shall receive public delegations for a maximum of the first two hours of each public board meeting.

Any person or organization wishing to appear as a delegation before the Police Board must submit a delegation request to the Board Secretary no later than 8:00 a.m., two business days prior to the scheduled meeting.

The delegation request must indicate the agenda item or issue the delegation wishes to address, the name of the designated speaker, the specific action that is being requested of the Police Board by the delegation, and the phone number, fax number, or e-mail address at which the speaker can be contacted.

If an organization wishes to appear as a delegation, one person should be selected as a designated speaker for the organization. The Police Board will receive one representative from an organization at each meeting. If more than one individual from an organization registers as a delegation, the individual who registered first with the Board Secretary will be deemed to be the designated speaker for the organization. Additional representatives from the organizations will be received, time permitting within the two hours allotted to receiving delegations.

Delegations who, in the opinion of the Board Chair, have acted in a threatening or disruptive manner at a previous Police Board meeting will not be accepted as a delegation.

The Board Secretary shall, no later than noon on the business day prior to the scheduled meeting, advise the delegation whether it is scheduled to appear before the Police Board.

Delegations shall be selected in accordance with the following criteria:

- (a) Those individuals or the designated speaker for an organization, determined in accordance with Section 11.4, speaking on an agenda item to be considered at the meeting will be received first, in the order in which they registered with the Board Secretary. Priority will be given to those individuals or organizations that have not previously addressed the Police Board on the agenda item of interest.
- (b) Those individuals or the designated speaker for an organization, determined in accordance with Section 11.4, speaking on issues not included on the agenda for the meeting will be received next, in the order in which they registered with the Board Secretary. Priority will be given to those individuals or organizations that have not previously addressed the Police Board on the issue of interest.
- (c) Representatives, other than the designated speaker of an organization that has already been heard at the meeting, will be received in the order in which they register with the Board Secretary, and at the discretion of the Board Chair.

Each delegation scheduled to appear before the Police Board shall have a maximum of five minutes to make a presentation to the Police Board, unless otherwise determined by the Board Chair.

The Board Secretary may determine the number of copies of any written submissions to be provided by the delegation to the Police Board. Each delegation shall provide the number of copies of its written submission to the Board Secretary for distribution.

Rules of Debate

This Section does not apply to Board Committees.

Where there is a motion under debate, a board member shall not speak other than on that motion under debate and the matters relating to that motion.

No board member shall speak on any question for longer than five minutes without leave of the Police Board. This Section does not apply to the mover of the motion under debate and the mover

shall be permitted to speak a second time, for a maximum of five minutes, immediately before the question is finally put by the Chair.

No board member, with the exception of the mover of the motion under debate, shall speak more than once to the same motion without leave of the Police Board except in explanation of a material part of his/her speech which may have been misconceived, and in doing so, the board member is not to introduce any new matter.

If, during debate on a motion, a motion to refer or defer that motion is put while there are board members remaining who have indicated an intention to speak, the Board Chair shall, at the discretion of the Board Chair, refuse to accept the seconding of such a motion of deferral or referral until those on the list of speakers for the first motion have been heard. No other names shall be added to the speakers list, and following the hearing of those entitled to speak, the Board Chair shall ask if there will be a seconder to the motion to defer or refer and, receiving an affirmative response, shall call the question on such motion.

After the question is finally put by the Board Chair, no board member shall speak to such question nor shall any other motion be made until after the result is declared.

Motions

A motion must be made and seconded before the subject of the question is debated or voted upon.

After a motion is read, it may be withdrawn by the mover at any time before decision or amendment.

When a motion is being debated, the only motions that may be made are to refer it, amend it, lay it on the table, postpone it, adjourn the meeting, or to move that the vote be taken.

Amendments

Amendments shall be voted on in the reverse order to that in which they are moved.

Every amendment submitted shall, when requested by any board member, be reduced to writing and decided upon or withdrawn before the main question is put to vote.

Only two amendments shall be allowed to the main motion and only one amendment shall be allowed to an amendment.

Referral

A question of referral, until it is decided, shall preclude all amendments to the main question.

Adjourn

A motion to adjourn shall always be in order, but no second motion to the same effect shall be made until some intermediary proceeding has been taken.

Reconsideration

A matter that has previously been decided by the Police Board or Board Committee may be returned to the Police Board or Board Committee for reconsideration, provided that the motion to reconsider is made by a board member or a Board Committee member who previously voted with the prevailing side. A motion to reconsider may be seconded by any board member or Board Committee member.

A matter being returned to the Police Board or Board Committee for reconsideration shall be passed by a simple majority of the board members or Board Committee members present and entitled to vote.

Notice of Motion

Any board member may give notice of a motion to the Police Board by:

- (a) Providing the Board Secretary with a signed copy of such motion, no later than five clear calendar days prior to the scheduled meeting, and the Board Secretary shall add the motion to the agenda for said meeting; or

- (b) Providing the Board Secretary with a signed copy of such motion during a meeting of the Police Board and the Board Secretary shall, upon the board member being acknowledged by the Board Chair and the notice of motion being read to the meeting, include it in the minutes of that meeting as notice of motion and shall add the motion to the agenda of the next regular meeting of the Police Board.

A motion may be introduced without previous notice having been given by a resolution waiving notice of motion passed by two-thirds of those board members present at the meeting.

Voting

Every board member present at a Police Board meeting, including the Board Chair, is entitled to vote during the consideration of an item of business before a Police Board meeting, unless the board member has declared a conflict of interest, in which case, that board member is not entitled to vote on that item of business for which the conflict is declared.

In all cases where the votes of the board members or Board Committee members present and entitled to vote, including the vote of the Board Chair, are equal for and against a question, the question shall be defeated.

Any board member then present who abstains from voting shall be deemed to have voted in the affirmative.

Declaration if not entitled to vote

At any time during the consideration of an item of business before the Police Board or Board Committee meeting, and prior to the putting of a question by the Board Chair, a board member considers he/she is not entitled to participate in the discussion of, or voting on a question in respect of the matter for reason of conflict of interest, whether pecuniary or otherwise, the board member must declare this and state the general nature of why the board member considers this to be the case.

After making the declaration, the board member or Board Committee member:

- (a) must not take part in the discussion of the matter and is not entitled to vote on any question in respect to the matter;
- (b) must immediately leave that meeting or that part of the meeting during which the matter is under consideration, and
- (c) must not attempt in any way, whether before, during or after the meeting, to influence the voting on any question in respect of the matter.

Bylaws and Resolutions

Any action of the Police Board upon any matter coming before it shall be evidenced by resolution of the Police Board and the entry thereof in the minutes of the Police Board shall be prima facie evidence of the action taken.

Every bylaw shall be in written form before it is considered by the Police Board and a copy shall be provided to each board member when it is under discussion.

Every bylaw of the Police Board shall only require one reading before it may be passed.

Every bylaw which has been passed by the Police Board shall be numbered and dated, and shall be placed in the custody of the Board Secretary.

Miscellaneous Provisions

The rules of procedure contained in this section shall be observed in all proceedings of the Police Board and shall be the rules governing the order and dispatch of business before the Police Board, excluding Police Board proceedings conducted pursuant to Part 11 of the Police Act.

The Police Board may waive the rules of procedure established by this section, as it considers appropriate.

If these rules of procedure do not apply to any situation, the proceedings of Police Board and Committees thereof shall be governed by the Rules of the Legislative Assembly of British Columbia.

C8: COMMITTEE OPERATING GUIDELINES

The Police Board may establish such committees as are appropriate to assist the Police Board in carrying out its work.

Committees of the Police Board analyze, in depth, policies and strategies developed by management, which are consistent with the Committees' terms of reference. Committees examine proposals and, subject to limitations, make decisions or make recommendations to the full board. Committees may not take action or make decisions on behalf of the Police Board unless specifically mandated to do so.

Committees of the Police Board are:

- Finance and Audit Committee;
- Governance Committee;
- Human Resources and Compensation Committee

Mandate

Each Committee will review its own terms of reference annually and submit any changes to the Governance Committee for review and recommendation to the Police Board.

Composition

Committee Chairs and members are appointed by the Police Board at the first board meeting after January 1st of each year, on the recommendation of the Board Chair. Committee members and Chairs are appointed for one-year terms and may be appointed for consecutive terms. A Committee member may belong to more than one Committee at one time. A Committee member may be removed from one Committee and placed on another Committee upon approval of the Police Board, providing such a change is not in conflict with the terms of reference for the Committee. A Committee member may be removed or replaced at any time by the Police Board and will cease to be a Committee member upon ceasing to be a board member of the Metro Vancouver Transit Police.

Any board member may attend any Committee meeting provided that the board member will be compensated only for attending meetings of Committee of which he/she is a member.

The Board Chair is an *ex officio* member of all Board Committees of which he/she is not an appointed member. Where the Board Chair is an *ex officio* member of a Board Committee, he/she is not counted in establishing quorum and does not vote.

Each Committee Chair will advise the Chief Officer when the Committee wishes to use staff of the Metro Vancouver Transit Police as a Committee resource. It will be the responsibility of the Chief Officer, to designate staff for Committee assistance.

Meetings

Committees will meet as often as required to carry out their responsibilities. The frequency of Committee meetings will be determined by the Committee Chair in accordance with the duties outlined in the Committee's terms of reference. Meetings will be scheduled a year in advance where possible.

Notice of Committee meeting is required to be given five clear days in advance of the meeting unless notice is waived. A Committee member who attends a meeting will be deemed to have waived notice of the meeting with respect to all business transacted.

Subject to a resolution of the Police Board stipulating otherwise in respect of a particular transaction or particular class of business, a quorum for the transaction of business at a Committee meeting will be a majority of appointed members. Questions arising at a meeting will be determined by a majority of votes of the members present. Bylaw 17.2 states: In all cases where the votes of the Members or Board Committee members present and entitled to vote, including the vote of the Chair, are equal for and against a question, the question shall be defeated.

Committee meetings are normally held at the head office of the Metro Vancouver Transit Police.

A Committee member may participate in a meeting by telephone or such other communications facilities as permit all persons participating in the meeting to hear one another with the prior consent of the Committee Chair and provided that all such Committee members agree to such participation. A board member participating in a meeting in accordance with this section shall be deemed to be present at the meeting and shall be included in the determination of quorum and be entitled to speak and vote. A resolution in writing, signed by all board members who would be entitled to vote on that resolution at a meeting of the Committee, is as valid as if it had been passed at a meeting of the Committee. Such resolution may be in two or more counterparts which together shall be deemed to constitute one resolution in writing. Such resolution shall be filed with the minutes of the proceedings of the board members and shall be effective on the date stated thereon or on the latest date stated on any counterpart.

Meetings without Management

Each regular Committee meeting is followed by an *in camera* meeting of Committee members (without management present). The purpose of such meetings is to evaluate the Committee's relationship with management, as well as its oversight of, and the quality of, information provided by management.

Agenda

The Chair of each Committee will determine the agenda for each meeting. Committee members are encouraged to alert the Board Chair of any items they would like to have included on the agenda.

Recommendations

Each Committee will make periodic recommendations to the Police Board in respect of the subject on which it was created to provide advice. The Police Board will take into consideration, but will not be bound by Committee recommendations.

Staff Support

The Board Secretary will work with the Committee Chair towards the establishment of meeting agendas and preparation of meeting materials.

The Board Secretary will ensure that the minutes of each Committee meeting are prepared and provided to each Committee member in a timely fashion.

Accountability to the Police Board

Following a Committee meeting, that Committee's Chair will provide an oral report on every major matter considered at that meeting to the full Police Board at the board's next scheduled meeting. A complete meeting record will be maintained by the Board Secretary and Committee minutes of regular meetings (e.g. not *in camera* meetings), once approved by the Committee, will be provided to the Board Chair, board members, and the Chief Officer.

Except where the Police Board by resolution or through the Committee's terms of reference, has authorized the Committee to act, a Committee has no authority to direct management or commit the Metro Vancouver Transit Police.

Invitees

A Committee Chair, in consultation with the Board Chair, may invite such board members or such Metro Vancouver Transit Police personnel as may be considered desirable, to attend meetings and assist in the discussion and consideration of the business of the Committee. Where a Committee Chair invites a board member to participate or attend a Committee meeting, that board member will be compensated for his/her attendance but shall not be counted as quorum or as a voting member.

Each Committee Chair will advise the Chief Officer when the Committee wishes to use Metro Vancouver Transit Police staff as Committee support. It will be the responsibility of the Chief Officer, or the appropriate member of management, to designate staff for the Committee's assistance.

External Advisors

Each Committee may engage independent advisors at the expense of the Metro Vancouver Transit Police when it deems it necessary, subject to budget and Board approval.

C9: FINANCE AND AUDIT COMMITTEE TERMS OF REFERENCE

1. Purpose

- A. The primary function of the Finance Committee (“Committee”) is to assist the Police Board in fulfilling its oversight responsibilities in the areas of financial planning, budget preparation and monitoring, risk management and the development of financial policy.
- B. Primary responsibility for budget development and financial reporting of the Transit Police is vested in service management and overseen by the Committee.

2. Composition

- A. The Committee shall be composed of at least two (2) Board members, including a Committee Chair, appointed by the Board Chair and approved by the Board.
- B. The term of the Committee appointments shall be from January 1 to December 31.
- C. Where possible, all Committee members shall be “financially literate”¹ and at least one member should have “accounting or related financial expertise.”
- D. The Committee shall meet at the call of the Committee Chair, or agreement of the Committee.
- E. A quorum of the Committee shall consist of the majority of the Committee.
- F. The Committee shall operate in a manner consistent with the provisions of the Board’s Policy and Procedure Manual.

¹ The Board has defined “financially literate” as the ability to read and understand a balance sheet, income statement and cash flow statement in accordance with the Canadian GAAP. Where there is a requirement for a Board member to have accounting or financial expertise, this means the Board Member shall have the ability to analyze and understand a full set of financial statements, including the notes attached thereto in accordance with the Canadian GAAP.

- G. The Board Secretary or his/her designate, shall consult with the Committee Chair on the agenda development, be responsible for preparation and distribution of the agenda package, and shall maintain a record of the meetings.
- H. The Committee will have unrestricted access to Metro Vancouver Transit Police personnel and documents. Committee access to personnel and records will not compromise operations initiatives. When conflicts are identified they will be resolved by the Police Board with input from the Chief Officer.
- I. Any Board member shall be eligible to attend a Committee meeting.

3. Staff Support

The Manager of Financial Services will provide staff support to the Committee.

The Board Secretary or the Board Secretary's designate will be secretary to the Committee.

4. Responsibilities

Budget Preparation

The Committee shall:

- Provide input into the development of fiscal policies, objectives and priorities of the Metro Vancouver Transit Police,
- Provide input and feedback to staff during the annual budget development process;
- Review underlying assumptions that have been used in preparing the annual budget, including budget risks and uncertainties;
- Review the annual budget for consistency with the Metro Vancouver Transit Police's long range strategic and financial plans;

- Recommend the annual operating budget to the Police Board for approval; and
- Review periodically the Metro Vancouver Transit Police's long-range financial plans to ensure stability and consistency with strategic directions for the organization.

Budget Monitoring and Financial Reporting

The Committee shall:

- Ensure that the Police Board receives timely, meaningful reports that keep it properly informed of the Metro Vancouver Transit Police's financial situation and that provide the information needed for decision making;
- Review quarterly financial statements and any other internal financial report prior to receipt by the Police Board;
- Review and recommend for approval to the Police Board, financial information that will be forwarded to TransLink or made publicly available, including the financial content of the annual report and any reports required by the Police Board, TransLink, or Provincial Government; and
- Review any new or pending developments in TransLink or general accounting and reporting standards that may affect the Metro Vancouver Transit Police.

5. Other

The committee shall:

- Annually review the Metro Vancouver Transit Police enterprise-wide risk management control, policies and reports with the objective of ensuring that all material risks have been identified and are being appropriately managed;

- Review capital requests and oversee capital plans and expenditures;
- Oversee the management of internal controls and management systems to determine the adequacy of those employed by Metro Vancouver Transit Police and those delivered by TransLink in support of Metro Vancouver Transit Police, including relevant internal audit reports;
- Review any litigation, claim or contingency that could have a material financial effect;
- Review the Metro Vancouver Transit Police financial policies;
- Annually review the Audit Universe and ensure that it is included in the annual work plan for the Committee;
- Review system controls on an as needed basis; and
- Coordinate and meet with the Human Resources and Compensation Committee from time to time to discuss issues of mutual interest.

6. Accountability

- A.** The Committee shall review the terms of reference for the Committee annually and make recommendations to the Police Board as required.
- B.** The Committee shall keep a record of its meetings and the meeting minutes shall be distributed to all Police Board members

C10: HUMAN RESOURCES COMMITTEE TERMS OF REFERENCE

The purpose of the Human Resources and Compensation Committee (the “Committee”) is to assist the Police Board with respect to all matters pertaining to human resources, including Chief Officer evaluation, management development, succession planning, executive compensation, collective bargaining, recruitment and significant human resources policies.

Composition

A quorum of the Committee shall consist of the majority of the Committee. The Board Chair is an *ex officio* member of the Committee but is not counted in establishing quorum.

Staff Support

The Manager, Human Resources and Manager, Labour Relations will provide staff support to the Committee.

The Board Secretary or the Board Secretary’s designate will be secretary to the Committee.

Duties and Responsibilities

Subject to the powers and duties of the Police Board, the Committee shall:

1. Ensure that the human resources strategies and policies support the achievement of the Metro Vancouver Transit Police Strategic Plan and TransLink Strategic Plan;
2. Review and recommend to the Police Board, the Chief Officer’s annual goals and objectives;
3. Initiative an annual performance evaluation process for the Chief Officer and lead the implementation of the evaluation process;
4. Review and recommend to the Police Board a succession plan to deal with a planned or unplanned departure of the Chief Officer;

5. Annually review and verify for completeness, succession and development plans for senior management prior to the Chief Officer's discussion of those plans with the Police Board;
6. Conduct an exit interview with the Chief Officer, Deputy Chief Officer(s), and any member of management reporting directly to the Chief Officer who leaves the Metro Vancouver Transit Police with the exception of retirement when it will be at the discretion of the individual retiring;
7. Review any significant organization structure changes recommended by the Chief Officer;
8. Review significant human resources policies from time to time and ensure consistency with TransLink's policies where appropriate;
9. Review the results of any survey to measure employee engagement and ensure that action plans are in place to address any identified issues;
10. Review with Metro Vancouver Transit Police management, from time to time, staffing levels and processes for attracting, retaining, developing, motivating and tracking the performance of Transit Police personnel;
11. Work with Metro Vancouver Transit Police management and Transit Security Management Limited (TSML) to ensure contract negotiations reflect the objectives of Metro Vancouver Transit Police. Receive regular updates during bargaining and update Board on progress as necessary;
12. Discuss with Metro Vancouver Transit Police management, from time to time, recruitment policies to ensure they meet the objectives of the Metro Vancouver Transit Police;
13. Support and encourage diversification of the demographics of the organization;

14. Promote Equity, Diversity and Inclusion and related best practices in human resources as are relevant to the mandate of the Committee;
15. Coordinate and meet with the Finance Committee and/or Governance Committee as needed to discuss issues of mutual interest;
16. Assume other related responsibilities as assigned to the Committee by the Police Board;
17. Work with Metro Vancouver Transit Police management to ensure an Employee Wellness Program is in place and review the program from time to time;
18. Annually review any recommendations approved by the Board in regards to expansion and consider recruitment and growth issues in relation to TransLink's growth and expansion as well as trends, large scale events and resources required;
19. Receive regular updates on professional standards such as workplace harassment, professional standards complaints, trends, issues and policy updates.
20. At least every two years review the Chief Officer and Board Secretary position descriptions from the Board Governance Manual.

Accountability

The Committee will report its discussions to the Police Board by distributing the minutes of its meetings and, where appropriate, by oral report at the next meeting of the Police Board of every major matter considered since the Police Board's last meeting.

Committee Timetable

The timetable for the Committee's activities is set out in the Police Board and Committee calendar.

C11: GOVERNANCE COMMITTEE TERMS OF REFERENCE

The fundamental purposes of the Governance Committee (the “Committee”) is to identify and adopt a governance framework that sustains the independence of each Board member and enables the Metro Vancouver Transit Police Board of Directors (the “Board”) and its Committees to exercise fair and effective oversight of the Metro Vancouver Transit Police by:

- Acting in the public interest;
- Establishing rules respecting: the standards, guidelines and policies for the administration of the Metro Vancouver Transit Police; the prevention of neglect and abuse by the Transit Police Officers and the efficient discharge of duties and functions by the Transit Police personnel; and
- Ensuring that the Metro Vancouver Transit Police carries out its responsibilities in accordance with the *Police Act*, the regulations and Minister's orders, and other relevant legislation.

The work of the Governance Committee can be characterized as falling into three broad categories: Governance of the Board, Director Recruitment and Development, and Governance of the Metro Vancouver Transit Police. The purposes of the Committee under each category are:

A. Board Governance

- Develop and recommend to the Board, and maintain, a set of governance policies, structures and processes which are consistent with the governance framework adopted by the Committee, and with applicable law;
- In consultation with Committee Chairs, make recommendations consistent with such framework, regarding the size, composition and terms of reference of the Committees of the Board; and

- Support cooperation among Committees to ensure appropriate risk assessment and mitigation, effective strategic planning and necessary internal communication.

B. Director Recruitment and Development

- Lead and support all efforts to recruit, develop and maintain a Board that in aggregate constitutes a highly effective and efficient Board;
- Ensure orientation, education and training mechanisms are current and relevant so that the Directors may govern the Board and the Metro Vancouver Transit Police in accordance with the principles and policies described above; and
- Ensure appropriate peer evaluation and succession planning.

C. Governance of the Metro Vancouver Transit Police (“MVTP”)

- Oversee the governance structure of the MVTP, including its relationship with Translink through TSML, to determine whether it is compliant with all applicable legal requirements, and make recommendations to the Board where appropriate or necessary;
- Oversee the MVTP policies and practices and be satisfied that they are compliant with applicable legal, regulatory and contractual requirements;
- Ensure that the MVTP policies and practices support the purposes and goals of the South Coast BC Transportation Authority while maintaining the degree of independence required by a police service; and
- Confirm that the MVTP maintains effective cooperative relationships with jurisdictional police, and with the communities within which it operates and where appropriate provide reports or recommendations to the Board in this respect.

Composition

A quorum of the Committee shall consist of the majority of the Committee. The Board Chair is an *ex officio* member of the Committee but is not counted in establishing quorum.

Staff Support

The Board Secretary will provide staff support to the Committee.

Advisors/Resources

To assist with good Governance and Board effectiveness, the Governance Committee Chair has the authority to retain external advisors and resources up to \$25,000, to be approved on an annual basis prior to budget projections each August.

Duties and Responsibilities

Subject to the powers and duties of the Police Board, the Committee shall:

1. Governance of the Board

- i. at least every two years, review the Board Governance Manual including the Police Board terms of references, Committee terms of reference; Board Chair terms of reference, the Code of Conduct and any other position descriptions or materials contained in the Board Manual and make recommendations as appropriate;
- ii. ensure appropriate structures and procedures are in place to allow the Committees to communicate or meet together as needed for the Police Board to function effectively;
- iii. liaise with the Police Board Chair to monitor the relationship with the TransLink Board and make recommendations to the Board accordingly; and
- iv. ensure the Committee remains up to date as to changes to applicable law, provincial policy, or relevant trends in public sector governance, that may affect the duties, responsibilities and potential liability of Directors, and inform the Board as necessary.

2. Director Recruitment and Development

- i. develop and recommend to the Police Board the Board Skills and Experience Profile/Job Description;
- ii. annually review the composition of the Police Board as a whole and recommend, if necessary, changes to the Police Board Skills and Experience Profiles;
- iii. as vacancies arise, assist the Police Board to review the skills and experience required on the Police Board, update the Board Skills and Experience Profile/Job Description, identify any gaps that should be filled and communicate the Police Board's needs to the Minister;
- iv. investigate education sessions and ensure programs are in place for new board member orientation and ongoing board member development;
- v. assist the Board and Board Committees with the annual self-evaluation process;
- vi. assist and support the annual review processes (including a review by the Police Board and discussion with management) for evaluating the effectiveness of the Police Board, Committees, the Board Chair, Committee Chairs, and board members.

3. Governance of the Metro Vancouver Transit Police

- i. at least annually, review the governance framework for MVTP, and make recommendations to the Board as appropriate;
- ii. where appropriate, receive and review, and direct the creation of MVTP polices to ensure such polices are appropriate in the context of the MVTP environment and appropriate policing environment and that the Committee is satisfied that they are in compliance with the MVTP governance framework and applicable law and policy;
- iii. review the relationship with TransLink including overseeing the MOU with TransLink and make recommendations to the Board in respect of the MOU;
- iv. receive and consider reports in respect of MVTP relationships with jurisdictional police services and other law enforcement agencies within Canada and where appropriate provide the Board with advice or recommendations regarding such reports;
- v. where appropriate, review Memoranda of Understanding ("MOUs") between the MVTP and other parties and make recommendations to the Board in respect of such MOUs;

- vi. ensure effective oversight of the MVTP's ongoing risk management, together with other Committees as appropriate;
- vii. ensure effective oversight of MVTP compliance with regulatory requirements and receive a report once a year from management on this matter; and
- viii. assume other related responsibilities as assigned to the Committee by the Police Board.

Accountability

The Committee will report its discussions to the Police Board by distributing the minutes of its meetings and, where appropriate, by oral report at the next meeting of the Police Board of every major matter considered since the Police Board's last meeting.

Committee Timetable

The timetable for the Committee's activities is set out in the Police Board and Committee calendar.

C12: ANNUAL CALENDAR

JANUARY	BOARD	FINANCE & AUDIT COMMITTEE	GOVERNANCE COMMITTEE	HUMAN RESOURCES COMMITTEE	PUBLIC BOARD MEETING
APPROVAL	Chief Officer Evaluation Chief Officer Annual Goals Appointment of Committee Chairs / Members			Chief Officer Evaluation Chief Officer Annual Goals	<i>No meeting held</i>
INFORMATION	Q4 Status of Complaints		Review Committee Terms of Reference Review and revise Board Governance Manual, if required	Review Committee Terms of Reference	
FEBRUARY	BOARD	FINANCE & AUDIT COMMITTEE	GOVERNANCE COMMITTEE	HUMAN RESOURCES COMMITTEE	PUBLIC BOARD MEETING
APPROVAL	Amendments to Board Governance Manual, if required	Annual Review of Per Diem Policy			
INFORMATION	Strategic Plan – Year-End Update (Semi Annual Update) Year-End Financial Statements including Q4 Statements	Year-End Financial Statements including Q4 Statements Review Committee Terms of Reference			

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MARCH	BOARD	FINANCE & AUDIT COMMITTEE	GOVERNANCE COMMITTEE	HUMAN RESOURCES COMMITTEE	PUBLIC BOARD MEETING
APPROVAL	Board and Director evaluation process finalized. Q4 KPI Performance Results		Board and Director evaluation process finalized.		<i>No meeting held</i>
INFORMATION	Succession Plan – Semi Annual Update	Financial Statements Risk Update	Review Committee Terms of Reference Risk Update	Succession Plan – Semi Annual Update Risk Update	Previous year-end financial results Annual budget approval
APRIL	BOARD	FINANCE & AUDIT COMMITTEE	GOVERNANCE COMMITTEE	HUMAN RESOURCES COMMITTEE	PUBLIC BOARD MEETING
APPROVAL	E-Comm Appointment				
INFORMATION	Q1 Financial Statements Q1 Status of Complaints	Q1 Financial Statements	Board and Board Member evaluation conducted.	Q1 Status of Complaints	
MAY	BOARD	FINANCE & AUDIT COMMITTEE	GOVERNANCE COMMITTEE	HUMAN RESOURCES COMMITTEE	PUBLIC BOARD MEETING
APPROVAL	Board Member Recruitment Profile	Risk Update	New Board Member Orientation Board Member Recruitment Profile Risk Update	Risk Update	<i>No meeting held</i>

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INFORMATION	Board and Board Member evaluation results reviewed.	Quarterly Financial Statements	Board and Board Member evaluation results reviewed.		Q1 Financial Update
JUNE	BOARD	FINANCE & AUDIT COMMITTEE	GOVERNANCE COMMITTEE	HUMAN RESOURCES COMMITTEE	PUBLIC BOARD MEETING
APPROVAL					
INFORMATION		Financial Statements Risk Update			
JULY	BOARD	FINANCE & AUDIT COMMITTEE	GOVERNANCE COMMITTEE	HUMAN RESOURCES COMMITTEE	PUBLIC BOARD MEETING
APPROVAL	Annual Report				<i>No meeting held</i>
INFORMATION	Q2 Financial Statements Q2 Status of Complaints	Financial Statements Q2 Financial Statements			Bi-monthly newsletter Q2 Financial Update
AUGUST	<i>Meetings are at the call of the Board Chair.</i>				

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SEPTEMBER	BOARD	FINANCE & AUDIT COMMITTEE	GOVERNANCE COMMITTEE	HUMAN RESOURCES COMMITTEE	PUBLIC BOARD MEETING
APPROVAL					
INFORMATION	Strategic Plan – Semi Annual Update	Monthly Financial Statements Annual Budget Planning Risk Update			
OCTOBER	BOARD	FINANCE & AUDIT COMMITTEE	GOVERNANCE COMMITTEE	HUMAN RESOURCES COMMITTEE	PUBLIC BOARD MEETING
APPROVAL					<i>No meeting held</i>
INFORMATION	Q3 Financial Statements Succession Plan – Semi Annual Update Q3 Status of Complaints	Q3 Financial Statements Annual Budget Planning Risk Update	Risk Update	Q3 Status of Complaints Succession Plan – ongoing Risk Update	Q3 Financial Update
NOVEMBER	BOARD	FINANCE & AUDIT COMMITTEE	GOVERNANCE COMMITTEE	HUMAN RESOURCES COMMITTEE	PUBLIC BOARD MEETING
APPROVAL	Annual Budget Chief Officer performance evaluation process	Annual Budget		Chief Officer performance evaluation process	

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INFORMATION		Financial Statements			
DECEMBER	BOARD	FINANCE & AUDIT COMMITTEE	GOVERNANCE COMMITTEE	HUMAN RESOURCES COMMITTEE	PUBLIC BOARD MEETING
APPROVAL	Board Strategic Direction for Upcoming Year				<i>No meeting held</i>
INFORMATION					
AS REQUIRED	BOARD	FINANCE & AUDIT COMMITTEE	GOVERNANCE COMMITTEE	HUMAN RESOURCES COMMITTEE	PUBLIC BOARD MEETING
APPROVAL	Designated Constable Appointments Designated Constable Reappointments Policy & Procedures Manual Amendments	Unanticipated impacts to budget Extraordinary legal/indemnification expenses			
INFORMATION	Designated Constable Revocation Risk Updates	Changes to quarterly forecast			

** Note: Timing of Reports is dependent on availability of data from external and internal sources.

SECTION D: CONDUCT

Introduction

The purpose of the Code of Conduct and Conflict of Interest Guidelines (the “Code of Conduct”) is to promote honest and ethical conduct, focus board members on the areas of ethical risk, provide guidance to help board members recognize and deal with conflicts of interest and ethical issues, provide mechanisms to report unethical conduct, and help preserve the culture of honesty and accountability of the Metro Vancouver Transit Police.

Board members shall perform their duties with due diligence, honesty, impartiality and in good faith and must act at all times in full compliance with both the letter and spirit of all applicable laws and in accordance with their oath or affirmation of office.

D1: CODE OF CONDUCT

Board members shall regularly attend board meetings, adequately prepare for the other duties expected of a board member, and use their knowledge and expertise when dealing with the affairs of the Metro Vancouver Transit Police.

Board members shall not interfere with the Metro Vancouver Transit Police operational decisions and responsibilities or with the day-to-day operation of the Metro Vancouver Transit Police.

Board members shall keep confidential any information disclosed to them in the discharge of their duties including, but not limited to, discussions held at an *in camera* or closed meeting of the Police Board or Committee; and confidential verbal or written reports provided by the Chief Officer, as required under the oath of office.

Other than the Board Chair, no board member shall speak on behalf of the Police Board unless authorized by the Board Chair. Board members should adhere to the Police Board's Communications Policy.

Board members shall refrain from engaging in conduct that would discredit or compromise the integrity of the Police Board or Metro Vancouver Transit Police.

Board members must give un-conflicted loyalty to the interests of the community. This accountability supersedes any conflicting loyalty such as that to advocacy or interest groups and membership on other boards or staffs. This accountability supersedes the personal interest of any board member acting as an individual consumer of the organization's services. Board members shall not use their office to advance their interest or interests of any person or organization with whom or with they are associated.

Board members shall not use their office to obtain employment with the Police Board or the Metro Vancouver Transit Police for themselves or any family member (family member includes parent, spouse, child of the person, or any other related person occupying the same residence). If a board member wishes to apply for employment with the Metro Vancouver Transit Police, the board member shall first resign from the Police Board.

Board members shall keep informed as to the policies, business affairs of the Metro Vancouver Transit Police and shall enhance their capabilities as board members by participating in Police Board training and events, consistent with the Police Board *per diem* policy.

A board member seeking political office shall take a leave of absence from the Police Board, if a nominated candidate, and shall resign if elected.

Board members shall sign, on an annual basis, that they have re-read the Code of Conduct and are unaware of any matters that contravene the Code.

Board members must not engage in, or give the appearance of being engaged in, any illegal or improper conduct that is in violation of the Code of Conduct.

D2: CONFLICT OF INTEREST

Board members will perform their duties conscientiously and will not put themselves in a position in which their private interests and those of the Metro Vancouver Transit Police might be in actual or perceived conflict.

A board member has an actual or potential conflict of interest when the board member is performing a duty or function of the position and in the performance of that duty or function has the opportunity to further his/her private interests.

There is a perceived conflict of interest when a reasonably well-informed person could perceive that a board member's ability to perform a duty or function of the position was, or will be, affected by the board member's private interests.

Every board member must avoid any situation in which there is an actual or perceived conflict of interest that could interfere, or could be perceived to interfere, with the board member's judgment in making decisions in the best interest of the Metro Vancouver Transit Police.

A board member has an obligation to declare a conflict of interest and make a full disclosure prior to discussion of an issue. This enables the Police Board to resolve unclear situations and gives an opportunity to dispose of conflicting interests before any difficulty can arise.

Upon declaration of a conflict, the Board Secretary should duly note the declaration. The board member must absent themselves from the proceedings during discussions or voting on that particular matter, contract or arrangement.

Board members concerned that either the Board Chair or another board member may have a conflict of interest must immediately bring the perceived conflict to the attention of the Board Chair or board member. The Board Chair or board member shall then consult with an ethics advisor and address the conflict in an appropriate manner. Conflicts must be resolved in a manner that enhances public confidence and trust in the objectivity and impartiality of the Police Board.

SECTION E: BOARD POLICIES

E1: COMMUNICATIONS POLICY

The Board Chair is the official spokesperson for the Police Board. Media requests for interviews shall be forwarded to the Board Chair via the communications staff at the Metro Vancouver Transit Police or TransLink.

The Board Chair or Police Board may appoint a board member as a spokesperson for specific matters. Board members will not otherwise comment on Metro Vancouver Transit Police or Police Board matters.

The Police Board spokesperson shall consult with the Police Board prior to responding to media requests for interviews on significant or sensitive matters and, as appropriate, consult with the Chief Officer.

When responding to media enquiries related to public complaints against the Metro Vancouver Transit Police or legal matters, the Police Board spokesperson shall be cognizant of the confidentiality and process provisions, including appeals, under the *Police Act* and *Freedom of Information and Protection of Privacy Act*, and that the Chief Officer is the Discipline Authority for sworn members under the rank of Deputy Chief Officer. The Police Board may wish to seek legal advice in determining the appropriate public comment for its spokesperson.

A Police Board spokesperson shall be careful to only speak on matters within the jurisdiction and mandate of the Police Board, and not interfere with the legislated authority of the Chief Officer.

Most news items regarding the Metro Vancouver Transit Police are operational in nature and properly within the domain of the Chief Officer and his staff. However, where operational matters may be likely to spark significant public interest or debate, the Chief Officer will inform board members and consult with the Board Chair before a public statement is made. This may be done by email, telephone or through the Board Office. The purpose is to ensure that board members are aware of major occurrences.

On occasions, the matter may be of such significance or seriousness that consultation with the Police Board and TransLink is required before information is released. The purpose of the consultation is to determine whether public release is appropriate, and if so, to provide the Chief Officer with advice and counsel on the content of the public release. These situations include, but are not limited to:

- Departures from the *Police Act* or Transit Police/TransLink policy
- Metro Vancouver Transit Police public position is at odds with municipal, provincial or federal government, the Police Complaints Commissioner, or a court decision
- Release of information may have an impact on the enterprise-wide reputation

As a general principle, the Board Chair or delegate shall speak on behalf of the Metro Vancouver Transit Police Board and ensure that all statements reflect the current strategy, plans and policies approved by the Police Board. The Chief Officer or delegate shall speak on behalf of the Metro Vancouver Transit Police and ensure all statements reflect the current strategy, plans and policies approved by the Police Board. The Board Chair and Chief Officer shall consult, as needed, to ensure the proper coordination, timing and dissemination of information to meet the particular circumstances.

Police Board media releases and information to media outlets shall be published on the Metro Vancouver Transit Police website.

The Board Office shall respond to media requests for information released at its public meetings and Minutes of the public meetings shall be made available on the Metro Vancouver Transit Police website. The media shall be referred to the Metro Vancouver Transit Police Communications Department for responses on issues within the authority of the Chief Officer.

To the extent reasonably possible, the Police Board and the Metro Vancouver Transit Police shall be sensitive to the impact of public statements on stakeholders such as TransLink, the Police Complaints Commissioner, the Solicitor General, and other jurisdictional police departments and

shall make reasonable attempts to notify and collaborate with such stakeholders prior to releasing of information.

E2: PER DIEM POLICY

1. Members of the Police Board, other than currently serving police members or employees of South Coast British Columbia Transportation Authority or its affiliates, are eligible to receive a meeting per diem.
2. Police Board *per diems* will be assessed in January each year, ensuring that the *per diem* rate is equivalent to the previous year's per diem plus an increase in line with inflation.
3. The *per diem rate* is \$459 per meeting.
4. The *per diem* is paid for attendance at:
 - Regular and in camera Board meetings
 - Meetings of the Finance Committee, Governance Committee, or other Standing Committees established by the Board
 - Official Board workshops and retreats organized by the Board Office
 - Other special events determined by the Board
5. Board members must attend a board or committee meeting for a minimum of two hours in order to receive the *per diem*.
6. *Per diem* payments will also be made for participation at these meetings by means of conference call, at the rate of \$197.

7. A *per diem* of \$150 will be paid for attendance at official Board meetings of the BC Association of Police Boards (BCAPB) and the Canadian Association of Police Boards (CAPB) by Police Board members who are also members of those Associations' Boards. A further *per diem* of \$100 will be paid for any day necessarily spent traveling before or after the meeting. This is in addition to payments for travel and meals made under TransLink's travel policy, and recognizes that Board members are volunteers who are not paid a salary while traveling to and attending these meetings.
8. *Per diems* are not paid for:
 - Participation at social events or awards/recognition ceremonies
 - Ride-alongs and walkabouts with Metro Vancouver Transit Police members
 - Informal meetings with Board members and Transit Police staff
 - Outside workshop and events
9. The *per diem* is expected to cover out-of-pocket and incidental expenses (e.g. parking, printing costs, cell phone, telephone and child care) incurred by the member in the course of carrying their Board duties. Extraordinary childcare will be reviewed on a case-by-case basis by the Board's Finance Committee.
10. The Board Chair will receive a payment of \$5,000 per annum in addition to regular meeting rates. The Chairs of all Standing Committees will receive a payment of \$2,500 per annum in addition to regular meeting rates.
11. The Board Secretary is responsible for submitting a *per diem* payment form to payroll at the end of each month, as required. Board members will receive payment, net of taxes and the applicable CPP contributions. An annual T4 will be provided to Board members.

Attendance in an official capacity at other events

1. In the course of the year, Board members may be invited to other events where representation of the Metro Vancouver Transit Police is appropriate. Board representation at events other than those identified in Section 7 above, will be determined at the discretion of the Board Chair, following consultation with board members.
2. The cost, if any, of Board members' tickets to other events will be borne from the Board Office budget where all the following apply:
 - i. Board members have been invited in their official capacity
 - ii. The event takes place in the Lower Mainland
 - iii. The event is directly related to the work of the Police Board or the Metro Vancouver Transit Police
3. Where events are primarily for the purpose of fundraising, tickets will not be paid from the Board Office budget.
4. Tickets for partners or other accompanying persons will not be paid from the Board Office budget.

E3: STRATEGIC PLANNING

Introduction

In accordance with *Police Act* section 4.2(2)(ii), the Police Board has a duty to determine, in consultation with the Minister and the Chief Officer, the priorities, goals and objectives of the Metro Vancouver Transit Police. This duty shall be achieved through the development of strategic and annual plans. The strategic and annual plans shall be developed in accordance with the Metro Vancouver Transit Police mandate and related orders and regulations, and requirements as prescribed by the Minister.

Duties and responsibilities

Under the direction of the Chief Officer, the Metro Vancouver Transit Police management is responsible for the preliminary development of the strategic plan. The Police Board has the responsibility to review with management and approve the strategic and annual plans and to oversee their implementation.

In approving the strategic and annual plans, the Police Board must ensure that the Metro Vancouver Transit Police:

- Have sufficient annual financial resources to meet its priorities and goals under the plans;
- Work with the Chief Office to establish clear benchmarks to measure performance against the priorities and goals under the plans;
- Monitor the Metro Vancouver Transit Police performance against those priorities and goals under the plans; and

- Ensure that the goals, priorities and objectives outlined in the Metro Vancouver Transit Police strategic and annual plans are consistent with those contained in the TransLink strategic and business plans.

In accordance with *Police Act* section 4.2(2)(iii), the Police Board shall submit to the Minister a report on the activities of the Metro Vancouver Transit Police and implementation of the programs and strategies to achieve the priorities, goals and objectives stated in the annual and strategic plans.

E4: BOARD PROFILE AND SUCCESSION PLAN

Introduction

The most important factor contributing to board effectiveness is having board members with the right combination of skills and experience. Consistent with modern governance practices, it is the Police Board's responsibility to assist in the Police Board succession planning process to ensure, as much as possible, that Police Board members have the required competencies to effectively carry out their roles and responsibilities and that there is orderly succession of Police Board members.

Board Skill and Experience Profile

Overall, board members should have the skills and experience to effectively monitor the performance of the Metro Vancouver Transit Police and the Chief Officer, add value, and provide support for management in establishing strategy and reviewing risks and opportunities and account to the public.

The Police Board should create a Board Skills and Experience Profile to reflect the recommended personal characteristics and specific competencies that are viewed as being required for the Police Board.

Personal Characteristics

Board members should possess the following personal characteristics:

- Integrity and accountability;
- Demonstrated high ethical standards and integrity in their personal and professional dealings, and who are willing to act on, and remain accountable for, their boardroom decisions;
- Appreciation for the Police Board's responsibility to the public;
- Informed judgment;
- Ability to provide wise, thoughtful counsel on a broad range of issues;

- Financial literacy;
- Familiarity with processes for evaluating Metro Vancouver Transit Police performance;
- Ability to understand and exercise due diligence with regard to the statutory obligations of Metro Vancouver Transit Police as a designated policing unit;
- Mature confidence;
- Preference for board and team performance over individual performance;
- Respect for others;
- High performance standards;
- A history of achievements that reflect high standards for themselves and others;
- Ability to commit to time required to fulfill duties;
- Ability to provide advice and make decisions in the best interest of the organization without regard to partisan politics; and
- No real or perceived conflicts.

Specific Skills and Experience

Given the Police Board’s strategic priorities, and the associated challenges and opportunities, the board members, as a group, should possess the following skills and experience, with each board member contributing knowledge, experience, and skills in at least one or two domains:

- Previous board experience;
- Familiarity of policing operations similar in scope to the Metro Vancouver Transit Police;
- Knowledge of other jurisdictional policing environments;
- Credibility with provincial and municipal governments;
- Strategic Planning;

- Finance;
- Audit and internal controls;
- Risk management;
- Human resources processes;
- Legal; and
- Working with multiple stakeholders.

Board Member Recruitment Profile

In order to provide guidance on the skills and experience required in new board member candidates, the Governance Committee will review the Board member Recruitment Profile annually and update, as required, the skills and experience sought in new board member candidates. The Board Member Recruitment Profile shall be reviewed annually by the Police Board.

The Board Chair shall annually, no later than June 1st, advise the Minister of those board members seeking re-appointment and a copy of the Board Member Recruitment Profile to articulate the skills and experience required in new board member appointments.

E5: BOARD MEMBER ORIENTATION

Introduction

The Governance Committee, with the assistance of management, will ensure that there is an appropriate orientation program for new board members.

Goals

The goals of the orientation program are to:

- Ensure that each new board member understands the formal governance structure, the role of the Police Board, its supporting Committees, and the expectations in respect to individual performance as set out in the Board Member's Terms of Reference;
- Help each new board member build an understanding of the Transit Police, its operations and working environment including:
 - Its strategic goals and initiatives;
 - Summary details of its principle operations, scope of operations, and roles and responsibilities with TransLink and other key stakeholders;
 - Budget
 - Its major risks and risk management strategy;
 - Key performance indicators; and
 - Code of Conduct and Conflict of Interest guidelines.
- Build a link with the individuals who make up the Metro Vancouver Transit Police, including:
 - Opportunities to meet and get to know fellow board members;
 - Meeting with senior management; and

- Visits to the Metro Vancouver Transit Police office to meet employees.
- Build an understanding of the Metro Vancouver Transit Police’s main relationships, including those with TransLink, Ministry of Public Safety and Solicitor General (Police Services Division), jurisdictional policing agencies, customers, and other key stakeholders.

Written Material

The orientation will include a comprehensive set of written briefing materials including:

- The board governance manual;
- The *Police Act*;
- The most recent strategic plan;
- The most recent financial and accountabilities report;
- Minutes from the previous year’s board meetings;
- A schedule of dates for upcoming board meetings;
- Biographical information and contact information for all board members and senior management; and
- A copy of the minutes from the last 3 – 6 Committee meetings for any Committee that the board member will be joining.
- TransLink Annual Report
- TransLink Strategic and Business Plan

New Director Orientation Checklist

The Board Secretary will be responsible for providing New Directors with the following orientation materials and ensuring that orientation meetings are held as follows:

Meetings to be organized within one month of appointment of new Director:

Name of Director	Meeting Date: Chair	Meeting Date: Chief Officer	Meeting Date: Transit Police Staff (Chief Officer to advise) – Visit Office

Materials to be sent within three/four weeks of appointment of new Director:

√		Status and Information
	Governance Manual	
	Rules of Procedure (Bylaws)	
	Documents and Links <ul style="list-style-type: none"> • Police Act • Establishment Documents • Transit Police Operations Regulations 	http://www.bclaws.ca/EPLibraries/bclaws_new/document/ID/freeside/00_96367_01#section25
	Links to Transit Police & the following: <ul style="list-style-type: none"> ➤ Annual Reports ➤ Strategic and Business Plan ➤ Bi-monthly Newsletter for previous year 	https://transitpolice.ca/about-us/

	Transit Police Policy Manual	
	Links to TransLink's: <ul style="list-style-type: none"> ➤ Annual Reports ➤ Strategic Plan 	https://www.translink.ca/about-us/about-translink/corporate-reports
	Minutes from the Previous Year's Board Meetings	
	Schedule of Dates for Upcoming Board and Committee Meetings	
	Biographical Information and Contact Information for all Board Members and Senior Management	
	Copies of the Minutes for the last 3 – 6 Committee Meetings for any Committee the new Director will be joining	
	Most recent approved Budget and Financial Statements and Audited Financial Statements	
	Previous six (6) Chief Officer's Reports	(Week in Review Emails from Chief Officer if available)
	MOUs: <ul style="list-style-type: none"> ➤ TransLink/Transit Police Services MOU ➤ Jurisdictional Police/Transit Police MOU 	
	Ride Along	
	Tour of Metro Vancouver Transit Police Headquarters	
	Tour of TransLink - Optional	

<p>Overview of:</p> <ul style="list-style-type: none">• Complaint Procedure• Policing• Recruitment• Training• Union	
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Professional Development

The Police Board is committed to ongoing professional development for board members, consistent with the Police Board *per diem* policy.

E6: BOARD AND BOARD MEMBER EVALUATION

Introduction

The Police Board is committed to board and board member evaluation to provide board members with an opportunity each year to examine how the Police Board, its Committees, the Board Chair, Committee Chairs, and individual board members are performing and identify opportunities for improvement.

Process

Each year, the Governance Committee will recommend to the Police Board the specific evaluation process to be undertaken. The evaluation process may include an evaluation questionnaire, interviews, facilitated discussions or any combinations of methods.

The evaluation processes will typically be completed by May 31st of each year.

Board Evaluation – Goal

The objective of the Police Board evaluation process is to assist the Police Board to:

- a) assess the overall performance of the Police Board and measure the contributions of the Police Board to the Metro Vancouver Transit Police;
- b) evaluate the mechanisms in place for the Police Board to operate effectively and make decisions in the best interests of the Metro Vancouver Transit Police;
- c) add value to the Metro Vancouver Transit Police;
- d) enhance and maintain best governance practices; and
- e) Self-development.

Board Evaluation – Areas to be Evaluated

Board evaluation is designed to review the effectiveness of the Police Board. Typical assessments will evaluate the following areas:

- a) the appropriateness of the Police Board composition;
- b) the quality of Police Board meetings including appropriateness, effectiveness and sufficiency of:
 - i) topics;
 - ii) time allocated;
 - iii) pre-meeting information packages; and
 - iv) presentations;
- c) Police Board dynamics, including the quality of the discussion;
- d) the appropriateness and sufficiency of the financial and operational reporting;
- e) quality of the relationship between the Police Board and Chief Officer;
- f) quality of the relationship between the Police Board and management;
- g) effectiveness of the Committees and Board Chair;
- h) Metro Vancouver Transit Police practice with respect to business conduct and ethical behaviour;
- i) Board member training and education;
- j) the effectiveness of the Police Board's processes with respect to strategic planning, risk review, Chief Officer evaluation, management development and succession, compliance;
- k) the Police Board's relationship with TransLink, jurisdictional policing agencies, the provincial government, other key stakeholders and the public; and

- l) To determine if Board is operating in a fiduciary, strategic or generative mode.

Committee Evaluation – Areas to be Evaluated

Committee evaluation is designed to review the effectiveness of each Committee. Typical assessments include evaluation of:

- a) the appropriateness of the Committee mandate;
- b) the quality of Committee meetings;
- c) the appropriateness of the membership composition; and
- d) the ability of Committee members to contribute to the work of the Committee.

Board Chair Evaluation – Goal

The objective of the Board Chair evaluation is to improve the overall performance of the Police Board by providing feedback to the Board Chair on his/her performance and identifying areas of strength and opportunities for improvement.

The Board Chair evaluation process is usually led and carried out by the Governance Committee. The Chair of the Governance Committee will meet with the Board Chair to review the feedback and develop recommendations, if necessary.

Board Chair – Areas to be Evaluated

Board Chair evaluation is based on the Board Chair's Position Description. Typical areas covered by Board Chair Evaluation include evaluation of:

- a) quality of the Board Chair's interaction and relationship with management;
- b) ability to manage the Police Board and its activities; and
- c) effectiveness in representing the Police Board internally and externally.

Committee Chair Evaluation – Goal

The objective of the Committee Chair evaluation is to improve the overall performance of the Committee by providing feedback to the Committee Chair on his/her performance and identifying areas of strength and opportunities for improvement.

The Committee Chair evaluation process is usually led and carried out by the Board Chair. The Board Chair will meet with the Committee Chair to review the feedback and develop recommendations if necessary.

Committee Chair Evaluation – Areas to be Evaluated

Committee Chair evaluation is based on the Committee Chairs Position Description. Typical areas covered by Committee Chair Evaluation include evaluations of:

- a) knowledge of the Committee’s subject matter;
- b) ability to manage the Committee and its activities; and
- c) effectiveness of the relationship with the Police Board, Board Chair and management in relation to Committee matters.

Board Member Evaluation – Goal

The objective of individual board member evaluation is to improve the overall performance of the Police Board by assisting individual board members to build on their strengths and assess their need for continuing professional development in connection with their role on the Police Board.

Board Member Evaluation – Areas to be Evaluated

Board member evaluation is based on the expectations of board members as set out in the Board Member’s Terms of Reference and modern best practices. Typical areas covered by board member evaluation are as follows:

- a) understanding of Metro Vancouver Transit Police operations;

- b) understanding of Metro Vancouver Transit Police’s strategic direction and goals;
- c) appropriate disclosure of conflicts of interests;
- d) confidentiality;
- e) preparation for meetings;
- f) participation in meetings;
- g) communication style;
- h) interaction with fellow board members;
- i) approach to problem solving and judgement;
- j) ability to see things from many perspectives and to understand the impact of decisions on Metro Vancouver Transit Police’s internal and external environments (e.g., employees, stakeholders, community);
- k) quality of contribution to board deliberations;
- l) ability to act in the best interests of Metro Vancouver Transit Police (e.g., rather than his/her best interests or in the best interests of a special interest group or consistency, even if designated as “representative” board member);
- m) understanding of the Police Board’s governance role (e.g., as distinct from management);
and
- n) support for board decisions once decisions are made.

E7: CHIEF OFFICER EVALUATION

The evaluation of the Chief Officer is one of the most important responsibilities of the Police Board. The evaluation process provides a formal opportunity for the Police Board and Chief Officer to have a constructive discussion regarding the performance of the Metro Vancouver Transit Police and the Chief Officer's leadership at the Metro Vancouver Transit Police.

The Human Resources and Compensation Committee provides a leadership role in carrying out the evaluation process although the Police Board is involved in approving the Chief Officer's objectives and reviewing the final decision.

The main objectives of the Chief Officer evaluation process are:

- Appropriate assessment of the Chief Officer's performance;
- Linkage of the Chief Officer's performance to the Metro Vancouver Transit Police goals;
- Chief Officer growth and professional development; and
- Strengthening Police Board / Chief Officer relations.

Benchmarks

The following documents constitute the benchmarks against which the review takes place:

- a) A written statement of the Chief Officer's personal goals for the year under review; these goals are agreed to by the Chief Officer and Police Board at the beginning of each year;
- b) Metro Vancouver Transit Police performance measured against the strategic and annual plans;
- c) Chief Officer Position Description; and
- d) The Chief Officer's employment agreement.

The Process

The Human Resources and Compensation Committee is charged with leading and implementing the Chief Officer evaluation. In November each year, the Chief Officer will provide a self-appraisal rating his/her performance against the benchmarks outlined above. The Chief Officer's self-appraisal will be in written form and will be presented to the Human Resources and Compensation Committee. The Human Resources and Compensation Committee will obtain input from the Police Board as to the Chief Officer's performance. This will be consolidated in a written report and discussed with the Police Board.

Following discussion by the Police Board, the Board Chair or Human Resources and Compensation Committee Chair (or both) will meet with the Chief Officer to provide the Chief Officer with a summary of the Police Board's evaluation.

The Chief Officer may provide a written response to the review to the Police Board through the Human Resources and Compensation Committee or Board Chair.

A final copy of the Police Board's Chief Officer evaluation will be forwarded to the TransLink Chief Executive Officer annually.

The Chief Officer will receive periodic performance feedback during the year from the Board Chair.

E8: COMPLAINTS

Service and Policy Complaints

In accordance with Part 11: Division 5 of the *Police Act*, the Police Board is responsible for taking action to respond to complaints about the services or policies of the Metro Vancouver Transit Police (“Transit Police”). Pursuant to s. 168(1) of the *Police Act*, service or policy complaints are complaints made about:

- a. The general direction, management, or operation of the Transit Police; or
- b. About the inadequacy or inappropriateness of Transit Police’s:
 - Staffing or resource allocation;
 - Training programs or resources;
 - Standing orders of policies;
 - Ability to respond to requests for assistance; or
 - Internal procedures.

Service or policy complaints may be made at any time directly to the Police Complaint Commissioner (“PCC”) (or any person designated by the Commissioner), to the Police Board Chair, or to any Transit Police Officer on duty who is assigned to receive and register such complaints.

The Police Board is required to address promptly the service or policy complaint by doing one or more of the following (per s. 171(1) of the *Police Act*):

- a. Request that the Chief Officer investigate and report on the complaint;
- b. Initiative a study concerning the complaint;
- c. Initiate an investigation into the complaint;
- d. Dismiss the complaint with reasons;
- e. Take any other action that the Board considers necessary to respond adequately to the complaint.

Pursuant to BC Provincial Policing Standard 6.1.1(21), the Police Board is required to give consideration of whether the complaint includes allegations of discriminatory policies or

practices when determining which course of action is appropriate under s. 171(1), including at a minimum whether to refer the matter to the Chief Officer (section “a” above) for investigation or for a study or investigation to be initiated (section “b” or “c” above).

If the Police Board does initiate a study or investigation, it will consider and determine whether it has the expertise and resources to conduct the same or to seek professional assistance from within the Transit Police or through resources independent of the Transit Police. Whenever independent professional assistance is required, the Police Board will ensure that it is formally regulated (e.g., through a services contract and accounts for any assistance possible required by the Transit Police, review and control of working and final records, contract monitoring, and other contract risk considerations).

Further, in determining whether to request the Chief Officer to investigate and report on a matter, or in determining the scope of any Transit Police assistance needed in relation to a Police Board initiated study, investigation or other course of action, the Police Board will consider whether a conflict of interest or perceived conflict of interest may exist. In seeking to make such an assessment, the Police Board may wish to obtain external assessment of advice.

Once the Police Board has determined the course of action to be taken, it is required within 20 business days (per s. 171(3) of the *Police Act*) to send acknowledgement correspondence to the complainant, the Director Police Services and the PCC outlining that course of action. *[NOTE: The Police Board may also be required to provide the PCC with a status report(s) regarding the progress of an investigation or a study concerning the service or policy complaint, and the PCC must forward a copy of any received status reports to the person who made the complaint.]*

The Police Board may choose to appoint a Service and Complaint Committee or ad hoc committee, assign a standing committee (i.e. Governance Committee), or have the Police Board as a whole review the complaint and determine the course of action, as well as monitor the status of the course of action. Where a Service and Policy Committee, ad hoc committee or standing committee is appointed, they will provide recommendation(s) to the Police Board on the course of action to be taken as well as provide updates. Following Police Board subsequent receipt of

information and recommendations arising from the course of action, and their determination on the matter, an explanation of the Police Board's actions taken and if applicable, a detailed summary of any investigation or study undertaken, will be sent to the complainant, the Director of Police Services and the PCC. *[NOTE: An appointed committee described above does not have the authority to determine whether or not sufficient action has been taken in order to conclude the service and policy complaint. Such complaints will only be concluded via a Police Board resolution, as determined by the Police Board as a whole.]*

The Police Board will make public its concluding decision, with the exception of matters covered by s. 69 of the *Police Act*, privileged legal counsel, or relevant sections of the *Freedom of Information and Protection or Privacy Act*.

The Police Board will maintain a record of all received service and policy complaints, and ensure that such records and associated documentation is securely retained, consistent with the *Police Act* and *Freedom of Information and Protection of Privacy Act*.

Conduct Complaints against the Chief Officer or the Deputy Chief Officer

Pursuant to Article 4(2) of the Metro Vancouver Transit Police *Operations Regulation*, the Discipline Authority in relation to the Chief Officer and the Deputy Chief Officer is the Police Board or a panel of one or members of the Police designated by the board for that purpose.

The Police Board's processing of a registered public trust or internal discipline complaint against the Chief Officer or Deputy Chief Officer, and issuance of any disciplinary or corrective measures, shall be in accordance with Part 11 of the *Police Act* and the Metro Vancouver Transit Police *Operations Regulation* and the Metro Vancouver Transit Police Policy Manual

Conduct Complaints against other members of the Metro Vancouver Transit Police

While the Police Board receives quarterly reports on the conduct complaints made against members of the Metro Vancouver Transit Police, other than the Chief Officer or a Deputy Chief Officer, the Police Board has no authority over such complaints.

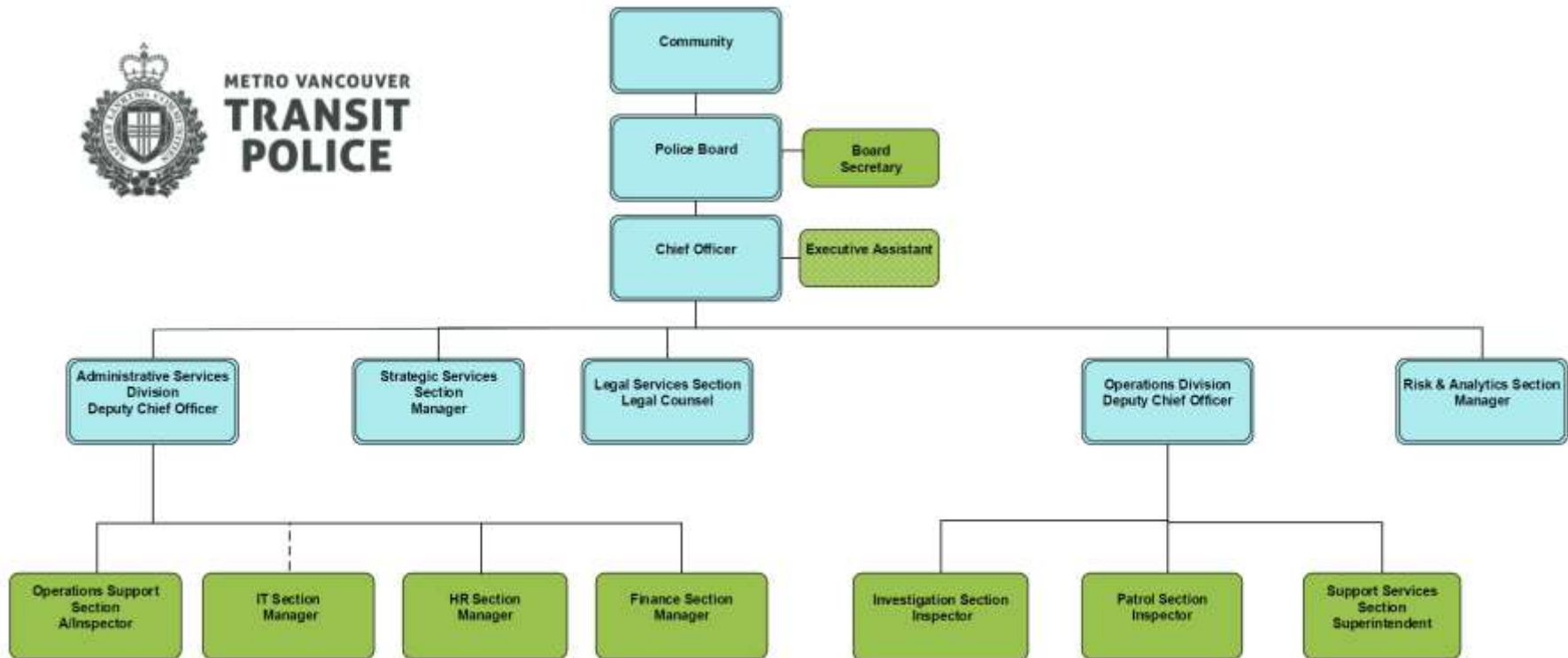
E9: RECORDS MANAGEMENT AND ACCESS TO INFORMATION

The South Coast British Columbia Transportation Authority Police Board (Police Board) is a public body subject to the provisions of the British Columbia Freedom of Information and Protection of Privacy Act (FIPPA) and, under FIPPA, a separate public body from TransLink Security Management/Metro Vancouver Transit Police.

Freedom of Information and Protection of Privacy Act

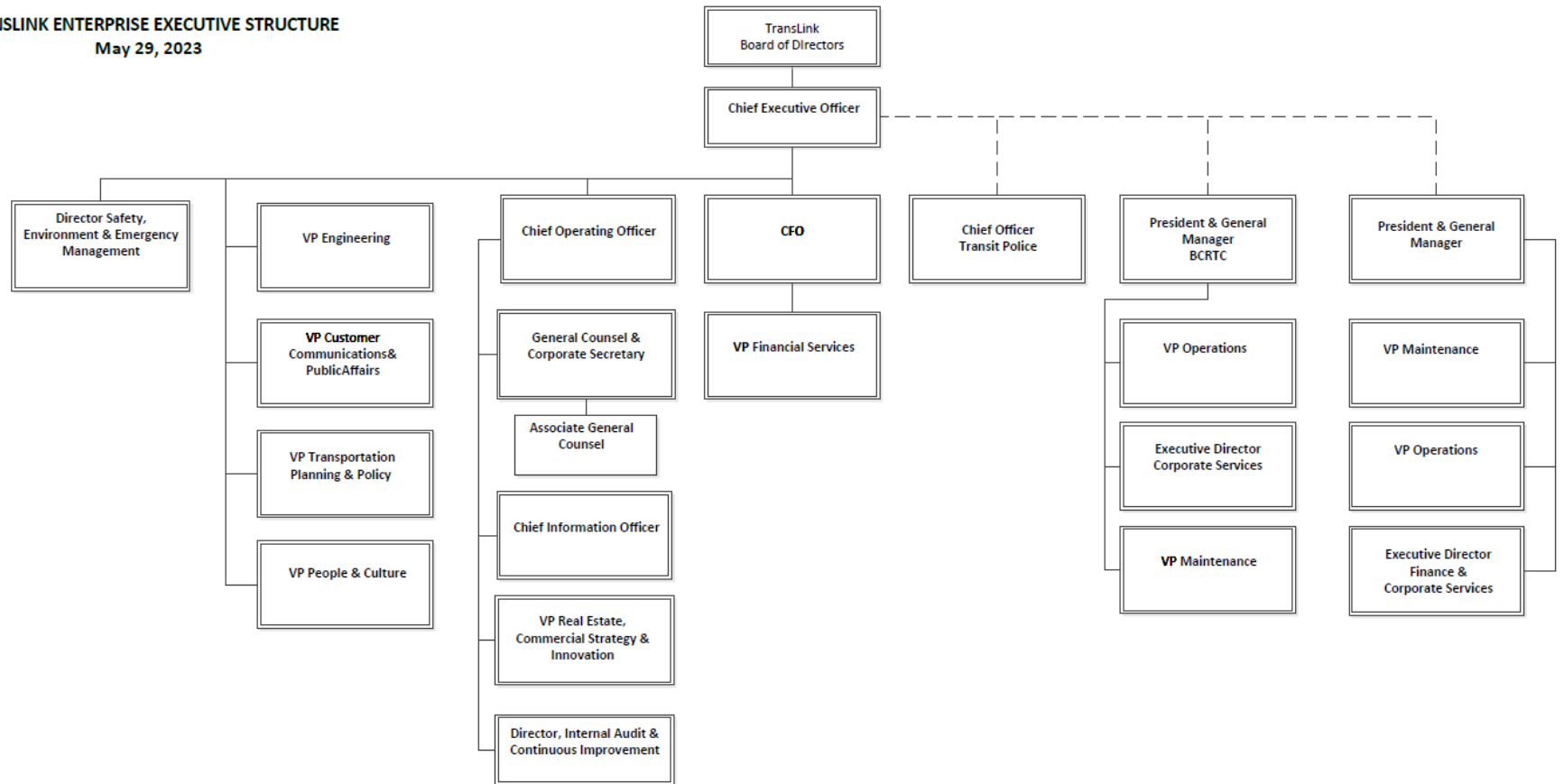
- Pursuant to FIPPA, the Chair of the Police Board is the head of the Public Body, and the Chair may delegate authority to any person.
- The Chair of the Police Board and the following persons are authorized to perform any duty or exercise any function of the head:
 1. The Information Analyst
 2. Any person retained to provide legal advice respecting matters concerning the *Freedom of Information and Protection of Privacy Act*.
- The Police Board supports the principle of fair and reasonable disclosure of information to facilitate public participation.
- The Police Board shall make available public meeting materials including agendas, minutes and reports to the Board from the Metro Vancouver Transit Police, without an individual making a request under FIPPA, unless disclosure is restricted by provisions of FIPPA.
- Requests for Police Board records that are not disclosed at public meetings shall be processed in accordance with FIPPA.
- Request to the Police Board for TSML and/or MVTP reports or records that are not considered at public meetings of the Board shall be transferred to the Metro Vancouver Transit Police Department Legal Services Section for processing in accordance with FIPPA.

SECTION F: LEGAL FRAMEWORK
F1: TRANSIT POLICE ORGANIZATIONAL CHART



F2: TRANSLINK ORGANIZATION CHART

TRANSLINK ENTERPRISE EXECUTIVE STRUCTURE
 May 29, 2023



Appendix “A”



SOUTH COAST BRITISH COLUMBIA TRANSPORTATION POLICE AUTHORITY BOARD EFFECTIVENESS ASSESSMENT

SECTION A – THE BOARD

<p>I. BOARD ORGANIZATION</p>	<p><i>Please add comment if you want</i></p> <p>Rating 1 = Strongly Disagree 5 = Strongly Agree</p> <p><i>Circle one</i></p>
<p>A. The Board is effectively organized, has the right competencies and is satisfied with its ability to replace Directors when required.</p>	<p>1 2 3 4 5</p>
<p>B. Members of the Board receive comprehensive material in advance of meetings and it is linked to Strategic and Annual Business Plan where appropriate.</p>	<p>1 2 3 4 5</p>
<p>C. Discussion at Board meetings is open, candid, respectful and an effective use of the Board’s time.</p>	<p>1 2 3 4 5</p>
<p>D. The Chief Officer is in constructive partnership with the Board. The Chief Officer’s report is tied to the corporate strategic plan and provides information on the progress of the major strategies to execute the plan.</p>	<p>1 2 3 4 5</p>
<p>E. The mandate of the Board continues to be appropriate.</p>	<p>1 2 3 4 5</p>

<p>II. SELECTION OF MANAGEMENT</p>	<p>Rating 1 = Strongly Disagree 5 = Strongly Agree</p>
<p>A. The Board effectively evaluates annually the Chief Officer’s performance. The Board receives the Chief Officer’s annual objectives, assesses progress and adjusts throughout the year as necessary.</p>	<p>1 2 3 4 5</p>
<p>B. The Board is satisfied with the quality of senior management and succession planning.</p>	<p>1 2 3 4 5</p>

III. CORPORATE STRATEGY & OPERATION PLANS	Rating 1 = Strongly Disagree 5 = Strongly Agree				
A. The Board participated with management in the review of the Transit Police’s mission, commitment to sustainable business practices and the development of the Strategic Plan. The annual Strategic Planning development/review session is effective.	1	2	3	4	5
B. In support of the approved Strategic Plan, the Board reviews and approves a sound annual operating and capital plan.					
C. The Board monitored the Chief Officer’s performance against the targets set in the strategic, operating and capital plans and is satisfied with its oversight.					

IV. RISKS AND INTERNAL CONTROLS	Rating 1 = Strongly Disagree 5 = Strongly Agree				
A. The management has identified the principal risks of the Transit Police’s business and management has taken all reasonable steps to ensure the implementation of appropriate systems to manage these risks.	1	2	3	4	5
B. The Board directed management to ensure systems are in place for maintaining the integrity of and implementing the Transit Police’s internal financial, operating and administrative controls and management information systems.	1	2	3	4	5

V. POLICIES AND PROCEDURES	Rating 1 = Strongly Disagree 5 = Strongly Agree				
A. The Board directed management to implement systems designed to ensure the Transit Police operates at all times consistent with the Police Act, and within applicable laws and regulations.	1	2	3	4	5

VI. COMPLIANCE REPORTING AND COMMUNICATIONS	Rating 1 = Strongly Disagree 5 = Strongly Agree
A. The Board ensures the financial accountability through accurate and timely reports in accordance with TransLink policy and other relevant accounting practices.	1 2 3 4 5
B. The Board ensures that the Transit Police communicate effectively with the Members and stakeholders as established in policy and practice.	1 2 3 4 5

VII. GENERAL LEGAL OBLIGATIONS OF THE BOARD OF DIRECTORS	Rating 1 = Strongly Disagree 5 = Strongly Agree
A. The Board is satisfied management meets legal requirements and that policy, documents and records, etc. have been properly prepared, approved and maintained (including but not limited to the <i>Police Act</i> , TransLink policy, WorkSafe BC, FOI).	1 2 3 4 5

VIII. RELATIONSHIP WITH TRANSLINK	Rating 1 = Strongly Disagree 5 = Strongly Agree
A. The Board and management have developed an effective working relationship with TransLink. Comment:	1 2 3 4 5

IX. BOARD SUMMARY

- A. On a scale of 1 to 5, using your own personal criteria, please rate Board performances for the past year.

1 2 3 4 5

Note: 1 unacceptable – 5 excellent

General Comments

- A. In what areas did the Board make its greatest contribution and in retrospect were they the highest priorities? (Please provide your rationale).
- B. What areas are the most pressing for the Board to focus upon in the coming year? (Please explain and suggest ways and means to achieve.)
- C. What other initiatives, not contemplated in the long-term plan, should the Board consider?
- D. Please comment on the following: How well did we perform in:

The Transit Police Board set out in 2017 to accomplish a number of objectives. Please comment on how well we performed on any of the below noted accomplishments or/and any other accomplishment that contributed to the advancement of the Transit Police Board or organization. If you have suggestions for 2018, please feel free to add your comments here as well:

ANY OTHER COMMENTS:

SECTION B – COMMITTEES					
I. GENERAL	Rating 1 = Strongly Disagree 5 = Strongly Agree				
	1	2	3	4	5
A. The Board has established the appropriate committees to undertake the Board’s mandate.					
B. The process for an annual review of committee mandates is satisfactory.					
C. The Committees are effective in raising the awareness of related issues for the Board?					
D. Do you have any general comments about any of the current Board committees on which you do not sit?					

II. SPECIFIC BOARD COMMITTEES

The Board Committee(s) of which you are a member:

Committee 1: Finance

Committee 2: Governance

Committee 3: HR / Compensation

(Note: Each Committee Chair will be responsible for annually reviewing with Committee Members their Terms of Reference and determining if any actions are warranted to ensure effectiveness. The Committee Chairs will brief the Board on results.

Committee _____:

For each Committee on which you serve, please respond to the following questions:

Rating 1 = Strongly Disagree
5 = Strongly Agree

A. The mandate of the Committee continues to be appropriate.	1	2	3	4	5
B. The Committee is effective in carrying out its mandate.	1	2	3	4	5
C. Members of the Committee receive adequate material in advance of committee meetings, in sufficient time and detail to permit members to effectively consider issues to be dealt with.	1	2	3	4	5
D. The Committee is confronting important, meaningful issues.	1	2	3	4	5
E. The Committee is able to make collective judgments about important matters.	1	2	3	4	5
F. The Committee has laid out a full year's agenda.	1	2	3	4	5

G. The Committee's composition is appropriate.	1 2 3 4 5
H. The Committee allocates the right amount of time for its work.	1 2 3 4 5
I. I am able to make a positive contribution to this Committee.	1 2 3 4 5
J. What suggestions do you have about how to improve the effectiveness of the Committee?	1 2 3 4 5
Any Additional Comments:	