

**Executive Summary of the Interim Board Training
En'Owkin Center, Penticton, BC
June 2 & 3, 2003**

In Attendance:

- *Donna Steeves
- *Susan James
- *Edna Terbasket
- *Faye Ahdemar
- *Deb Canada
- *Gwen Phillips
- *Donna Wright
- *Marg Ahdemar
- *Terrence Paul
- *Ruby Adams
- Ed Pongracz
- *Glen Parker
- *Debbie Abbott
- *Jack Spotted Eagle
- *Bob Pasco

Staff:

- *Eliza Terbasket
- *Doug Hughes
- Doug Marson
- *Steve Hilbert
- *Jim MacArthur
- *Leona Rabbitt
- *Leslie Varley

Recording Secretary:

- *Kim DuBrett

Facilitated By:

Bruce Fraser, Ph.D

* In attendance for Day 2

Day One – June 2, 2003

Introduction

June 2 & 3, 2003 was two-day interim board training facilitated by Dr. Bruce Fraser to development and implement board structure.

Philosophy of the Board

While the Children and Family services previously delivered by government are being assumed by the IRAA, it is not just a delegation of business as usual to a regional body. This transfer is intended to ensure that the services are consistent with Aboriginal value systems. It is therefore extremely important to take the time needed to set the system up in a way that is consistent with our values, not just to meet the downloading agenda and budget-cutting timetable of government.

Role of the Political Committee

To keep the Board, and subsequently the community level operations, in touch with the leadership of the communities and to act as the political advocacy group to champion the children and families service with government.

- a) Acts as that formal connection and works in a government-to government relationship.
- b) Have that common vision and purpose.
- c) Supporting first nations families, exercising our inherent rights, and promoting self-governance.
- d) Responsibility to communities, nations, and organizations and to their beliefs and vision.

Service Delivery Requirements

The Board needs to be actively planning for delivery of a major program on the order of magnitude of \$40 M per year that has to be ready to go in 15 months. This will require building a professional organization of sufficient Board and Staff capacity to address the diverse constituencies ranging from families to inherited contracted service providers.

- a) The magnitude of service delivery operation.
 - Statutory Services (October 2004 start up)
 - Core Services
 - Means of delivery
 - Use of “shared services”
 - Transfer of staff and collective agreements
 - Adherence to acts (10)
 - Service provider contract
 - Option to use common services
- b) What will need to be built?
- c) Time Frame?

Board Functions

Over the next few months the Board needs to address how it will approach its main functions and how to make sure that it stays focused on the policy level, leaving the operational detail to its staff team.

Board Functions Continued:

Mission
Select CEO
Financial Oversight
Obtain Resources
Maintain Accountability
Plan: Strategic
Recruit Board Members
Promote Constituencies
Determine Programs

Monitor Results
Support & Assess CEO
Maintain Standards such as:
- Conflict of Interest
- Confidentiality
- Respectful Disclosure

Day Two – June 3, 2003

Board Structure

Officers Elected by Election:

Chair – Debbie Abbott
Vice Chair – Marg Ahdemar
Secretary – Edna Terbasket
Treasure – Terrence Paul

Committees

Each committee is charged with specific duties in preparing resolutions for consideration by the Board. The Staff has been asked to develop terms of reference for the committees for ratification by the Board and to identify the staff person who will be responsible for committee support.

Finance

- 1) Ruby Adams
- 2) Marg Ahdemar
- 3) Jack Spotted Eagle
- 4) Terrence Paul – Chair

Personnel

- 1) Edna Terbasket
- 2) Marg Ahdemar
- 3) Jack Spotted Eagle

Program/Service

- 1) Ruby Adams
- 2) Deb Canada
- 3) Faye Ahdemar
- 4) Donna Wright

Communications

- 1) Donna Steeves
- 2) Gwen Phillips
- 3) Susan James

What makes for an Effective Board?

Strong Chair	Humor, play, self-care
Cooperation	Ceremony
Common Vision	Effective financial management
Strategic Plan	Functional Committees
Consensus on model	Good structure/process
Good Sense of Mission and Spirit	Informed and Prepared board members
Effective Communication	Governing vs Managing
Consistent roles and responsibility	Portfolios for Board members
Understanding of procedures	Ability/Opportunity to challenge
Respect for diversity	Diverse professionalism
Good staff support	Teamwork
Commitment	Willing to encourage others
Lack of personal agenda's	Agree to disagree

What makes for an Ineffective Board?

Miscommunication
Decisions made outside the meeting
Lack of direction
Lack of strong orientation
Bringing personal issues
Misunderstanding of decision consequences
Micromanagement
CEO leading board

MEMBERSHIP

Board members are asked to have their parent organization provide a formal resolution appointing them to the Board, so that there is a clear and recorded mandate for members.

- 8 Nations, 3 metis, and 3 urban
- Delegated from communities/ organizations
- Max: 2/2yr terms
- Staggered terms
- Clock starts when board is made formal
- Documented appointment process from parent organizations
- Present delegates are the interim board
- Resolutions

Relationship to Political Committee

It is important for the Board and the Political Committee to stay in close touch, especially over the next 15 months, as the shape of the program is determined. The Board Chair and the Political Committee Chair are to ensure that this is happening, including by attending each other's meetings. It is expected that the Political Committee may direct the Board but that only the Board can direct the Staff in order to keep the lines of authority clear and unambiguous.

Relationship to Political Committee Con't

- Take direction from
- Derives its legitimacy from *
- Consult with
- Take advice from
- Be accountable to
- Seek ratification of
- Decisions from
- Have representative of as co-chair
- Act as spokespersons and advocated to government (i.e. political will)
- Delegate political advocacy to
- Representatives of clients-elected

Chair Role

It appears that the Chair role may require a half to full time commitment due to the complexity of the situation and the extensive meeting and communication load. The Board should budget and plan for this level of engagement from their Chairperson.

The Chair and the CEO (Coordinator) would be expected to work together on a regular basis to keep the Board working on the advocacy and policy development at the pace required to support the development of the operational system.

- Extensive meeting /liaison
- Possible 5 days a week work
- Finance/personnel
- Delegate to CEO/staff
- Connection to political committee/ minister's committee
- 6-8 days/month
- Separation of community linkage and business

Decision Making

The Board has decided to employ a consensus decision-making approach. In order not to have the search for consensus become a limiting factor in the pace of development that is demanded, consider the following definition of “degrees of consensus” and their outcomes:

Consensus building means giving all Board members the courtesy of a complete and respectful hearing and giving special attention to the reasons lying behind any disagreement...often a “round table” is necessary to ensure that all have had the chance to speak to an issue, not just the stronger voices!

- **Fully Agree:** “ I wholeheartedly support the proposed decision”
- **Agree with Some Reservations:** “ I agree, but have some reservations that I would like to raise. They are, however, not important enough for me to require the Board to re-think the decision and I will support the majority view”
- **Disagree but will not block:** “ I disagree with the proposed decision, would like my views recorded, but I will stand aside and not block the decision.”
- **Fully Disagree:** “ I find the proposed decision unacceptable and must block it in its current form pending further discussion to deal with my concerns.”
(This last position is to be used very sparingly).

- 1) Seek consensus first
- 2) Majority vote on resolution
- 3) Rule based procedure
- 4) Ensuring all are heard and fully spoken
- 5) Clear identification of dissent and reasons

Consensus

- 1) Full agreement
- 2) Agree but willing to withhold or set aside concerns
- 3) Step aside
- 4) Block

Quorum

- 50%
- Reps from each of 8/3/3 present, or
- 4 First Nations, 1 Metis, 1 Urban must be present
- Fallback conference call, mail out draft resolution

Spoke Persons

The Chair speaks for the Board as a whole, the CEO for the staff as a whole, but either may be called upon to speak for the organization in specific circumstances. This is one of the main reasons why it is critical that the Chair and the CEO are in constant communication.

It is recognized that the individual Board members represent a constituency and are expected to be able to speak on their behalf, just making sure that they distinguish between the views of their constituency and those of the Board as an organization.

Lines of Communications

There are some critical communication linkages that will require a formal approach so as to maintain relationships that have legal or contractual implications. These include:

The Ministry of Children and Families, because they are still driving the agenda
CSSEA, because they may represent the Board as an Employer
BCGEU, because they may be the successor union that is inherited along with Ministry Staff

Contract Service Providers, because they may eventually be absorbed along with their contract provisions

Ministry

Current Staff

It will be important for the Board to be fully and regularly informed about who has been recruited to staff, their background, their role and job descriptions and any assignments to support Board Committees.

Coordinator	Eliza Terbasket
Executive Assistant	Kim DuBrett
Office Assistant	Amanda Montgomery
4 Facilitators	
• Thompson/Shuswap	Leona Rabbitt
• Okanagan	Jim MacArthur
• Carrier/Chilcotin	Steve Hilbert
• Kootenay	Bart Knudsgaard
1 Operations Manager (SEC)	Doug Hughes
1 Assistant Operations Manager	Wayne Weinstandt
1 Corporate Services (SEC)	Doug Marson
1 Communications Coordinator	Dan Odenbach
1 Communications Consultant	To be announced
1 Practice Analyst (SEC)	Denise Devenny
1 Universal Expert	Leslie Varley

Board Meetings

- a) A six-month calendar:
- July 3 /4, 2003
 - August 11/12, 2003
 - September 10/11, 2003
 - October 1/2, 2003
 - November 5/6, 2003
 - December 3/4, 2003

- b) Regular agenda items

Each Board meeting would reserve a time block for consideration of a policy item. Policy proposal drafts should be developed by staff and presented through one of the Board committees.

- Prepared by Chair/CEO
- Meeting Notice 1 week in Advance
- Minutes
- ♣ To adhere to new template form
- ♣ Resolutions
- ♣ Brief summary points of discussion
- ♣ Action items/responses

- c) Standard Agenda

- 1) Opening and closing prayers
- 2) Items for political committee to address
- 3) Member Reports, rumor check, and report of chair.
- 4) Staff progress reports.
- 5) Reports of committees.
- 6) Old business- follow up on action items

- d) Recommendations for the Agenda Format

- Distinguish decision items from report/info items
- Guest spot
- Policy item
- Board/Staff interaction
- Consult with members of previous committees for 2 meetings

e) Distribution of Minutes

- Board members & Staff
- Political Committee Representatives
- Summary out via communication vehicles
- Government?

f) The decisions of In-Camera sessions will be recorded only and the standard for distributing resolutions and supporting information will be one week.

Big Items

Delivery on the listed big items requires that they become the main milestones in an overall 15 month development plan and the progress toward them is monitored at each board meeting.

- 1) Budget
- 2) Personnel Complement & Contract Policy & Details
- 3) Service Plan/Draft
- 4) Regional Profiles
- 5) Community Consultations
- 6) Wellness Plan
- 7) Guides/Tools

Readiness Criteria

There should be a chart of readiness criteria that the Board and Staff agree upon as the critical ones and their target dates for accomplishment. A flow chart would then be constructed to illustrate progress toward the criteria.

- Relationships at macro-political level
- Schedule of discussion of issues/order of priority
- Schedule charts
- Adherence to KPMG Readiness Criteria Board Level/Provincial level
- Signing Authority
- Name of Authority
- Our own readiness Criteria governance & operations
- Inter-regional coordination
- HR/Legal cost sharing and organizing
- Intra-regional coordination

Debbie Abbott, Chair

Date of Approval