

# Governance Policy

for the

# Private Managed Forest Land Council



PRIVATE  
MANAGED  
FOREST LAND  
COUNCIL

June 2004

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## I. INTRODUCTION

The Private Managed Forest Council (“the Council”) is a public-private agency established under the *Private Managed Forest Land Act* to protect key public environmental values on private Managed Forest class land and to protect landowners right to harvest. The Council is accountable to the government, Managed Forest landowners and to the public which represent a broad range of interests. Council members are appointed by the government and Managed Forest landowners. The Council is a quasi-judicial administrative tribunal that operates independently from the government.

Council will govern itself in a manner that ensures that the needs of its constituencies are met, that its processes are open and transparent, and that it achieves its legislated purpose.

The Governance Policy has two purposes:

- to ensure that appropriate processes and standards for conduct of the Council, its Members and its management are established and monitored; and
- to set out standards and processes for the Council to meet its legislated responsibilities.

The Members of the Council are held accountable for adhering to the Governance Policy. The observance of this Policy will assist the Council to be a responsive and effective regulator.

## **II. INTERPRETATION**

### **A. DEFINITIONS**

In this Policy,

“Legislation” means the *Private Managed Forest Land Act* and the regulations and rules made under the legislation, unless otherwise specified;

“Act” and “*PMFLA*” mean the *Private Managed Forest Land Act, 2003*, unless otherwise specified;

“Managed Forest” means land assessed as Managed Forest by BC Assessment;

“Minister” means the Minister responsible for the *Private Managed Forest Land Act*, unless otherwise specified.

“Council” means the Members constituted as the council under the *Act* and includes any person or authority delegated or designated under the *Act*;

“Chair” means the Chair of the Council;

“Member” means a member appointed to the Council pursuant to the *Act*.

### **B. INTERPRETATION**

The Governance Policy, interpretation of the Policy and any amendments or revisions to the Policy will be applied as follows:

- a) The Governance Policy does not supersede or take precedence over legislation, regulations or any bylaw of the Council.
- b) The Governance Policy is not a legal document and will be interpreted broadly. It is for information and guidance, and is not intended to fetter the decision-making authority of the Council.
- c) The Governance Policy will be made available to the public and will be written in clear and simple language.
- d) The Council may amend this policy at any time. An amendment becomes effective only if passed by a majority of Members of the Council.

### **III. ROLE OF THE COUNCIL AND ITS MEMBERS**

#### **A. INDEPENDENCE AND ACCOUNTABILITY**

The Council’s responsibilities include strategic planning, measuring and reporting on results, setting and enforcing forest practices standards, and reviewing applications to enter Managed Forest class. As the executive body responsible for the management of the agency’s affairs, the Council also has an oversight role with respect to staffing and resources, finances and communications.

The Council adopts the values of *independence* and *accountability*. Management and staff are accountable to the Council. Council Members are accountable to the government, the public and Managed Forest landowners for the administration of the legislation and the effective governance of the Council. Public accountability is reinforced through the requirement of a public annual report and financial statement, and an audit of the Council’s performance, if ordered by the Minister. .

The Council is designated as the agency responsible for the administration of the *Private Managed Forest Land Act* and is a corporate entity distinct from the government. The legislation provides the Council with powers to set forest practice standards for Managed Forest class land, to investigate potential infractions of the standards, to audit forest practices and to enforce the standards.

The Government and the public expect the Council to act in the public interest. As a quasi-judicial administrative tribunal, the Council must adhere to the principles of administrative law. The Council operates in its regulatory and policy-making capacities independently from the government and other interests, within its legal framework.

#### **B. GOVERNANCE SYSTEM**

The Council is responsible for establishing and maintaining governance rules of practice so that it can achieve its goals and adhere to its values of independence and accountability. The Governance Policy describes the role of the Council and its Members including “standards for conduct”; establishes the terms of reference for the Council, Chair, Vice Chair and Members; sets rules for the conduct of Council meetings; and commits the Council to communicate to its constituencies.

#### **C. COUNCIL OBJECT**

The object of the Council, as set out in section 5 of the legislation is “to encourage forest management practices on private managed forest land, taking into account the social, environmental and economic benefits of those practices.”

## **D. COMPOSITION AND APPOINTMENTS**

### **1. Composition**

The minimum size of the Council is set by legislation at four Members plus a Chair who is also a Member. The Council, excluding the Chair, consists of two Members appointed by government and two Members elected and appointed by Managed Forest landowners.

Members must appoint a Chair as the fifth member of the council. If the Members do not select a Chair or if the Managed Forest owners do not appoint two owner Members, the Minister may appoint them in accordance with the Act. The Council must also appoint a Vice-Chair from among the regular members.

The Council may adopt Member Selection Criteria (attached as Appendix). The criteria may be updated as required to reflect the changing needs of the Council.

### **2. Appointment of Government Members**

The Minister must appoint two members who are knowledgeable in matters relating to forest management practices or local government. The terms of appointment for government members are determined by the Minister.

### **3. Election and Appointment of Managed Forest Land Owner Members**

The election and appointment of Managed Forest landowner members is by bylaw adopted by the Council.

### **4. Selection and Appointment of the Chair**

Council may post an advertisement for the position of Chair and through a process set out by Council bylaw, select and appoint an individual as a Member of Council and designate this person as the Chair.

See Appendix – Member Selection Criteria

### **5. Re-appointment of Government Members and Chair**

Government members may be re-appointed at the discretion of the Minister.  
The Chair may be re-appointed at the discretion of the Council Members.

## **E. REMUNERATION OF MEMBERS**

The per diem remuneration and expense reimbursement schedule for owner Members is established by Council in the Council bylaws.

If the government members are civil servants or otherwise employed by government they are not entitled to a per diem fee. However, the Council is responsible for reimbursing all members, both government and owner appointed, for expenses, such as travel and meals, incurred in the course of regular Council business.

## **F. MEMBER ORIENTATION**

The Council will ensure that new members are provided with a program of orientation to better enable them to perform their duties.

## **G. STANDARDS FOR CONDUCT**

### **1. Purpose of Standards for Conduct**

The Standards for Conduct of the Council are intended:

- to ensure that the actions of the Council are legally and morally defensible, and demonstrate fairness, integrity, impartiality and accountability, and
- to provide guidelines for the conduct of members and for conflict of interest.

### **2. General Guidelines and Expectations**

Council Members, including the Chair and Vice-Chair, are expected to carry out their duties according to the following general guidelines and subject to the detailed conflict of interest rules established in Section 3:

- a) Members will recognize and respect the rules of natural justice and codes of administrative practice and fairness, as evolved by the courts and other administrative tribunals.
- b) While discharging their duties under the *Private Managed Forest Land Act*, Members are expected to act for the public interest in good faith and with honesty and due diligence, in accordance with the regulations, bylaws and rules under the *Private Managed Forest Land Act*.
- c) Subject to the rules under Section 3, Members' duties will not result in any personal, private financial or other substantive gain other than remuneration for Council service.
- d) Members will ensure that they maintain an appropriate level of knowledge of legislation, regulations, policies and decisions.
- e) Members will ensure that they have sufficient information to make an informed decision by reading the material provided prior to meetings and questioning staff as required.
- f) Members will participate fully and frankly in the proceedings of the Council and in the governance of the Council.
- g) Members will consider the implications for the independence, integrity and effectiveness of the Council before commenting publicly on any matter concerning the Council.
- h) Members will not release the outcome or details of Council discussions or decisions prior to the release of a written decision unless authorized by the Chair.

- i) Members will not disclose confidential information (defined as information that cannot be obtained legally from other sources) received in the course of their duties. Confidential information must not be used for any purpose other than the work of the Council.
- j) The conduct and language of Members must be free of any discrimination or harassment based on any grounds prohibited by the *Human Rights Code* or guidelines of the provincial government.
- k) Member conduct while representing the Council will reflect social standards of courtesy, respect and dignity and any conduct will not exploit the Member's position of authority.
- l) Members will respect other Members' rights to express their views and opinions, and will maintain a collegial, respectful and professional relationship with other members and staff.
- m) Members will maintain an excellent attendance record at regular meetings (more than 80%) and will advise the Chair in advance if they will be absent.

### 3. Conflict of Interest

A **conflict of interest** arises when a Member's ability to perform an official duty or function is affected by his or her private interest. It includes both direct and potential conflicts. A **direct conflict of interest** occurs where a decision made in his or her public capacity as a Member has a direct affect on his or her private affairs or his or her personal financial interests or company's financial interests (either as an owner or employee). A **potential conflict of interest** occurs where a position, office, property, right or interest held by a Member could result in the Member having a duty or interest that materially conflicts with the Member's duty to the Council, government or the public interest.

The following conflict of interest guidelines apply to Council Members:

- a) Members must not participate in any decision or discussion on a matter in which the member has a conflict of interest. A conflict of interest does not occur solely as a result of a Member being an owner of private Managed Forest land or an employee of an owner of private Managed Forest land.
- b) Members may vote on matters in which they have an interest, if the decision relates to the regulation of a large group (such as Managed Forest landowners) and the regulation will not affect the member in a different manner than any other member of the group.
- c) Members must ensure that other memberships, directorships, voluntary or paid positions or affiliations remain distinct from work undertaken in the course of performing their duties as Members and that a conflict of interest does not occur as a result of the membership, directorship, position or affiliation.
- d) In the course of performing their duties, Members must remain impartial and must avoid taking any action that will give or appear to give preferential treatment to friends, relatives or affiliates.

- e) Members must not accept gifts or hospitality that may create or appear to create a conflict of interest, unless they are a normal and customary gesture of courtesy and would be considered reasonable and appropriate in that particular circumstance.
- f) If it comes to the attention of a Council Member that a direct conflict or potential conflict of interest has occurred relating to themselves or another member, the Member must immediately disclose the conflict to the Chair. The Chair must likewise disclose any direct conflict or potential conflict of interest to the Members.
- g) Except in the circumstance described in paragraph (f), the disclosure of conflict of interest must be made in writing, noted in the minutes of the meeting and given sufficient detail for the other Members to appreciate the significance of the conflict of interest that exists or could occur.
- h) If a conflict of interest arises during a Council meeting, the Member must disclose the conflict immediately; must not discuss or vote on the matter that gave rise to the conflict; and must remove him or herself from the meeting until the discussion on the matter is concluded.
- i) If there is any doubt as to whether a conflict of interest exists, the Member may consult independent legal counsel (i.e. counsel not retained by the Council).
- j) It may be determined that a conflict of interest is so serious that a Member may be suspended for a period of time or removed from the Council in accordance with the bylaw for this purpose.

#### **4. Violations of the Standards for Conduct**

See Council Bylaw, Part 2.3 – Suspension and Removal of Members

## **IV. TERMS OF REFERENCE**

Members of the Council are responsible for the administration of the *Private Managed Forest Land Act* and regulation. This includes four broad functions:

- 1) Strategic planning and reporting;
- 2) Setting forest practices standards for Managed Forest class land;
- 3) Audits of forest practices and enforcement of the standards;
- 4) Reviewing applications to enter Managed Forest assessment class.

The Council as a whole remains accountable for ensuring that the purpose of the legislation is achieved. Individual Members are responsible at all times for ensuring the consistency of their own actions with the legislation and provincial objectives.

### **A. TERMS OF REFERENCE OF THE COUNCIL**

#### **1. Strategic Planning and Reporting**

The Council is responsible for strategic planning and for preparing an annual report and financial statement. The annual report and financial statement will be made available to the public and will be submitted to the Minister. It will be provided to a Managed Forest landowner on request.

#### **2. Setting Forest Practices Standards**

The Council is responsible for adopting standards for forest practices, monitoring their effectiveness and making changes to the standards, subject to the Act and Regulations.

Forest practices standards or special standards are adopted as regulations of the Council and require approval by a majority of members. The majority must include at least one of the Managed Forest owner members and one of the government members. Standards must be deposited as regulations with the Registrar of Regulations and published in the Gazette.

Prior to any changes to the regulation for the standards (other than minor changes of an administrative nature), the Council must consult with Managed Forest landowners, relevant government agencies and other persons or entities that, in the opinion of the Council, may be affected.

Council may authorize variances from the standards in accordance with the regulations and bylaws of the Council.

### **3. Audits of Forest Practices and Enforcement of the Standards**

The Council is responsible for initiating forest practices audits as provided by the *Act*. The Council selects and appoints auditors and is responsible for ensuring that auditors perform in accordance with the requirements of the *Act*.

The Council is also responsible for enforcement of the standards in accordance with the requirements of the *Act* and regulations and for adhering to the principles of natural justice during enforcement and compliance activities.

In the case of landowner non-performance, the Council may request that BC Assessment review the Managed Forest assessment eligibility only after pursuing other reasonable means of enforcement under the *Act*.

### **4. Reviewing Applications to Enter Managed Forest Class.**

The Council, in consultation with BC Assessment, must review the prescribed information requirements for applications to enter Managed Forest class. The Council and BC Assessment must jointly ensure that the requirements for entering Managed Forest class have been met before forest properties are granted Managed Forest class.

## **B. TERMS OF REFERENCE OF THE CHAIR**

The Chair is responsible for:

- a) discharging his or her duty in a fair and impartial manner;
- b) assisting the Council in achieving the object of the *Act*;
- c) providing strategic leadership to the Council;
- d) chairing and effectively managing Council meetings; and
- e) ensuring that the Council is appropriately represented at functions and on occasions where it is in the Council's interest to be represented.

## **C. TERMS OF REFERENCE OF THE VICE-CHAIR**

The Vice-Chair is responsible for all duties of the Chair in the absence of the Chair.

## **D. TERMS OF REFERENCE OF MEMBERS**

The Members are responsible for:

- a) discharging his or her duty in an fair and impartial manner;
- b) achieving the object of the *Act*;
- c) maintaining good relations between Members and encouraging constructive debate and participation; and
- d) liaising with the public, local governments and stakeholders.

## **V. COUNCIL MEETINGS**

### **A. AGENDA AND MATERIALS**

The agenda for meetings is prepared by staff under the direction of the Chair. The agenda and a complete package of materials shall be sent to Members so they are received:

- a) for scheduled meetings, not later than the third business day prior to the date of the meeting; and
- b) for other meetings, as soon as practical.

The package of supporting material will identify which items require approval and which are for information only. The supporting material for items requiring approval will include staff and/or management recommendations and supporting analysis, if appropriate.

### **B. CONDUCT OF MEETINGS**

The Chair of the Council is the Chair of meetings. Meetings shall begin on time. If progress of the meeting is not delayed by necessary discussion or other unavoidable factors, meetings shall end within a reasonable margin of the time on the agenda.

For items for which approval is sought, a show of hands vote or other suitable polling procedure shall be taken following a motion duly made and seconded. The Chair of the Council may move and second a motion. The Chair may vote or choose not to vote at his or her discretion.

Items may be tabled, based on a show of hands vote following a motion duly made and seconded. Motions to table an item are not subject to debate.

### **C. QUORUM, MAJORITY AND CONSENSUS**

Under the *Interpretation Act*, a majority of members constitutes a quorum. A simple majority of members present at the meeting is sufficient to approve all matters requiring the Council's approval unless otherwise specified in the Council bylaws. However, it is the Council's general practice to reach decisions by consensus when possible. It is particularly desirable that a high degree of consensus exists among all members for the following matters:

- the adoption of bylaws or bylaw amendments;
- recommendations to the government respecting amendments to the Legislation;
- amendments to the regulations, this Policy or other policy instruments of the Council; and
- the application of financial administrative penalties and recommendations to BC Assessment to review a land owner's assessment.

#### **D. MEETINGS BY TELEPHONE OR VIDEOCONFERENCE**

Meetings may be held by telephone, videoconference or other communications facilities that permit all participants in the meeting to hear each other. A Member who participates in the meeting by these means shall be counted as present at the meeting.

#### **E. MINUTES**

Minutes shall be kept of all decisions of the Council. For items for which approval is sought, the minutes must state whether the Council's approval is given and indicate whether any members wish to be recorded as opposed to the motion, and, in addition, any other relevant information requested by the Council.

The Chair or Vice-Chair is responsible for authorizing that the minutes reflect the decision. The authorizing of the minutes does not signify that the minutes accurately reflect the proceedings verbatim, but only the decision of Council.

#### **F. RULES OF ORDER**

If a question of order or procedure arises that is not addressed by this Governance Policy, the Council will refer to Roberts' Rules of Order.

#### **G. ELECTRONIC VOTING**

Members who have received and reviewed the material relevant to a decision may vote through secure electronic means, such as password-protected e-mail.

## **VI. INFORMATION & COMMUNICATIONS**

### **A. COMMUNICATIONS PLANNING**

The Council has the responsibility to ensure that it communicates effectively with all managed forest landowners, local and regional governments, other interested parties, the general public, government, and the Council's management and employees. All of these interests should be kept informed about the existing regulatory framework, proposed changes in policy and legislation, the performance of the Council against the targets it sets for itself, and other issues.

Communications should be drafted in a manner that ensures a clear message to the intended audience.

Effective communication must work both ways, so the Council also has a responsibility to ensure that interested parties have effective means of communicating with the Council, its management and its staff.

Accordingly, management must prepare a Communications Plan that:

- a) identifies the Council's communications priorities and challenges;
- b) identifies appropriate audiences and key messages for each audience;
- c) identifies appropriate communication vehicles to reach each audience;
- d) provides effective methods for communications between stakeholders, the public and the Council; and
- e) provides objective means of measuring the effectiveness of the Council's communications strategy.

### **B. FREEDOM OF INFORMATION AND THE PROTECTION OF PRIVACY**

Council Members and Council as a whole are bound by the provisions of the *Freedom of Information and Protection of Privacy Act*. The Council must make all Council records and information available to the public on request, within the limits prescribed by the *Freedom of Information and Protection of Privacy Act*.

Requests by the public for information may be made verbally, electronically or in writing to the Chair or management of Council.

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**Adopted this            day of            , 2004 at Vancouver, BC**

**K.B. Miller, Chair  
Private Managed Forest Land Council**

**Background**

The appointment of government members to the Council is made by Ministerial Order. Owner members and the Chair are selected in accordance with the *Act* and by-laws of the Council. The Council consists of a total of five members including four regular Members and one Chair. Two members are elected and appointed by Managed Forest class landowners and two members are appointed by government. The fifth member is selected by the four members and designated as Chair of the Council. The Council also designates one of its members as Vice Chair.

**1. General Qualifications and Personal Attributes for Council Members**

- proven leadership ability;
- skills in conducting hearings and an understanding of administrative law, including an understanding of alternative dispute resolution
- analytical and decision making skills
- demonstrated superior written and oral communication skills
- excellent interpersonal skills
- demonstrated organizational and case management skills
- high ethical standards and integrity in professional and personal dealings;
- ability and willingness to raise potentially controversial issues in a manner that encourages dialogue;
- flexibility, responsiveness and willingness to consider change;
- ability and willingness to listen to others;
- capability for a wide perspective on issues;
- demonstrated good judgement;
- general knowledge of the issues and geography of the province;
- basic computing skills including familiarity with internet and e-mail;
- a valid British Columbia driver's license and willingness to travel;
- ability to work as a team member; and
- other qualifications pertinent to the performance of the duties of the position.

## 2. Selection Criteria for the Chair

Candidates for the chair of the Council are expected to have the following minimum or equivalent qualifications and experience:

- experience in one or more of the following areas:
  - Provincial government;
  - local government;
  - forestry;
  - resource and/or environmental management;
  - economics;
  - law; and
  - conflict resolution/mediation/negotiation
- knowledgeable in matters relating to forest management practices or local government
- substantial knowledge of issues affecting forestry and environmental protection, the Provincial government and local governments;
- previous experience as part of any of the following: a senior management team, board, executive committee, court or administrative tribunal;
- support for the public interest in regulating forest practices on Managed Forest class land and appreciation of the responsibilities of the Council to the public;
- demonstrated conflict-resolution and mediation skills;
- demonstrated sensitivity to stakeholder and politically sensitive issues;
- public speaking and/or presentation experience and experience dealing with the press;
- an existing profile and contacts with stakeholder groups, local governments and other provincial agencies.
- familiarity with Provincial and local government jurisdiction, organization and processes;
- familiarity with forestry, First Nation and other stakeholder issues.

### **3. Selection Criteria for Council Members**

Members of the Council are expected to have the following minimum or equivalent qualifications and experience:

- experience in one or more of the following areas:
  - Provincial government;
  - local government;
  - forestry;
  - resource and/or environmental management;
  - economics;
  - law; and
  - conflict resolution/mediation/negotiation
- knowledgeable in matters relating to forest management practices or local government
- knowledge of issues affecting forestry and environmental protection, the Provincial government and local governments;
- support for the public interest in regulating forest practices on Managed Forest class land and appreciation of the responsibilities of the Council to the public;
- demonstrated sensitivity to stakeholder and politically sensitive issues;
- an existing profile and contacts with stakeholder groups, local governments and other provincial agencies;
- familiarity with Provincial and local government jurisdiction, organization and processes;
- familiarity with forestry, First Nation and other stakeholder issues.