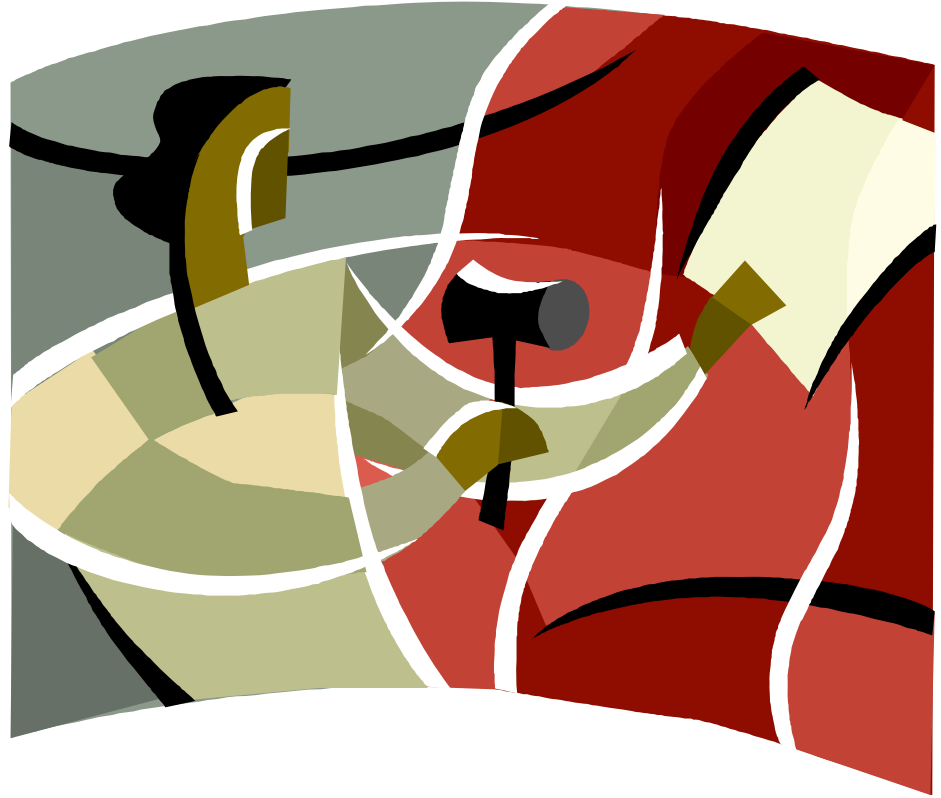


# *Board Restructuring Proposal*





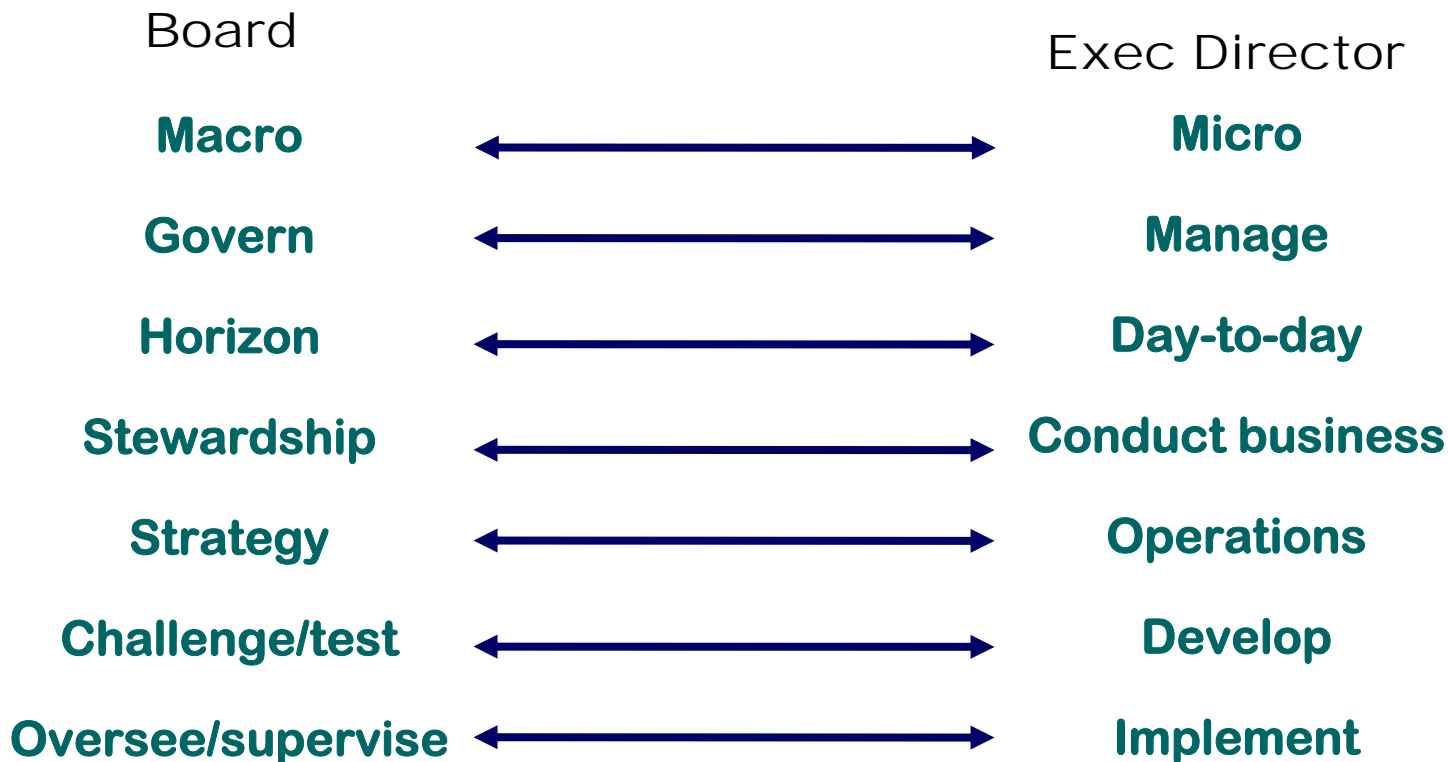
## *Backdrop - Board's role/function*

- PSC Board is a voluntary group
  - primarily invited to the table for strategic dialogue about improving HR planning and management - long term sustainability of policing
  - discussing strategic opportunities - reaching consensus - “going home” and influencing change in various jurisdictions
- there are limits to Board function/impact
  - not elected - no direct responsibility to any constituents
  - no revenues - constituents don't invest money through fees or levies
    - **financial accountability is to HRSDC not to constituent groups**
  - limited scope - no direct authority to change any HR planning/management
- “governance” much discussed over the past year
  - working through the “growing pains” of the Council
  - “administration/management” has absorbed time and effort
  - we need to solidify, and have more time for issues
- role clarity
  - good governance ensures that the appropriate process and structures are in place to direct and manage the Council office operations and activities
    - **ensure Council effectiveness, credibility, viability; and manage risk - directors' liability**
    - **set Council direction - ensure necessary resources, monitor progress, champion communication and public relations strategies**
- we probably don't require a 30 person Board to execute that function



## Clarification of Role .....

- a board - should understand both their role and office management responsibilities



# Strategic leadership is what we want to do



- **proposal - what if we:**
  - separated the strategic leadership role for the sector, from our management/administrative role for the Council
- **strategic leadership is what we need and all want to do**
  - that's why we are here - to dialogue on issues and drive/influence appropriate transformation in HR planning and management
  - we “inform, network and integrate” (PSC strategic priorities)
- **what if we**
  - re-image the current Board
    - re-defined as a “Strategic Leadership Group” for policing in Canada
  - ‘streamline’ - a “new” Board
    - focussed on administrative issues – audit, executive functions
    - make it reflective of “positional or constituent” key stakeholders
    - ensure it meets the criteria of Industry Canada and the Corporations Act for not-for-profit organizations
    - ensure we continue to qualify for HRSDC processes and Sector Council funding
- **Executive committee decision - August 29**
  - agreed to re-structure - present to the Board - for approval



## *Proposal - change in focus ...*

- **Board becomes “Strategic Leadership Group”**
  - membership - current Board of Directors
  - flexibility for members to send designates
  - flexibility to increase the membership as new stakeholders emerge
  - key focus - strategic issues/challenges
- **Exec/audit cmt becomes “management/administrative’ Board**
  - up to 10 positional or constituent directors
    - **CACP President or delegate**
    - **CAPB President or delegate**
    - **CPA President or delegate**
    - **FCM President or delegate**
    - **Public Safety at ADM level**
    - **Provincial ADM**
    - **two directors at large - RCMP other provincial ADMs**
  - Board elects the chair or co-chairs
  - stagger time served on the Board to ensure continuity – two year term starting in November
  - meet twice a year “separate” from the Strategic Leadership Group



## Clarification of Role .....

- the “Strategic Leadership Group” will
  - meet twice a year to dialogue - track environmental issues/trends
  - encourage sector-wide response
  - champion sectoral approach
  - provide leadership - influence/communicate strategic changes
  - network to build synergies for change
- “management/administrative Board” will
  - ensure due diligence for Council operations
  - ensure stewardship of public funds
  - monitor financial liability
    - audit and ensure annual review of the integrity of the internal controls and management information systems
    - direct communication with the external auditors to discuss and review specific issues as appropriate
  - adopt a strategic planning process
    - annually review the strategic plan and business plan
    - identify opportunities and principal risks to the business
    - oversee appropriate systems to manage these risks
    - ensure succession planning - appointing, training and monitoring the ED