

Minutes of the  
Human Resources & Legal Committee Meeting  
Salt Spring Island Fire Protection District

Meeting held: **May 5, 2016**

Meeting Room #103, Salt Spring Island Public Library

**In attendance:**

Committee Members: Lucy Austin, Trustee Derek Hill, Ron McCulloch, Trustee Norbert Schlenker, Scott Simmons, Darlene Steele

Staff Members: Corporate Administrator and Financial Officer Andrew Peat

Others Present: Trustee Michael Craig

The meeting was called to order at 10:04 a.m.

**1. Election of Chair**

CAO Peat called for nominations for the position of Committee Chair. Committee Member Hill was nominated by Committee Member McCulloch. There being no further nominations Committee Member Hill was declared elected as Committee Chair by acclamation.

**2. Approval of Agenda**

A proposed agenda was circulated to members prior to the meeting.

The following amendment was presented for consideration:

- 5.2 – Appointment of New Committee Member.

**Motion** to accept the proposed agenda as amended moved by Committee Member Steele.

CARRIED

**3. Minutes**

**3.1 Receive and Approve the Minutes of the meeting held April 7, 2016**

The minutes of the April 7, 2016 meeting were distributed prior to the meeting.

**Motion**, to approve the minutes of April 7, 2016 as circulated moved by Committee Member Schlenker.

CARRIED

**3.2 Receive and Approve the In Camera Minutes of the meeting held April 7, 2016 – moved to the in-camera session**

**3.3 Receive and Approve the Minutes of the meeting held April 13, 2016**

The minutes of the April 13, 2016 meeting were distributed prior to the meeting.

**Motion** that the minutes of the April 13, 2016 meeting be accepted as circulated moved by Committee Member Schlenker.

CARRIED

**3.4 Receive and Approve the Minutes of the in camera meeting held April 13, 2016 – moved to the in-camera session**

**4. Old Business**

**4.1 Review of Indemnification Bylaw**

The existing Indemnification Bylaw was circulated to members together with the Ministry's *Bulletin Number: 1.2.0.0 Improvement District Indemnification*. CAO Peat commented that the District's trustees, officers, employees and volunteer have legislative protection under the Local Government Act and that the District also carries Directors and Officers ("D&O") Liability Insurance.

There was discussion and the following items were noted:

- "claim" defined in the bylaw should include costs incurred when a legal action is started;
- include language requiring that the District be notified promptly should a threat of legal action or statement of claim be received;
- defamation, conflict of interest and breach of confidentiality are examples of conduct not covered by the Indemnification Bylaw or the Directors and Officers Liability Insurance.

**By general consent**, the Human Resources and Legal Committee agreed CAO Peat would circulate a copy the Directors and Officers Liability Insurance policy to Committee Members prior to the next meeting.

**By general consent**, the Human Resources and Legal Committee agreed Committee Member Steele would draft a short notice to be included with an orientation package stating in part that certain types of conduct are not be covered by the Indemnification Bylaw or the Directors and Officers Liability Insurance.

**5. New Business**

**5.1 Appointment of New Committee Member**

**Motion** that the Human Resources and Legal Committee recommends to the Board that Robert (Bob) Brewer be appointed a member of the Committee moved by Committee Chair Hill.

CARRIED

**6. In Camera Session to Discuss Human Resource Matters**

**Motion** to move to an in-camera session moved by Committee Member Steele.  
CARRIED

The meeting moved in camera at 10:38 a.m. The meeting reconvened at 12:04 p.m.

**7. Rise and Report - none**

**8. Next Meeting**

The next meeting of the Human Resources & Legal Committee is scheduled on June 2, 2016, at the Salt Spring Island Public Library, Meeting Room #103.

**9. Adjournment**

There being no further business, **by general consent**, the meeting was adjourned at 12:08 p.m.

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Derek Hill  
Committee Chair

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Andrew Peat  
Corporate Administrator