

CHAPTER 3: TERMS OF REFERENCE

SECTION 2: BOARD CHAIR TERMS OF REFERENCE

2.1 OVERVIEW

- 2.1.1 Pursuant to *Police Act* Part 5 s.25 (1) the Chair of the Vancouver Police Board is the Mayor of Vancouver. The role and responsibilities of the Board Chair are distinctly separate roles from that of Mayor. The following document highlights that distinction by focusing on the role and responsibilities of the Board Chair.
- 2.1.2 The Vancouver Police Board was established by legislation that ensures the Vancouver Police Department reports to an independent Board rather than to the City of Vancouver or the Province of B.C. A significant responsibility of the Board Chair is to ensure the Board operates without political interference.

2.2 ROLE AND ACCOUNTABILITY

- 2.2.1 The Chair's primary role is to provide leadership to the Board, including guiding the Board and ensuring it is properly organized, functions effectively and independently, meets its obligations and responsibilities, and acts in the best interests of VPD and the public.
- 2.2.2 The Board Chair is accountable to the Board and represents the Board internally and externally, including acting as a spokesperson on behalf of the Board, unless the Chair otherwise determines an appropriate designate. The Chair works closely with the Executive Director, who works for the Vancouver Police Board and reports to the Board through the Board Chair.
- 2.2.3 The Chair is an *ex-officio* and non-voting member of all Board standing committees where the Chair is not appointed as a full member.

2.3 VOTING RIGHTS

- 2.3.1 The *Police Act* provides that in case of a tie vote at a meeting of the Board, the Board Chair may cast the deciding vote. The Board has interpreted this section to mean that the Board Chair is not entitled to vote, except to cast the deciding vote in the event of a tie.

2.4 MANAGING CONFLICTING ROLES

- 2.4.1 As the Chair of the Board, the Mayor provides a direct link between the Board and City Council and plays an important role in sharing information with the Board concerning the City's priorities, goals and objectives and putting considerations for VPD in the broader context of the City's policy. The Board Chair's role as Mayor is paramount, and as such,

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there may be times where the Chair's duties and responsibilities as Mayor may conflict with or be in opposition to the Chair's duties and responsibilities as Board Chair.

2.4.2 Where there is a conflict between the Board Chair's responsibilities as Board Chair and the Board Chair's responsibilities as Mayor, the Vice Chair will step in to lead the Board in dealing with such issues, having the same powers and authority as the Board Chair would if there were not a conflict.

2.4.3 Further information on this can be found in Chapter 6 Section 2 of this Manual, *Conflict of Interest Policy*.

¹⁶ *Examples may include situations where City Council has espoused a position contrary to the VPD (e.g., concerning VPD's budget or policing priorities).*

2.5 RESPONSIBILITIES

The Chair is responsible for key areas described in the following sections:

- 2.5.1 Board Meetings
- 2.5.2 Information and Issues Management
- 2.5.3 Managing the Activities of the Board
- 2.5.4 Board Appointments
- 2.5.5 Working with the Chief Constable
- 2.5.6 Communications
- 2.5.7 Disciplinary Authority

2.5.1 BOARD MEETINGS

- a. With the Executive Director, coordinate the Board's forward calendar and annual schedule of Board meetings.
- b. With the Chief Constable and Executive Director, develop and set Board meeting agendas.
- c. Review pre-meeting information packages for completeness, with the goal of providing Board members with sufficient information to enable them to prepare for the meeting.
- d. Chair Board meetings and facilitate a candid and full discussion of all key matters that come before the Board, maintaining neutrality to ensure all points of view are heard.

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- e. Preside over the in camera portion of meetings of the Board, review the results of those meetings with the Chief Constable, if the Executor Director was not present at the in camera meeting
- f. Ensure Board decisions are clear, understandable, ethical, and responsible, and that Board members speak with one voice after a decision is made.
- g. Order the removal of any member of the public in attendance at meetings due to improper conduct or a concern for public safety.

2.5.2 INFORMATION AND ISSUES MANAGEMENT

- a. Communicate with the Board and Chief Constable to ensure timely dissemination of information about major developments or initiatives that may impact policing.
- b. Work closely with the Chief Constable and the Executive Director to ensure effective relations and communications with Board members, VPD, City Council, and others.
- c. Ensure the Board receives adequate and regular updates from the Chief Constable on all issues which impact the performance and effectiveness of VPD.

2.5.3 MANAGING THE ACTIVITIES OF THE BOARD

- a. Manage the affairs of the Board, including ensuring the Board is organized properly, functions effectively and meets its obligations and responsibilities.
- b. Build consensus and develop teamwork within the Board, encourage an atmosphere of openness and trust and maintain a cohesive group without losing diversity of opinion and independent points of view.
- c. Deal effectively with dissent and work constructively towards arriving at a decision and achieving consensus.
- d. Be available to Board members for questions, counsel, and discussions relating to VPD.
- e. Oversee issues raised with respect to conflicts of interest and standards of conduct under the Code of Conduct.
- f. Defer to the Vice Chair to take the lead on any Board issues where there would be a conflict with the Board Chair's duties as Mayor or the Board Chair is unavailable or unable to act, and recognize the authority of the Vice Chair when so acting. Actual or perceived conflicts of interest with respect to the Board Chair are to be raised with the Governance Committee Chair in accordance with the Code of Conduct
- g. Review and assess Board and Committee member attendance and performance.
- h. Meet with Board members at least annually, on a one-on-one basis, to assess where the Board and/or Committees can operate more effectively and where the Board Chair could assist in improving the performance of the Board.
- i. With the Executive Director, develop for approval of the Board, an annual Board budget, to be incorporated into the annual VPD budget.

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- j. Maintain a liaison and communication with all Board members and committee chairs between meetings to co-ordinate input from Board members and optimize the effectiveness of the Board and its committees.

2.5.4 BOARD APPOINTMENTS

- a. Work with the Governance Standing Committee to ensure it has developed a matrix that identifies the skills, experience and background that the ideal VPB should possess;
- b. When a vacancy or re-nomination occurs, the Chair shall work with the Governance Standing Committee, the Police Service Division/Ministry of Justice and Attorney General to prepare a skills profile for the position (e.g. the type of expertise/skill required such as financial or legal, and/or other specific requirements); and
- c. Together with the Chair of the Governance Committee, communicate, on behalf of the Board, with City Council and the Province to ensure they understand the process that the Board has undertaken with respect to considering its composition and the specific Board requirements at that time.

2.5.5 WORKING WITH THE CHIEF CONSTABLE

- a. On behalf of the Board, act as the principal liaison with the Chief Constable, ensuring the Chief Constable is aware of the expectations and concerns of the Board.
- b. Act as a sounding board, counselor and mentor for the Chief Constable.
- c. Seek to ensure the Chief Constable presents to the Board all information necessary to allow the Board to effectively discharge its responsibilities.
- d. In consultation with the Chief Constable, ensure major VPD initiatives and strategies have proper and timely Board understanding, consideration, approval, and oversight.
- e. Work closely with the Chief Constable to ensure effective relations and communications with Board members, the Vancouver Police Department (VPD), the City and the public.
- f. Approve the Chief Constable's expenses to the extent, if any, required by the Board's signing authority delegation policy.
- g. Ensure that the Board is monitoring and evaluating the performance of the Chief, and ensuring the accountability of the Chief to the Board.

2.5.6 COMMUNICATIONS

- a. Act as the official spokesperson for the Board unless delegating this role to another Director.
- b. Ensures that the Board's consensus is represented when communicating Board decisions.
- c. Acts in consultation with the Chief Constable prior to speaking on operational issues.

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- d. Appoint a spokesperson for specific Board matters, as required.
- e. Ensure the Board is appropriately represented at official functions and meetings.

2.5.7 DISCIPLINARY AUTHORITY

- a. In accordance with the *Police Act*, act as the discipline authority for conduct complaints made against the Chief Constable or a Deputy Chief Constable, unless the Police Complaint Commissioner directs otherwise.
- b. Receive reports from the Chief Constable under BC Policing Standard 1.7.1 (4) if a person is killed or injured as a result of the discharge of a firearm or proximate to the use of an intermediate weapon by an officer, including the Chief Constable, and make any further inquiries into the incident that the Chair deems necessary.
- c. Receive a report from the Chief Constable under BC Policing Standard 1.7.1. (6) in the event that the Chief discharges a firearm while on duty, and make any further inquiries into the incident that the Chair deems necessary.
- d. In processing complaints the Chair shall have regard to the complaints process outlined in Part 11 of the *Police Act*. In addition:
- e. The Chair may, at his discretion, use the Board Office and Board counsel as resources to assist in the processing of any conduct complaints against the Chief Constable and Deputy Chief Constables.
- f. The Chair shall obtain the approval of the Board before concluding an investigation or imposing any discipline, and in this regard may choose to involve the Vice Chair or other Board members in the process.

2.6 THE CHAIR'S SENIOR STAFF MEMBER

- 2.6.1 If desired by the Board Chair, the Chair's senior staff member may undertake an enhanced security clearance so that they can review in camera Board reports and provide advice to the Chair. It is not intended that the Chair's staff member attend in camera meetings, or attend any meetings in place of the Chair. The staff member shall adhere to the Board's Conflict of Interest Guideline, and will sign an annual acknowledgement and a confidentiality agreement to that effect.