Governance Committee Meeting Aug.15, 2023
Minutes

Meeting begin: 6:30pm

Present: Kristin Dangelmaier, Graham Specht, Megan Alpaugh, Karen Jensen, Lucas O'Fee

Began meeting by clarifying which documents and pages to refer to, and where they are located on the KMC google docs site.

Reviewed May minutes:

- **Policy Manual**
- **Goal Eliminate 'handbook'**

Reviewed Lucas' Bylaw amendment google doc:

- **Voting vs non-voting membership:**
  - **Bylaws latest version basically mean 'members' have no vote.**
  - **This is good, maintain control, intent of membership**
  - **$5 voting member tier**
- **Lucas: Need proper name of KMC Legacy Fund to enter in bylaws**
- **'Kamloops Music Collective Legacy Fund' reg'd with BC Interior Community Foundation**
- **Megan will share Updated (whole) ByLaws file with Lucas**
- **Lucas will prepare a new version with amendments highlighted to preset at next board meeting**
- **Lucas: Add a sub-cause '...If there is a conflict between stated … and bylaws, bylaws shall prevail'**

Terms Of Reference:

- **Megan and Kristin: Mission and Vision section**
- **Deb M. had embedded these in TOR's**
- **in existing KMC docs it is also in the Constitution**
- **Kristin: Suggests we should have these in one place?**
- **Section-by-section examination of Draft TOR document**
- **Made some edits, identified sections worthy of discussion**
- **Action: We can present this to the board with necessary attachments PRIOR to AGM, for presentation at AGM.**

Policy Manual:

- **Kristin distributed OnBoard Governance Checklist for review together**
- **Lucas added 'Code of Conduct' signing every 2 years into the Code of Conduct doc**
- **Karen Suggestion: put it in bylaws to? → Group disagreed, but a short reference will be entered into bylaws → 'Directors shall adhere to code of conduct policy'**
- **Board/Committee Work plan(s):**
- **Board Development:**
  - **Kristin and Megan discussed Onboarding process/document (none currently)**

- **Action: Megan will send 2022 Governance Workshop Notes file to committee members**
    - **Make available on KMC Governance page**
- **Karen: OnBoard checklist can be the basis for a 'Work Plan'**
- **Action: Megan will adapt the OnBoard check-list to become a KMC 'Foundation Work Plan'**
    - **This will be shared with the board**
- **Kristin and Megan discuss creation of policy manuals (board and staff) and**
    - **inclusion of 'Roles and Responsibilities' doc in Policy manual**
- **Action: Committee member review and revisions to Policy manual**
    - **Kristin invites Karen (who has already begun) to comment and continue examination**
    - **Karen suggest 'plain language' approach to editing draft PM document, elimination of 'flowery' language or elements that don't apply to KMC**

Action: Review of Bylaws amendments language prior to presentation to board.

Next Meeting:

- **Sep. 28 (general board meeting)**
- **Sep 21 Governance Committee meeting, Thursday, 6:30pm**
- **AGM: November* → Megan will check the date and send out a reminder**
- **Ahead of Sept 21st meeting please review: 'Policy Manual Documents → Policy Manual → Governing Process'**
    - **Compare to existing KMC materials**

Adjourned: 7:35