Resort Municipality of Whistler

Council Governance Manual

June, 2005

WHISTLER

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Introduction

INTRODUCTION

Corporate Governance sets the framework and provides the tools to ensure that organizations operate in an effective and accountable manner. Although Corporate Governance has always been important, it has gained renewed importance in recent years due to major challenges in the Corporate world.

In a local government context, the governance framework is aligned with the statutory authority and responsibilities while assisting elected officials and appointed staff in the efficient and effective delivery of services to the local community.

An essential element of good governance is the engagement of key stakeholders and the community in the development and implementation of strategic initiatives and programs designed to make the community a better place.

Good governance is not possible without the clear definition of the roles and responsibilities the corporate body, elected officials and appointed staff. The Governance Manual for the Resort Municipality of Whistler is set out in five sections and has been developed to provide greater clarity between governance and management.

1. **The Strategic Framework for Governance**
   - Defines the strategic framework for the Resort Municipality of Whistler:
     - Sets out the community's values, vision, and strategic priorities;
     - Defines the service and relationship philosophy;
     - Defines the risk philosophy.

2. **The Role of Council**
   - Outlines the custodial powers of Council;
   - Outlines Council duties and responsibilities in exercising the powers of the corporation;
   - Outlines legal obligations and other matters.

3. **Council Self-Governance Structure and Processes**
   - Outlines the structure and processes necessary to ensure effective functioning of the Council as a governance body:
     - Establishes the roles and responsibilities of the Mayor and Councillors;
     - Establishes a code of conduct for Council;
     - Outlines the terms of reference for standing committees;
     - Sets out how Council evaluates its own performance.

4. **Council Guidelines and Accountabilities**
   - Outlines how Council will carry out its operating duties and the manner in which Council delegates authority to the CAO to conduct the activities of the municipality:
     - Provides guidelines for how the Council will carry out its operating duties and be held accountable for these;
     - Describes the roles and responsibilities of the CAO;
     - Outlines how Council evaluates CAO performance;

- Provides other necessary guidelines for Councillors to ensure effective relationships with the CAO and municipal staff;
- Establishes processes to ensure thorough and timely reporting to and effective oversight and decision-making at the Council level.

5. **Guiding Principles and Policies for Constituency Relations**
   - Outlines the manner in which Council, the CAO and staff interact with constituents and stakeholders:
     - Describes principles for communication and constructive dialogue;
     - Defines guidelines for advocacy on behalf of the municipality.

The Strategic Framework for Governance

THE STRATEGIC FRAMEWORK FOR GOVERNANCE

This section defines the Strategic Framework for Governance, including the resort community's values, sustainability principles, vision, strategic priorities and implementation strategies; the service and partnership philosophy with stakeholders; and the corporation's risk philosophy.

I.   WHISTLER 2020 - MOVING TOWARDS SUSTAINABILITY

Whistler 2020 describes what Whistler aspires to be in 2020: our shared values, sustainability principles, vision, priorities and directions that define success and sustainability for the resort community. Whistler 2020 also outlines how we will achieve our vision – the strategies and actions that will move us in the right direction.

A.   What We Value

Our values are the foundation for all we do. They represent what is important to us as a resort community. Guided by our values, we are able to make difficult decisions about Whistler's future, and formulate the priorities and actions necessary to achieve our vision.

- A sustainable community – where social and ecological systems are sustainable and supported by a healthy economy, today and in the future.

- A strong, healthy community – where the needs of its residents are met, where community life and individual well-being are fostered, where the diversity of people is celebrated, and where social interaction, recreation, culture, health services and life-long learning are accessible to all.

- A well planned community – where growth and development are managed and controlled.

- Our natural environment – and our role as responsible stewards of it, respecting and protecting the health of natural systems today and for generations to come.

- A strong tourism economy – where a healthy tourism economy is sustainable through thoughtful, long –range planning, strategic marketing and business partnerships.

- A safe community – where diverse residents and guests are comfortable and secure.

- The people who live, work and play here – our families, children, neighbours, colleagues and friends.

- Our guests – and our desire to provide exceptional service in all we do.

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- Our partners – and the positive, co-operative relationships that recognize the values of all the communities in the corridor.

B.   Our Sustainability Principles

Whistler aspires to achieve environmental and social sustainability, and a healthy economy. To strategically move towards sustainability, Whistler has adopted The Natural Step framework.

The Natural Step framework is a 'systems perspective lens' for looking upstream to understand and plan for a sustainable society. It covers all aspects of sustainability, where the ultimate goals are social and ecological sustainability, and a vibrant economy is the means to ensure we achieve these goals.

There are many unknowns about Whistler's future, however we do know the four basic principles that we need to respect for this future to be sustainable.

Sustainability Principles

In a sustainable society, nature is not subject to systematically increasing:

1.   concentrations of substances extracted from the Earth's crust;

2.   concentrations of substances produced by society;

3.   degradation by physical means,

and in that society,

4.   people are not subject to conditions that systematically undermine their capacity to meet their needs.

The Natural Step sustainability principles are based on scientific consensus, are concrete and non-overlapping, define our sustainability goals and guide our thinking and planning.

C.   Our Vision

This is what we aspire to be. It helps guide our actions and strategic planning over time.

Whistler will be the premier mountain resort community

– as we move toward sustainability

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We are committed to achieving social and environmental sustainability and a healthy economy. We will continue to build a thriving resort community that houses 75 percent of the workforce in Whistler. We will continue to offer world-class recreational and cultural opportunities for our visitors and residents. We will foster sustained prosperity in our local tourism economy and retain our local businesses. We will continue to strive to protect the ecological integrity of our natural environment. We will meet the social, health and learning needs of residents and visitors. We will be a safe community that provides peaceful enjoyment of our activities and places. We will foster cooperation between regional communities and the province government on initiatives to expand prosperity and well being for all. We will monitor our performance at achieving Whistler's vision and report back to the community on an ongoing basis.

D.   **Our Strategic Priorities**

Whistler's vision is guided by five strategic priorities of equal importance:

1.   Enriching Community Life;

2.   Enhancing the Resort Experience;

3.   Protecting the Environment;

4.   Ensuring Economic Viability; and

5.   Partnering for Success.

Each strategic priority is supported by more definitive strategic directions.

E.   **Our Strategies**

Whistler's vision is an inspiring picture of the type of community we want to have in 2020. How the vision is implemented is critical to achieving success and sustainability. The key strategies setting out how we will move toward our vision have been identified to focus our sustainability planning.

1.   **Resident Housing Strategy:** How to meet the housing needs of diverse permanent residents and seasonal employees in an affordable and sustainable way, primarily through restricted housing and including a variety of ownership and rental opportunities.

2.   **Resident Affordability strategy:** How to make Whistler affordable for residents to live and play here.

3.   **Health & Social Strategy:** How to meet the health and social needs (including physical, mental, spiritual and emotional) of the resort community.

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4. **Recreation & Leisure Strategy:** How recreation and leisure activities for both residents and visitors will be delivered to exceed expectations while protecting the environment.

5. **Arts, Culture & Heritage Strategy:** How arts, culture, and heritage will be supported, enhanced and delivered.

6. **Learning Strategy:** How to meet resident and visitor needs for formal and informal lifelong learning.

7. **Built Environmental Strategy:** How Whistler's buildings, neighbourhoods and facilities will contribute to making the resort unique, livable and sustainable.

8. **Transportation Strategy:** How to move residents, employees, visitors, and materials to, from and within the resort community in a more sustainable manner.

9. **Energy Strategy:** How to meet Whistler's energy needs in a efficient, sustainable and reliable way, while managing air quality and greenhouse gas emissions.

10. **Materials & Solid Waste Strategy:** How to meet Whistler's need for material supply and disposal through the most efficient use and reuse of the most sustainable materials and keeping waste out of the natural environment.

11. **Water Strategy:** How to provide a dependable supply of high quality water in a way that maintains healthy aquatic environments and uses water efficiently.

12. **Visitor Experience Strategy:** How visitors are welcomed and serviced before their visit, upon arrival and during their stay in Whistler, and upon leaving Whistler.

13. **Natural Areas Strategy:** How Whistler will protect and where possible restore ecosystem integrity and biodiversity in Whistler and the surrounding region.

14. **Economic Strategy:** How Whistler will create a strong tourism economy and develop and maintain successful, resilient businesses that help Whistler move toward success and sustainability.

15. **Partnership Strategy:** How Whistler stakeholders partner and collaborate to ultimately achieve Whistler's vision, as well as the complimentary objectives of the partners.

16. **Finance Strategy:** How the resort community will finance the strategies and actions for moving Whistler toward meeting the vision for 2020.

THE STRATEGIC FRAMEWORK FOR GOVERNANCE

II.   WHISTLER – SERVICE AND RELATIONSHIP PHILOSOPHY

A.   Entrepreneurial Government

The Resort Municipality of Whistler is in the process of transforming itself from a traditional "bureaucratic" local government organization to an "entrepreneurial" model, better capable of working in partnership with various stakeholders and realizing the community's vision.

Gaebler and Osborne indicate that the original meaning of the term "entrepreneur" describes someone who "shifts economic resources out of an area of lower and into an area of higher productivity and greater yield".

Gaebler and Osborne note that entrepreneurial governments:

- Are driven by their *missions* and pursuing their *vision*, not by rules and regulations;

- Redefine their clients as *customers* and offer them choices;

- *Prevent* problems before they occur;

- Put energies into *earning* money, not simply spending it;

- *Decentralize* authority, embracing participatory management;

- Focus not simply on providing services, but on *catalyzing* all sectors – public, private and voluntary – to provide community services;

- Promote *competition* between service providers;

- *Empower* citizens by pushing control out of the bureaucracy into the community;

- Measure performance, focusing not on inputs but on *outcomes*.

B.   Relationships

Relationships are a barometer of success.

Organizations which have strong, positive internal and external relationships are capable of addressing their agendas and accomplishing their priorities. Conversely, organizations which are beset with relationship-based problems are less successful.

Relationships are dependent upon **trust.** Without trust, true relationships will not materialize. Trust does not guarantee a relationship but it is a pre-condition to the establishment and sustenance of a relationship.

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Trust, however, is dependent upon **respect**. It will not occur in the absence of respect. Only when respect is present, can trust emerge. Respect will not guarantee trust, however, respect is a pre-condition for trust.

Respect starts with the individual and involves principle-based behaviour, including honesty, integrity, and fairness. It is incumbent upon each person to act respectfully toward others. When this pattern of behaviour is present, there will be a strong likelihood that respectful behaviour will be reciprocated by others.

Once respectful behaviour is reciprocated, trust can form. This prospect is enhanced as positive experiences emerge and become the pattern or history.

Once trust exists, relationships are possible. Relationships are more likely to materialize and be sustained if they are open and transparent.

Council can provide critical leadership in relationship-building. Given the importance of relationships to the success of the Corporation, it is essential that each Councillor and staff member commit to acting in a respectful manner towards one another, and towards other stakeholders and constituents. There is a strong likelihood that mutually respectful behaviour will translate into an environment of trust, and from trust into relationships.

The existence of solid relationships will constructively impact the RMOW corporate culture and provide the organizational strength to meet the leadership challenges facing the community.

III.   RISK PHILOSOPHY

The Corporation is continuously faced with the challenge of effectively managing risk.

To assist the Corporation in addressing its legal obligations, and managing risk, the municipality endeavours, through its policies and procedures, to meet or exceed statutory requirements and various standards (e.g. for such matters as workplace safety, accounting practice, and development approvals). As a further safeguard, the Corporation maintains appropriate insurance.

The Corporation also assesses risks as part of its due diligence when considering entrepreneurial (commercial) partnerships. Part of this due diligence includes the preparation of an exit strategy.

The remainder of the risk, and greatest ongoing challenge, relates to the Corporation's "credibility" and "good will". Managing this risk is critical to the long-term fiscal health and prosperity of the community and is greatly impacted by the conduct of the Council and professionalism of the Corporation's staff.

The Role of Council

THE ROLE OF COUNCIL

I.   INTRODUCTION

This section defines the objectives of Municipal government; council powers and limitations; the duties and responsibilities; and decision making.

II.   OBJECTIVES OF MUNICIPAL GOVERNMENT

Municipal governments in Canada are governed by their Provinces and have generally been given four basic goals:

A.   Provide for good government for the community, including physical, social, and fiscal health, and sustainability;

B.   Deliver local public services are effectively and seamlessly delivered, including water, sewer, roads, police and fire protection, parks and recreation services and other things that Council considers, necessary or desirable for the community;

C.   Regulate individual conduct to protect the community, such as building inspection, licensing of businesses, animal control, bylaw enforcement, noise control, zoning and land use; and

D.   Respond to the community's needs and desires by formulating partnerships with other stakeholders and permitting maximum participation of its citizens at the local level.

E.   Provide for stewardship of assets.

The authority and the basic form of government for Whistler to accomplish these goals are derived from the Province, by way of the Community Charter, the Local Government Act and the Resort Municipality of Whistler Act. The Community Charter gives a Municipal Council broad responsibilities to meet community needs and an equally broad measure of authority to discharge these obligations. The onus is on Council to propose, initiate and achieve worthwhile objectives. The more specific these objectives, the more likely they will be realized.

III.   COUNCIL POWERS AND LIMITATIONS

A.   Role of the Council

Council is the governing body of the municipal corporation and the custodian of its powers.

It is a continuing body, notwithstanding changes in membership through the election process.

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Council is responsible for establishing strategic direction, policy, monitoring and evaluating the implementation of programs, and authorizing the revenue collection and expenditures required to fund the Municipality's operations.

B. Exercise of Council Powers

The Community Charter and the Resort Municipality of Whistler Act (the provincial enabling legislation) require that Council only exercise the powers of the corporation in the proper form, either by bylaw or resolution passed at a regular or special meeting when a quorum is present.

It is important to understand that individual members of Council cannot make a valid and binding commitment on behalf of Council. All such actions must be made as a collective judgment by a quorum at a properly constituted Council meeting.

Council may not grant special privileges or immunities to individuals or corporations unless the Community Charter or the Resort Municipality of Whistler Act specifically provide for those powers.

C. Indemnification

Members of Council are covered under "Indemnification Bylaw 786, 1990".

The Bylaw indemnifies Council members against claims for damages arising out of the performance of their duties and in addition, pay the actual costs incurred in a court proceeding arising out of the claim. There are some exceptions to this indemnity such as knowingly misappropriating funds.

D. Conflict of Interest

Members of Council are bound by the Conflict of Interest provisions set out in the Community Charter.

IV. DUTIES AND RESPONSIBILITIES

A. Management and Human Resources

Council has responsibility for:

i.   The appointment and replacement of the Chief Administrative Officer (CAO); monitoring of the CAO's performance; approval of CAO's compensation; and provision of advice and counsel to the CAO in the execution of the CAO's duties;

ii.   Approving terms of reference for the Chief Administrative Officer;

iii.   Reviewing the performance of the CAO, at least annually, against agreed upon written objectives;

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iv.   Ensuring that succession plans are in place, including programs to train and develop management; and

v.   Approving certain matters relating to all employees, including:

      1.   The annual salary policy/program for employees; and

      2.   Benefit programs or material changes to existing benefit programs.

B.   Planning and Strategy

Council is a strategic body and has a responsibility to:

i.   Participate, with management, in the development of, and ultimately approve the values, vision, and priorities of the Corporation;

ii.   Participate, with management, in the development of, and ultimately approve the Strategic Business Plan; and

iii.   Approve the Financial Plan which supports the Strategic Business Plan.

C.   Financial and Legal Matters

Council has the responsibility to:

i.   Evaluate and assess information provided by management and others (e.g. external auditors) about the effectiveness of internal control and management information systems;

ii.   Review progress in respect to the achievement of the priorities established in the annual operating and capital budgets;

iii.   Approve annual financial statements and the release thereof by management;

iv.   Approve contracts, leases, and other arrangements or commitments that may have a material impact on the Corporation;

v.   Approve banking resolutions and significant changes in banking relationships;

vi.   Review coverage, deductibles, and key issues regarding Corporate insurance policies;

vii.   Approve the commencement or settlement of litigation that may have material impact on the Corporation;

viii.   Approve the appointment of external auditors; and

ix.   Approve the borrowing of money.

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D.   **Risk Management**

Council has the responsibility to:

i.   Ensure management identifies the principal risks of the Corporation's business and implements appropriate systems to manage these risks; and

ii.   Receive, at least annually, reports from management and/or committees on matters relating to, among others, ethical conduct, environmental management, and related party transactions.

E.   **Establishing Policy**

Council is a policy making body and has the responsibility to:

i.   Approve, and monitor compliance with, all significant policies by which the Corporation is operated; and

ii.   Direct management to ensure that the Corporation operates at all times within the applicable laws and regulations and to the highest ethical and moral standards.

As a policy making body Council recognizes that the development and implementation of administrative plans to achieve Council policies and priorities are the primary concern of management.

E.   **Compliance Reporting and Corporate Communications**

Council has the responsibility to:

i.   Ensure that the financial results are reported fairly and in accordance with generally accepted accounting principles;

ii.   Ensure the financial performance of the Corporation is adequately reported to the public, any security holders, and regulators on a timely and regular basis;

iii.   Ensure the timely reporting of any other developments that have a significant and material impact on the Corporation;

iv.   Ensure the Corporation has in place a policy to enable effective communication with the public;

v.   Direct the preparation of an annual report, including performance measurement reporting and other information required by the Community Charter; and

vi.   Hold an annual general meeting.

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F.   Relationships with Key Stakeholders

Council has a responsibility to:

i.   Establish and sustain relationships with key stakeholders, including but not limited to First Nations, Tourism Whistler, Chamber of Commerce, Whistler/Blackcomb, corridor municipalities, and School District No. 48; and

ii.   Generate partnership agreements to clarify roles and responsibilities.

V.   GENERAL LEGAL OBLIGATIONS OF COUNCIL

A.   Council is responsible for directing management to ensure that legal requirements have been met, and that documents and records have been properly prepared, approved and maintained.

B.   Council approves bylaws for application within the Resort Municipality of Whistler.

C.   British Columbia law and the Community Charter identify the following as legal requirements for Council:

i.   To act honestly and in good faith with a view to the best interests of the Corporation;

ii.   To exercise the care, skill, and diligence of a reasonably prudent person in comparable circumstances; and

iii.   To manage or supervise the management of the affairs of the Resort Municipality of Whistler.

VI.   DECISION-MAKING

A.   Making a Decision

There are various modes of decision-making which can be applied as circumstances warrant.

In determining the preferred mode, consideration should be given to two factors:

1.   **Time and Resources** – Each mode has a different time/resource requirement. The choice of modes may be influenced by the availability of time and/or resources. For example, if a decision is urgent or resource-intensive, it may be impractical to apply a time-consuming mode.

2.   **Quality** – Each mode will result in a different degree of ownership and/or comfort. For more significant decisions, it may be desirable to employ a mode which generates broader participation/"buy-in".

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Various modes are presented in Graph #1. Time and Quality are depicted on the two axis:

Modes of Decision Making

TIME/
RESOURCES

QUALITY
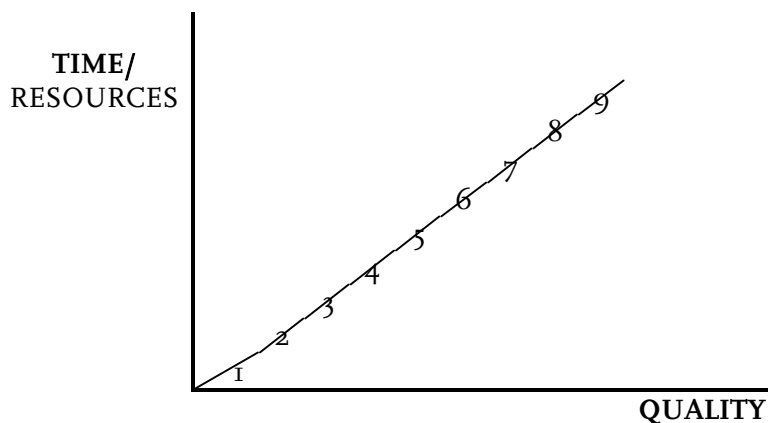
     1.   **Decision by individual (no input)**
     2.   **Decision delegated to individual**
     3.   **Decision delegated to expert(s)**
     4.   **Decision delegated to committee**
     5.   **Decision by largest minority bloc**
     6.   **Decision by simple majority**
     7.   **Decision by stronger majority e.g. 2/3**
     8.   **Decision by "informed consent"**
     9.   **Decision by consensus**

Decisions which are considered "less significant" should be addressed utilizing modes 01 – 04, inclusive. Such decisions require limited time and involvement of others. Usually, there is little concern regarding process and the extent to which stakeholders identify with the decision.

For matters which are deemed more significant, involvement and ownership are higher priorities. Input is often invited and a greater amount of time is warranted.

Consensus generally generates the highest quality of decision. It necessitates complete agreement by all who are involved in making the decision. Although highly desirable, consensus can be difficult, if not impossible, to achieve.

"Informed consent" is when all persons involved can agree with a decision despite the fact that it may not be their ideal outcome. Accordingly, for some, it represents a compromise, albeit one which is acceptable to everyone. "Informed consent" is often more attainable than consensus and, consequently, is considered a more realistic target for complex decision-making.

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Council typically will utilize modes 06 – 09 inclusive. Where time allows and the prospect of greater unanimity is possible, it is recommended that "informed consent" and/or consensus be pursued.

B.   **Supporting Decisions**

Decisions should generate an atmosphere of confidence and a basis for action. For this to result, it is vital that decisions, once made, be accepted and supported.

Communication, including an explanation of the process used in arriving at a decision, is critical to the acceptance of and support for decisions.

Does the expectation that decisions be supported mean that different viewpoints should not be represented by individual Councillors? Are Councillors expected to refrain from expressing dissenting opinions?

No, indeed Councillors should feel free and confident to voice their views throughout the period prior to the decision. Once the vote has been taken, however, the decision is that of Council, acting as a whole, on behalf and in the best interests of, the Corporation and citizenry. Despite one's personal viewpoint and preference, each Councillor, as a part of the Council, has a duty to respect the decision.

Council Self-Governance
Structure and Processes

COUNCIL SELF-GOVERNANCE STRUCTURE AND PROCESSES

I.   INTRODUCTION

Council is composed of individual Councillors including the Mayor who is the head and Chief Executive Officer of the municipality.

As a collective body, Council has duties and responsibilities as defined in the previous section of this manual.

- Defines the role of Councillors in serving the best interests of the Corporation.
- Outlines how Council evaluates its own performance.
- Establishes the roles and responsibilities of Councillors.
- Establishes the roles and responsibilities of the Mayor.
- Defines teamwork.
- Establishes a code of conduct for Council.
- Outlines the nature of and terms of reference for standing committees.

II.   THE BEST INTERESTS OF THE CORPORATION

A.   Good Faith

Councillors, in exercising their powers and performing their duties, must act honestly and in good faith with a view to the best interests of the Corporation. The key elements of the standard of behaviour are that a Councillor:

i.   Must act honestly and in the best interests of the Corporation and not in his or her self-interest or the interest of his or her family or private business;

ii.   Must not act in the best interest of some special interest group, constituency, or any particular member of the public if such action would be contrary to the best interests of the Corporation or act as a director or officer of such a group while sitting and considering or voting on a Council matter;

iii.   Not take advantage personally of opportunities that come before him/her in the course of performing his/her Council duties;

iv.   Must disclose to the Corporation any personal or private interests which he/she holds that may conflict with the interests of the Corporation;

v.   Must not disclose matters which are considered the confidential business affairs of the Corporation, subject to prior authorization by Council; and

vi.   Must not use his or her office for personal gain.

COUNCIL SELF-GOVERNANCE STRUCTURE AND PROCESSES

B.   Standard of Care

The Councillor must be proactive in the performance of his/her duties by attending meetings; participating in a meaningful way; and being vigilant to ensure the Corporation is being properly managed and is complying with the laws affecting the Corporation.

C.   Cohesion and Teamwork

Recognizing that cohesiveness of Council and teamwork with management are important elements in Council effectiveness, each Councillor will:

i.   Work toward ensuring cohesion and teamwork among Councillors and management with the aim of developing an authentic working partnership with the CAO and municipal management, acknowledging each other's mutually dependent, but differentiated roles;

ii.   Establish an effective, independent, and respected presence and a collegial relationship with other Councillors and management; and

iii.   Be a positive force with a demonstrated interest in the long-term success of the Corporation.

D.   Council Development

To ensure Council is performing effectively in the overall interests of the Corporation, Council will ensure the following development activities take place:

i.   Orientation for New Councillors

New Councillors will be provided with an orientation program which will include a package of written information about the duties and obligations of Councillors, the operations of the Corporation, and documents from recent Council meetings. As well, opportunities will be made for meetings and discussion with senior management and other Councillors.

ii.   Evaluation of Council

The overall performance of the Council and its committees will be assessed at least once a year. It is expected the results of such reviews will identify any areas where the Councillors or management believe that Council should address to enhance its effectiveness in overseeing the affairs of the Corporation.

COUNCIL SELF-GOVERNANCE STRUCTURE AND PROCESSES

E.   **Council Remuneration**

i.   Council's annual remuneration is provided by "Council Remuneration and Expenses Bylaw No. 1251, 1997" (Consolidated) and is paid out of general revenue. A portion of the remuneration is paid as an allowance for expenses incurred in the discharge of duties associated with the office. The remuneration is paid, in part, in recognition of the time Council members must spend away from their families, businesses or employment to fulfill the requirements of public office.

ii.   Subject to paragraph iii, annual adjustments to Council remuneration are based on policy which uses the Consumer Price Index published by the Government of Canada for Greater Vancouver.

iii.   Council should consider whether a review and update of Council remuneration should occur during the last year of each three year term.

III.   DUTIES AND RESPONSIBILITIES OF INDIVIDUAL COUNCILLORS

Councillors, in exercising their powers and meeting their obligations, have the following duties and responsibilities:

A.   **Council Activity**

As a member of Council, each Councillor will:

i.   Exercise good judgment;

ii.   Use his/her ability, experience, and influence constructively;

iii.   Respect confidentiality and in particular not disclose to the public confidential Council or Corporation information or documents;

iv.   Whenever possible, advise the Mayor and the CAO in advance of introducing significant and previously unknown information at a Council meeting;

v.   As necessary and appropriate, communicate with the Mayor and CAO between meetings;

vi.   Be available as a resource to the Mayor, CAO, and Council;

vii.   Demonstrate a willingness and availability for individual consultation with the Mayor or the CAO; and

viii.   Ensure that his or her personal contact information is current and distributed.

COUNCIL SELF-GOVERNANCE STRUCTURE AND PROCESSES

B. **Preparation and Attendance**

To enhance the effectiveness of Council and committee meetings, each Councillor will:

i   Prepare for each Council and committee meeting by reading the reports and background materials provided for the meeting;

ii   Maintain an excellent Council and committee meeting attendance record; and

iii   Ensure there is adequate information necessary for decision-making.

C. **Committee Work**

In order to assist Council committees in being effective and productive, a Councillor will:

i.   Participate on committees when appointed and become knowledgeable about the purpose and goals of the committee; and

ii.   Understand the process of committee work, and the role of management and staff supporting the committee.

D. **Internal Council Communication**

Communication is fundamental to Council effectiveness and, therefore, each Councillor will:

i   Participate fully and frankly in the deliberations and discussions of Council;

ii   Encourage free and open discussion of the affairs of the Corporation by Council;

iii   Ask questions and seek clarification, in an appropriate manner and at proper times; and

iv.   Provide Council with regular briefings regarding appointments to and the progress of various committees, commissions, and stakeholder organizations.

E. **Knowledge of the Corporation, Stakeholders and Public**

Recognizing that decisions can only be made by well-informed Councillors, each Councillor will:

i.   Become generally knowledgeable of the business of the Corporation and its stakeholders;

ii.   Develop an understanding of the unique role of the Corporation in the success of Whistler;

COUNCIL SELF-GOVERNANCE STRUCTURE AND PROCESSES

iii.   Maintain an understanding of the regulatory, legislative, business, social, and political environments within which the Corporation operates; and

iv.   Become professionally acquainted with senior management of the Corporation.

IV.   DUTIES AND RESPONSIBILITIES OF THE MAYOR

The Mayor is the head and Chief Executive Officer of the municipality. In addition to the responsibilities as a member of Council, the Mayor has the following responsibilities:

A.   The Public

i.   Preside at public meetings;

ii.   Be one of the primary spokespersons for the Corporation and the community, ensuring that the will of Council is reflected;

iii.   In conjunction with the CAO, ensure that Council and management are appropriately represented at official functions and meetings with stakeholder groups and members of the public; and

iv.   Undertake public service activities, as requested by Council and the CAO, in connection with the Corporation's communication objectives.

B.   Council

i.   Establish standing committees and appoint persons to those committees and if necessary remove persons;

ii.   Recommend the appointment of Council members to various commissions committees and stakeholder organizations;

iii.   Maintain a close effective liaison with the CAO to facilitate the efficient conduct of Council related activities;

iv.   Act as a sounding board for Councillors and be the liaison between Council and Management;

v.   Ensure the timeliness of actions set by Council and ensure that the Council's fiduciary responsibilities are fulfilled;

vi.   Attend committee meetings as appropriate and ensure the committee's functions and responsibilities are fulfilled;

COUNCIL SELF-GOVERNANCE STRUCTURE AND PROCESSES

vii. Together with the CAO, keep abreast of evolving governance practices and recommend for consideration of Council any changes in practices, policies, bylaws or administration support which might enhance the performance of the Council or otherwise be in the best interests of the Corporation and/or the community;

viii. Ensure Council and committee meetings are conducted in an efficient, effective and focused manner, and ensure the Council is performing effectively overall;

ix. Provide leadership to the Council, including recommending bylaws, resolutions and other measures that assist the peace, order and good government of the Municipality and assist the Council in reviewing and monitoring the strategy, policy and direction of the Corporation and the achievement of its objectives;

x. Maintain a liaison and communication with all Councillors and Committee Chairs to co-ordinate input from Councillors, and optimize the effectiveness of the Council and its committees;

xi. Provide Council with regular briefings regarding appointments to, and the progress of, various committees;

xii. As necessary and appropriate, communicate with individual Councillors and the CAO between meetings;

xiii. Review and assess Councillor attendance at meetings and address any concerns with the Councillor in question;

xiv. In collaboration with the CAO, ensure information requested by Councillors or committees is provided and meets their needs;

xv. In conjunction with the Chair of committees of Council, review and assess the meeting attendance and performance of Committee members; and

xvi. Help ensure that Council performs at a strategic level.

C. **Management**

i. Guide Council in monitoring and evaluating the performance of the CAO, ensuring the accountability of the CAO;

ii. Provide advice to the CAO on major policy issues and new strategic initiatives;

iii. Act as the principal sounding board, counsellor and confidante for the CAO, including helping to review strategies, define issues, maintain accountability, and build relationships;

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iv.   Work with the CAO to ensure effective relations with Councillors, stakeholders and the public;

v.   Ensure that the CAO is made aware of any issues or concerns held by individual Councillors or by the Council collectively;

vi.   Work closely with the CAO to ensure that management strategies, plans and performance are appropriately presented to Council; and

vii.   Suspend municipal officers and employees in accordance with the Community Charter.

V.   TEAMWORK

The Corporation has a mandate to facilitate the realization of the community's aspirations. Furthermore, the Corporation is a large, complex, multi-dimensional organization which is responsible for delivering a diverse range of services.

Teamwork is essential. Teamwork, however, requires effective communication, knowledge, effort, and will. The concepts central to teamwork must be understood and applied (e.g. goal-setting, focus, coaching, effort, commitment, synergy, pursuit of excellence, solidarity/mutual support, positive outlook, practice, starting with the end in mind). As well, each individual must be genuinely committed to the team and must be willing to "elevate" the team's needs and interests.

In reality, the Corporation operates as a "team of teams". The "macro" team is the Council. It determines the context in which the various "micro" teams function and sets the tone and standard for the "micro" teams. Of particular importance, is the respect-trust-relationship orientation which Council brings to its dealings with staff and one another.

VI.   CODE OF CONDUCT AND CONFLICT OF INTEREST GUIDELINES FOR COUNCILLORS

A.   Purpose

The commitment of the Resort Municipality of Whistler (the Corporation) is to excellent local government by engaging in relationships that:

i.   Are ethical and transparent;

ii.   Will withstand the highest degree of public scrutiny; and

iii.   Will assure public confidence in the Corporation and the process(es) by which it will achieve its vision.

This commitment requires that the affairs of the Corporation be managed in an environment that ensures stringent standards of ethical behaviour, demonstrating honesty, integrity, and fairness in everything we do.

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The purpose of this guideline is to establish standards of conduct expected and required of all Councillors of the Corporation, consistent with this overriding commitment.

The following standards are not intended to be exhaustive. If questions arise, they should be settled in accordance with the general principles in this document, the exercise of sound business and ethical judgment, and consultation with the Chair of the Governance Ethics Committee and CAO.

These standards consist of principles, duties, ethical and conflict of interest standards, and requirements for implementation. All of these elements are of equal importance.

B.   **Standards of Conduct Imposed By Law**

Standards of conduct and duties of Councillors emanate from common law obligations and the Community Charter. In general, these duties can be described as follows:

i.   **Duty of Loyalty**

A Councillor must act in what he/she believes to be the best interests of the Corporation as a whole so as to preserve its assets, further its business and promote the purposes for which it was formed, and in such a manner as a faithful, careful, and ordinarily skilled Councillor would act in the circumstances.

A Councillor must avoid situations where the Councillor could personally gain or profit from the Corporation, appropriate a business opportunity of the Corporation, or otherwise put him/herself in a position of conflict, real or apparent, between their own private interests and the best interests of the Corporation.

> (Please Note: A **private interest** is not limited to a pecuniary or economic advantage and can include any real or tangible interest that personally benefits the Councillor, a member of his/her household, or an organization with which the Councillor is affiliated. A private interest does not include an interest that applies to the general public or affects an individual as one of a broad class of the public. An **apparent conflict** exists when there is a reasonable perception, which a reasonably well informed person could have that a Councillor's ability to exercise his duty was or will be affected by the Councillor's private interest.

A Councillor must maintain the confidentiality of information received by him/her in his/her capacity as a Councillor.

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ii. **Duty of Care**

Councillors owe a duty of care to the Corporation and must exercise the degree of skill and diligence expected from an ordinary person of his or her knowledge and experience. This means:

a. The standard of behaviour expected of a Councillor will depend upon the particular skills or experience that the Councillor brings to the Corporation in relation to the particular matters under consideration.

b. The Councillor must be proactive in the performance of his or her duties by:

1. Attending meetings

2. Participating in a meaningful way; and

3. Being vigilant to ensure the Corporation is being properly managed and is complying with laws affecting the Corporation.

c. In fulfilling their duty of care, Councillors have a responsibility to the Corporation to ensure that systems are in place to provide Councillors with the information they need to make informed decisions.

iii. **Duty to Disclose**

The duty of loyalty requires a Councillor to avoid situations that place them in a position of conflict, real or perceived, between their private interests and the interests of the Corporation. However, if a conflict of interest should arise, a Councillor has a duty to disclose fully and properly the nature and extent of the interest to the Mayor and CAO and to declare the general nature of any direct or indirect pecuniary or other interest in a matter at a Council or Committee meeting before participating in respect of the matter and leave the meeting during consideration of the matter.

iv. **Other Duties**

Federal and provincial legislation extends to Councillors for various actions or omissions (e.g. environmental protection legislation). Councillors should be familiar with the relevant legislation applicable to the Corporation and Corporation Officials and should be satisfied that appropriate safeguards are in place to ensure the Corporation's compliance with the legislation.

COUNCIL SELF-GOVERNANCE STRUCTURE AND PROCESSES

C.   **Appropriate Conduct**

     i.   **Avoid Conflict of Interest**

          a.   Councillors shall avoid situations a) that may result in a conflict or perceived conflict between their personal interests and the interest of the Corporation, and b) where their actions as Councillors are influenced or perceived to be influenced by their personal interests.

          b.   In general, a direct or indirect pecuniary interest exists for Councillors who use their position as elected officials to benefit themselves, friends or families. As well, a common law conflict of interest or bias may exist when Councillors consider matters at Council or Committee Meetings.

          c.   Full disclosure enables Councillors to resolve unclear situations and gives an opportunity to address conflicting interests before any difficulty arises.

     ii.   **Compliance with the Law**

          a.   Each Councillor must at all times fully comply with applicable law and should avoid any situation, which could be perceived as improper or unethical. As well, a Councillor should avoid displaying a cavalier attitude toward compliance with the law.

          b.   Councillors are expected to be sufficiently familiar with any legislation and bylaws that apply to their position as members of Council and to recognize potential liabilities, seeking legal advice where appropriate.

     iii.   **Corporate Information and Opportunities**

          a.   Each Councillor shall ensure that the confidentiality of confidential information is maintained.

          b.   A Councillor must not engage in any financial transactions, contracts, or private arrangements for personal profit, which accrue from or are based upon confidential or non-public information, which the Councillor gains by reason of his/her position as a Councillor.

          c.   Confidential information that Councillors receive through their office must not be divulged to anyone other than persons who are authorized by Council to receive the information. A Councillor must not use information that is gained due to his or her position or authority, which is not available to the general public, in order to further the Councillor's private interest. Councillors must also not offer such information to spouses, associates, immediate family, friends, or persons with whom the Councillor is connected by frequent or close association.

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iv.   **Preferential Treatment**

Councillors must not act in their official role to assist organizations in their dealings with the Corporation if this may result in preferential treatment to that organization or person.

v.   **Corporate Property**

Councillors must not use corporate property to pursue their private interests or the interests of their spouse, their minor children, or a private corporation controlled by any of these individuals. Corporate property includes real and tangible items such as land, buildings, furniture, fixtures, equipment, and vehicles and also includes intangible items such as data, computer systems, reports, information, proprietary rights, patents, trademarks, copyrights, logos, name, and reputation.

vi.   **Gifts, Benefits, and Entertainment**

a.   Councillors must not solicit or accept benefits, entertainment, or gifts in any way related to the Councillor's duties or responsibilities with the Corporation.

b.   A Councillor generally may only accept gifts, hospitality, or other benefits associated with their official duties and responsibilities if such gifts, hospitality or other benefits:

1.   Are received as an incident of the protocol or social obligation that normally accompany the responsibilities of office;

2.   Are a lawful representation,;

3.   Are a lawful campaign contribution; and

4.   Subject to the requirement to disclose permitted gifts worth more than $250 each or $250 accumulated during a 12 month period.

c.   Any other benefit should be returned to the person offering it as soon as practicable. If there is no opportunity to return an improper gift or benefit, or where the return may be perceived as offensive for cultural or other reasons, the gift must immediately be disclosed and turned over to the Mayor who will make a suitable disposition of the item.

d.   Councillors will comply with all laws relevant to their conduct in relation to Corporation activities. These laws include, without limiting the generality of the foregoing, the Community Charter, Criminal Code and the Competition Act.

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vii. **Working Relationships**

Councillors and individuals who are direct relatives or who permanently reside together may be employed or hold office but Council must ensure that sufficient safeguards are in place to ensure that the Corporation's interests are not compromised.

viii. **Allegations of Wrongdoing**

a. Councillors have a duty to report any activity which:

1. They believe contravenes the law;

2. Represents a real or apparent conflict of interest, a breach of these standards, or a breach of the Corporation's Code of Conduct;

3. Represents a misuse of Corporation funds or assets; or

4. Represents a danger to public health, safety, or the environment.

b. The Corporation will treat any reports of wrongdoing in confidence unless disclosure of the information is authorized and permitted by law. Councillors will not be subject to discipline or reprisals for bringing forward, in good faith, allegations of wrongdoing

D. **Implementation**

i. **Administration and Enforcement of the Code of Conduct and Conflict of Interest Guidelines**

The Corporation has designated the Municipal Clerk as responsible for the administration and monitoring of these guidelines. The Municipal Clerk has the responsibility to:

a. Act as a resource to provide central responsibility for administering this Code of Conduct and Conflict of Interest Guidelines; and

b. Monitor the degree of compliance with these guidelines and report thereon to the Governance and Ethics Committee.

The Chair of the Governance and Ethics Committee and Municipal Clerk will ensure Councillors receive appropriate guidance and training on ethical subjects, as well as the content and meaning of these guidelines.

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ii. **Reporting an Alleged Breach**

a. A Councillor shall report an alleged breach of these guidelines first to the Governance and Ethics Committee, with a copy to the Municipal Clerk.

b. The role of the Governance and Ethics Committee will be to:

1. Ensure a copy of the report is immediately provided to the Councillor who is the subject of the report, with an invitation to provide a response;

2. Review the documents which describe the report and response;

3. Identify the issues which are raised in these documents;

4. In conjunction with management, facilitate an opportunity for cooperative dialogue among management, the Councillor(s) who has lodged the report and the Councillor(s) who is the subject of the report in an effort to satisfactorily resolve the matter; or alternatively, reach a common understanding of the facts; narrow and define the unresolved issues, and refer them, together with specific questions to the Ethics Commissioner for adjudication and response.

5. The Ethics Commissioner may inspect documents and interview individuals regarding matters, which, in his/her discretion, are or may be relevant to a report of an alleged breach of these Guidelines.

6. The Ethics Commissioner shall submit his/her conclusions regarding the alleged breach of these Guidelines with recommendations as to the appropriate course of action to the Chair of the Governance and Ethics Committee who will, in turn, refer such report and recommendations to the next meeting of Council.

7. Time will always be of the essence in dealing with any report of an alleged breach of these Guidelines.

iii. **Disclosure of Interests**

The following outlines the procedures for disclosure of interests by Councillors:

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a. Completion, upon election as a Councillor, and annually thereafter, of a formal written declaration of interests of the Councillor. Such interests should include all corporations or other legal entities of which such Councillor is an officer, a director, a significant investor, or is in some manner able to exercise, directly or indirectly, influence over the affairs of such entity. Indirect influence includes, in this context, influence through the Councillor's spouse, a member of his/her household or a private corporation controlled by any of these individuals;

b. Supplementary written declarations of interest by Councillors when and if they have a change in their circumstances;

c. In the case where a real or apparent conflict of interest arises that has not previously been realized or disclosed in the Councillor's written declaration of interests, the legal requirement is that the Councillor declare the conflict at the meeting of Council at which the question of entering into the contract is first taken into consideration, or if the Councillor is not at the date of that meeting interested in the proposed contract, at the next meeting of the Council after he/she becomes so interested, and in a case where the Councillor becomes interested in a contract after it is made, the declaration is to be made at the first meeting of Council held after the Councillor becomes so interested.

d. The Municipal Clerk will ensure declarations of interest and/or declared conflicts of interest are shared with all members of Council and that they are regarded as confidential to the extent they contain personal information provided by Councillors.

It is understood and agreed that completion and delivery by a Councillor of the formal written declaration of interests described herein is intended to assist the Councillor in carrying out his/her obligation to disclose a real or apparent conflict of interest. However, it does not relieve the Councillor from his/her personal legal obligations to disclose and remedy a specific conflict and potential consequences or sanctions for breach thereof.

e. Compliance with the Financial Disclosure Act.

iv. **Actions where a Councillor Identifies a Conflict of Interest Involving Him/Herself**

a. The minimum first step is to ensure the interest has been disclosed fully and properly to Council in accordance with section D. ii. above;

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b.   If the conflict of interest is one that involves a contract for pecuniary gain with the Corporation that is subject to the procedure set forth in Section D. iii. c. above, then the Councillor must notify management and/or the Mayor, and, if the contract is approved by Council, submit his/her resignation forthwith;

c.   If the conflict of interest is not one that requires the Councillor to resign and he/she is present at a meeting considering the matter, then the Councillor will:

    1.   Disclose the conflict and the general nature of his/her interest and/or remind the meeting participants of his/her previous disclosure of the interest;

    2.   Withdraw from deliberations or debates, avoid giving recommendations or advice or in any way assuming responsibility for or participation in the decision-making relating to the matter;

    3.   Remove him/herself, for the period of time during which the matter is being discussed and decided, from the meeting room; and

    4.   Abstain from voting on the matter.

v.   **Consequences/Sanctions for a Breach**

In the event of a breach of these Guidelines, appropriate actions should reflect the nature, magnitude, and seriousness of the breach. The Ethics Commissioner will recommend appropriate action for approval by Council.

The following are examples of consequences a Councillor may face if found to be in breach of these Guidelines:

a.   The Councillor may be required to make full restitution to the Corporation;

b.   The Councillor may be offered the opportunity to resign his/her position with the Corporation;

c.   The Corporation or member of the public may consider taking legal action against the Councillor to recover moneys or to disqualify the Councillor;

d.   Council or the Mayor may remove the Councillor from a Committee or Acting Mayor duties; and

e.   The council may pass or motion of censure.

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The foregoing is not an exhaustive list and does not preclude any other sanctions or courses of action that might be available.

VII.   THE ROLE OF COMMITTEES OF COUNCIL

Standing Committees of Council may be created by the Mayor for the purposes of undertaking specific work of Council and providing advice and recommendation to Council as a whole.

Committees and taskforces other than Standing Committees of Council may be established by Council.

The current Standing Committees of Council are:

i.   Audit and Finance;

ii.   Governance and Ethics; and

iii.   Human Resources.

This structure is subject to change from time to time as Council considers which of its responsibilities can best be fulfilled through more detailed review of matters in a committee format.

VIII.   TERMS OF REFERENCE FOR THE AUDIT AND FINANCE STANDING COMMITTEE

A.   **Purpose**

i.   The primary function of the Audit and Finance Standing Committee (AFSC or the Committee) is to assist Council in fulfilling its oversight responsibilities by reviewing:

a.   The financial information that will be provided to Council;

b.   The systems of internal controls that have been established by management and Council and their adequacy to ensure the Corporation meets its financial commitments; and

c.   All audit processes.

ii.   Primary responsibility for the financial reporting, information systems, risk management and internal controls of the Corporation is vested in management and is overseen by Council.

B.   **Composition**

i.   The Committee shall be comprised of three (3) Councillors.

ii.   Committee members shall be appointed by the Mayor.

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iii.   The Chair of the Committee shall be appointed by the Mayor.

C.   Duties and Responsibilities

Subject to the powers and duties of Council, the Committee will exercise the following authority, powers and duties:

i.   Financial Statements and Other Financial Information

The Committee will review and recommend for approval to Council, financial information that will be made available by the Committee Chair to Council. This includes:

a.   Review and recommend approval of the Corporation's annual financial statements and report to Council before the statements are approved;

b.   Review and approve for release the Corporation's quarterly financial statements;

c.   Review and recommend to Council for approval, the financial content of the annual report and any reports required by government or regulatory authorities;

d.   Review the appropriateness of accounting policies and financial reporting practices used by the Corporation; and

e.   Review any significant proposed changes in financial reporting and accounting policies and practices to be adopted by the Corporation.

ii.   Risk Management, Internal Control and Information Systems

The Committee will review and obtain reasonable assurance that the risk management, internal control and information systems are operating effectively to produce accurate, appropriate and timely management and financial information. This includes:

a.   Review the Corporation's risk management controls and policies;

b.   Obtain reasonable assurance that the information systems are reliable and the systems of internal controls are properly designed and effectively implemented through discussions with and reports from management and the external auditor;

c.   Monitor compliance with statutory and regulatory obligations; and

d.   Monitor compliance with Levels of Financial Authority.

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iii.   **External Audit**

The Committee will review the planning and results of external audit activities and the ongoing relationship with the external auditor. This includes:

a.   Review and recommend to Council for approval, engagement of the external auditor;

b.   Review the annual external audit plan;

c.   Meet with the external auditor to discuss the Corporation's annual financial statements and the auditor's report including the appropriateness of accounting policies and underlying estimates;

d.   Review and advise Council with respect to the planning, conduct, and reporting of the annual audit, including but not limited to:

1.   Any difficulties encountered, or restriction imposed by management, during the audit;

2.   Any significant accounting or financial reporting issue;

3.   The auditor's evaluation of the Corporation's system of internal controls, procedures, and documentation; and

4.   The post audit or management letter containing any findings or recommendation of the external auditor, including management's response thereto, and the subsequent follow-up to any identified internal control weaknesses; and any other matters the external auditor brings to the Committee's attention; and

e.   Meet periodically, and at least annually, with the external auditor without management present.

iv.   **Other**

a.   Review insurance coverage of significant risks and uncertainties;

b.   Review material litigation and its impact on financial reporting; and

c.   review the terms of reference for the Committee annually and make recommendations to Council, as required.

D.   **Accountability**

The Committee shall report its discussions to Council, by distributing the minutes of its meetings and where appropriate, by oral report at the next Council meeting.

COUNCIL SELF-GOVERNANCE STRUCTURE AND PROCESSES

E.   Committee Timetable

The timetable, to follow, outlines the Committee's schedule of activities.

Activity	Who	When
• Review material litigation and its impact on financial reporting	• AFSC • Council	• November
• Review the annual external audit plan	• AFSC	• November
• Review annual financial statements	• AFSC • Council	• May
• Review financial content of annual report	• AFSC	• May
• Review and recommend engagement of the external auditor	• AFSC • Council	• May
• Monitor compliance with Levels of Financial Authority	• AFSC	• May
• Monitor compliance with statutory and regulatory obligations	• AFSC	• May
• Review risk management controls and policies	• AFSC	• May
• Review information and internal control systems	• AFSC	• May
• Review insurance coverage of significant risks and uncertainties	• AFSC • Council	• November
• Review terms of reference for the Committee	• AFSC • GSC • Council	• November

COUNCIL SELF-GOVERNANCE STRUCTURE AND PROCESSES

IX.   TERMS OF REFERENCE FOR THE GOVERNANCE AND ETHICS STANDING
        COMMITTEE

A.   **Purpose**

The primary function of the Governance and Ethics Committee (the "GAESC") is to
provide a focus on governance and ethics that will enhance the performance of
Council while maintaining for the highest of public trust and confidence. The
Committee assesses and makes recommendations regarding Council effectiveness
and, within the limits of the Community Charter and the Bylaws, establishes and
leads the process for ongoing development of Councillors. Further, the committee
develops and recommends changes to the Code of Conduct and Conflict of Interest
Guidelines to Council for approval and provides oversight advice and direction with
respect to the implementation of the guidelines.

B.   **Composition**

i.   The Committee shall be comprised of three (3) Councillors.

ii.   Committee members shall be appointed by the Mayor.

iii.   The Chair of the Committee shall be appointed by the Mayor.

C.   **Duties and Responsibilities**

Subject to the powers and duties of Council, the Committee will exercise the
following authority, powers, and duties:

i.   **Governance**

The GAESC will review current standards in governance and the Council
Governance Manual, and make recommendations for changes to Council.
Specifically, the GAESC is responsible for:

1.   Reviewing annually the characteristics of a high-performing Council;

2.   Preparing the annual Council Calendar for approval by the Council
        and reviewing the Council Terms of Reference and Operating
        Guidelines;

3.   In consultation with each Committee, review the terms of reference
        for that Committee; and

4.   Reviewing annually the Corporation's legislative compliance
        reporting.

ii.   **Ethics**

The GAESC will be responsible for developing and managing the Code of
Conduct and Conflict of Interest Guidelines as follows:

COUNCIL SELF-GOVERNANCE STRUCTURE AND PROCESSES

1. Develops and periodically reviews the Code of Conduct and Conflict of Interest Guidelines for recommendation to Council.

2. Monitors the implementation of the Code of Conduct and Conflict of Interest Guidelines.

3. Assists Councillors and senior staff in interpreting and implementing the Code of Conduct and Conflict of Interest Guidelines.

4. Recommends the appointment and mandate of the Ethics Commissioner to Council for approval.

5. Reports out annually to Council.

iii.   Council Evaluation

Council will undertake a Council performance evaluation at least once a year. This process will be managed by the GAESC, as follows:

1. Prepare Council Evaluation Questionnaire based on the Council Terms of Reference and Operating Guidelines and the characteristics of a high performance Council;

2. Review the Questionnaire with Council and distribute it to each Councillor;

3. Summarize the results of the Questionnaires and discuss with Council; and

4. Recommend change improvements as appropriate.

iv.   Policies

The GAESC will annually review the policies pertaining to governance and recommend amendments to Council. As well, the GAESC will consider issues of policy interpretation and in conjunction with legal counsel where necessary, provide guidance to Council.

D.   Accountability

The Committee shall report its discussions to Council by distributing the minutes of its meetings and where appropriate, by oral report at the next Council meeting.

COUNCIL SELF-GOVERNANCE STRUCTURE AND PROCESSES

E.   **Committee Timetable**

The timetable below outlines the Committee's schedule of activities.

Activity	Who	When
• Prepare Annual Council Calendar for review with Council	• GAESC • Council • CAO	• December
• Review Council Terms of Reference and Operating Guidelines	• GAESC • Council • CAO	• December
• Review Standing Committee Terms of Reference	• GSC • CAO	• December
• Review with Council characteristics of high-performing Councils	• GAESC • Council	• January
• Council Performance Self-Evaluation	• GAESC • Council	• June
• Report to Council on Council Performance	• GAESC • Council	• July
• Review annually the ethics policy	• GAESC • Council	• December

X.   **TERMS OF REFERENCE FOR THE HUMAN RESOURCES STANDING COMMITTEE**

A.   **Purpose**

The purpose of the Human Resources Standing Committee (HRSC) is to assist Council in fulfilling its obligations relating to human resource and compensation matters, including the establishment and maintenance of a plan for continuity and development of senior management.

B.   **Composition**

i.   The HRSC shall be comprised of three Councillors, and one of whom is the Mayor.

ii.   The HRSC shall meet at least three times per year, with additional meetings at the discretion of the Committee Chair.

iii.   Committee members shall be appointed by the Mayor.

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iv.   The chair of the Committee shall be appointed by the Mayor.

C.   **Duties and Responsibilities**

The HRSC will:

i.   Recommend a performance evaluation process for the Chief Executive Officer and, when approved, ensure the process is implemented.

ii.   Review and recommend the compensation policy and guidelines for the Corporation.

iii.   Review with the CAO, hiring and dismissal decisions concerning senior management.

iv.   Review annually the CAO's succession plans for senior management, including specific development plans and career planning for potential successors.

v.   Review with the CAO his or hers proposed major changes in the management organizational structure.

vi.   Review with the CAO any significant outside commitments that the CAO is considering before the commitment is made. This includes commitments to act as a director or trustee of for-profit and not-for-profit organizations.

vii.   Review and recommend to Council the annual compensation package for the CAO.

viii.   Review annually the Committee's term of reference and recommend changes if necessary.

D.   **Accountability**

The HRSC shall report its discussions to Council by distributing the minutes of its meetings and where appropriate by oral report at the next Council Meeting.

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E.   **Committee Timetable**

The timetable below outlines the Committee's schedule of activities:

Activity	Who	When
• Review succession plans for senior management	• HRSC • CAO	• February
• CAO Performance Evaluation	• HRSC • CAO • Council	• February - March • (CAO Evaluation Process)
• Review compensation policy and guidelines	• HRSC • CAO • Council	• September
• Review CAO's compensation package	• HRSC • CAO • Council	• October
• Review HRSC terms of reference	• HRSC • GESC • Council	• October

Council Guidelines and Accountabilities

COUNCIL GUIDELINES AND ACCOUNTABILITIES

This section outlines how Council will carry out its duties and the manner in which Council delegates authority to the Chief Administrative Officer (CAO) to conduct the activities of the municipality.

I.   OPERATING GUIDELINES FOR COUNCIL

The terms of reference for Council define its role. The operating guidelines describe how Council will carry out its duties in achieving the goals of municipal government.

A.   Corporate Strategic Planning

The Resort Municipality of Whistler is committed to planning for the future of the community. Addressing this priority involves significant attention to process and open, responsive communication with stakeholders and citizens.

Accordingly, the Municipality also seeks input from its partners and citizens before significant planning or strategic decisions are made. Such input is achieved through workshops, open houses, public meetings, telephone and mail-in surveys and ad hoc task forces involving interested residents, businesses or property owners, Municipal Councillors and Municipal staff.

Additional tools are constantly being developed or updated to ensure that the communities aspirations are well understood, and that services are appropriate.

Whistler 2020 – Moving Towards Sustainability is the overarching strategic community wide plan that sets out a shared vision for Whistler and outlines how the vision will be achieved. Progress towards achieving the shared vision will be determined by the *Whistler 2020 Monitoring and Reporting Program*, which will help us learn and adapt as required.

B.   Five Year Financial Plan

The Community Charter requires municipalities to prepare a Five Year Financial Plan to be adopted annually by bylaw.

i.   The Five Year Plan must be adopted annually by bylaw prior to the date (before May 15) on which the Annual Property Tax Bylaw is adopted.

ii.   The Act requires Council to undertake a public consultation process to review the proposed Financial Plan before it is adopted.

iii.   The Five Year Financial Plan can be compared to a Business Plan in the private sector. Like the Business Plan, the Plan takes all the known financial policies and strategies and integrates them with the proposed operating, capital and investment plans to develop a financial blueprint that guides the Municipality's future. The Five Year Financial Plan will be integrated with Whistler 2020 – Moving Towards Sustainability.

COUNCIL GUIDELINES AND ACCOUNTABILITIES

iv.   In the private sector, a sound Business Plan is important for success. It is one of the ways financial institutions, investors, suppliers and shareholders evaluate their future relationships with a firm.

v.   In the public sector, a Financial Plan allows the opportunity for current and future stakeholders (citizens, taxpayers, developers, merchants and potential partners) to evaluate and participate in planning the Municipality's financial future.

vi.   The Plan will ensure that the Municipality's limited resources are used in the most cost effective manner.

C.   Annual Audit

i.   The Community Charter requires that Council appoint an auditor and that audited financial statements be prepared and presented to Council annually with a report from the auditor.

ii.   The Act outlines the requirements for auditors and the audit. The year-end for the Municipality is December 31, and the audited financial statements must be prepared by May 15th and submitted to Council at a public meeting by June 30th.

D.   Risk Management

Council should have a continuing understanding of the principal risks associated with the activities of the Corporation. It is the responsibility of management to ensure Council is kept well informed of changing risks.

The principal mechanisms through which Council reviews risks are:

i.   On-going reports by the management;

ii.   The strategic planning process; and

iii.   The Audit and Finance Committee.

E.   Internal Controls and Management Information Systems

Fundamental to the discharge of Council's overall responsibilities is the existence and review of control systems. A balance has to be achieved between appropriate controls relating to financial or other matters and unnecessary bureaucracy and costs.

F.   Performance Planning and Evaluation

Council will take responsibility for decisions, performance and achievements of agreed outcomes in the Municipality. It will set goals and targets as part of the Five Year Financial Plan process and will monitor and evaluate progress towards these.

COUNCIL GUIDELINES AND ACCOUNTABILITIES

Council will ensure that an annual Monitoring and Reporting Program is provided to the public that includes information on progress toward achieving Whistler 2020.

The plan will serve three key functions:

i.   Provide a high level statement of Council priorities that helps set the parameters within which the Council will take its decisions during the subsequent year;

ii.   Provide a source of information for Council and management, as well as the public, about the Council's performance and aspirations;

iii.   Provide the baseline and targets against which performance will be monitored during the year.

Fundamental to the governance and operating responsibilities of Council will be regular evaluation of the performance of the Municipality based on the Monitoring and Reporting Program.

II.   THE PERFORMANCE EVALUATION FOR THE CAO

The CAO is evaluated annually to ensure that he/she receives constructive and timely feedback on his/her performance. The performance evaluation of the CAO takes into account the responsibility and authority granted to the CAO. The performance evaluation of the CAO will be lead by the Human Resources Standing Committee.

A.   The Performance Evaluation Criteria

The following documents constitute the benchmarks against which the review takes place:

i.   A written statement of goals or primary objectives for the year under review. These goals have been agreed to by the CAO and Council at the beginning of the year under review.

ii.   The performance of the Corporation against objectives set out in the Business Plan.

iii.   Council approved terms of reference for the CAO (refer to Appendix II).

B.   CAO's Self-Appraisal

i.   The CAO writes his/her own self-appraisal judging his/her performance against the benchmarks outlined in the Performance Evaluation Criteria.

ii.   The CAO discusses his/her self-appraisal with the Human Resources Committee in advance of their evaluation of him/her.

COUNCIL GUIDELINES AND ACCOUNTABILITIES

iii.   The General Manager of Human Resources acts in an advisory capacity to the Human Resources Committee and Council.

C.   Council Involvement

i.   Each member of the HRSC develops an assessment of the CAO's performance and communicates this to the HRSC Chair. In developing their assessments, HRSC members will invite input from other Councillors.

ii.   The HRSC Chair consolidates the individual assessments into a draft Council Appraisal Statement and then reviews the draft statement with the HRSC.

iii.   The Mayor and the HRSC Chair discuss the draft Council Appraisal Statement (as modified) in general terms with the full Council before meeting with the CAO.

iv.   The HRSC Chair and the Mayor discusses the statement with the CAO.

D.   CAO Feedback

The CAO may provide a written response to the review to Council through the Mayor.

E.   Timing and Responsibilities

Activity	Who	When
• Business Plan is approved by Council for the coming year	• Council • CAO	• January
• CAO develops a set of objectives for the coming year that are approved by Council	• CAO • Council	• February
• CAO prepares self-appraisal for past year and submits to HRSC	• CAO • HRSC	• February
• CAO discusses self-appraisal with HRSC	• President • HRSC	• February
• HRSC members submit their written assessments of CAO to HRSC Chair	• HRSC	• February
• HRSC Chair summarizes input from HRSC members and reviews with the HRSC and Mayor	• HRSC Chair • HRSC • Mayor	• February

COUNCIL GUIDELINES AND ACCOUNTABILITIES

Activity	Who	When
• HRSC Chair and Mayor discuss the appraisal in general terms with Council	• HRSC Chair • Mayor • Council	• February
• HRSC Chair and Mayor finalize appraisal and review with CAO	• HRSC Chair • Mayor • CAO	• February
• CAO (if she/he wishes) provides written response to the Council through the Mayor	• CAO	• March

III. COUNCIL RELATIONS WITH MANAGEMENT AND STAFF

A. Contacts With Management and Staff

Council acknowledges that individual Councillors and management staff will have occasion to be in contact with one another outside Council meetings.

Councillors, individually, must use judgment in their contact with management and recognize that they do not have the authority to direct management or any other employee.

Written communications from Councillors to management staff will be copied to the Mayor and CAO. The expectation is that the Mayor and CAO will be kept advised of such discussions by either the Councillor or manager.

IV. GUIDELINES FOR COUNCIL IN ITS RELATIONSHIP WITH MANAGEMENT

A. Introduction

There are three parts to the following guidelines:

- Agreement on Basic Principles
- Outline of Responsibilities
- Governance Dos and Don'ts

The first part outlines overall principles of Council-Management relations. The second part maps out responsibilities of Council and management. The third part provides everyday guidelines for behaviour.

COUNCIL GUIDELINES AND ACCOUNTABILITIES

B. **Agreement on Basic Principles** [1]

To better understand Council's relationship to management, it is first important to establish agreement on the following:

i. Council's primary relationships as a governing body are **outside the organization**—with the community whose welfare and interests it serves—rather than inside the organization, with staff. Council's primary responsibility is to define the services, facilities and other benefits that, in its opinion, are desirable for all or part of the community—rather than directly controlling the implementation of programs and policies inside the municipal organization.

ii. Council's commitment is to representing the **ownership** interests of the community it serves; in effect the community are the "owners" of the municipality. A Council with a legitimate ownership relationship with the community will not act as if its job is to represent individual consumers of municipal services, special interest groups, or even staff. It will see its relationship with management as a way of ensuring that the resources of the overall community "owners" are effectively applied and shepherded—for the benefit of those consumers Council chooses, on behalf of "owners", to serve.

iii. As the ultimate policy-making authority of the municipality, Council serves its community **as a collective group**, not as individual Council members. The roles and responsibilities of the Council are defined first as a group and, only then, can the roles and responsibilities of individual Councillors be derived from these. Therefore, Council's primary relationship with management is as a group.

iv. The Council speaks authoritatively when it passes an official motion at a properly constituted meeting. Statements by individual Councillors have no authority. When the Council speaks, it is with "**one voice**" or not at all. "One voice" does not however require unanimous votes nor does it prevent individual Councillors from informing the group with their views and insights. But it does require all Councillors, even those who lost the vote, to respect the decision that was made. Once again, this principle applies to how Council and Councillors exert authority over management—collectively rather than independently.

[1] Much of the above discussion is based on the principles of the "Carver Policy Governance Model".

COUNCIL GUIDELINES AND ACCOUNTABILITIES

v. The **broad role** of Council is as a governing group. This defines its key relationships with management. Council's role is to be a proactive:

Advocate	Represent the community and bring their views into the Council's decision-making process; respond to enquiries fairly and impartially
Leader	Set strategic and policy direction and empower management
Overseer	Evaluate performance measures and hold management accountable
Steward	Shepherd resources of the Regional Municipality
Reporter	Report to the public, other governments, stakeholders, others

Based on *Board Roles and Accountabilities*, as defined by the BC Board Resourcing and Development office of the Province of BC. [WMC addition of the Advocacy role].

vi. While the Council has total authority over and accountability for the municipality, it **relies on management** to carry out the work of the municipality—that is to exercise most of the authority and fulfill most of the accountability. This belief in the need for professional management requires Council to clearly define the expectations that it has of management in helping Council fulfill its roles. These expectations are generally based on sound principles of delegation and include:

Council Role	Expectation of Management
Advocate	▪ Assist Council with information about community needs and in responding to community enquiries ▪ Act as an "ambassador" for the municipality along with the Mayor and Council, deriving authority from Council as a whole
Leader	▪ Provide professional advice and leadership to inform the strategic direction of Council ▪ Contribute proactively to development and evaluation of the policies and programs of the municipality ▪ Ensure that the policies and programs are implemented ▪ Provide overall corporate and operational management and exercise overall management responsibility for all staff
Overseer	▪ Assist Council with defining appropriate performance indicators and measures of "success" ▪ Advise and inform Council on the operation and affairs of the municipality in a consistent, effective and timely fashion
Steward	▪ Shepherd the resources of the Resort Municipality on a day-to-day basis ▪ Partner with Council in defining future resource requirements

COUNCIL GUIDELINES AND ACCOUNTABILITIES

Council Role	Expectation of Management
Reporter	▪ Assist Council with informing and dealing with the needs of the community and other constituents and seeking input from community leaders ▪ Be responsible for record keeping for all Council's decisions ▪ Be responsible, on behalf of Council, for reporting to the community on accomplishments and issues

vii.   It is a common principle in governing bodies that a board, and hence Council, should use a **single point of delegation** for meeting all the Council's expectations for organizational performance and should hold this position appropriately accountable. It is essential in this situation that the Council delegate to this position (of Chief Administrative Officer) all the authority that such extensive accountability deserves. By using a CAO, Council can express its expectations for the entire organization without having to work through all the internal divisions of labour.

viii.   The principle of single point of delegation is **clearly understood and applied** by both Council and staff in daily activities. If Council or Councillors bypass the authority of the CAO by directing their expectations at staff, not only is the principle of delegation undermined but so is the ability of the CAO to run the organization effectively. At the same time, if staff take note of what individual Councillors say to do, as if they work for individual Council members rather than the CAO, then Council should recognize this to be inappropriate behaviour and counter to the authority it has invested in the CAO.

ix.   There are some areas where Council steps in to define staff parameters, establishing certain limits to delegated authority—this is in areas which can jeopardize the **prudent and ethical conduct** of the organization. Council has the responsibility to be proactive in identifying unacceptable situations, such as conflicts of interest, or specifying ethical standards as well as creating values to guide the organization and staff in their behaviours. Council also has the responsibility of listening to staff who have legitimate complaints of misconduct that cannot be safely communicated through normal management channels and of putting in place procedures for staff "whistle-blowing".

x.   In all its relationships with management, Council should be mindful of the **detail** in which it involves itself, not only in matters requiring Council approval or decisions, but also in matters coming to Council or member attention for review or advice. In the continuum of size of issues, Council generally owns the broadest level, then successively smaller levels until it decides to delegate remaining decisions to be made by others. In deciding at which point to delegate, Council will remain mindful that excessive detail not only slows down decision and policy making but consumes the time of staff resources. Also, excessive detail in policies leaves little room for interpretation or flexibility that may be needed as circumstances change.

COUNCIL GUIDELINES AND ACCOUNTABILITIES

xi. For those matters which require Council decision, Council should be clear about its **expectations for management support**. It should also be mindful of distinguishing matters which require its approval from those about which it simply wishes to be informed. It should be clear in all such matters about:

- Who will prepare the case for decision or review
- Who will propose solutions
- Who will provide information
- Who will recommend solutions
- Who will review or advise
- Who will decide
- Who will execute/report after a decision is made.

B. **Outline of Responsibilities**

The following sets out an outline of responsibilities related to governance issues. They are indicative rather than comprehensive but provide general guidance.

Responsibility	Prepare/ Propose/ Inform	Recommend to Deciding Authority	Review/ Advise	Approve/ Decide	Execute/ Report
Direction					
Strategic Plan	Management	CAO	Council/ Community	Council	Management
Strategic Direction	Management/ Council	CAO	Council/ Community	Council	Management
Community Values (e.g. Sustainability)	Management/ Council	CAO	Council/ Ad Hoc Committee of Council/ Community	Council	Management Council
Vision and Mission	Mayor/ Councillors/ Management	Mayor/ Councilors/ CAO	Council	Council	Management Council
Strategic Initiatives	Mayor/ Councillors/ Management	CAO/ Management/ Ad Hoc Committee of Council	Mayor/ Council/ CAO/	Council	Management Council

COUNCIL GUIDELINES AND ACCOUNTABILITIES

Responsibility	Prepare/ Propose/ Inform	Recommend to Deciding Authority	Review/ Advise	Approve/ Decide	Execute/ Report
Organizational Performance					
Annual Business Plan	Management	CAO	Council/ Community	Council	Management
Annual Operating & Capital Budgets	Management	CAO	Council/ Community	Council	Management
Organizational Structure	CAO/ Management	CAO	Council/ HR Committee	CAO upon Advice of Council at senior levels	Management
Effectiveness of Processes & Practices	Management	CAO	Council	CAO	Management
Financial, Asset and Risk Management					
External Auditor	Management	CAO/ Finance & Audit Committee	Finance & Audit Committee	Council	Management
Investment and Asset Management	Management	CAO/ Finance & Audit Committee	Finance & Audit Committee	Council	Management
Assessment Rate and specified other charges	Management	CAO/ Finance & Audit Committee	Finance & Audit Committee	Council	Management
Risk Management Plan	Management	CAO/ Finance & Audit Committee of Council	Finance & Audit Committee	Council	Management

COUNCIL GUIDELINES AND ACCOUNTABILITIES

Responsibility	Prepare/ Propose/ Inform	Recommend to Deciding Authority	Review/ Advise	Approve/ Decide	Execute/ Report
Human Resource Management					
CAO Appointment	Council (may delegate to HR Committee)	Mayor/ HR Committee	Council	Council	Mayor
CAO Compensation	Council (may delegate to HR Committee) /CAO	Mayor/ HR Committee/ CAO	Council	Council	Mayor
CAO/Sr. Management Succession Plan	CAO	CAO	Council/HR Committee	CAO	CAO
CAO Objectives & Performance Evaluation	CAO/ Council/HR Committee	Mayor/ HR Committee	Council	Council	Mayor/ HR Committee
Executive Objectives & Performance Evaluation	CAO/ Executives	CAO	Council	CAO	CAO
Ethics, Conflict of Interest, Organizational Values	CAO/ Governance & Ethics Committee	Mayor/ Governance & Ethics Committee	Governance & Ethics Committee/ Council	Council	Management
Legal and Operational Issues					
By-Laws	CAO/ Management	CAO	Council	Council	CAO/ Management
Planning & Development	CAO/ Management	CAO	Council	Council	CAO/ Management
Municipal Services	CAO/ Management	CAO	Council	Council	CAO/ Management
Emergency & Security Planning	CAO/ Management	CAO	Council	Council	Management

COUNCIL GUIDELINES AND ACCOUNTABILITIES

Responsibility	Prepare/ Propose/ Inform	Recommend to Deciding Authority	Review/ Advise	Approve/ Decide	Execute/ Report
Governance Functions					
Governance Policies	CAO/Mayor/ Councilors/ Governance & Ethics Committee	Mayor/ Councilors/ CAO/ Governance & Ethics Committee	Council or Governance & Ethics Committee	Council	Council/ Mayor/ CAO
Meetings/ Agenda	CAO/Mayor/ Council/ Management	Mayor/ CAO/ Management	Council	Council	Management
Terms of Reference for Committees	Mayor/ Council Delegated to Governance & Ethics Committee	Mayor	Mayor/ Council Delegated to Governance & Ethics Committee	Council	Governance Committee
Appointment of Standing Committees/ Chairs	Mayor	Mayor	Council	Mayor	Mayor
Council Development & Orientation	CAO/Mayor/ Governance & Ethics Committee	CAO/Mayor/ Governance & Ethics Committee	Council	Council	CAO/ Management
External Relations and Communication					
Communica- tions Policy	Mayor/ Management	CAO	Council	Council	Management
Constituency Relations— Major Issues	Mayor/ Councillors/ CAO	Mayor/ Councillors/ CAO	Council	Council	Mayor/ Councillors/ CAO

COUNCIL GUIDELINES AND ACCOUNTABILITIES

C.   **Governance Do's and Don'ts**

To better assist Council in defining its governance relationship to management, the following do's and don'ts are provided for each of the Council's key roles.

Council Guidelines in its Governance Relationship with Management

Role	What to do	What not to do
Advocate	▪ Be committed to the well-being and viability of the community as a whole ▪ Prioritize community objectives and issues to be addressed ▪ Encourage and respect diverse points of view and vigorous debate ▪ Be fair and impartial in responding to constituent representations ▪ Deal with individual concerns or grievances and act as an advocate for constituents in a manner that respects the delegated authority and municipal priorities	▪ Advocate individual interests as if they represent the community as a whole ▪ Expect management to respond to each new issue ▪ Encourage detailed debate over minor issues or discourage debate ▪ Promote particular points of view to staff rather than take to Council for overall discussion ▪ Address individual constituent concerns or grievances without appropriate understanding of delegated authority and other points of view
Leader	▪ Be proactive in strategic thinking and provide clarity of long-term aims and objectives ▪ Make collective decisions and stand by them ▪ Provide leadership on ethics and integrity; be honest ▪ Have a positive, supportive and enthusiastic perspective; be open and constructive ▪ Consult and take professional advice from management	▪ Engage in unbalanced or random operational and tactical debates that take time away from strategic issues ▪ Fail to respect or attempt to reverse collective decisions ▪ Fail to demonstrate ethics and integrity as individuals ▪ Assume a critical perspective in all matters; challenge all proposals unduly ▪ Discourage or dismiss management input without cause
Overseer	▪ Focus on ends—such as community outcomes and their measures ▪ Ensure that the powers, duties and functions of the municipality are appropriately carried out	▪ Focus unduly on means—such as individual processes and practices ▪ Exercise powers or perform duties that are delegated to the CAO or designated staff

COUNCIL GUIDELINES AND ACCOUNTABILITIES

Role	What to do	What not to do
	- Independently and collectively obtain information from the CAO or designated staff - Spend appropriate time on oversight of important issues - Monitor Council's own performance and that of the CAO - Empower and support the CAO - Diligently prepare for meetings and use meeting time wisely; participate in development and training opportunities	- Independently take enquiries or complaints to department staff - Spend equal time on all issues, regardless of importance - Monitor the performance of individual staff - Undermine authority of the CAO - Rely on individual updates or training from management
Steward	- Demonstrate professionalism in making decisions, by-laws and policies for effective community development, quality services and wise use of resources - Focus on key stewardship issues and decisions that involve significant community impact, expenditure, political sensitivity or large numbers of staff - Seek appropriate information to understand and manage overall financial and other assets - Ensure effective succession planning for the CAO and the management team - Show respect and commitment toward municipal employees and for the dignity and worth of the services provided; learn about the organization and the capabilities of its human resources	- Reverse or fail to respect prior decisions without regard to consequences on the community and staff - Be involved in issues discussion and decision-making at all levels regardless of impact on the community - Micromanage details of programs, services, operating and capital budgets and municipal assets - Fail to respect the CAO's authority to select and manage his/her executive team - Question the efficacy of the municipal organization and individual staff capabilities/ performance in front of the public or other staff
Reporter	- Disclose conflicts of interest, real and perceived and act in a manner that clearly indicates no improper influence - Define and adhere to a communications policy	- Fail to address conflicts of interest or take on appointments that compromise ability to maintain public confidence - Communicate own opinions rather than Council views

COUNCIL GUIDELINES AND ACCOUNTABILITIES

Role	What to do	What not to do
	- Keep in confidence matters discussed in private at a council or council committee meeting - Keep track of options considered as well as reasons for decisions made	- Openly comment on Council disagreements when these were discussed in confidence - Fail to respect and ignore reasons for prior decisions

Guiding Principles and Policies
for Constituency Relations

GUIDING PRINCIPLES AND POLICIES FOR
CONSTITUENCY RELATIONS

I. INTRODUCTION

This section outlines the manner in which Council and management interact with constituents and stakeholders and underscores the need to develop meaningful partnerships if Whistler is to achieve its shared vision.

II. RELATIONSHIPS WITH CONSTITUTENTS AND STAKEHOLDERS

Council has a responsibility to:

a. Develop an understanding of the key stakeholders and the unique political, business, social and environmental factors affecting the success of Whistler

b. Establish and sustain relationships with key stakeholders, including but not limited to First Nations, Tourism Whistler, Chamber of Commerce, Whistler/Blackcomb, corridor municipalities, and School District No. 48 and to generate partnership agreements to clarify roles and responsibilities; and

c. Seek community input before significant planning or strategic decisions are made.

III. COUNCIL COMMUNICATIONS POLICY

a. Council has responsibility to approve the Corporation's Communications Policy.

b. The principal spokespersons for the Corporation in its communications with stakeholders and the public are the Mayor, CAO and the Public Information Officer. It is understood that other Councillors, the Deputy Administrator and General Managers may, from time to time, be requested to assist with such communications.

c. It is expected that when communications from stakeholders are made to the Mayor or other individual Councillors, management will be informed and consulted to determine an appropriate response to be made by the Corporation.

IV. EXTERNAL COMMUNICATIONS

Each Councillor is responsible for understanding and adhering to the guidelines regarding Councillor external communications which are outlined in the Communications Policy. When there is some doubt in a Councillor's mind regarding his/her external communications role, the Councillor must seek clarification from the Mayor or CAO.

GUIDING PRINCIPLES AND POLICIES FOR CONSTITUENCY RELATIONS

V. PUBLIC REPRESENTATION

In conjunction with the CAO, the Mayor ensures that Council and management are appropriately represented at official functions and meetings with stakeholder groups and members of the public.

VI. CONSULTATION AND PARTICIPATION

Consultation and participation are the cornerstone of modern democracy. The views and aspiration of the diverse range of interests within our community must be considered as we identify, plan for and respond to important issues.

It is important that citizens feel that they can have their concerns and opinions heard and considered by their local government representatives. Citizen satisfaction in this area indicates a healthy democratic process at work.

The Municipality will:

- Create mechanisms for citizen's participation in decision-making and policy development;

- Encourage the participation of people in decisions affecting their lives;

- Seek and use feedback from customers to improve customer satisfaction;

- Practice the most effective communication methods for the initiative or program;

- Make available on line relevant Municipal services;

- Provide consultation guides, including a citizens guide; and

- Provide e-consultation capacity.

VII. PARTNERSHIPS

The issues facing Whistler can not be addressed by any one agency working alone. Working together is essential if we are to achieve success and sustainability in the future.

Partnerships are fundamental to achieving Whistler 2020 – Moving Towards Sustainability. Whistler 2020 is a community wide plan that must be owned and actively supported by those who live, work and play in Whistler, along with major stakeholder groups, local and regional organizations.

Partnership Agreements with key stakeholders will form the foundation for moving forward collectively.

APPENDICES

CHARACTERISTICS OF A HIGH PERFORMANCE/ HIGH VALUE COUNCIL

CHARACTERISTICS

1.	Councillors recognize their primary obligations are to provide advice and counsel to management and to monitor management, and organization performance, <u>not to manage the organization</u>.
2.	Councillors place the interests of the organization above any representative or constituent interests they may hold.
3.	The Council has the tools and knowledge to effectively monitor the organization's performance.
4.	Councillors have a solid understanding of:
	(a) the organization;
	(b) the industry environment; and
	(c) the political and social environment in which the organization operates.
5.	Councillors receive information on a regular basis about the organization's:
	(a) financial performance; and
	(b) non-financial performance.
6.	The Council is regularly exposed to the senior management team and key managers on a formal and informal basis.
7.	The Council annually approves:
	(a) the strategic objectives; and
	(b) has the opportunity to work with management to provide input and advice prior to their finalization.
8.	The Council annually approves the organization's operating and capital plans.

CHARACTERISTICS OF A HIGH PERFORMANCE/ HIGH VALUE COUNCIL

CHARACTERISTICS
9. There are clear terms of reference for: (a) the Council;
(b) the Mayor;
(c) the CAO;
(d) the Committees; and
(e) an individual Councillor.
10. There is: (a) an annual comprehensive CAO evaluation process;
(b) involves input from each Councillor and the CAO.
11. The Council reviews and approves the compensation plan for: (a) the CAO; and
(b) the senior management reporting to the CAO.
12. The Council annually reviews and approves succession plans for: (a) the CAO; and
(b) the senior management team report to the CAO.
13. There are mechanisms in place that allow the Council to act independently of the CAO as necessary.
14. There is an annual review process for the evaluation of: (a) the performance of the Council as a whole;

CHARACTERISTICS OF A HIGH PERFORMANCE/ HIGH VALUE COUNCIL
CHARACTERISTICS
(b) the performance of committees, and
(c) the performance of individual Councillors.
15. The Councillors communicate freely with one another – with and without management.
16. Councillors:
(a) understand their common objectives;
(b) are willing to dedicate the time to accomplish them; and
(c) Committ to acting in a respectful manner towards one another.
17. There is a clear and well communicated set of Council guidelines or operating procedures to which the Council is committed.
18. The Council and CAO have mutual respect and an effective open relationship.

TERMS OF REFERENCE FOR THE CAO

A.   Role of the Chief Administrative Officer

The Chief Administrative Officer of the Resort Municipality of Whistler is responsible for managing the affairs of the organization in accordance with the policies and programs approved by Council.

The Chief Administrative Officer, under the direction of Council and in accordance with the Community Charter, relevant statutes, bylaws, and resolutions, maintains overall responsibility for effective and efficient coordination, directions and control of all financial and general administrative affairs and operations of the Municipality.

This position is responsible for providing leadership and guidance to Council and staff in the development and implementation of strategies, policies and programs that meet the needs of the resort community.

The Chief Administrative Officer plays a role within the SLRD on strategic issues affecting the Region and the Municipality.

B.   Environment and Scope

This position reports to Mayor and Council, and provides leadership for the organization through visioning, strategic planning, and special projects. This position refers to and/or consults with the Deputy Administrator and contributes as a member of the leadership team in the communication of municipal corporate objectives and adherence to the business plan.

The Chief Administrative Officer directly oversees the Deputy Administrator and provides guidance to the General Managers.

This position is challenged to develop and implement a plan to ensure the acquisition and effective management of the fiscal, physical, and human resources required by the Municipality to fulfill its mandate.

This position also assists Council by guiding, mentoring and educating Council and individual members as well as assisting the Council's Standing and Ad Hoc Committees to carry out their duties and responsibilities.

C.   Major Duties and Responsibilities

i.   Advice and Support to Council

    a.   Provide advice and support to Mayor and Council by recommending policies, programs, and services designed to meet the needs of the resort community, consistent with the strategic plan.

    b.   Inform the Mayor and Council of issues and developments of an operational or political nature that relate to the interests of the Municipality.

     c.   Provide advice to Council by recommending solutions to community issues and strategies for developing positive relationships with the community, resort partners, and other levels of government.

ii.   Strategic Plan

     a.   Coordinate the development of strategic plans that guide the actions of the municipality, charting the future, identifying critical issues to be addressed and setting annual objectives and strategies.

     b.   Develop multi year plans as well as annual work programs.

     c.   Guide and support the Deputy Administrator and General Managers in the annual business planning process.

     d.   Prepare and present to Council by November 30 each year a draft list of goals and objectives for the organization to achieve over the ensuing twelve months.

     e.   Submit to Mayor and Council on a regular basis an analysis of progress towards objectives established in the strategic plan, including rationale for any variances and potential recommendations for appropriate modifications of the plan.

iii.   Serve as the principal municipal liaison on external committees, commissions, and boards and with all other levels of government.

     a.   Maintain effective contact with municipalities, regional districts, relevant provincial government departments where the interests of the Municipality are affected.

     b.   Provide regular updates to Council on the activities of key external committees and commissions.

iv.   Municipal Operations

     a.   Develop and maintain an effective organizational structure that reflects the operational needs.

     b.   Carry out periodic reviews of the organization structure and staff evaluations to ensure attainment of Council's objectives.

     c.   Monitor emerging issues and trends to assess the potential impact on the Municipality.

iv.   Leadership

     a.   Provide leadership to the employees of the Municipality in order to capitalize on their full potential.

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b.   Communicates the vision, values, and strategic direction of the Municipality to all employees so as to create an understanding of each individual's role in accomplishing Council's goals and objectives.

c.   Ensure the staff are committed to providing a high level of public service, creating a climate that supports a continual search for new and more effective approaches to fulfilling the Municipality's mandate.

v.   Human Resources and Labour Relations

a.   Recommend for consideration of Council the appointment, promotion, demotion, suspension and dismissal of Officers of the Municipality, subject to the provisions of applicable legislation and bylaws.

b.   Recommend for approval of Council corporate compensation policies.

c.   Prepare succession plans for all direct reports.

vi.   Financial and Administrative Management

Ensures effective financial and administrative systems are in place, which maximize the effectiveness of resource utilization within the objectives, policies, plans, and budgets established by Council.