

Summary of Issues and Recommendations-- Response Submitted by Rемаi Modern				
Appendix 2: Boards of Directors of Controlled Corporations				
Issue	Recommendation	Agree	Disagree	Requested Modification
Issue 1: Board Size	That the Governance and Priorities Committee recommend to City Council that it set a range for Board size of 6 to 15 Directors for each Controlled Corporation (Option 2: Establish a Consistent Range for Board Size Between Controlled Corporations).	√		
Issue 2: Board Composition	That the Governance and Priorities Committee recommend to City Council: 1. That two Councillors to be appointed to the Board of each Controlle Corporation (Option 2: Appoint Only Two Councillors).	√		
	2. That the Corporate Bylaws be amended to codify that a Director who also serves as a member of Council has the ability to report to City Council and the Governance and Priorities Committee <i>In Camera</i> .	√		
Issue 3: Board Meetings	That the Governance and Priorities Committee recommend to City Council that each Controlled Corporation adopt meeting procedures within 60 days of passing of this resolution being passed by City Council.	√		
	That the Governance and Priorities Committee recommend to City Council that it maintain the status quo and limit meetings to occur within Saskatoon City Limits (Option 1: Maintain the Status Quo and Limit Meetings to Occur within Saskatoon City Limits).	√		
Issue 4: Board Orientation	That the Governance and Priorities Committee recommend to City Council that the City Clerk's Office conduct mandatory Board Orientation with each of the Controlled Corporations on an annual basis.	√		
Appendix 4: Directors of Controlled Corporations				
Issue	Recommendation	Agree	Disagree	Requested Modification
Issue 1: Appointment of Directors	That the Governance and Priorities Committee recommend to City Council that the appointments of Directors continued to be made by City Council in its sole discretion and the Corporate Bylaws of the Controlled Corporations be amended to make this clear.		√	Council and the AGS Board will jointly appoint candidates to fill gaps or augment competencies in the AGS Board Expertise Matrix. Each candidate must be acceptable to both Council and the AGS Board to be appointed.
Issue 2: Residency of Directors	That the Governance and Priorities Committee recommend to Citry Council that the Corporate Bylaws and Policy No. C01-003, <i>Appointments to Clvic Boards, Commissions, Authorities and Committees</i> be amended to allow each Controlled Corporation to have a maximum of two non-resident members but that the non-resident members not be allowed to vote on the annual budget. (Option 2: Allow Appointment of Two Non-Resident Board Members).		√	Non-resident Directors is requested up to a maximum of four with non financial voting rights only and a requirement to maintain a minimum 2/3 local Director representation including a similar quroum ratio for voting.

Issue 3: Length of Appointment	That the Governance and Priorities Committee recommend to City Council that the status quo of two-year appointments to a maximum of six consecutive years remain in place.	√		
Issue 4: Board Recruitment	That the Governance and Priorities Committee recommend to City Council that the Board Recruitment Process remain status quo.		√	Request double approval process in which both the Board and City have the veto on board appointments. This will provide a more equitable decision making process.
Appendix 4: Committees of the Boards				
Issue	Recommendation	Agree	Disagree	Suggested Modification
Issue 1: Types of Committees	That the Governance and Priorities Committee recommend to City Council that an Audit Committee be required to be established and that the Corporate Bylaws of the Controlled Corporations be amended to clarify that committees shall be advisory in nature only and that decisions must be made by the Boards. (Option 1: Maintain Status Quo).	√		
Issue 2: Composition of Committees	That the Governance and Priorities Committee recommend to City Council that the determination of committee composition be left up to the Boards. (Option 1: Maintain Status Quo).	√		
Appendix 5: Management of Controlled Corporations				
Issue	Recommendation	Agree	Disagree	Suggested Modification
Issue 1: Adoption of Uniform Policies	That the Governance and Priorities Committee recommend to City Council that the Governance Subcommittee update the <i>Directors’ Code of Conduct</i> and the <i>Directors' Anti-Harassment Policy</i> and that the new policies be provided to the Controlled Corporations for adoption.	√		
	That the Governance and Priorities Committee recommend to City Council: 1. That the Governance Subcommittee draft Financial/Transparency policies, a Respectful and Harassment-Free Workplace Policy, a Drug and Alcohol Policy, an Employee Code of Conduct and Conflict of Interest Policy, and any other policies as required, in consultation with the Controlled Corporations and that the new policies be provided to the Controlled Corporations for adoption.		√	Boards should be provided with clear direction on policies that are currently in affect. Future policies should be drafted by City Governance Committee and put through the approval process. The language in this recommendation does not make it clear what future policies are to be provided by the City and what policies are to be developed by the Controlled Corporations.
	2. That the Governance Subcommittee develop a list of other policies to be drafted and adopted by the Controlled Corporation Boards.		√	The policies should be drafted in consultation with the controlled corporations.
Issue 2: Sharing City Services	That the Governance and Priorities Committee recommend to City Council that services be provided to the Controlled Corporations upon request and that Service Agreements be entered into for the provision of those services.	√		NOTE: Clarity is needed as to whether City departments are able to provide sufficient services on a timely basis

Issue 3: City Council Oversight of CEO Appointments	That the Governance and Priorities Committee recommend to City Council that: 1. A uniform CEO Recruitment Policy be drafted by the Governance Subcommittee and provided to the Controlled Corporations for adoption.		√	Remai Modern is in agreement with having a policy and requests the ability to draft its own. Not in favor of a uniform policy due to the unqie nature of the controlled corporation.
	2. The Corporate Bylaws of the Controlled Corporations be amended to require the establishment of a CEO Recruitment/Performance Committee for each Controlled Corporation.	√		
	3. A City Councillor be appointed to the CEO Recruitment/Performance Committee for each Controlled Corporation (Option 1: Requiring Establishment of a CEO Recruitment/Performance Committee for Each Controlled Corporation).		√	Not in favor of mandating a City Councillor be on the recruitment/performance CEO committee. Councillor should be allowed but not mandated.
Issue 4: Establish Roles and Responsibilities between the City and Controlled Corporations	That the Governance and Priorities Committee recommend to City Council that the City Solicitor negotiate a Memorandum of Understanding with each Controlled Corporation and bring each back to City Council for approval.	√		Agree with the following rewording of recommendation: "City Solicitor and the Controlled Corporation to negotiate a Memorandum of Understanding for approval by the City"
	That the Governance and Priorities Committee recommend to City Council that the City Solicitor negotiate an Operating Agreement with each Controlled Corporation and bring each back to City Council for approval.	√		Agree with the following rewording of recommendation: "City Solicitor and the Controlled Corporation to negotiate a Operating Agreement for approval by the City"