

Minutes of the *SPECIAL BOARD MEETING* of the Regional District of Central Okanagan held at Regional District Offices, 1450 KLO Road, Kelowna, B.C. on Tuesday, December 15, 2015

Directors:

J. Baker (District of Lake Country)
C. Basran (City of Kelowna)
W. Carson (Central Okanagan West Electoral Area)
D. Findlater (City of West Kelowna)
C. Fortin (District of Peachland)
G. Given (City of Kelowna)
T. Gray (City of Kelowna)
P. Hanson (Central Okanagan East Electoral Area)
D. Ophus (City of West Kelowna)
B. Sieben (City of Kelowna)
L. Stack (City of Kelowna)

Absent:

M. DeHart (City of Kelowna)

Staff:

B. Reardon, Chief Administrative Officer
B. Smith, Communications
M. Drouin, Manager - Corporate Services (recording secretary)

1. CALL TO ORDER

Chair Given brought the Special Board meeting to order at 10:00 a.m.

It was noted that the Regional District's solicitor, Reece Harding of Young Anderson, was in attendance to guide the censure/sanction process.

2. NEW BUSINESS

2.1 Consideration of Censure & Sanctions – Director Hanson

The purpose of the Special Board meeting is to consider potential censure and sanctions against Director Hanson. At issue is the question whether the Director acted without board authorization or regard of the confidential nature of discussions at the Board's strategic planning session held in May 2015.

Chair Given read an Opening Statement and outlined the hearing steps:

- Review board report
- Mr. Summerland to provide comments
- Directors to ask Mr. Summerland questions, if any
- Director Hanson (or representative) to ask Mr. Summerland questions, if any
- Director Hanson (or representative) to provide her comments
- Directors to ask Director Hanson questions, if any
- Director Hanson (or representative) to present any further information
- Director Hanson (or representative) to provide any closing statements to the Board
- Chair to request a motion for debate
- Motion debated
- Vote on the motion

Chair Given asked if Director Hanson has representation available. Matt Blow, legal counsel for Director Hanson, was present.

- Chair Given review Board report

Chair Given reviewed the board report regarding what censure and sanctions are. At issue, is Director Hanson's meeting with Mr. Jon Summerland, Commissioner of the Okanagan Film Commission and allegedly making statements that misrepresent the Regional District's position on future funding of the Okanagan Film Commission.

- Mr. Summerland addressed the Board

Mr. Summerland provided comments regarding the conversation Director Hanson had with him as outlined in his October 28, 2015 letter to Brian Reardon. He stated that he stands behind the statements in his letter. He stated that he was asked by Director Hanson not to tell anyone about their conversation. Following Director Hanson's conversation with him he stated he spoke to Corie Griffiths, Manager of Economic Development and at that time was told to speak with Marilyn Rilkoﬀ, Deputy CAO, which he did.

- Director questions to Mr. Summerland

- Did Director Hanson state why it took her so long between the May strategic planning session to speak with you? No she did not. Mr. Summerland stated that he did not feel it was premeditated, and stated he was shocked that the board did not support the Commission as the Commission has been supported in the past. Director Basran and Director Findlater were named.
- Director Findlater stated that he has shown support for the Commission and that Mr. Summerland has made presentations to the Board each year.
- Mr. Summerland noted he was concerned about his livelihood. He felt the information was provided as a warning about his employment. He had previously been approached for a new position and this caused him concern. He posed the question to Director Hanson whether his job was in jeopardy. Director Hanson indicated it was.
- Is this the same type of conversation Director Hanson has had in the past with you? Mr. Summerland stated no, the conversation started with how things were going.
- What words were used regarding telling anyone? "Keep this to yourself."
- You described 'you were freaking out', is it possible that you misinterpreted Director Hanson's comments? Mr. Summerland stated that everything that was documented in the letter to Mr. Reardon is true. It was straight out there the Film Commission was in jeopardy.
- Have you ever felt in the past in conversation with Director Hanson that your position was in jeopardy? No.

- Director Hanson (or representative) to ask Mr. Summerland questions, if any

A recess occurred at 10:20 a.m. for Director Hanson and her legal counsel, Mr. Blow, to confer. The meeting was reconvened at 10:23 a.m.

Director Hanson confirmed Mr. Blow will be asking questions of Mr. Summerland.

Mr. Blow questioned:

- Why was the letter dated Oct. 28 written so late when Director Hanson spoke to you August 11? Mr. Summerland stated he was asked to write a formal letter on Oct. 27.
- Did Director Hanson specifically say which meeting she attended? Mr. Summerland stated she did say strategic planning. She said there was consensus of the directors that they did not support the Film Commission.

Mr. Summerland was thanked for his attendance and left the meeting at 10:30 a.m.

- Director Hanson (or representative) provided comments:

Director Hanson presented her statement.

Director Hanson stated that on the particular date, she stopped in to see how the Commission was doing as she has done before. Her concern was for Jon and the Commission and his ability to provide a report to the board about what he does and the value of the Commission to the valley. That he needs to do better reporting to the board as board members are still wondering what he does. Inadvertently it was brought up that discussion occurred at a strategic planning session. Mentioned the funding but that it was her opinion only about how funding comes from the regional districts. She stated she did not give an opinion about individual board members.

- Directors asked Director Hanson questions:

- Do you recall Chair Given saying discussions at the strategic planning session were to be held in confidence? Director Hanson stated she feels she did not divulge any information from the session.
- Do you recall saying that no other director felt there was value in the service? Director Hanson stated she did not say the funding would end, only that it may change in the future.
- Why would you, as a director, go directly to the staff of the Commission? Are you the board appointee to the Commission? Director Hanson stated it was not uncommon for her to stop in and speak to Mr. Summerland. She had previously been the appointee. Director Gray is the representative of the Board.
- Why did you not go to Director Gray instead? Director Hanson stated that she had gone to Mr. Summerland on several occasions and there wasn't a specific concern to go to the Board Chair or Director Gray. She further stated she just went there to say that the board does not know what you do and more details are needed and that there is no value.
- Is it fair to say you are shocked that Mr. Summerland was in fear of his job following your discussion with him? Director Hanson stated she feels bad that he felt threatened it was not her intention to upset him.
- With regards to the reference to strategic planning session Director Hanson stated she does not believe she divulged confidential information.

As it relates to the funding mechanism it was her opinion that it may change.

- It seems like you were letting him know how other board members felt, why would you feel you could express other director opinions? Director Hanson stated she did not specifically mention any specific directors but said the board as a whole.
- You insinuated that the board doesn't know what Jon does, what are you basing that assumption on? Director Hanson stated from comments at other meetings of the board, as well as the strategic planning session. That the board needs more detail.
- Did you say 'keep it to yourself'? Director Hanson stated, yes she did say that. That this was Mr. Summerland's opportunity to be able to give better information to the board.
- Director Findlater stated that he has followed the Commission for a long time, and feels his position was completely misrepresented by the director. Why would you state that Corie Griffiths made a comment that there was no value to the Commission? Director Hanson stated: no comment.

Director Hanson conferred with her lawyer, and stated Corie Griffiths was not at the strategic planning session. Her name came up because the Economic Commission budget includes the Commission's budget.

- Is it possible that Mr. Summerland misinterpreted the comment about Corie Griffiths? Director Hanson stated she did not say Corie was at the meeting.
- Was it your intention to bring up the funding? No, it just came up in the discussion with Mr. Summerland.
- Are you an alternate to the Commission and do you keep up to date on goings on? Director Hanson stated that yes she is an alternate but not kept up to date. That is why she stopped in to see how things were going.
- When was the last time you stopped in to see Mr. Summerland? Director Hanson stated she could not remember but it would be during this term.

- Director Hanson (or representative) to present any further information:

Director Hanson was asked if there was any further information she wished to present to the Board. She stated there was not.

- Director Hanson (or representative) to provide any closing statements to the Board:

Director Hanson was asked if she wished to provide a closing statement. Mr. Blow presented on her behalf.

- The board is not sitting in a typical board meeting. The Board needs to keep an open mind.
- One issue before the board is whether the private discussions at the strategic planning session were presented to Mr. Summerland?
- Mr. Summerland's recount of the discussion is different from Director Hanson's. Only two people were at the meeting. Director Hanson states that what she said is the truth. She checked in with Mr. Summerland, discussion about funding and 'coaching' occurred about advising where funding comes from, what the Commission does is not clear and provided

direction on what to do in the future. No information from the strategic planning session was provided. Her only advice to Mr. Summerland was to be clearer with the board. Director Hanson denies she said anything confidential. She doesn't dispute Mr. Summerland felt bad. Director Hanson is adamant she did not speak about other directors.

- Nature of confidentiality itself—this was not an In Camera meeting. There was broad consensus that the meeting was to be confidential. Does not believe Director Hanson leaked any information.
- Mr. Summerland did not suffer harm. Was his concern rightful? He is still employed. Regrettable for stress caused. Director Hanson should not be held responsible for that.
- What were the specific confidential information spilled--nothing that was confidential and nothing that was leaked. Should not have a censure.
- This isn't a 'normal' board meeting – should provide reasons why they are voting.
- Motion is for censure and sanctions. Should decide on censure first, and then if so, sanctions.
- She should not be censured, therefore not sanctioned.

- Chair requested a motion for debate

The Regional District's legal counsel confirmed the board speaks through its resolution. Directors do not legally have to provide individual comments.

Board discussion ensued regarding the questions raised and answered by all parties. The basis is the director spoke on behalf of the board and was not authorized to do so. As the director is unwilling to follow protocols of the board, censure is warranted. It is unfortunate that an apology was not provided and the board was forced into this process.

#247/15

SIEBEN/OPHUS

THAT the Board wishes to censure Director Hanson in regards to disclosure of confidential information made to Jon Summerland, Film Commissioner, Okanagan Film Commission.

CARRIED (Opposed: Hanson, Carson, Fortin)

Discussion ensued on whether sanctions would be appropriate, and if so what sanctions should the Board consider. Through this process, the director has been made aware of what possible sanctions may be considered.

It was questioned whether Director Hanson understands the seriousness of the breach of confidentiality and the need to ensure public interest is protected.

There has not been acknowledgement by the director that she made an error. Apologies have been made in the past for separate issues and her behaviour has not changed. Concern was expressed whether this process will effect change.

#248/15

BAKER/OPHUS

THAT the Board wishes to sanction Director Hanson including:

- A written public apology to the Okanagan Film Commission and Mr. J. Summerland.

CARRIED (opposed Hanson, Fortin, Carson)

It was noted that the Board chair confirms appointments annually in January.

#249/15

OPHUS/BASRAN

THAT the Board further sanctions Director Hanson by

- Removal from committees: Economic Development Commission, Okanagan Film Commission, and SIBAC for a period of 12 months (2016).

CARRIED (opposed Stack, Hanson, Fortin, Carson, Baker)

The question was raised how is a public apology enforced? Regional District legal counsel suggested the board chair and CAO participate in the process and if Director Hanson is unwilling to write a letter of apology, that the Chair write one on behalf of the Board in order to get it done.

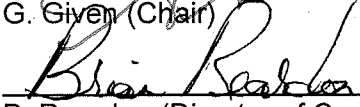
3. ADJOURN

There being no further business the meeting was adjourned at 11:40 a.m.

CERTIFIED TO BE TRUE AND CORRECT



G. Given (Chair)



B. Reardon (Director of Corporate Services)