

**COLUMBIA BASIN TRUST
SOCIAL ADVISORY COMMITTEE
TERMS OF REFERENCE**

1. PURPOSE

- 1.1 The Social Advisory Committee (Committee) is one of Columbia Basin Trust's (Trust) Core Advisory Committees. Core Advisory Committees provide advice to the Trust with respect to delivering benefits to the Basin according to the vision and principles outlined in the Columbia Basin Management Plan. Core Advisory Committees are one mechanism for input into Delivery of Benefits decision-making processes.

2. ROLE

- 2.1 The Committee may provide advice in the following areas:

- (a) Implementation of the Trust's strategic plans and the Columbia Basin Management Plan;
- (b) Issues and priorities for the Trust;
- (c) Goals and objectives for addressing identified issues/priorities;
- (d) Strategies and activities for achieving goals/objectives (e.g. programs, partnerships, issue research, etc.); and
- (e) Other areas, as may be periodically requested (e.g. specific research projects, funding applications, etc.).

This advice may be particular to delivering social benefits, or be more general with regards to the Trust's overall direction.

- 2.2 Trust Staff support the Committee, directly oversee program management and associated budgets, and facilitate communication between the Committee and the Board of Directors (e.g., recommendations and feedback on decisions).

3. MEMBERSHIP

- 3.1 The Committee shall consist of a maximum of 12 members.

- 3.2 Membership should broadly represent the Basin in a balanced manner. The Trust shall maintain a matrix, for use during Committee recruitment, that identifies Committee member perspectives and regional distribution.

- 3.3 Committee members must be approved by the Board of Directors of the Trust. Both staff and existing members may play a role in the recruitment process. Any recommendation for new members going to the Board will be accompanied by a committee matrix.

- 3.4 Members will typically serve a three year term with the intention that the cycle of member retirement will provide for continuity and new membership. Members can be re-appointed for subsequent terms.

4. MEETINGS

- 4.1 The Committee typically meets two to four times per year. On an annual basis, one meeting will include all of the Trust's Core Advisory Committees, the Board of Directors and select Staff.
- 4.2 In-person meeting locations will vary throughout the Basin. Meetings may also be held by teleconference, video-conference and other means that do not require travel.
- 4.3 Committee Chairs or assigned Committee member(s) may be asked to attend additional meetings.
- 4.4 Committee members shall prepare for meetings by reviewing meeting materials in advance of each meeting.

5. CHAIR

The Chair and Vice-Chair shall be chosen by the Committee at its first meeting in each fiscal year.

6. COMMITTEE POLICIES

Committee members shall abide by the Trust's Conflict of Interest, Confidentiality, and Bullying and Harassment policies as set out in Appendix 1.

7. EXPENSE REIMBURSEMENT AND COMPENSATION

- 7.1 Expenses incurred by Committee members as a result of carrying out their Committee roles shall be reimbursed as set out in the Trust's Financial Management Policies, Travel Expense Reimbursement Schedule FM11.1 (See Appendix 2).
- 7.2 Subject to the President and CEO's approval, or delegate, Committee members may be reimbursed for other types of expenses to support their participation in Committee meetings, in cases where such reimbursement will help remove barriers to member participation.
- 7.3 Committee members who are not being paid by an employer while participating in Committee meetings may claim meeting fees at the following rates as set out in the Trust's Financial Management Policies, Committee Fees and Expenses Policy FM23:
- (a) \$300 per meeting that is more than four hours in duration; or
 - (b) \$150 per meeting that is four hours or less in duration.

APPENDIX 1

COLUMBIA BASIN TRUST ADVISORY COMMITTEE POLICIES

1. CONFLICT OF INTEREST

1.1 Definition for Conflict of Interest:

A conflict of interest is defined as an actual or perceived interest by a Committee member in an action that results in or has the appearance of resulting in, personal, organizational or professional gain. More generally, conflict of interest can be defined as any situation in which an individual is in a position to exploit a professional or official capacity to advance:

- (a) their personal interests; or
- (b) the interests of a related person; or
- (c) the interests of their business associate, corporation, union or partnership; or
- (d) the interests of a person to whom the individual owes an obligation.

The definition of conflict of interest includes any bias or the appearance of bias in a decision-making process that would reflect a dual role played by a Committee member(s).

1.2 Principles for Conflict of Interest:

Committee members shall avoid conflict of interest or the appearance of conflict of interest, either directly or indirectly. Their personal interests must not be in conflict with the interests of the Trust and/or the Committee. For example, Committee members must be alert to such situations as:

- (a) participating in decisions which will substantially influence the probability of obtaining a contract as an administrative agent with the Trust or a project of interest being funded through the Trust. This could occur when:
 - i. a Committee member (or immediate family member of a Committee member) is also a member or employee of a proponent organization; or
 - ii. when implementation of an administrative agent contract or project will result in a personal or business benefit or advantage for a Committee member (or immediate family member); or
 - iii. when implementation of an administrative contract or project will result in an increase or decrease in the value of real or personal property of a Committee member (or immediate family member); or
 - iv. when implementation of an administrative contract or project will result in an advantage, gain, profit, reward or perquisite of any kind, whether financial or otherwise, and whether direct or indirect, for a Committee member (or immediate family member).
- (b) disclosing Trust information for personal gain; and/or
- (c) advocating local or organizational interests rather than the broad geographic or Trust core interests of all of the Basin.

In addition, Committee members should recognize that their membership on the Committee provides them with information, which could be used or seen to be used to the advantage of their own organizations or those they have contact with. Committee

members must respect the confidentiality of any information which could be used or seen to be used for the advantage of some individuals or organizations until that information is made public.

1.3 Conduct Regarding Conflict of Interest

1.3.1 Disclosure

A Committee member shall declare a possible conflict of interest or the appearance of a conflict of interest as soon as practicable. Committee members are required to maintain a sense of fairness, civility, ethics and personal integrity while making decisions as a Committee member. Accordingly a declaration of conflict should be made:

- (a) If on review of the agenda of the Committee meeting, he/she sees an item where they feel they may be in conflict; or
- (b) At the beginning of any discussion relating to a decision which will substantially influence the probability of a contract or project of interest being funded through the Trust, and in which the member has a disqualifying interest.

1.3.2 Absent themselves from the discussion

Following a declaration of a possible conflict of interest by a Committee member, the Committee shall consider the information regarding the conflict and determine if the Committee member in potential conflict should leave the meeting for the duration of the discussion and any related decision-making.

Further, after having declared a conflict of interest and left the discussion, no further information pertaining to that item shall be distributed to the Committee member.

1.3.3 Failure to Comply

In the event that a Committee member knowingly fails to declare a conflict of interest, they will be subject to dismissal from the Committee immediately. In addition, the Committee will consider termination of any administrative contract or project of interest awarded or considered with the participation of the Committee member in conflict.

2. CONFIDENTIALITY

2.1 Conduct Regarding Confidentiality:

Members should also avoid the perception that their access to privileged Committee information might give the organizations of which they are part an unfair advantage over other project proponents. This can occur even when there is a delivery agent involved in the selection of the projects, which get funded.

Members can avoid this perception of unfair advantage by:

- (a) Ensuring that the information Committee members are privy to by being part of the Committee is kept strictly confidential until such time as it is released to the public; and
- (b) Informing others in their organizations in writing that they cannot take part in any discussions around proposals which may be coming forward from their organizations because of their role on the Committee.

3. BULLYING AND HARASSMENT

3.1 Objective:

The objective of the Bullying and Harassment Policy is to ensure that the Trust will not accept or tolerate bullying and harassment and to ensure that all persons will be treated in a fair and respectful manner.

3.2 Definition of Bullying and Harassment:

- (a) Includes any inappropriate conduct or comment by a person towards another person or group that the person knew, or reasonably ought to have known, would cause someone to be humiliated or intimidated; and excludes any reasonable action taken by an employer relating to the management and direction of its personnel.
- (b) Examples of conduct or comments that might constitute bullying and harassment include but are not limited to:
 - using verbal aggression or insults
 - calling someone derogatory names
 - using harmful hazing or initiation practices
 - vandalizing personal belongings
 - spreading malicious rumours.

3.3 Conduct Regarding Bullying and Harassment:

Committee members must:

- (a) Not engage in the bullying and harassment of other persons acting on behalf of the Trust.
- (b) Report, in writing, to a Trust staff member if bullying and harassment is observed or experienced in the workplace.
- (c) Apply and comply with the Trust's policies and procedures on bullying and harassment.
- (d) Annually review the policy and procedures on Bullying and Harassment.

3.4 Application:

This policy applies to all employees, Board members and Advisory Committee members including permanent, temporary, casual, contract, and student employees and to interpersonal and electronic communications, such as email and all social media.

COLUMBIA BASIN TRUST FINANCIAL MANAGEMENT POLICIES

Expense Reimbursement Schedule

FM11.1

1. General

- a) This schedule sets out reimbursement rates for employees, directors, committee members and others incurring expenditures in the course of duly authorized Trust business.
- b) Where receipts are required, original receipts should be submitted with the expense claim.
- c) Maximum rates are in Canadian dollars for expenses incurred in Canada, and in US dollars for expenses incurred in the United States.
- d) Expenditures made in foreign currency will be reimbursed based on the foreign exchange rate charged. Where the rate paid is unascertainable, the Bank of Canada exchange rate will be used for the date of the expenditure.
- e) Expense claims should be submitted within 30 days of incurring the expense.
- f) The Accounting Department should be notified of any expenses that are to be reimbursed to the Trust by a third party.

2. Meal Expenses

- a) Out-of-pocket expenses for travel will be reimbursed up to the maximum per diem amount (no receipts required). Less than the maximum per diem amount may be claimed.

Rates are as follows for travel in Canada and the United States:

Breakfast	\$12.00	if travelling prior to 7:30 a.m.
Lunch	\$15.00	if travelling between 11:00 a.m. and 2 p.m.
Dinner	\$25.00	if travelling between 5:30 p.m. and 7 p.m.

- b) Travel outside Canada and the United States:

While traveling outside of Canada and the United States, the maximum out-of-pocket meal expense varies depending on where the travel takes place. The Director, Finance & Operations determines foreign travel rates.

- c) Gratuities are included in meal allowances.
- d) Should a meal expense exceed the listed maximum, receipts and justification must be provided in order for the additional expenditure claim to be considered.
- e) If a meal without charge is received while on travel status, a claim expense cannot be claimed for that meal.

COLUMBIA BASIN TRUST FINANCIAL MANAGEMENT POLICIES

Expense Reimbursement Schedule

FM11.1

3. Accommodations

- a) Hotels – receipts required. Every effort should be made to book accommodations at hotels that offer the most reasonable and economic rate. Employees and directors may need to provide government I.D. for rooms booked under the Provincial Government rate.

Whenever possible, hotels should bill the Trust directly for accommodations.

- b) Private Lodging – no receipts required. Where private lodging is arranged without cost, (i.e. staying with family or friends), \$30 per night may be claimed.

4. Transportation

- a) Airfare – receipts required. Air travel shall normally be booked at the most economic fare. Business class may be booked if:
- (i) the flight exceeds four hours; or
 - (ii) there is a specific documented medical condition which requires the employee travel business class.

For employees, airfare must be approved by a Commitment Authority prior to booking flights.

- b) Private Vehicle Allowance – no receipts required. Where a personal vehicle is used in the course of Trust business, an allowance can be claimed. The source for the kilometer allowance is the most current rate set by the provincial Government.

Mileage rate: \$0.53 per km

- c) Ferry travel, taxi, parking – receipts required.
- d) Vehicle rentals – receipts required. For employees, approval must be obtained from a Commitment Authority prior to booking vehicle rentals.

5. Miscellaneous

- a) Telephone Calls
Employees are encouraged to use a corporate cell phone as it is the most economical way to place calls while traveling. If a cell phone is not available, employees can use a calling card (receipts required for reimbursement) or make calls from their hotel room, as reasonable.

COLUMBIA BASIN TRUST
FINANCIAL MANAGEMENT POLICIES

Expense Reimbursement Schedule

FM11.1

- b) Other Expenses
Other reasonable miscellaneous expenses incurred may be claimed, such as tolls or airport fees. Receipts must be included where obtainable. Parking fines, speeding tickets, or other traffic infractions will not be reimbursed.