

PROVINCIAL CAPITAL COMMISSION

GOVERNANCE MANUAL

September 17, 2020

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Introduction

The Provincial Capital Commission (Commission) was created in 2017 with the passage of *The Provincial Capital Commission Act (Act)*. The Commission, composed of three participating parties—the Government of Saskatchewan, City of Regina, and University of Regina—oversees the programming and land management of both Wascana Centre and Government House. Wascana Centre is a vast parkland space consisting of 2300 acres of urban land, a large multi-purpose lake, and 14.3 kilometers of paved and unpaved pathways. The Centre is home to many tourist attractions including the Legislative Building and Grounds, Conexus Arts Centre, the Royal Saskatchewan Museum, the Saskatchewan Science Centre, Mackenzie Art Gallery, a Marina, and a Habitat Conservation Area; it hosts approximately 400 events annually. Government House is a National Historic Site and Provincial Heritage Property that hosts over 38,000 visitors a year for events and historical programming. Under the Act, the Commission is also the land manager of the Territorial Building.

The Commission's purpose is multifaceted and includes the promotion of the history and culture of Saskatchewan; the advancement of public and educational activities that enrich the cultural arts; monitoring and approving the development, improvement, and conservation of the lands of the capital region; and the development of the seat of government. The Commission is accountable to the responsible ministry for the achievement of its ends.

The Provincial Capital Commission is governed by a five-member Board of Directors. The Board's oversight and monitoring role includes, but is not limited to, the following:

- the approval of service facilities, improvements, and landscape construction within Wascana Centre;
- the approval of bylaws regulating land use;
- the establishment of annual budgets for the provision of programs and services and other operational needs;
- the management of funds and assets, including the investment of monies and the borrowing of funds, to achieve the purposes of the Commission;
- the creation of committees to advise the Board on any particular matter; and
- the hiring and supervision of a Chief Executive Officer (CEO) to manage the affairs of the Commission.

Vision, Mission, and Mandate

The Provincial Capital Commission is guided by the following vision and mission statements and mandate in the performance of its duties.

Vision

Inspiring pride and fostering connections to Saskatchewan's Capital City.

Mission

To enhance quality of life by creating community partnerships, promoting visitor experiences, and providing stewardship of the land and assets within the Provincial Capital Commission.

Mandate

The Commission provides for the operation, management and stewardship of provincial assets that include Government House and Wascana Centre, enhancing quality of life and creating pride in the capital city through educational programming, public events, and celebratory opportunities. The Commission acts as a regulator for all land use within Wascana Centre and is an agent of the Crown within the Province of Saskatchewan.

Purpose of this Governance Manual

The Commission is governed by *The Provincial Capital Commission Act* and *The Provincial Capital Commission Regulations*. This governance manual has been created to provide a comprehensive overview of the role and function of the Board. The manual includes information on the role of the Board Chair, Board meeting procedures, the conduct and expectations of Board members and Board appointees, the terms and conditions of Board and advisory reporting to the Board, and the relationship between the Chief Executive Officer (CEO) and the Board, particularly in areas of delegated authority. Key corporate governance policies outline the Board's expectations of PCC management and the processes for monitoring the performance of the CEO.

This governance manual will be systematically reviewed every five years to ensure currency and may be periodically updated at other intervals in response to legislative/regulatory changes or policy updates.

Board Composition

As per section 2-3(1) of Act, the Board of the Provincial Capital Commission is composed of five members appointed by the Lieutenant Governor in Council:

- one person nominated by the City of Regina;
- one person nominated by the University of Regina; and
- three other persons.

The Lieutenant Governor may also appoint alternate members from both the City of Regina and University of Regina. During the absence of a Board member, the alternate may sit and act in the Board member's place.

The Board is assisted in its work by various committees; these committees may be composed of Board or non-Board members and serve various functions related to corporate governance or technical advisory matters. A more comprehensive discussion of Board committees and their membership is found in the section on committees of this manual.

The Board is also assisted in its work through the use of individual advisors who may advise the Board and its committees on technical and legal matters and by senior management of the Commission who provide regular reports to the Board. The CEO is an ex-officio (non-voting) member of all Board committees and oversees all secretariat support for the Board and its committees.

Board Chair Responsibilities

As per section 2-11(1) of the Act, the Chair of the Board is appointed by the Lieutenant Governor in Council; a Vice-Chair may also be appointed by the Lieutenant Governor.

The Board Chair's duties and powers are assigned by the Board. They include, but are not limited to, the following:

- ensuring all Board meetings are planned effectively in accordance with the Act, the governance manual, and the Commission's policies and procedures;
- developing Board meeting agendas in consultation with the CEO and other management;
- managing Board meetings to ensure that Board discussion occurs as per approved Board meeting procedures;
- ensuring that committees reporting to the Board operate according to approved terms of reference;
- attending meetings of committees as an ex-officio (non-voting) member, as applicable;
- overseeing the work of the CEO and leading annual evaluations of the CEO's performance;
- ensuring the boundaries between Board and management responsibilities are clearly understood and respected and that the relationship between the Board and management are conducted in a professional and constructive manner;
- ensuring all real, perceived, or potential conflicts of interest of Board members, committee members, observers, and the CEO are appropriately managed;
- providing the leadership necessary to ensure the Board works together in a spirit of collegiality and respect allowing for and encouraging open honest discussion and expression of viewpoints;
- acting as the representative of the Board and the Commission to the media and the public; and
- maintaining open dialogue as a liaison between the Board and Minister.

A Vice-Chair may also be appointed by the Lieutenant Governor. The Vice-Chair exercises all the powers of the chairperson in the Chair's absence. If the Chair is unable to attend a meeting, and the Vice-Chair is unavailable, the Board may appoint an Acting Chair to oversee a Board meeting subject to terms and conditions established by the Board.

The Board Chair, Vice-Chair, or Acting Chair only vote in Board meetings to break a tie.

Board Meeting Procedures

Board Meetings

NOTE: Board meetings provide direction to the business of the Board, including the review of financial and audited statements, budgets, annual reports, strategic and business plans, and proposals for and progress of improvements in Wascana Centre and Government House. Special meetings are held to discuss urgent emergency matters that require immediate resolution or Board items that require more discussion than provided at previously scheduled meetings.

The Board has adopted the following meeting procedures:

- The Board meets to conduct its business at least four times per calendar year on a schedule determined annually. The agenda package and supporting materials for Board meetings must be sent to members at least seven (7) calendar days in advance of the meeting.
 - Notice of the meeting, which must include the agenda, date, time, and location of the meeting, may be provided by regular letter post, fax, or telephone, but will normally be provided by email.
 - Supporting materials are made available to Board members electronically. Paper copies of documents are provided on request.
- If the attendance of a Board alternate is required, the alternate must be notified at least fourteen calendar days (14) in advance of the meeting unless the absence of the appointed Board member is unforeseen.
 - The Board member will notify the Board Chair and CEO in writing (electronic or otherwise) of their inability to attend and of their consent to have the alternate act in their place.
 - The CEO will notify the alternate in writing that their attendance is required.
- The Board may schedule special meetings at the request of the Board Chair or three Board members. The agenda package and supporting materials for special Board meetings must be sent to members at least three (3) calendar days in advance.

Non-Board Member Attendance at Meetings

- The Board may open a portion of its meetings to the public at its discretion.
- The Board may invite committee members, observers, PCC management, and other individuals to attend and participate in meetings at the call of the Chair.
- To discuss private and confidential matters, the Board may sit in *camera*. *In camera* meetings may or may not include the CEO.
 - The Board will convene in the absence of the CEO to discuss the CEO's job performance or to resolve issues of dispute and discipline among Board members.

Conduct of Board Meetings

- The Board shall conduct its meetings using *Robert's Rules of Order* as a general guide.
- Board meeting agendas are circulated with a standard order of business unless the meeting is a special meeting.
 - The Board may adopt a consent agenda for items that are self-explanatory, uncontroversial and for information only.
 - Items on a consent agenda do not require significant debate.
- Board meeting minutes are the responsibility of the CEO who is the Secretary of the Board and an ex-officio non-voting member of the Board.
 - The CEO may delegate responsibility for recording the minutes of meetings to other staff.
 - The Board may publish copies of its minutes in full or summary form for the public.
- A Board member who cannot attend a meeting in person may attend meetings by telephone or other means provided that the member can adequately participate in the discussion.

Voting

- Only Board members can vote in favor or against a resolution.
- In general, quorum to conduct the regular business of Board meetings is three members, one from each participating party. The Board Chair will be counted for the purposes of quorum.
- A majority of members present at a meeting and voting in favor of a resolution is sufficient for that resolution to pass.
- The Board Chair does not vote except to break a tie.

Expectations of Board Members

There are specific expectations for Board members in the performance of their duties. Board members are expected to prepare for meetings, ensure they have sufficient information to make informed decisions, actively participate in meetings and on committees (as required), respectfully engage in debate, and pursue opportunities for professional development.

Each member must maintain the confidentiality of Board discussions and of personal information as per *The Freedom of Information and Protection of Privacy Act*, represent the interests of the Commission, support the Board's decisions, and understand the role of management in the operation and administration of the day-to-day affairs of the Commission.

The Commission has established a Code of Conduct for Board members (see **Appendix A**). The Code of Conduct describes each Board member's fiduciary duty (or duty of loyalty) and duty of care, including information on the behavioral expectations of Board members as well as conflict of interest guidelines and procedures for the disclosure of conflict of interest and breaches of the Code. On an annual basis, Board members will sign a Conflict of Interest and Confidentiality Declaration form.

Committee members and observers are also bound by the Commission's conflict of interest guidelines and disclosure requirements. Additional information about the role of non-Board members are found in the sections of this manual relating to committees.

Board Member Remuneration and Expenses

Board members are eligible for remuneration and expense reimbursement at rates established by the Lieutenant Governor in Council. Remuneration and expense reimbursement rates are described in Treasury Board Policy. Expense reimbursement is at the same rate as that established by the Public Service Commission for out-of-scope employees. For more information, see **Appendix B**.

The Board Chair approves expenses for all Board members. The Board Chair approves expenses for the CEO, but may delegate this authority, as specified in Board policy. Expenses for the Board Chair are approved by the Chair of the Audit and Finance Committee (see committee section); expenses for employees are approved by the CEO or may be delegated to other management staff.

Board Communications with the Ministry, Stakeholders, and Public

In order to fulfill its mandate, the Commission fosters appropriate and effective communications with the Ministry responsible for the PCC, stakeholders, and the public-at-large.

At all times, the Board is the conduit through which communications with the Ministry flow. The Commission is responsible to the Ministry for the performance of its duties and the exercise of its powers. The Minister sets the broad public policy objectives under which the Commission operates. Each year, the Commission prepares an annual report of its business affairs and a financial statement for the Minister and Treasury Board. The annual report describes the alignment of PCC's organizational goals with broader government goals along with the various strategies the Commission is using to achieve these goals.

The Commission also regularly communicates and obtains feedback from stakeholders and the general public regarding planning, operations, and developments within Wascana Centre. In addition to the participating parties that compose the Board, the Commission's stakeholders include Government House and tenants and proponents of development in Wascana Centre. The Commission communicates with the public regarding the programs/services it offers and engages the public in consultations regarding major developments in Wascana Centre and revisions to the Master Plan. The Commission may establish advisory or ad-hoc committees or working groups to facilitate communication between stakeholder groups and will publish its policies and procedures for public participation on the Commission's website.

The Board Chair and the Chief Executive Officer are the official spokespersons for the Commission. The role of spokesperson may be delegated to other Board members or senior administrators as appropriate. While the Board Chair speaks on issues that relate to Board policy and governance, the CEO communicates regarding operational day-to-day matters and manages media inquiries. In some cases, the role of official spokesperson may be shared, especially during emergency crisis management. The Commission may establish, through Board resolution or policy, additional policies and guidelines for communications.

Committee chairs have primary responsibility for communicating recommendations of a committee to the Board and for facilitating consultation with participating parties and other stakeholders as appropriate. All committee members, observers, and invited guests must abide by any confidentiality requirements. For more information, please see the manual's section on committees.

The following chart provides a summary of the role of the Board and senior management in Commission communications:

Responsibility	Board Chair	Board members	CEO	Senior Management
To represent the Commission in relations with participating parties and inform participating parties of Commission activities.	x	x	x	
To respond to public/media inquiries regarding Board decisions.	X (chair delegates)	x	x	
To liaison and communicate with Board Committees and Advisory Committees.	x		x	
To respond to public/media inquiries regarding operational issues.			X (CEO delegates)	X
Event spokesperson and champion.	x	x	x	x
To represent the Commission positively in relations with government, media, and the public.	x	x	x	x

Roles and Responsibilities of the Board

The Board of Directors will function as stewards of the Provincial Capital Commission with an obligation to manage the affairs and business of the Commission.

The Board will provide oversight while delegating to management the responsibility of day-to-day operations. The fundamental obligation to the Board is to act in the best interests of the Commission taking into account its public policy and business objectives.

The Board governs the Commission in a spirit of collegiality that supports the role of committees, the authority of staff, and maintains proper lines of accountability. Although the Board is responsible for the entire scope of the Commission's affairs, its main focus is on establishing the organization's vision and mission, strategic leadership, and the forming of policy rather than administrative details and operational matters. It defines the culture, values, operating principles, and parameters within which it expects the CEO to manage the organization.

The Board's authority is described in *The Provincial Capital Commission Act*. The Act outlines the powers of the Commission regarding the management of its business affairs and the land management of PCC sites. As per section 3-1(2) of the Act, the Board may delegate its powers to the Board Chair, an employee, or committee of the Commission as appropriate, and may carry out any other activities that are necessary for the Commission to discharge its duties.

In general, The Board's roles and responsibilities may be divided into the following broad categories:

- Strategic and Organizational Planning
- Financial Stewardship
- Human Resource Stewardship
- Risk Management
- Land Use Management
- Compliance, Performance Monitoring, and Accountability

Strategic and Organizational Planning

The Board provides direction to the Commission through strategic planning. The Commission's four-year strategic plan reiterates the organization's goals—including vision, mission, mandate—and indicates the steps the organization will take to achieve these goals over a specific time period. The goals of the strategic plan may include the development of specific improvements at PCC sites or the initiation of new programs/services; it will include performance measures that are reasonably measurable and which allow the Board to evaluate whether the goals of the plan are being achieved.

The Board engages in periodic strategic planning sessions with the CEO and other senior management, and a recommendation to approve the strategic plan is forwarded to the Board through its Strategic

Planning and Special Projects Committee on regular cycles. The strategic plan provides a framework for the development and approval of operational plans on an annual basis. The one-year operational plan provides more detailed and concrete information on how the goals of the strategic plan will be achieved and is integrated into annual reports submitted to the Minister.

Strategic plans may be re-assessed and modified due to changes in internal and external environments. In order to ensure the accuracy and relevancy of strategic plans, the Board will annually review such plans in consultation with management and adjust the plan as necessary.

Financial Stewardship

The Board ensures the prudent and effective management of the Commission's finances to maintain compliance with legislative requirements and alignment with financial best practices. In its stewardship role, the Board:

- reviews and approves annual budgets submitted by the CEO;
- monitors expenditures through the review of quarterly financial reports, including variances from approved budgetary amounts;
- reviews annual reports from the Provincial Auditor and provides direction to the CEO regarding any issues;
- ensures the Commission has in place appropriate financial management system controls to help mitigate against risk; and
- approves financial management policies.

NOTE: The Board will not approve expenditures above budgeted amounts unless otherwise permitted through Board policy. Commission policy details the signing authority retained by the Board and those delegated to the CEO.

Human Resource Stewardship

The Board provides oversight for human resources through the approval of policies that govern the terms and conditions of employment. Human resource policies may address issues such as employee conduct; health and safety; employee benefits; recruitment, selection, and promotion; disciplinary action, and appeals of disciplinary action. The CEO is responsible for implementing the human resource policies approved by the Board.

The Board has an interest to ensure that those promoted to senior executive roles have the potential to assume the responsibilities of the CEO should he/she suddenly leave for any reason. As part of general succession planning, the Board may offer its feedback to the CEO regarding the recruitment of any director or other senior administrator, including a review of the job criteria, recruitment process, and a synopsis of the candidates considered. Although the Board may offer its input, the decision of who to recruit to senior executive roles rests with the CEO.

Risk Management

The Board plays an active role in the management of risk at the Commission. Risk is inherent in all the activities of the Commission, because every activity is subject to risk. Risks may be the product of internal factors or due to external factors beyond the Commission's control; they have the potential to negatively impact the public reputation of the Commission by exposing the organization to fraud and corruption, disrupting program/service delivery, and harming staff morale.

In its oversight role, the Board ensures that:

- the Commission has appropriate policies in place to manage risk that are consistent with statutory and regulatory requirements and current best practices;
- adequate resources are available to the CEO to effectively manage risk;
- provisions are in place to protect Board members, the CEO, and employees against potential liability; and
- contingency planning is in place to ensure business continuity in times of emergency crisis.

The Board establishes the Commission's risk appetite, assists the CEO to identify risk, and reviews reports of the CEO regarding the organization's risk register. This register identifies risk and contains the results of risk analysis and response planning. The register is updated as new risks arise.

Land Use Management

Land use management is a broad term that refers to the Commission's role in the management of property including the formulation of the Master Plan; approval of improvements, landscape construction, landscape maintenance, and construction of service facilities; and the creation of bylaws to regulate the use of public land.

The Board's role in land use management includes the following:

- review and approval of the Commission's master plan, ensuring that appropriate public participation has occurred, as per the regulations and Commission policy;
- review and approval of improvements and major developments in Wascana Centre and Government House, ensuring that appropriate public participation has occurred, as per the regulations and Commission policy;
- approving policies for land use and development;
- forwarding recommendations to designate any property within the Commission boundaries as a heritage property to the responsible ministry or City of Regina;

- approving bylaws related to:
 - traffic and noise;
 - park use and signage;
 - protecting natural areas, animal, and plant life;
 - regulating trade, commercial enterprises, amusements, and recreational activities;
 - preserving public health; and
 - any other matters identified in the Act.

NOTE: The Commission's policies on land use and development may delegate approval authority of an improvement to the CEO in specific instances where an improvement is below a stipulated monetary threshold and/or is of a temporary nature.

Chief Executive Officer (CEO) Performance Monitoring

The Board periodically monitors organizational performance to ensure compliance with Commission policy and relevant legislative requirements. Organizational performance is largely monitored through performance evaluations of the Chief Executive Officer. The CEO is the Board's chief employee: the Board recruits and annually reviews the performance of the CEO against established performance measures. The Board reviews the performance of the CEO at fixed intervals, and the Board Chair provides the leading role in the review of CEO performance. The Board assesses the performance of the CEO as a committee of the whole.

The annual evaluation of the CEO includes:

- an assessment of whether the goals and objectives of the strategic and operational plan have been achieved and other mutually agreed upon goals and objectives;
- monitoring CEO compliance with legislation, Commission bylaws, and policies;
- ensuring the CEO has operated within the boundaries set by Board policy; and
- assessing the quality of the CEO's relationship with the Board, committee members, staff, the Ministry, and other stakeholders.

In order to evaluate CEO performance, the Board may utilize a variety of sources including CEO self-evaluations, interviews with staff, and surveys collected from stakeholders. The Board may also monitor compliance through any of the following methods:

- internal reporting: disclosure of compliance information to the Board by the CEO;
- external reporting: discovery of compliance information by a disinterested external auditor, inspector, or judge who may be selected by the Board.
- direct Board inspection: discovery of compliance information by a Board member, committee, or Board as a whole.

Roles and Responsibilities of the Chief Executive Officer (CEO)

As the Board's chief employee, the CEO is responsible for implementing the Commission's strategic and operating plans and for operationalizing Board policy through the creation of appropriate procedures and processes. He/she is the Secretary of the Commission, ensuring that the Board receives the necessary information to make informed decisions, and works with various committees and stakeholders to this effect. The CEO reports to the Board and is therefore responsible to the Board as a whole rather than to any individual member.

The CEO's responsibilities are defined by the Board. While the Act (section 3-1(1)) provides the Commission with certain powers, the Board may delegate by resolution (section 3-1(2)) any of these powers to the CEO. The CEO may in turn delegate any powers to other employees within the terms and conditions established by the Board.

The CEO's general responsibilities include the following:

- implementing and operationalizing plans or policies approved by the Board;
- overseeing the day-to-day management and operations of the Commission;
- overseeing freedom of information requests and the implementation of information and privacy legislation on behalf of the Board Chair, as delegated per section 60 of *The Freedom of Information and Protection of Privacy Act*.
- providing advice to the Board and ensuring that the Board has the information required to govern effectively;
- maintaining effective lines of communication between the Ministry, the Board committees, and relevant stakeholders; and
- representing the Commission to the public-at-large.

The CEO's responsibilities intersect with the various oversight responsibilities of the Board, as described in the previous section. They include:

Strategic and Organizational Planning

- developing and implementing the strategic plan in consultation with the Board;
- developing and implementing an operational plan that is consistent with and advances the goals of the strategic plan; and
- overseeing the planning, implementation, and evaluation of all programs/services offered by the Commission to ensure that programs/services align with strategic and operational planning.

Financial Management

- developing annual budgets and monitoring revenues and expenditures throughout the fiscal year;
- providing accurate financial reports to the Board comparing actual revenues to expenses and reporting on variances from the budget;
- adjusting budgets, as necessary, to address unforeseen circumstances and reporting material changes to the Board;
- ensuring that proper financial controls are in place to mitigate risk;
- providing assistance and support for the annual Provincial audit of the Commission's financial records.
- assisting with the development of financial policy.

Human Resource Management

- determining the Commission's organizational structure, staffing, and compensation requirements;
- overseeing the recruitment and performance management of staff and delegating these responsibilities to other management as appropriate;
- establishing a positive, healthy, and safe work environment;
- ensuring that a succession plan is in place for senior executives; and
- assisting with the development of human resource policy.

Risk Management

- identifying and evaluating risk for the organization and providing regular reports to the Board on the management of risk; and
- assisting with the development of risk management plans and policies.

Land Use Management

- assisting the Board with the review and public participation process for amendments to the Master Plan, as per the regulations and Commission policy;
- reviewing proposals for improvements and major developments at PCC sites; advising the proponent, the Board, and advisory committees on appropriate review and public participation processes, as per the regulations and Commission policy;
- assisting the Heritage Committee in identifying properties that merit heritage designation;
- identifying the need for the creation, amendment, or retirement of specific bylaws; facilitating appropriate consultations and forwarding recommendations to the Board for approval; and
- assisting the Board with the development of land use and development policies.

CEO Performance Monitoring

- providing the Board with necessary information to determine if specific performance objectives and compliance requirements have been met;
- accounting for deviations from performance objectives and compliance requirements; and
- providing a proposed plan to rectify any identified issues and any other general plans for continued improvement.

Delegation of Powers to the Chief Executive Officer (CEO)

The Board delegates to the Chief Executive Officer (CEO) the authority to:

- implement strategic and operational plans;
- manage the maintenance of buildings, structures, service facilities, and landscaping within approved budgets;
- approve improvements that are below specific monetary thresholds and/or that are of a temporary nature;
- authorize procurements and contracts within specific monetary thresholds;
- overseeing freedom of information requests and the implementation of information and privacy legislation and policy;
- establish programs/services and land use/development application fees;
- approve policies and procedures related to program and service provision consistent with Government of Saskatchewan directives;
- approve corporate operations (financial, human resource, risk management) and land use management procedures; and
- enforce bylaw infractions.

The Board retains authority for approving:

- strategic/operational plans and annual reports;
- annual budgets;
- the Master Plan and revisions to the Master Plan;
- improvements and major developments above specific thresholds set in Board policy;
- bylaws and revisions to bylaws; and
- policies related to corporate operations and land use management.

NOTE: Please see **Appendix C** for further information on Commission policies and procedures, including definition, approving authorities, and policy/procedure classifications.

The Board holds the CEO accountable for the authority delegated and may request information on any matter delegated to the CEO.

The Role of Committees

As per sections 3-1(2) and 6-3 of the Act, the Commission may establish committees to assist the Board in carrying out the work of the Commission. The purpose of committees is to provide recommendations to the Board to help the Commission fulfil its vision, mission, and mandate.

A committee will ordinarily review a matter in greater depth than the Board due to the subject-matter expertise of the committee members. It is not the intention of committees to replicate the work of the Board; instead committees are tasked with the responsibility of performing work beyond the normal scope of Board activities. The creation of committees should occur sparingly and only happens when there is a clear benefit to be obtained.

NOTE: Committees do not speak for the Board unless delegated this authority through Board resolution. Although they may request resources and information from the CEO in order to effectively fulfill their purpose, they do not direct staff. Committee members are bound by the same Code of Conduct that binds Board members, and must abide by any confidentiality requirements regarding committee discussions.

There are three types of committees at the Commission:

- **Board Standing Committees**
 - these are committees that address issues related to core corporate governance Board responsibilities—strategic planning, finance, risk management, and human resources;
 - the majority of the committee membership consists of Board members.

- **Advisory Committees**
 - these are standing committees that provide technical expertise to the Board in areas related to land use and improvements and other matters within the Commission’s mandate;
 - the committee membership consists of non-Board members.

- **Ad-Hoc Committees and Working Groups**
 - these are committees formed to address temporary issues of immediate concern;
 - the duration of the committee or working group is finite and is usually less than one year;
 - the Board, board standing committees, or advisory committees may have ad-hoc committees or working groups.

Role of Committee Chair

Each committee will have a Committee Chair. Committee Chairs are appointed by the Board on the recommendation of the relevant committee.

A Committee Chair's duties and powers are assigned by the Board. They include, but are not limited to, the following:

- ensuring all committee meetings are planned effectively according to legislation and policy requirements;
- developing committee meeting agendas in consultation with the Board Chair and CEO;
- managing committee meetings to ensure that discussion occurs, as per approved terms of reference;
- ensuring that ad-hoc committees or working groups that report to the committee operate according to approved terms of reference (if applicable);
- providing regular reports to the Board and attending Board meetings when necessary to communicate a committee's recommendations;
- ensuring all real, perceived, or potential conflicts of interest are identified and appropriately managed, and escalating serious and complicated cases of conflict of interest to the Board Chair for resolution;
- maintaining the confidentiality of committee discussions and ensuring that communications with stakeholder groups are appropriate.

Terms of Reference for Committees

Each committee at the Commission will be governed by a Terms of Reference approved by the Board. The terms of reference provide clear and specific information on how the committee is organized, what it is trying to achieve, who its members are, and when they meet. A standard terms of reference template is used for every committee formed.

There are currently two Board standing committees and three advisory committees at the Commission.

Board Standing Committees

- Audit and Finance Committee
- Strategic Planning and Special Projects Committee

Advisory Committees

- Architectural Advisory Committee
- Engineering Advisory Committee
- Heritage Advisory Committee (formerly the Heritage Property Advisory Committee)

The terms of reference for each of the committees is provided in the pages that follow. Each terms of reference is reviewed annually by the Board and is subject to change.

Terms of Reference: Audit and Finance Committee

Purpose

The purpose of the Audit and Finance Committee is to assist the Board in its audit, finance, and risk management responsibilities.

Constitution

The Audit and Finance Committee consists of the following individuals:

- two members of the Board (one member will Chair the Committee) and
- one individual with accounting expertise nominated by a participating party.

Members of the Committee are appointed by the Board. There are no term limits for Committee membership. Committee membership vacancies are filled expeditiously by the Board.

The Board Chair and Chief Executive Officer (CEO) are both ex-officio non-voting members of the Committee.

The Committee may invite other management staff of the Commission and observers to attend meetings from time to time. Invited guests may provide resource support and participate in discussion, but only if prior arrangements have been made and at the call of the Chair.

Roles and Responsibilities

The Audit and Finance Committee is responsible for the following:

- monitoring financial performance of the Commission by reviewing quarterly financial statements;
- recommending annual budgets to the Board for approval;
- reviewing external audits of the Commission by the Provincial Auditor and making recommendations to the Board;
- monitoring financial systems and internal controls and reviewing risk management reports of the CEO;
- making recommendations to the Board regarding investments and the borrowing of funds;
- recommending financial and risk management policies to the Board that are in accordance with best practice; and
- performing any other duty assigned to it by the Board.

Meetings

Meetings of the Audit and Finance Committee will occur at least two times per year. Additional meetings may be scheduled as needed at the call of the Chair. The CEO will provide resource support to the Committee including the scheduling of meetings, agenda and meeting material preparation, and minute taking. Committee meeting materials must be sent to members at least seven (7) calendar days in advance of the meeting.

Quorum for any Committee meeting is a majority of voting members. A meeting may commence without quorum but no official decisions may be made. A Committee member who cannot attend a meeting in person may attend meetings by telephone or other means provided that the member can adequately participate in the discussion. Committee Chairs may vote on resolutions, but they will ordinarily do so only to break a tie vote.

The Committee may choose to meet privately (*in camera*) to discuss any matter. For example, the Committee may choose to arrange an annual meeting with the Provincial Auditor *in camera* to discuss the results of the annual audit.

Confidentiality and Conflict of Interest

Committee members are bound by the Commission's Code of Conduct requiring members to disclose any conflicts of interest and maintain the confidentiality of committee discussions.

Conflicts of interest are managed by the Committee Chair who will escalate complex cases to the Board Chair for resolution. The Committee Chair also provides guidance to participants on what elements of committee discussion may be shared with external stakeholders and what must remain confidential.

Terms of Reference: Strategic Planning and Special Projects Committee

Purpose

The purpose of the Strategic Planning and Special Projects Committee is to assist the Board with the creation of strategic plans and to monitor the implementation of the strategic plan. The Committee also advises the Board on special projects as needed.

Constitution

The Strategic Planning and Special Projects Committee consists of the following individuals:

- two members of the Board (one member will Chair the Committee) and
- one individual with expertise in strategic/program planning and program evaluation nominated by a participating party.

Members of the Committee are appointed by the Board. There are no term limits for Committee membership. Committee vacancies are filled expeditiously by the Board.

The Board Chair and Chief Executive Officer (CEO) are both ex-officio non-voting members of the Committee.

The Committee may invite other management staff of the Commission and observers to attend meetings from time to time. Invited guests may provide resource support and participate in discussion, but only if prior arrangements have been made and at the call of the Chair.

Roles and Responsibilities

The Strategic Planning and Special Projects Committee is responsible for the following:

- working with the CEO and other senior management staff to establish a multi-year strategic plan for Board approval based on an analysis of emerging trends, risks, and opportunities;
- developing key performance indicators and metrics for the achievement of the goals of the strategic plan in consultation with the CEO and senior management;
- establishing a reporting framework with the CEO to monitor the progress of the strategic plan's implementation;
- advising the Board on an annual basis about the achievement of the strategic plan's outcomes and recommending changes to the strategic plan based on changed circumstances;

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- conducting review and analysis on any special project or emerging issue that does not fall under the scope of another Board or advisory committee, as directed by the Board.
 - recommending policies to the Board that are consistent with best practice.
 - performing any other duty assigned to it by the Board.

Meetings

Meetings of the Strategic Planning and Special Projects Committee will occur at least two times per year. Additional meetings may be scheduled as needed at the call of the Chair. The CEO will provide resource support to the Committee including the scheduling of meetings, agenda and meeting material preparation, and minute taking. Committee meeting materials must be sent to members at least seven (7) calendar days in advance of the meeting.

Quorum for any Committee meeting is a majority of voting members. A meeting may commence without quorum but no official decisions may be made. A Committee member who cannot attend a meeting in person may attend meetings by telephone or other means provided that the member can adequately participate in the discussion. Committee Chairs may vote on resolutions, but they will ordinarily do so only to break a tie vote.

The Committee may choose to meet privately (*in camera*) to discuss any matter.

Confidentiality and Conflict of Interest

Committee members are bound by the Commission's Code of Conduct requiring members to disclose any conflicts of interest and maintain the confidentiality of committee discussions.

Conflicts of interest are managed by the Committee Chair who will escalate complex cases to the Board Chair for resolution. The Committee Chair also provides guidance to participants on what elements of committee discussion may be shared with external stakeholders and what must remain confidential.

Terms of Reference: Architectural Advisory Committee

Purpose

The purpose of the Architectural Advisory Committee is to provide the Board and the CEO with architectural advice regarding the construction of buildings and major improvements within Wascana Centre. The Committee provides technical and aesthetic advice regarding proposals for land development approved by the Commission.

Constitution

The Architectural Advisory Committee's membership is defined in section 6-1(1) of the PCC Act. The Committee consists of:

- two or more persons, each of whom, subject to subsection (2), must be an architect, landscape architect, landscape planner or a community planner; and
- an adviser to be known as the Landscape Adviser, who must be a landscape architect or a landscape planner.

As per section 6-1(2) a majority of members of the Architectural Advisory Committee must be architects other than landscape architects.

Members of the Committee are appointed by the Board. There are no term limits for Committee membership. Committee vacancies will be filled expeditiously by the Board.

The Architectural Advisory Committee recommends a committee chairperson to the Board for approval.

The Board Chair and the CEO may attend meetings as needed. The Committee may invite other management staff of the Commission and observers to attend meetings from time to time. Invited guests may provide resource support and participate in discussion, but only if prior arrangements have been made and at the call of the Chair. The CEO (or designate) will serve as the Secretary (non-voting) to the AAC and meet regularly to receive progress updates on development projects being reviewed.

Roles and Responsibilities

The Architectural Advisory Committee is responsible for reviewing proposals and making recommendations to the Board for:

- the construction of buildings within Wascana Centre;
- major developments within Wascana Centre and major amendments to the Master Plan that involve significant aesthetic and other architectural considerations;
- land use management policy (as applicable); and
- any other proposal or any other matter at the request of the Board Chair or CEO.

The Committee may coordinate and consult with the Engineering Advisory Committee or any other committee as necessary.

NOTE: The Committee only reviews building proposals above specific thresholds established in legislation, regulation, and Board policy unless otherwise directed by the Board Chair or CEO. A major development is defined as an improvement as per the regulations: an improvement includes the construction of a building, structure, or service facility and includes landscape construction.

Meetings

Meetings of the Architectural Advisory Committee will occur at least once per year. Additional meetings may be scheduled as needed at the call of the Chair or the Board. If no proposals require review in any one year, the Committee will still meet for purposes of discussing policy and planning and to ensure a level of continuity among members.

The CEO (or designate) will provide resource support to the Committee including the scheduling of meetings, agenda and meeting material preparation, and minute taking. Committee meeting materials must be sent to members at least seven (7) calendar days in advance of the meeting.

Quorum for any Committee meeting is a majority of voting members. A meeting may commence without quorum but no official decisions may be made. A Committee member who cannot attend a meeting in person may attend meetings by telephone or other means provided that the member can adequately participate in the discussion. Committee Chairs may vote on resolutions, but they will ordinarily do so only to break a tie vote.

The Committee may choose to meet privately (*in camera*) to discuss any matter.

Confidentiality and Conflict of Interest

Committee members are bound by the Commission's Code of Conduct requiring members to disclose any conflicts of interest and maintain the confidentiality of committee discussions.

Conflicts of interest are managed by the Committee Chair who will escalate complex cases to the Board Chair for resolution. The Committee Chair also provides guidance to participants on what elements of committee discussion may be shared with external stakeholders and what must remain confidential.

Terms of Reference: Engineering Advisory Committee

Purpose

The purpose of the Engineering Advisory Committee is to provide the Board and the CEO with engineering advice regarding the construction of service facilities and the engineering aspects of improvements and developments within Wascana Centre. The Committee will make recommendations focused on safety, health and welfare of the public, protection of the environment and promoting health and safety within the workplace.

Constitution

Section 6-2 of the PCC Act states that: “each participating party shall appoint a professional engineer, as defined in *The Engineering and Geoscience Professions Act*, to be its representative on an advisory committee to be known as the Engineering Advisory Committee.”

The Engineering Advisory Committee consists of the following membership:

- three professional engineers, one appointed by each participating party.

The members of the Committee can be removed by the participating party or at the request of the Board by the participating party. There are no term limits for Committee membership. Committee vacancies will be filled expeditiously by the participating parties.

The Engineering Advisory Committee recommends a committee chairperson to the Board for approval.

The Board Chair and/or the CEO (or designate) may attend meetings as needed. The Committee may invite other management staff of the Commission and observers to attend meetings from time to time. Invited guests may provide resource support and participate in discussion, but only if prior arrangements have been made and at the call of the Chair. The CEO or designate will serve as the Secretary (non-voting) to the EAC and meet regularly to receive progress updates on development projects being reviewed.

Roles and Responsibilities

The Engineering Advisory Committee is responsible for reviewing proposals and making recommendations to the Board for:

- the construction of service facilities;
- the engineering aspects of major developments within Wascana Centre and major amendments to the Master Plan;
- land use management policy (as applicable); and
- any other proposal or any other matter at the request of the Board Chair or CEO.

The Committee may coordinate and consult with the Architectural Advisory Committee or any other committee as necessary.

*NOTE: A major development is defined as an improvement as per the regulations. An improvement includes the construction of a building, structure, or service facility and includes landscape construction.

Meetings

Meetings of the Engineering Advisory Committee will occur at least once per year. Additional meetings may be scheduled as needed at the call of the Chair. If no proposals require review in any one year, the Committee will still meet for purposes of discussing policy and planning and to ensure a level of continuity among members.

The CEO (or designate) will provide resource support to the Committee including the scheduling of meetings, agenda and meeting material preparation, and minute taking. Committee meeting materials must be sent to members at least seven (7) calendar days in advance of the meeting.

Quorum for any Committee meeting is a majority of voting members. A meeting may commence without quorum but no official decisions may be made. A Committee member who cannot attend a meeting in person may attend meetings by telephone or other means provided that the member can adequately participate in the discussion. Committee Chairs may vote on resolutions, but they will ordinarily do so only to break a tie vote.

The Committee may choose to meet privately (*in camera*) to discuss any matter.

Confidentiality and Conflict of Interest

Committee members are bound by the Commission's Code of Conduct requiring members to disclose any conflicts of interest and maintain the confidentiality of committee discussions.

Conflicts of interest are managed by the Committee Chair who will escalate complex cases to the Board Chair for resolution. The Committee Chair also provides guidance to participants on what elements of committee discussion may be shared with external stakeholders and what must remain confidential.

Terms of Reference: Heritage Advisory Committee

Purpose

The purpose of the Heritage Advisory Committee is to provide recommendations to the Board regarding the designation and potential designation of property within Wascana Centre as heritage property and to provide advice to the CEO and Board regarding heritage programming and planning.

Constitution

The Heritage Advisory Committee consists of the following membership:

- three individuals with background and expertise in areas related to heritage conservation (relevant background and expertise may include work experience in education, heritage programming, archaeology, paleontology, museums, libraries/archives, and property appraisal/management); and
- two individuals who currently, or in the past, have held an academic appointment at a Canadian university or college with expertise in a relevant field (relevant fields may include history, anthropology, archaeology, and native studies).

Members of the Committee are appointed by the Board. There are no term limits for Committee membership. Committee vacancies will be filled expeditiously by the Board.

The Heritage Advisory Committee recommends a committee chairperson to the Board for approval.

The Board Chair and/or the CEO (or designate) may attend meetings as needed. The Committee may invite other management staff of the Commission and observers to attend meetings from time to time. Invited guests may provide resource support and participate in discussion, but only if prior arrangements have been made and at the call of the Chair. The CEO (or designate) will serve as the Secretary (non-voting) to the HAC and meet regularly to receive progress updates on development projects being reviewed.

Roles and Responsibilities

The Heritage Advisory Committee has the following responsibilities:

- review and provide recommendations to the Board related to the designation of properties as provincial or municipal heritage properties within Wascana Centre (the committee may seek the advice of the relevant ministry or the City for this purpose);
- identify an inventory of buildings or structures within Wascana Centre of heritage significance that may be designated as heritage properties in the future;
- review and develop policies for the management of designated heritage properties, properties of historical significance, and historical artifacts and resources within Wascana Centre;

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- provide recommendations to the CEO regarding any new or major changes to heritage programming or policy; and
 - review any other proposal or any other matter at the request of the Board Chair or CEO.

Meetings

Meetings of the Heritage Advisory Committee will occur at least once per year. Additional meetings may be scheduled as needed at the call of the Chair. If no proposals require review in any one year, the Committee will still meet for purposes of discussing policy and planning and to ensure a level of continuity among members.

The CEO (or designate) will provide resource support to the Committee including the scheduling of meetings, agenda and meeting material preparation, and minute taking. Committee meeting materials must be sent to members at least seven (7) calendar days in advance of the meeting.

Quorum for any Committee meeting is a majority of voting members. A meeting may commence without quorum but no official decisions may be made. A Committee member who cannot attend a meeting in person may attend meetings by telephone or other means provided that the member can adequately participate in the discussion. Committee Chairs may vote on resolutions, but they will ordinarily do so only to break a tie vote.

The Committee may choose to meet privately (*in camera*) to discuss any matter.

Confidentiality and Conflict of Interest

Committee members are bound by the Commission's Code of Conduct requiring members to disclose any conflicts of interest and maintain the confidentiality of committee discussions.

Conflicts of interest are managed by the Committee Chair who will escalate complex cases to the Board Chair for resolution. The Committee Chair also provides guidance to participants on what elements of committee discussion may be shared with external stakeholders and what must remain confidential.

APPENDIX A: CODE OF CONDUCT

Introduction

To better assist the Board of Directors of the Provincial Capital Commission (Commission) discharge its responsibilities, this Code of Conduct has been established for Board members and committee members to follow. This Code will guide individuals in their behavior and clarifies specific expectations.

After appointment to the Board or a committee, each Board or committee member will read and acknowledge their agreement to uphold this Code. On an annual basis, each Board member or committee member will sign a Conflict of Interest and Confidentiality Declaration Form.

The Code of Conduct is divided into three sections: standards of behavior, conflict of interests, and gifts.

Standards of Behavior

It is the responsibility of each Board and committee member to: act honestly and in good faith with a view to the best interests of the Commission (**fiduciary duty**); reasonably exercise their duties with care, diligence, and skill (**duty of care**); and comply with *The Provincial Capital Commission Act*, *The Provincial Capital Commission Regulations*, and other relevant legislation in all endeavors.¹

A Board or committee member's **fiduciary duties** include the following:

- representing the interests of the Commission as a whole to promote the vision, mission, and mandate of the organization;
- supporting all decisions of the Board or a committee regardless of individual opinion;
- conducting Commission business in an open and transparent matter with due regard to the public interest;
- engaging in honest and respectful debate with fellow Board members and committee members;
- maintaining the confidentiality of Board or committee discussions and the privacy of personal information, both before and after ceasing to be a Board or committee member; and
- ensuring that any decisions are made free from conflict of interest and that conflicts of interest are appropriately declared and managed.

¹ From section 2-39(1) of *The Legislation Act*. Wording has been simplified for the purpose of the governance manual.

A Board or committee member's responsibility of **duty of care** includes the following:

- having knowledge of *The Provincial Capital Commission Act, The Provincial Capital Commission Regulations, and other relevant legislation*; the Commission's vision, mission, and mandate, master plan, strategic plan; and relevant Commission policies/procedures;
- making reasonable efforts to prepare for meetings and ensuring that they have sufficient information available to them to make informed decisions;
- participating with care, diligence, and prudence in discussions and respectfully listening to the perspectives of others; and
- working cooperatively with other Board or committee members, the CEO, and other senior management to achieve shared goals and to understand the boundaries between Board and management responsibilities

Unless the Board decides otherwise, the Board Chair will act as a spokesperson for the Commission. The Board or committee members will function as stewards of the PCC with an obligation to manage their comments, affairs, and business to positively represent the organization as a whole. Any Board and committee member's comments should ensure the organization's integrity. PCC Administration will provide tools for sharing information in a transparent and responsible way.

All deliberations of the Board, and all corporate records, material and information obtained by the Board or committee member and generally not available to the public, shall be considered confidential and the member shall safeguard such records and information from improper access as per *The Freedom of Information and Protection of Privacy Act*.

Conflicts of Interest

Board or committee members must conduct their activities free from conflict of interest. Individuals will avoid conflicts of interest, or the appearance of conflict, which could interfere with the member's judgment in making decisions in the Commission's best interest.

A conflict of interest exists in any situation where an individual uses or could potentially use their position on the Board or a committee to benefit themselves, relatives, friends, or associates.² Conflicts of interest may be actual, potential, or perceived. Examples of conflict of interest may include:

- situations where an individual has a material interest in a contract with the Commission or has a family member, friend, or associate that may benefit from a contract with the Commission;
- the inappropriate acceptance of gifts;
- the use of confidential information to advance a personal interest or the interest of others; or
- other memberships, directorships, voluntary, elected or paid positions that conflict or could conflict with the interests of the Commission.

A conflict of interest is not an indication of wrong-doing. However, such conflicts must be appropriately managed to preserve the integrity of the decision-making process.

Disclosure of Conflict of Interest

All Board members and committee members are required to sign a Conflict of Interest and Confidentiality Declaration Form annually.

If a conflict of interest emerges during the course of the year, the Board member will disclose the conflict of interest to the Board Chair. At every Board meeting, the Chair will provide individuals with the opportunity to disclose conflicts of interest. If the Board Chair has a conflict of interest, he/she will disclose the conflict, and the Vice-Chair or an Acting Chair will be appointed to manage the conflict.

If a conflict of interest arises at the committee level, the conflict will be reported, in the first instance, to the Committee Chair. A matter that cannot be expeditiously resolved will be forwarded to the Board Chair for resolution.

If a Board or committee member is concerned that another member has a conflict of interest, he/she may request that the member disclose the conflict or report the matter to the Board or Committee Chair.

² As per section 2-41(1) of the *Legislation Act*, associate means: (a) a body corporate of which that person beneficially owns, directly or indirectly, more than 10% of any class of voting equity securities of the body corporate that are outstanding at the time; (b) a partner, other than a limited partner, of that person; (c) a trust or estate in which that person has a beneficial interest or serves as a trustee or in a capacity similar to a trustee; or (d) any other person who has that same residence as the person.

To manage conflicts of interest, the Board or Committee Chair may require:

- the Board or committee member to refrain from participating in discussion and to abstain from voting;
- the Board or committee member to relinquish specific duties; and/or
- the Board or committee member to divest themselves of the material interest that is causing the conflict.

In those circumstances where the conflict of interest cannot be appropriately managed, the Board Chair may recommend to the Ministry, the Board, or participating party that the Board or committee membership be terminated.

Gifts

Board members may not accept gifts if such an exchange compromises, or is perceived to compromise, the integrity of Board decision making. A gift is the transfer of property from one person to another without recompense or compensation. Examples include: tangible products; gift certificates; invitations to meals; and tickets to sporting, theatrical, and cultural events.

A Board or committee member may accept a gifts that are the normal exchange of courtesy or within the normal standards of hospitality. When considering whether to accept a gift a Board or committee member should consider the circumstances under which the gift is given and the monetary value. If in doubt, the member should consult the Board or Committee Chair. The acceptance of multiple gifts from a single source should be fully disclosed to the Board Chair.

If an improper gift is received, it should be returned to the person. A gift that cannot be returned should be turned over to the Commission.

APPENDIX B: BOARD MEMBER RENUMERATION AND EXPENSES

Remuneration

Board member remuneration for services rendered is described in the Treasury Board Policy [5005](#). The rate of remuneration for the Commission Board Chair is up to 155 dollars per day. For other Board members the rate is up to 110 dollars per day.

NOTE: Where the total time required of a Board member is less than five hours per day, one-half of the daily rate will apply. If more than eight hours are worked in any given day, the Commission may pay more than the daily rate. The time required to travel to and from a meeting may be included in calculating the daily requirements.

Travel Expenses

Board members are eligible for travel expenses at the rates determined in Treasury Board Policy [5010](#). The rates for reimbursement are the same as those established for out-of-scope-employees of the Saskatchewan Public Service Commission. A summary of common travel expenses that Board member may claim is provided below (for a complete explanation of all available expense reimbursements and terms and conditions of expense claims, please click on the following [link](#)).

Use of Private Vehicle for Business Purposes

If one is using their private vehicle for government business, individuals will be compensated for a fixed amount per kilometer travelled:

- ordinary compensation: 46.25 cents/km
- north of the 54th parallel: 49.80 cents/km.

Taxis

Expenses can be claimed for taxis with relevant receipts.

Hotel/Lodging

Hotel/motel accommodations can be claimed for actual and reasonable charges supported by receipts. For overnight stays in private residences other than one's own at maximum of \$35 will be provided.

Meal Rates

The following meal rates are permitted without receipts. The rates include reimbursement for GST, gratuities, and overnight allowance:

- In Province:
 - per diem.....\$51/day
 - breakfast.....\$10.00
 - dinner..... \$18.00
 - supper.....\$23.00

- Out-of-Province
 - per diem.....\$61/day
 - breakfast.....\$13.00
 - dinner.....\$20.00
 - supper.....\$28.00

Meals expenses in excess of the above amounts may be claimed in exceptional circumstances provided that receipts are provided.

For a complete explanation of all available expense reimbursements and terms and conditions of expense claims, please click on the following [link](#).

APPENDIX C: POLICY AND PROCEDURE CLASSIFICATION SYSTEM

The following appendix provides a classification system for the policies and procedures of the Provincial Capital Commission.

Corporate governance and land use management policies (policies 100-700) are approved by the Board. Policies for public program and service provision are approved by the CEO. All procedures are approved by the CEO unless they pertain to internal Board operations or the operations of Board or Advisory Committees.

The Commission defines policy and procedure as follows:

Policy: means an approved written statement of philosophy, direction, or expected behaviors that guides the Board, committee members, or employees in the oversight and management of the Commission.

Procedure: means an approved written statement of actions to be taken to enable the achievement of a specific policy.

When appropriate, the Commission may choose to adopt the policies and procedures of the Government of Saskatchewan. Commission policies and procedures will be written on standard templates and will follow the following classification:

100—Governance Policies and Procedures

200—Financial Policies and Procedures

300—Risk Management Policies and Procedures

400—Information and Records Management Policy and Procedures

500—Communications Policies and Procedures

600—Land Use Management Policies and Procedures

700—Program and Service Policies and Procedures

800—Human Resources Policies and Procedures