

CHARTER

NANAIMO SYSTEMS PLANNING ORGANIZATION (SPO) SOCIETY

May 2, 2022

CHARTER This Charter Document is a framework that describes the purpose, vision, mandate and governance structure for the Nanaimo Systems Planning Organization Society. The document is intended to inform future work on the Constitution, Bylaws and Policies for the organization.

NAME Nanaimo Systems Planning Organization Society (SPO)

PURPOSE To provide research, data, analysis, education and information related to the community's collective homelessness prevention and response priorities to enable coordinated action and advocacy by Nanaimo's non-profit organizations, Snuneymuxw First Nation and other levels of government, the business sector and the broader community to address an end to homelessness in Nanaimo.

VISION That all people, regardless of their background, situation, or past experiences, can access a full spectrum of health and housing services. This means that responses are coordinated and resources are aligned to ensure homelessness is prevented whenever possible; and if homelessness occurs, it is a rare, brief, and non-recurring experience.

MANDATE The SPO recognizes the collective value of multiple sectors and organizations working together with a common goal to build strong relationships, develop a well-resourced and high-functioning sector and to address homelessness by fulfilling the following mandate:

- Convene transparent leadership in support of the entire community.
- Coordinate a systems approach to homelessness planning that connects the sectors together through information and analysis about funding and resources, client service needs, and shared accountability measures to advance strategic outcomes.
- Identify, communicate and coordinate approaches to deal with system gaps, priorities and opportunities.

GUIDING PRINCIPLES

Shared Commitment and Accountability: Creation of a Memorandum of Understanding (MOU) with partners to embed shared commitment to yearly milestones, results, equitable, evidence-based practices and decision making to build a resilient system.

Integrity, Courage, and Truth: Support for Snuneymuxw leadership in the spirit of the Truth and Reconciliation (TRC) calls to action. This informs our commitments and partnerships.

Transparency: Clear and honest communication, guided by transparency to support funding decisions and allow for the creation of a stronger, lasting partnership focused on achieving positive outcomes.

Collaboration: The SPO aligns community efforts to support the implementation of the Health and Housing Task Force (HHTF) Action Plan. The Plan acknowledges that collaboration will break down silos to deliver collective, inclusive, safe and respectful outcomes for the community.

GOVERNANCE STRUCTURE

The SPO is an independent, non-aligned agency that jointly manages and makes decisions through an equitable structure.

This structure is defined within the parameters of the *Society Act*.

The governance consists of representation from the City of Nanaimo, Snuneymuxw First Nation, subject matter experts and those with lived experience who are appointed to a governance Board that delivers on the mandate.

The work of the SPO will be initially guided by the HHTF Action Plan endorsed by Council in February 2021. The work of the Society will evolve as new issues emerge and the objectives of the HHTF Action Plan are met.

The Society will consider using frameworks such as Imagine Canada to help inform governance of the organization.

DECISION MAKING

The Board is empowered to make a broad range of governance decisions related to the SPO objectives to prevent homelessness.

Key decisions related to the mandate, ownership, governance, and funding are made by the Board members in accordance with voting rules. Operational decisions are made by the Executive Director.

BOARD OF DIRECTORS (Composition)

The SPO is governed by its own Board which is comprised of nine (9) voting members:

Composition: The City of Nanaimo and Snuneymuxw First Nation each have an organizational designate, each member has one (1) vote.

There are three (3) other members of the Board who have current or past experience working in the non-profit housing sector, health services sector and as shelter providers. Initially, the City of Nanaimo Transition team will reach out to

each of the sectors for nominations and will appoint one (1) representative to the Board from each sector. Each member has one (1) vote. In the future, the Board will reach out to the sectors requesting nominations and ultimately make the appointment.

One (1) member will be appointed to the Board from the Nanaimo Prosperity Corporation.

There are three (3) members at-large who have governance board experience or specific identified skills in health and housing. The at-large directors are selected by a publicly advertised call. The Directors are selected using established evaluation criteria to ensure a broad range of skills and experience are represented on the Board. Attachment 2 provides sample evaluation criteria that could be used in selecting the at-large directors. The initial at-large member's board will be selected by the City of Nanaimo Transition Team who will advertise for and appoint the directors at-large.

Board of Directors Term: Each Voting Director is appointed for a term of two (2) years, and may be reappointed for two (2) consecutive additional terms for a maximum period of six (6) years. Additional rules on term of office intended to promote continuity in the Society's governance area as follows:

- Five (5) of the nine (9) Voting Directors of the Society's Board of Directors are appointed for a three-year term; these Directors may be reappointed for an additional two (2) consecutive terms, each of which is two (2) years in duration.
- Directors are appointed (or reappointed) on a staggered basis beginning at the end of year two when four (4) Voting Director positions become open.

Chair: Once every two years, at the first Board meeting of the season, the Board Directors elect a Board Chair and Vice Chair. The duties of the Chair include:

- presiding all meetings of the Board;
- providing leadership to the Board, including recommending resolutions;
- providing, on behalf of the Board, general direction to the Society's Executive Director;
- acting as the Board's chief liaison and spokesperson with City Council, the media and external agencies; and
- carrying out other duties as assigned by the Board.

The Vice Chair acts in place of the Chair when the Chair is absent. The Chair and Vice Chair are elected from among the Board Directors for a two (2) year term.

Remuneration: All Board members representing organizations and agencies serve without remuneration.

Board members with no affiliation to an organization or agency may be provided an honorarium per meeting to ensure that individuals can participate on the Board regardless of economic circumstance or cultural practice/norms.

Board members may claim expenses incurred to conduct SPO Board business in accordance with Board policies.

REVIEW OF SPO

In 2026, an independent review of the SPO operations will be initiated and completed by a consultant hired by the City to:

- examine the SPO’s mandate, structure, funding, and performance along with other factors that partners identify;
- assess the level of community and partner support; and
- identify changes to operating model for consideration by partners.

COMMITTEES

The Board of Directors creates Committees to assist in implementing the HHTF Action Plan and to attend to the business of the Board and Society. Committees may include individuals who are not Voting Directors of the Society; each Committee, however, is chaired by a Voting Director. The Board’s choice of Committees is informed by the HHTF Action Plan, opportunities or issues as they arise, and the Board’s own needs.

All Committee members are appointed by the Board as a whole. The Board also appoints a Chair and Vice Chair for each Committee from among Voting Directors who serve on the Committee. Minutes of all Committee meetings are presented to the Board in Committee minutes.

STANDING COMMITTEE

The Finance, Audit and Nomination Committee is a Standing Committee for the SPO. This Committee will conduct an annual review of the financial records and related decisions, review policies and frameworks related to the SPO and provide nominations to the Board for new directors.

The Human Resources and Governance Committee will oversee the hiring and performance management of the Executive Director and provide input on the governance structure of the Society.

ADVISORY COMMITTEES

The Board of the SPO will establish advisory committees that can offer insight, perspective, and information to the SPO to guide decision-making and strategic directions. The Board may identify a Chair of an Advisory Committee that comes from the wider community and is not a Society Director. Examples of Advisory Committees include:

- Lived Experience Advisory;
- Funders Table; and
- Housing and Health Advisory.

FUNDING MODEL

The City will provide core funding for the SPO for the initial five (5) years to provide support and certainty for the SPO to function effectively, particularly in its early years. Funding is intended to support the activities of the SPO that are initially guided by the HHTF Action Plan. The Society will look for additional funding opportunities to support the objectives of the HHTF Action Plan and subsequent annual plans.

OPERATIONS

The SPO will identify its own office space either independently or shared with an existing non-profit or government agency. The SPO will attend to its own operational needs including those related to financial management, accounting, legal matters, human resources, purchasing, information technology, etc. If the SPO chooses to outsource any or all of these functions to a partner, or non-profit service provider, the Board will need to consider the risk to governance and sustainability that may be compromised.

Administration: The SPO hires and employs an Executive Director. This position, which is accountable to the Board of Directors, has the authority and responsibility for all operational decisions, including:

- directing and overseeing the work of contractors, consultants and any support staff that are retained to assist with initiatives and core operations, based on approved plans and budgets;
- managing, supervising and administering the day-to-day operations of the Society;
- developing administrative procedures and policies to guide the implementation of the Board's policies and goals;
- advising the Board on the implementation of the HHTF Action Plan;
- advises the Board on homelessness issues, trends and research;
- liaises with staff at Snuneymuxw First Nation, the City of Nanaimo, the Province, and staff in the local non-profit sector;
- engages the local service providers on a range of homelessness matters and develops proposals for new initiatives and research; and

- represents the Society and serves as a spokesperson for the Society at various events inside and outside of Nanaimo.

The Executive Director provides reports and updates to the Board of Directors, as required by Board policy, on finances, progress on objectives, and other matters.

DISPUTE RESOLUTION

The Board members' highest priority is to protect the interests of the Society. It is the Society's highest priority to assist citizens affected by homelessness in Nanaimo.

The Board is committed to resolve disagreements and disputes among themselves through discussion. The Board welcomes diversity, difference of opinions and discussion.

The formal bylaws and policies for the Society will provide a more detailed dispute resolution.

ATTACHMENT 1: SPO Core Services

The Society provides a set of Core Services pursuant to the Society’s mandate including:

1. generate and share knowledge to support strategic decision-making, funding decisions, and a planned approach to proactively prevent and respond to homelessness, health, and housing needs in Nanaimo;
2. produce communications material to help educate the general public about the challenges and actions being taken to address homelessness;
3. steward the HHTF Action Plan;
4. work with service providers to prioritize Indigenous homelessness needs in a culturally-safe and trauma-informed approach to address systemic racism;
5. provide Local Government with data to effectively advocate and address issues related to the homelessness population with the Federal and Provincial Government;
6. support the community initiative to establish coordinated access in Nanaimo;
7. support education and community development efforts to prevent homelessness (Nanaimo Health & Wellness Network);
8. collaborate with the Community Advisory Board (CAB);
9. ensure transparent and consistent evaluation and systems-level outcome measurement (KPI), and
10. provide a report on a semi-annual basis to all governments in the region, the community and the funders on the progress.

The Core Services of the Society will evolve over time as the organization matures.

ATTACHMENT 2: SPO At-Large Director Evaluation Criteria

1. Nanaimo Resident

- Yes/No

2. Rationale to become a Board Member (10 Points)

- Why are you interested in becoming a director at large on the SPO?
- Confirmation of availability to be a board member (anticipate 2 meetings a month, 2 hours+ each meeting).

3. Experience working in the Health and Housing Field (10 Points)

- Provide detail on your professional involvement supporting vulnerable populations.
- Outline voluntary experience supporting vulnerable populations.

4. Previous Board Experience (10 Points)

- Provide a list of involvement with previous boards.
- Outline your knowledge of board governance.

5. Skills related to health and housing. (10 Points)

- Outline the skill sets that you bring from a health and housing background.

6. Reflects the diversity of the community (10 Points)

- The SPO is committed to creating a Board with a diverse and inclusive culture which solicits multiple perspectives and is free of bias and discrimination. Diversity includes business experience, geography, age, gender, ethnicity and aboriginal status. Please tell us how your experience would further the goal of diversity and inclusion.

Attachment 3: Health and Housing Task Force Action Plan