



College of Veterinarians of British Columbia

COUNCIL MEETING

In Person

Friday, March 14, 2025

Minutes of the Open Meeting

Council Members: Dr. Jane Pritchard (President), Dr. Michele Martin, Mr. Gian Sihota (Treasurer), Dr. Justin McLash, Dr. Gigi Lin and Dr. Kirsten Riphagen

Staff: Ms. Christine Arnold (Registrar & CEO) and Ms. Rosalee Magcalas (Executive Assistant)

Guests: Ms. Amanda Barker, BCVTA Liaison

1. CALL TO ORDER

The meeting was called to order by Dr. Pritchard at 10:00 a.m.

2. ROUTINE PRELIMINARY BUSINESS

2.1. Territorial Acknowledgement

Council would like to respectfully acknowledge that we work and live on the traditional ancestral and unceded lands of the Coast Salish, Squamish, Sechelt, Musqueam and Tsleil-Waututh nations and we acknowledge all other first nations in British Columbia.

2.2 Approval of the Open Agenda

MOTION: THAT the Agenda be approved with the power to add.

MOVED/SECONDED

CARRIED

2.3 President's Remarks

We are at the first meeting after the Council election. Happy and grateful to have been elected and good to see everyone in person.

2.4. Approval of Consent Agenda

MOTION: THAT the Open Consent Agenda be approved as presented with items 2.5, 2.6, 4.1, 4.2, 4.3 and 4.4

MOVED/SECONDED

CARRIED

2.5. Minutes of November 15th, 2024 Open Council Meeting

MOTION: THAT the Minutes of the November 15th, 2024 Open Council meeting be approved as distributed.

MOVED/SECONDED

CARRIED

Direction: To post the approved November 15th, 2024 open meeting minutes.

2.6. Minutes of January 31st, 2025 Open Council Meeting

MOTION: THAT the Minutes of the January 31st, 2025 Open Council meeting be approved as distributed.

MOVED/SECONDED

CARRIED

Direction: To post the approved January 31st, 2025 open meeting minutes.

3. ITEMS REQUIRING COUNCIL ACTION/DECISION/DISCUSSION

3.1. Update from the BCVTA (verbal)

An update was provided by the BCVTA liaison to the CVBC which included information on the approval of their Strategic Plan and a reminder of the upcoming Annual General Meeting to be held at Thompson Rivers University in Kamloops on May 24th between 10:00am and 12:00pm. There has also been movement with new board members coming on, but the liaison will remain in her position for another term.

3.2. Election of Council Executive

Council was reminded that they can nominate any member of Council for the position of Vice President and Treasurer, but a registrant member must hold the President's position. A nomination may be made by any Council member, including nominating themselves, and does not require a seconder and must be accepted by the nominee.

The floor was opened for nominations for the position of President with Dr. Jane Pritchard being the only nominee, she accepted the nomination and nominations were closed. Dr. Pritchard was elected by acclamation to the position of President.

The floor was opened for nominations for the position of Vice President with Dr. Michele Martin being the only nominee, she accepted the nomination and nominations were closed. Dr. Martin was elected by acclamation to the position of Vice President.

The floor was opened for nominations for the position of Treasurer with Mr. Gian Sihota being the only nominee, he accepted the nomination and nominations were closed. Mr. Sihota was elected by acclamation to the position of Treasurer.

Direction: To post the Council Executive on the website.

3.3. Dates for Council Meetings

Council and staff discussed availability and finalized Council meeting dates for the 2025-2026 Council cycle.

Meeting dates will be posted on the CVBC website.

MOTION: TO schedule Council meetings up to and including March 2026.

MOVED/SECONDED

CARRIED

MOTION: TO schedule the 2025 Annual General Meeting.

MOVED/SECONDED

CARRIED

Direction: To post the dates on the CVBC website and send out calendar invitations for all meetings to Council as soon as possible.

3.4. Auditor General's Report on the Crown Agencies and Boards Resourcing Office (CABRO) Presented by the Registrar for information.

Materials provided to Council – see Appendix A:

- Audit at a Glance (February 2025)
- B.C. Public Sector Boards: Oversight of the Appointment Process (February 2025)

CABRO makes appointments to approximately 230 public sector boards. There are approximately 2000 appointed board members. The audit looked at 51 appointments across 16 boards, of which only 25 were new appointments. The audit also excluded administrative tribunals and other Crown agencies that do not report to the government.

Council briefly discussed their reaction to the report.

75% (3 out of 4) public member seats on the CVBC Council are currently vacant because CABRO has not made appointments. Two of those vacancies have existed since January 2024. The CVBC advised CABRO fifteen months ago of two of the vacancies and is aware of at least several applicants who have shown interest in an appointment to Council, at least one of whom submitted complete application materials to CABRO. The CVBC is not aware of the reason behind the failure to appoint public members to Council. The inadequate public member representation on the Council of a professional regulator tasked with protecting the public interest is of concern to the CVBC and its Council.

4. **REPORTS RECEIVED FOR INFORMATION**

4.1. Report on New Registrants – Accepted and not discussed as per the Consent Agenda.

4.2. Report on Change of Registration Class – Accepted and not discussed as per the Consent Agenda.

4.3. Report on Facilities, Closed, New & Reaccredited - Accepted and not discussed as per the Consent Agenda.

4.4. Task List – Accepted and not discussed as per the Consent Agenda.

5. ADJOURNMENT

5.1. Next Meeting Date

Friday May 2, 2025 by Zoom.

APPENDIX A

Materials in support of agenda item 3.4 – Auditor General’s Report on CABRO



Audit at a glance

Why we did this audit

- B.C. public sector organizations, such as health authorities and Crown corporations, deliver important services, programs and infrastructure for the province. Their boards are expected to ensure their organizations use resources appropriately and serve the public interest.
- Board members are appointed by government. The recruitment and appointment of board members plays an important role in whether a board functions properly.
- The Crown Agencies and Board Resourcing Office (CABRO) oversees board appointments for about 230 B.C. public sector organizations.

Objective

To determine whether CABRO provides effective oversight of government's public sector board appointment process to support boards in fulfilling their responsibilities.

Audit period:

January 1, 2023 – December 31, 2023

Conclusion

CABRO provided effective oversight of government's public sector board appointment process to support boards in fulfilling their responsibilities.

We found shortcomings in two areas but they did not impact the overall effectiveness of CABRO's role.

CABRO has accepted our two recommendations to improve its support of needs assessments and conflict of interest mitigation for public sector boards.

What we found

CABRO had processes in place to identify and assess board needs, with some gaps

- CABRO provided guidance on how boards should identify and assess their competency needs, but it was unclear how boards should obtain information on diversity from their members.
- CABRO received competency assessments from boards, with some exceptions.
- Board assessments of their members' diversity were limited and had gaps.

Recommendation 1

CABRO ensured candidates declared conflicts of interest, but it didn't confirm if mitigation strategies were in place

- CABRO checked public information about candidates before they were recommended for appointment to public sector boards.
- Candidates declared conflicts of interest before they were appointed, however CABRO didn't confirm whether boards or ministries had plans to mitigate any declared conflicts of interest.

Recommendation 2

CABRO ensured boards assessed member performance before reappointment

- CABRO offered guidance for boards to assess the performance of board members.
- Boards assessed member performance, such as attendance and participation, before reappointment.

CABRO made critical appointment recommendations in a timely manner

- CABRO guided boards and ministries on when and how to flag upcoming vacancies, and when a board member's term was ending.
- Critical appointments, such as the board chair, were prioritized.
- Most appointments and reappointments that we reviewed were done on schedule.



Office of the
Auditor General
of British Columbia

February 2025

B.C. Public Sector Boards: Oversight of the Appointment Process

An independent audit report



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Auditor General
of British Columbia

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The Honourable Raj Chouhan
Speaker of the Legislative Assembly
Province of British Columbia
Parliament Buildings
Victoria, British Columbia
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Dear Mr. Speaker:

I have the honour to transmit to the Speaker of the Legislative Assembly of British Columbia the report, *B.C. Public Sector Boards: Oversight of the Appointment Process*.

We conducted this audit under the authority of section 11(8) of the *Auditor General Act*. All work in this audit was performed to a reasonable level of assurance in accordance with the Canadian Standard on Assurance Engagements (CSAE) 3001 – Direct Engagements, set out by the Chartered Professional Accountants of Canada (CPA Canada) in the *CPA Canada Handbook – Assurance*.

Sheila Dodds, CPA, CA, CIA
Acting Auditor General of British Columbia
Victoria, B.C.

February 2025

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Source: Getty Images

Audit at a glance

Why we did this audit

- B.C. public sector organizations, such as health authorities and Crown corporations, deliver important services, programs and infrastructure for the province. Their boards are expected to ensure their organizations use resources appropriately and serve the public interest.
- Board members are appointed by government. The recruitment and appointment of board members plays an important role in whether a board functions properly.
- The Crown Agencies and Board Resourcing Office (CABRO) oversees board appointments for about 230 B.C. public sector organizations.

Objective

To determine whether CABRO provides effective oversight of government's public sector board appointment process to support boards in fulfilling their responsibilities.

Audit period:

January 1, 2023 – December 31, 2023

Conclusion

CABRO provided effective oversight of government's public sector board appointment process to support boards in fulfilling their responsibilities.

We found shortcomings in two areas but they did not impact the overall effectiveness of CABRO's role.

CABRO has accepted our two recommendations to improve its support of needs assessments and conflict of interest mitigation for public sector boards.

What we found

CABRO had processes in place to identify and assess board needs, with some gaps

- CABRO provided guidance on how boards should identify and assess their competency needs, but it was unclear how boards should obtain information on diversity from their members.
- CABRO received competency assessments from boards, with some exceptions.
- Board assessments of their members' diversity were limited and had gaps.

Recommendation 1

CABRO ensured candidates declared conflicts of interest, but it didn't confirm if mitigation strategies were in place

- CABRO checked public information about candidates before they were recommended for appointment to public sector boards.
- Candidates declared conflicts of interest before they were appointed, however CABRO didn't confirm whether boards or ministries had plans to mitigate any declared conflicts of interest.

Recommendation 2

CABRO ensured boards assessed member performance before reappointment

- CABRO offered guidance for boards to assess the performance of board members.
- Boards assessed member performance, such as attendance and participation, before reappointment.

CABRO made critical appointment recommendations in a timely manner

- CABRO guided boards and ministries on when and how to flag upcoming vacancies, and when a board member's term was ending.
- Critical appointments, such as the board chair, were prioritized.
- Most appointments and reappointments that we reviewed were done on schedule.

Background

About 230 public sector organizations deliver important services, programs and infrastructure for the people of British Columbia. Approximately 2,000 appointed board chairs and directors govern public sector organizations.

Public sector organizations range in size and complexity. They include Crown corporations, post-secondary institutions, and health authorities. They also include advisory boards and tribunals.

Public sector boards are appointed by and accountable to government (through the minister responsible for the organization). Boards oversee their organization's performance and compliance with policies and legislation.

Board chairs are the main links between the organization and government. They are responsible for helping board members understand and implement government priorities and directions. They are also responsible for assessing the board's needs (in terms of its composition), member performance, and managing conflicts of interest, if they arise, involving board members. Boards are collectively responsible for overseeing the organization in a manner consistent with its mandate.

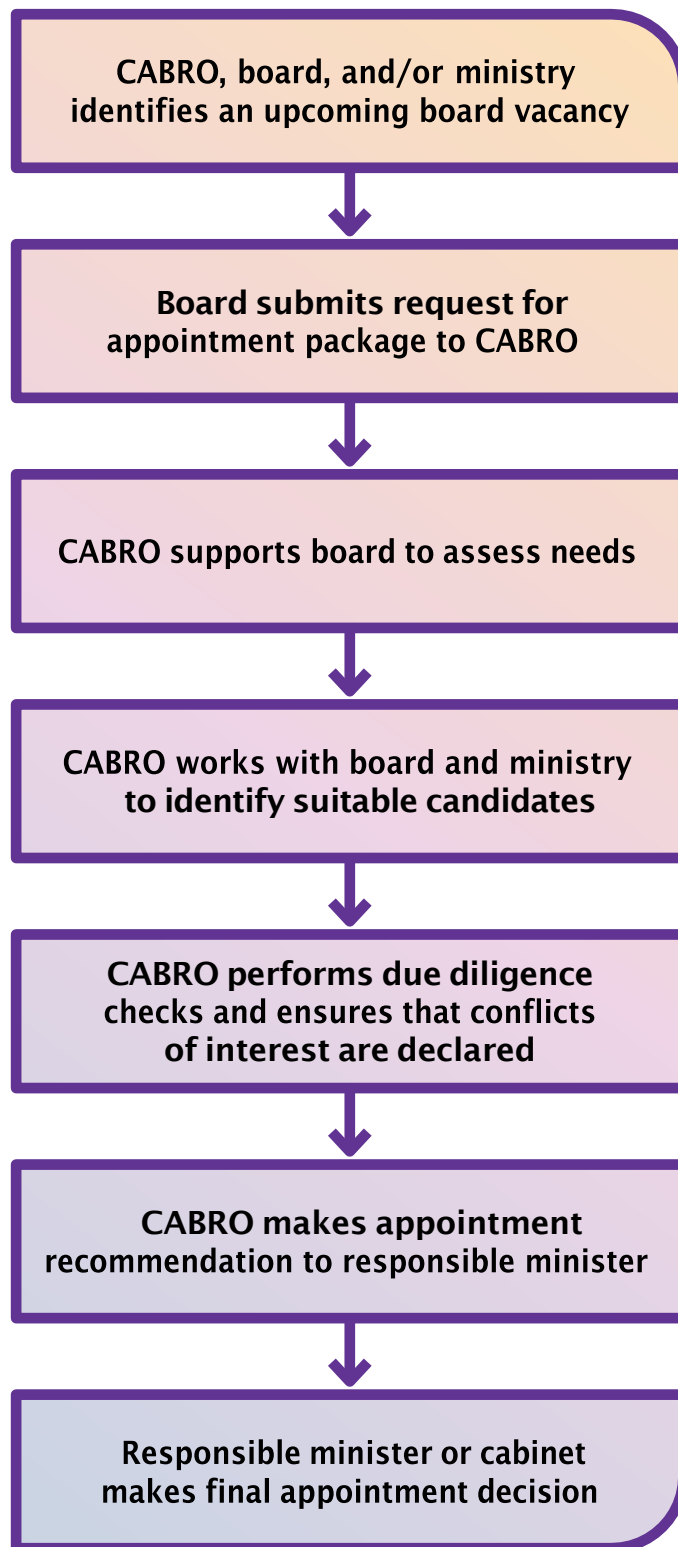
The Crown Agencies Secretariat (CAS) supports public sector organizations and boards. The Crown Agencies and Board Resourcing Office (CABRO), part of CAS, recommends public sector board appointments. Part of their role is to ensure that boards are represented by people who are qualified, dedicated, and reflect the province's diversity. CABRO also provides orientation training, resources, and professional development for board members.

CABRO works closely with boards and ministries during the appointment process. The process usually begins either when CABRO reaches out to the board before a board vacancy, or if ministries or boards themselves identify upcoming vacancies (see the flow chart on the following page). CABRO expects boards to identify their needs (e.g., financial expertise, regional representation, etc.) prior to recruitment, with CABRO's support. CABRO, boards, and their responsible ministries work to identify candidates who meet the board's needs.

Once candidates have been found, CABRO undertakes due diligence checks. At this stage CABRO also expects candidates to declare any conflicts of interest. CABRO then makes an appointment recommendation to the minister responsible for the organization. The last step is for the minister or cabinet (depending on the board) to approve the appointment. The process can vary depending on the nature of the board.

In 2023, CABRO oversaw 956 board appointments and reappointments for B.C. public sector organizations.

Public sector board appointment process



British Columbia has about

 **230**
2,000 public sector
organizations
appointed directors & chairs

Objective

The objective of the audit was to determine whether the Crown Agencies and Board Resourcing Office (CABRO) provided effective oversight of government's public sector board appointment process to support boards in fulfilling their responsibilities.

Scope

The audit examined CABRO's role in the oversight of appointments and reappointments to public sector boards to see whether they:

- ensured boards identified competency and diversity needs and gaps, including providing good-practice guidance;
- undertook due diligence reviews and ensured boards or ministries had plans to mitigate conflicts of interest;
- ensured boards assessed the performance of members seeking reappointments, including providing good-practice guidance; and
- ensured appointments and reappointments occurred in a timely manner.

Audit period: January 1, 2023, to December 31, 2023.

We reviewed 51 board appointments (25 new appointments and 26 reappointments) made to 16 public sector boards during 2023. To learn more, [see "About the audit" on page 19](#). To see the list of boards included, [see Appendix C on page 23](#).

We did not look at appointments to administrative tribunals (e.g., B.C. Human Rights Tribunal) due to the unique nature of those positions, or boards of entities that are outside the government reporting entity (e.g., WorkSafeBC).

We did not audit the roles of public sector boards or ministries in the appointment process, nor did we look at CABRO's other functions (e.g., board member training).

Conclusion

We found the Crown Agencies and Board Resourcing Office had processes in place to oversee the government's public sector board appointment process to support boards in fulfilling their responsibilities. This included providing guidance to boards, identifying conflicts of interest, ensuring performance assessments were complete, and filling board vacancies in a timely manner.

We found shortcomings related to competency and diversity needs assessments, and in confirming mitigation strategies for any declared conflicts of interest. However, the shortcomings did not impact the overall effectiveness of CABRO's oversight role.



Source: Getty Images

Findings and recommendations

Identifying boards' competency and diversity needs

Public sector boards require members with certain competencies, attributes, and diversity to effectively provide oversight and stewardship of their organization's programs and services.

The Crown Agencies and Board Resourcing Office (CABRO) is responsible for working with boards and ministries to recruit and recommend candidates for appointment and reappointment to public sector boards. The process includes boards assessing the current competencies and diversity of their membership and identifying what they need to meet the future goals of the organization.

Before CABRO makes recommendations for appointments or reappointments, it's responsible for ensuring that boards and ministries identify their needs. CABRO is also expected to ensure that boards reflect the province's diversity.

CABRO had processes in place to identify and assess board needs, with some gaps

What we looked for

We examined whether CABRO developed good-practice guidance and worked with ministries and boards to assess competency and diversity needs. We also examined whether needs were documented for those making decisions about board appointments and reappointments.

[Learn more about the audit criteria on page 22.](#)

Of the 51 appointments and reappointments we reviewed, 37 were relevant to assessing competency and diversity needs. Of the 37 we reviewed, 17 were appointments and 20 were reappointments. Fourteen were not applicable to our review because of the types of board positions (e.g., where board positions are part of an elected official's duties).

What we found

CABRO developed competency assessment guidance for boards, but diversity guidance lacked clarity

We found that CABRO developed good-practice guidance, with some exceptions.

CABRO developed a competency matrix and accompanying guide as an optional tool for boards. They provided examples of competencies, attributes, and diversity, including financial, environmental, and regional representation as well as ethno-cultural background, gender expression and/or identity, and Indigenous identity. Other forms provided guidance to boards to identify and communicate their needs to CABRO, including the request for appointment and performance assessment forms.

One component of the board's needs assessment process relates to the diversity of board membership. We found that CABRO's definition of diversity aligned with that of the Public Service Agency and included legally protected differences (e.g., ethnicity, gender, disability) and non-visible categories (e.g., diversity of thought and perspectives, education, socio-economic status, and life experiences).

However, the guidance did not explain how boards should obtain information on diversity from their members. This could partially explain why we also found that CABRO received competency assessments from most boards but received limited information about board diversity.

CABRO received competency assessments from boards, with some exceptions

CABRO provides oversight of the appointment process, which includes reviewing board needs assessments. While CABRO developed the competency matrix as an optional tool for boards to assess their needs, we expected that CABRO would receive a needs assessment (in some form) from each board.

We reviewed the competency assessments that boards and responsible ministries provided to CABRO to support 37 appointment and reappointment recommendations. We found that the majority provided thorough assessments, with some exceptions:

- 27 thoroughly assessed the competencies needed;
- Seven partially assessed competency needs (e.g., for some reappointments, boards indicated candidate competencies met future organization needs, but didn't explain how); and
- Three did not indicate the competencies needed by the board.

While the needs assessment is the responsibility of the board, CABRO's review of these assessments helps to provide assurance that they are recommending the appropriate person for appointment or reappointment.

CABRO received limited diversity information from boards

We reviewed the diversity information provided to CABRO for 37 appointments and reappointments. We found that nearly all boards provided information on non-visible categories of diversity, such as education and experience. However, boards rarely included information on legally protected differences, such as disability or ethnicity.

Monitoring board diversity across public sector organizations

CABRO worked with BC Stats in 2019, 2020, and 2024 to survey public sector boards to determine the status of board diversity.

All board members were invited to respond to the surveys. Results were used to establish baseline demographics, help CABRO understand board member diversity, and identify areas for improvement.

Why this matters

CABRO provided guidance and forms to help boards identify their needs and appoint suitable candidates. However, unclear expectations and incomplete needs assessments created a risk that boards had competency and diversity gaps that could limit their ability to provide effective stewardship of their organizations.

Recommendation

1. We recommend that the Crown Agencies and Board Resourcing Office work with boards and ministries to ensure that appointments and reappointments are consistently supported by an assessment of board needs related to competencies and diversity.

[See the response from the auditee on page 21.](#)

Conflicts of interest

Conflicts of interest can occur if personal or private interests (financial, professional, social) influence a board member's judgment and actions on the board. Conflicts may become known during the appointment process or they may arise after an appointment has been made.

Conflicts of interest can be:

- **real** – judgment and actions are affected by personal or private interests;
- **potential** – a conflict of interest has the potential to arise in the future; or
- **perceived** – it could appear to a reasonable person, with all relevant facts, that a conflict of interest exists.

It's important for conflicts of interest to be disclosed during the appointment process so that boards and CABRO can decide if the candidate is suitable for the role and so that the board can plan to mitigate any risks associated with the conflict, should the appointment proceed.

CABRO ensured candidates declared conflicts of interest, but it didn't confirm if mitigation strategies were in place

What we looked for

We examined whether CABRO:

- undertook due diligence reviews of candidates before they were recommended for appointment;
- ensured that candidates declared any conflict of interest prior to appointment; and
- ensured boards had plans to mitigate any conflict of interest prior to appointment.

[Learn more about the audit criteria on page 22.](#)

Of the 25 appointments we reviewed, 17 were relevant to due diligence checks. We didn't assess seven of the appointments because they fell within CABRO's policy to delete due diligence data after one year. One appointment wasn't assessed because the check was done by another entity. All 25 appointments we reviewed were relevant to declarations of conflicts of interest.

What we found

We found that CABRO did due diligence reviews and ensured candidates declared conflicts of interest before they were recommended for appointment. CABRO did not ensure that boards had plans to mitigate conflicts of interest (either real, potential, or perceived).

Due diligence checks completed

CABRO completed due diligence checks to verify information declared by candidates and to identify any activities that could suggest the candidate was not suitable for the position.

These checks were done by CABRO portfolio leads or other delegated staff and included scans of social media, court documents, and other public information.

In our review of appointment documentation, CABRO completed a due diligence review for every candidate where it was appropriate to do so.

Conflicts of interest declared

CABRO provided candidates with a form for them to declare any real, potential, or perceived conflicts of interest with the organization. The form asked them to disclose any obligations, commitments, relationships, or interests that might conflict, or be perceived to conflict, with their duty to or interest in the organization. It also provided examples of conflicts of interest. Candidates included information about their background and credentials. They gave CABRO permission to verify all relevant information and to obtain personal information.

In all 25 appointments we reviewed, candidates completed the conflict of interest form before they were appointed.

Mitigation strategies not documented

Boards are responsible for developing mitigation strategies for any declared conflicts of interest. However, CABRO's oversight of the process is crucial to ensure they have full confidence in their appointment recommendations. Where candidates declared a conflict of interest, we expected to see that CABRO – before recommending the appointment – had confirmed that the board had a mitigation strategy in place.

CABRO informed us that they discussed declared conflicts of interest with boards and ministries during the appointment process. However, we found that CABRO generally didn't have documentation to confirm whether it had discussed any conflicts of interest with the board and/or the responsible ministry prior to candidate appointment, or whether the board had a plan to mitigate the conflict.

Of the 25 appointments we reviewed, 11 had declared either real, potential, or perceived conflicts of interest. Of the 11, just one board provided a mitigation strategy in the appointment documents it gave to CABRO.

Why this matters

CABRO completed due diligence checks, which allowed them to gauge candidate's suitability for a board. CABRO also ensured that board candidates declared any conflicts of interest, helping to ensure that board members act in the best interest of the organization. However, because CABRO didn't confirm that boards had mitigation plans in place, there was a risk that the conflict would not be managed appropriately. Confirming mitigation strategies is an important final step in ensuring that any competing interests do not influence a board's decisions.

Recommendation

2. We recommend that the Crown Agencies and Board Resourcing Office confirms with the board or the ministry responsible that the board has a plan to mitigate any declared conflicts of interest prior to the appointment of board members.

See the response from the auditee on page 21.



Source: Getty Images

Performance assessment

Performance assessments enable the board to assess a board member's contributions and value to the board, their attendance record, nature of committee work, and whether the member's competencies fit the future needs of the organization. CABRO required boards to complete a performance assessment for board members who sought reappointment.

CABRO ensured boards assessed member performance before reappointment

What we looked for

We examined whether CABRO:

- provided good-practice guidance on performance assessment to the boards; and
- ensured boards assessed the performance of board members before recommending reappointment.

[Learn more about the audit criteria on page 22.](#)

Of the 26 reappointments we reviewed, 20 were relevant to assessing board member performance. Performance assessments weren't expected for six of the reappointments because of their unique nature (e.g., board membership is a requirement of certain government positions).

What we found

CABRO provided guidance for boards to assess the performance of board members seeking reappointment. CABRO also ensured boards assessed the performance of board members prior to reappointment.

CABRO provided guidance to boards in several ways, including through its guidance for board chairs, and the performance assessment form available on the CABRO website. The form asked boards to assess factors such as attendance, participation and contributions, and commitment to the organizational mandate.

CABRO expected boards to submit a completed performance assessment form with each request for reappointment.

In our review of reappointment documentation, performance assessments were completed and returned to CABRO for the 20 reappointment candidates.

CABRO used the completed performance assessment forms to ensure that boards assessed the performance of individual board members who were recommended for reappointment. CABRO worked with boards and ministries to determine the suitability of candidates for reappointment.

Why this matters

By providing guidance and ensuring boards assessed the performance of members recommended for reappointment, CABRO helped ensure boards retained members whose contributions and value to the board fit the future governance needs of public sector organizations.

Recommendation

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We had no recommendations in this area.

Timely appointments

CABRO's role includes working with boards and ministries to ensure timely appointments and reappointments. A timely appointment or reappointment occurs when a position is filled before it becomes vacant so that a board is not left with a vacancy that affects its ability to govern.

Delayed appointments or reappointments, or prolonged vacancies on boards, could negatively impact the board's effectiveness and the operations of the organization it oversees. This can particularly affect smaller boards or pose additional risks when key positions, such as the chair, remain unfilled.

CABRO made critical appointment recommendations in a timely manner

What we looked for

We examined whether CABRO:

- informed boards about when and how to notify about upcoming vacancies;
- had a risk-based approach to identify and prioritize upcoming vacancies; and
- recommended candidates for appointment or reappointment before critical positions became vacant.

[Learn more about the audit criteria on page 22.](#)

Of the 51 appointments and reappointments we reviewed, 45 were relevant to assessing whether critical appointments were made in a timely manner. Of the 45 we reviewed, 23 were appointments and 22 were reappointments. Six were not applicable to our review because of the nature of the appointments (e.g., a new position where a vacancy did not previously exist).

What we found

CABRO informed boards about when and how to notify it of upcoming vacancies. It had a risk-based approach to prioritize upcoming vacancies. It also worked with ministries and boards to try to ensure that appointments and reappointments, including critical ones, were made before positions became vacant.

Guidance made available to boards

CABRO provided online appointment and reappointment forms and instructions for boards. They included details on how and when to submit the forms to CABRO (at least six months prior to an expected vacancy). In some sectors, such as health, the ministry responsible may notify CABRO of upcoming vacancies.

Vacancies were prioritized

We found that CABRO took steps to prioritize critical vacancies that, if unfilled, would likely affect how the board functions.

CABRO had a process to monitor upcoming vacancies and the timing of expiring terms. We found it considered several factors when prioritizing appointments and reappointments, including:

- the relative importance of chair and member positions;
- board quorum;
- legislated membership requirements (e.g., board size, professional requirements); and
- board size and the number of vacancies.

Most appointments and reappointments were made before positions became vacant

With some exceptions, CABRO recommended candidates for appointment or reappointment before positions, including critical ones, became vacant.

In our review, 34 of the 45 applicable appointments and reappointments were made before positions became vacant or they were filled in a timely manner, given constraints around board membership (e.g., a board made up of elected officials would result in temporary vacancies during an election period).

The remaining 11 appointments and reappointments were made after they became vacant. Three of the 11 were potentially critical positions due to board size and the role of the position:

- One case was delayed by approximately six months after an unexpected resignation.
- One case was delayed eight months and one was delayed 20 months. CABRO staff attributed these delays to the challenges of finding candidates with the right skills and experience in specific regions.

The remaining eight non-critical appointments and reappointments were delayed because of factors that included:

- recruitment challenges (e.g., finding highly skilled candidates in rural or remote areas); and
- board size (e.g., some larger boards can comfortably operate below their maximum membership and can batch together multiple appointments).

Why this matters

Timely appointments and reappointments help ensure boards function well and meet their legislated requirements.

Recommendation

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We had no recommendations in this area.

About the audit

We conducted this audit under the authority of section 11(8) of the *Auditor General Act* and in accordance with the Canadian Standard on Assurance Engagements (CSAE) 3001 – Direct Engagements, set out by the Chartered Professional Accountants of Canada (CPA Canada) in the *CPA Canada Handbook – Assurance*. These standards require that we comply with ethical requirements and conduct the audit to independently express a conclusion against the objective of the audit.

A direct audit involves understanding the subject matter to identify areas of significance and risk, and to identify relevant controls. This understanding is used as the basis for designing and performing audit procedures to obtain evidence on which to base the audit conclusion.

The audit procedures we conducted included document reviews, file reviews and interviews with staff of the Crown Agencies and Board Resourcing Office.

We reviewed files from 51 board appointments (25 new appointments and 26 reappointments) made to 16 public sector boards from Jan. 1, 2023, to Dec. 31, 2023 (see Appendix C on page 23). We selected the boards to represent:

- a range of government sectors;
- a mix of board sizes;
- a variety of board types, such as Crown corporations, advisory boards, and health authority boards;
- different appointment mechanisms such as orders in council, ministers' letters, ministerial orders, and shareholder resolutions; and
- different levels of financial significance.

Because the audit criteria cover different stages of the appointment process, some criteria apply only to appointments, some criteria apply only to reappointments, and some criteria apply to both. In addition, for some appointments or reappointments, criteria were not always applicable for various reasons. As a result, the number of appointments and/or reappointments reviewed in each section varies.

We believe the audit evidence we have obtained is sufficient and appropriate to provide a basis for our conclusion.

Our office applies the Canadian Standard on Quality Management (CSQM 1), and we have complied with the independence and other ethical requirements of the code of professional conduct issued by the Chartered Professional Accountants of British Columbia (CPA BC) that are relevant to this audit.

Audit report date: February 8, 2025



Sheila Dodds, CPA, CA, CIA
Acting Auditor General of British Columbia
Victoria, B.C.



Source: Getty Images

Appendix A: Recommendations and auditee response

Recommendation 1: We recommend that the Crown Agencies and Board Resourcing Office work with boards and ministries to ensure that appointments and reappointments are consistently supported by an assessment of board needs related to competencies and diversity.

Recommendation 1 Response: Crown Agencies and Board Resourcing Office accepts this recommendation and notes that work is underway to revise tools used to assess board needs related to competencies and diversity in accordance with the *Anti-Racism Data Act* legislation.

Recommendation 2: We recommend that the Crown Agencies and Board Resourcing Office confirms with the board or the ministry responsible that the board has a plan to mitigate any declared conflicts of interest prior to the appointment of board members.

Recommendation 2 Response: Crown Agencies and Board Resourcing Office accepts this recommendation and notes that while boards have processes in place to mitigate conflict of interest, a procedure is being developed to document these plans prior to appointments being made.

Appendix B: Audit criteria

Objective

To determine whether CABRO provides effective oversight of government's public sector board appointment process to support boards in fulfilling their responsibilities.

Line of Enquiry 1 – Identifying board needs and diversity

- 1.1 CABRO provides good practice guidance for boards on how to identify and assess gaps and needs in competencies and diversity to inform appointments and reappointments
- 1.2 CABRO obtains information from the board or the ministry responsible on board gaps and needs in competencies and diversity to inform appointments and reappointments

Line of Enquiry 2 – Due Diligence

- 2.2 CABRO undertakes a due diligence review of all candidates before they are recommended for appointment

Line of Enquiry 3 – Conflicts of Interest

- 3.1 CABRO ensures that candidates have declared conflicts of interest prior to appointment
- 3.2 CABRO confirms with the board or the ministry responsible that the board has a plan to mitigate any conflicts of interest prior to appointment

Line of Enquiry 4 – Performance Assessment

- 4.1 CABRO provides good practice guidance for boards to assess the performance of individual board members seeking reappointment
- 4.2 CABRO ensures boards assess the performance of individual board members seeking reappointment

Line of Enquiry 5 – Timely Appointments

- 5.1 CABRO informs boards on when and how to notify CABRO of upcoming vacancies
- 5.2 CABRO has a risk-based approach to identify and prioritize upcoming vacancies
- 5.3 CABRO recommends candidates for appointment or reappointment before critical positions become vacant

Appendix C:

Boards included in file review

General Government:

- BC Financial Services Authority
- BC Infrastructure Benefits

Health:

- Interior Health
- Medical Services Commission

Education:

- College of New Caledonia
- Simon Fraser University
- BC Teachers' Council

Social Services:

- Poverty Reduction Advisory Committee

Natural Resources:

- Climate Solutions Council
- BC Hydro and Power Authority

Transportation:

- Victoria Regional Transit Commission
- Transportation Investment Corporation

Protection:

- Insurance Corporation of BC
- Judicial Council of the Provincial Court of BC

Economic Development:

- BC Arts Council
- Forestry Innovation Investment Ltd.



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