

# Governance Framework

## Centre of Training Excellence in Mining

*A province-wide virtual hub that facilitates collaborative, innovative training solutions for the mining industry and BC Communities.*



**CENTRE OF  
TRAINING  
EXCELLENCE  
IN MINING**

October 6, 2014

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## 1 Introduction

The government of British Columbia's Skills and Training Plan seeks to ensure that British Columbians have access to the education and training programs that will provide the skills required to capitalize on opportunities like those available in the mining sector. The intent of the Skills and Training Plan was reflected in the announcement, in November 2012, that the provincial government would fund the creation of the British Columbia Centre of Training Excellence in Mining (CTEM or Centre). CTEM will work to meet the commitment by Government to provide British Columbians with access to education and training programs that deliver career skills for the natural resource industries.

As a province-wide virtual hub, CTEM's vision is to facilitate collaborative, innovative training solutions for the mining industry and BC communities. It achieves this by connecting industry, students, communities and training providers to meet their respective employment needs and by playing a leading role in determining industry skills requirements, facilitating related training and supporting partners.

The mining industry is a cornerstone of BC's economy; contributing almost \$10 billion annually to the province's GDP and employing over 10,000 people in more than 120 different careers; and the employment opportunities are growing. BC's mining and exploration sectors are expected to require between 14,000 and 20,000 new workers by 2022 to meet demands associated with industry growth and retiring baby boomers.

All of these jobs will require training and/or education to produce British Columbia workers who will find attractive employment by meeting the needs of industry. BC's post-secondary institutions and other training providers deliver a wide variety of programs that have produced numerous graduates who are working in the mining industry around the world. CTEM endeavors to provide a platform for post-secondary training and industry to collaborate together to insure that training provided to British Columbians is current and relevant to the job demands.

## 2 CTEM Principles

CTEM's development and sustainability is supported by the following principles determined through provincial stakeholder consultation:

- **Inclusiveness** of communities of interest in the design and delivery of training, education and dissemination of information,
- **Responsiveness** of the training and education system to the needs of all communities of interest,
- **Effectiveness** in understanding and representing the interests of the mineral industry,
- Strategic **Partnerships** to better meet training and education needs,
- **Innovation** in the design and delivery of training, education and information, and
- **Competitiveness** of BC's mining sector.

## 3 Mandate of CTEM

### 3.1 Vision

*A province-wide virtual hub that facilitates collaborative, innovative training solutions for the mining industry and BC Communities.*

### 3.2 Mission

*Connecting industry, training providers, students and communities to meet their respective employment needs by playing a leading role in determining industry skills requirements, facilitating related training and supporting partners.*

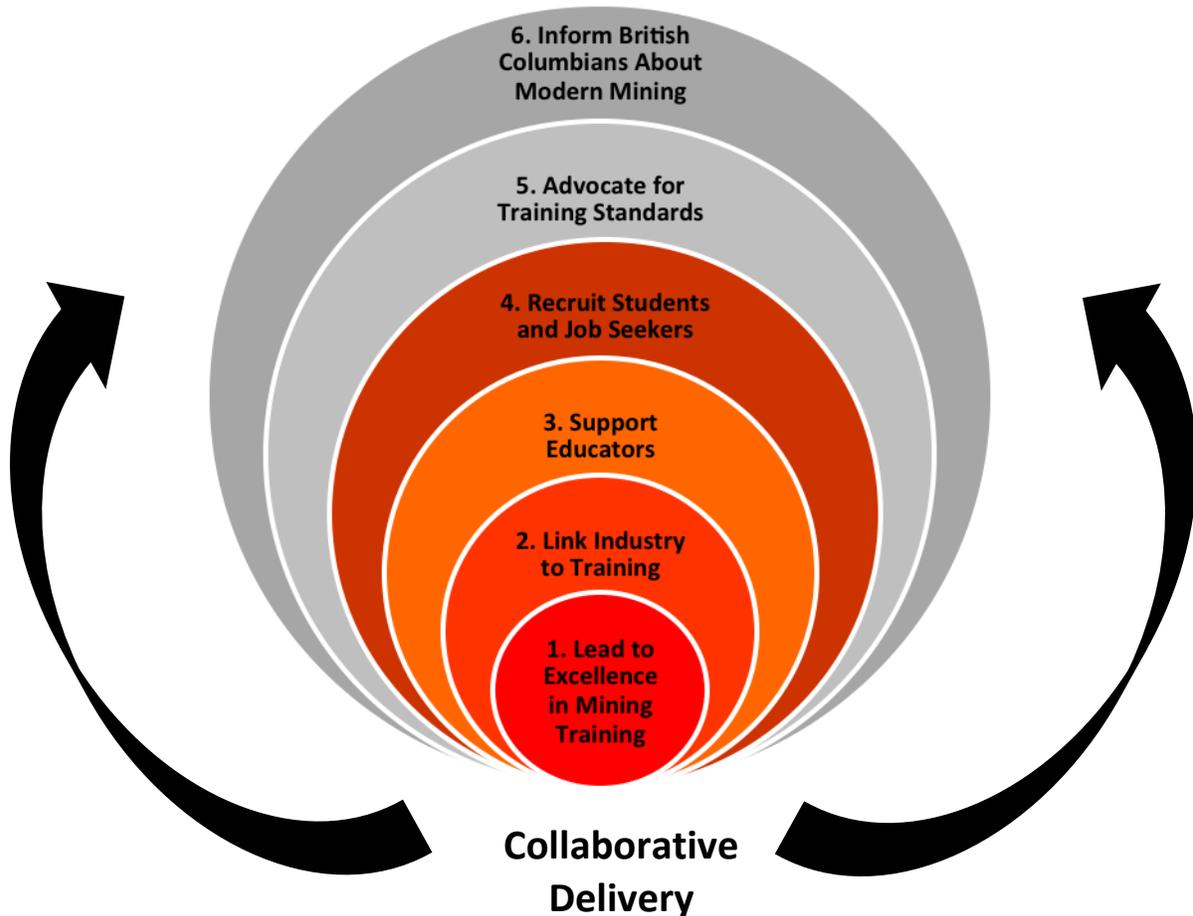
### 3.3 Scope

CTEM works to bring together all parties interested in mining training:

- to foster innovation to improve outcomes;
- to build partnerships to create more effective programs;
- to enhance the competitiveness of British Columbia's mining sector;
- to build awareness of all the training options for careers in mining;
- to match students/job seekers and employers; and
- to support other appropriate initiatives that will continue to build on a provincial reputation for producing highly skilled workers.

### 3.4 Key Outcomes

CTEM will strive to accomplish six key outcomes as depicted in the graphic and list below.



#### 3.4.1 Lead to Excellence in Mining Training Through Collaboration

- Assist training institutions to create relevant and effective programming that benefits all parties.
- Be the hub for mine training information for British Columbia.
- Facilitate partnerships and communication between all parties interested in mining industry training.
- Provide feedback from province wide focus groups to the government.

#### 3.4.2 Link Industry to Training Institutions

- Identify and profile industry training needs to meet current and projected skills shortages.
- Connect industry to post-secondary training organizations to produce effective outcomes.

- Describe careers in mining industry and identify available training programmes.
- Provide forums to bring industry together with training institutions and other interested parties.

### **3.4.3 Support Educators**

- Showcase innovative training and best practices.
- Support pilot programs and new initiatives to improve training outcomes.
- Provide listings of all British Columbia mining training programmes and courses on the Internet and in hard copy.
- Facilitate collaboration between post-secondary training organizations.
- Support the building of career awareness at all levels of education.

### **3.4.4 Recruit Students and Job Seekers**

- Promote careers in mining to youth and others looking for jobs.
- Produce a searchable database and guidebook of provincial training programs with engaging information on careers in mining.
- Work with partners to provide a provincial mining industry job board to link graduates and job seekers to employment opportunities.
- Provide information on outcomes of training.

### **3.4.5 Advocate for Training Standards**

- Support development of standards that produce more skilled graduates who receive certification for all their training.
- Assist training organizations with development of standardized curriculum and accreditation.
- Promote assessment of training outcomes for courses and programmes.

### **3.4.6 Inform British Columbians About Mining**

- Showcase the importance of mining to society.
- Support and promote efforts by other organizations to educate British Columbians about mining.

## **4 Roles and Responsibilities of Related Organizations**

### **4.1 Government**

The government of British Columbia:

- Initiated the B.C. Centre of Training Excellence in Mining in 2012;
- Gave the initial grants through the Ministry of Advanced Education (AVED);
- Provides funding with clear direction for CTEM initiatives in alignment with the Province's strategies and priorities;
- Offers input and advice through participation in CTEM's Advisory and Executive councils and by meeting with CTEM representatives; and
- Reviews news releases and other high level communications.

## 4.2 Host Institution

The British Columbia government named the Northwest Community College as the host institution for CTEM. Northwest Community College accepted the responsibility by:

- Assigning existing staff to launch the CTEM;
- Providing key high level direction during CTEM’s formative period;
- Accepting CTEM staff as NWCC staff members when appropriate; and
- Providing administrative and human resource support to CTEM.

## 4.3 Post-Secondary Partner Institutions

Post-Secondary partner institutions can:

- Help lead the new organization;
- Provide Advisory Council members; and
- Help lead on CTEM initiatives where appropriate.

## 4.4 Industry Associations

The mining industry associations can:

- Give advice and direction on behalf of their members to CTEM;
- Where possible provide in-kind, financial or other support to CTEM for specific initiatives or general purposes; and
- Contribute representatives to serve on the advisory council.

## 4.5 Educational Associations

Educational associations can:

- Give advice and direction on behalf of their members to CTEM;
- Where possible provide in-kind, financial or other support to CTEM; Consider providing in-kind, financial or other support to CTEM for specific initiatives or general purposes; and
- Contribute representatives to serve on the advisory council.

# 5 CTEM’s Organizational Status

CTEM will operate as a separate organization within a host post-secondary institution (currently NWCC) (the “Host”). Therefore:

- a. CTEM is a public sector organization, as the BC Government is the sole shareholder of the Host.<sup>1</sup>

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<sup>1</sup> The B.C Centre of Training Excellence in Mining’s Governance Framework has been developed in accordance with the public sector governance guidelines and the Office of the Auditor General reports on public sector governance best practices.

- b. CTEM’s governance framework and policies will need to accord with the laws governing the Host (e.g. *College and Institute Act*, and laws of general application to public sector entities, e.g. *FAA, FIA, FIOPPA*, etc.); the Host’s bylaws and policies (e.g. Code of Conduct, Conflict of Interest etc.).
- c. The Host’s Board of Governors will be the ultimate governing body of CTEM.

## **5.1 Host and CTEM Memorandum of Understanding**

The Host and CTEM will enter into a memorandum of understanding (“MOU”) that will address matters such as:

- a. *Funding*: Any funding for CTEM will be received by the Host and flowed through to CTEM. CTEM will have a separate account within the Host and the Executive Council will determine budget and disbursements in accordance with the Governance Framework and Executive Council terms of reference.
- b. *Communications with BC Government*: Host will request that the BC Government copy CTEM (the Executive Council Chair and/ or Executive Director) on any communications to the Host from the BC Government regarding CTEM. If communications are not copied to CTEM, Host will ensure that any communications received from the BC Government regarding CTEM are communicated to CTEM (the Executive Council Chair and/or Executive Director) on a timely basis. Host will communicate with AVED on CTEM’s behalf, where appropriate (e.g. Ministerial meetings with the Board of Governor’s Chair and President) and CTEM will provide Host with briefing materials.
- c. *Financials*: CTEM’s financials will form part of the Host’s reporting to the BC Government.
- d. *Strategic Plan and Mandate*: Host will approve CTEM’s strategic plan and mandate, upon recommendation from the Executive Council.
- e. *Reporting*: CTEM will report into the Host according to the Host’s reporting and planning cycles, as set out by the Host (e.g. budget, strategic planning and quality assurance reporting and planning cycles).
- f. *Operating*: Operational matters, such as staffing.
- g. *Termination*: Six (6) months written notice by either party, subject to the BC Government designating a new host institution with less than six (6) months notice to either party.

## **6 CTEM Advisory Council**

### **6.1 Role**

The CTEM Advisory Council is an advisory body, not a governing body and has no statutory authority.

## **6.2 Key Responsibilities**

- a. Set the mandate and strategic direction of CTEM, within the parameters set out by CTEM's funders (e.g. AVED) and subject to approval of the Host and AVED. This may include:
  - Strategic planning process;
  - Strategic plan;
  - Mandate, mission, vision, values;
- b. Provide policy guidance for CTEM on issues of strategic importance (i.e. act as a “think tank” for CTEM);
- c. Monitor performance against strategic plans with a focus on key risks and strategies;
- d. Build broad support for CTEM;
- e. Act as ambassadors for CTEM;
- f. Review CTEM's annual report (including financials), prior to submission to the Host;
- g. Recommend for appointment the CTEM Executive Council Members; and
- h. Recommend additional committees to the Executive Council for Executive Council approval.

## **6.3 Total Members**

The total number of members for the Advisory Council will be between seventeen (17) and twenty-four (24), including non-voting members.

## **6.4 Voting Members**

There will be fifteen (15) to twenty (20) voting members. The members will be chosen to provide representation of the various stakeholders, governments and interested parties. The nature of this representation may change with time and/or as CTEM matures. To reflect the diversity of interested parties, CTEM will have the following representation:

- a. First Nations (2-3)
- b. Industry (7-9)
- c. Post-Secondary Institutions (5-6)
- d. Host Institution (1)
- e. Other (up to 2)

## **6.5 Non-Voting Members**

There will be two (2) to four (4) non-voting members. The members will represent the following:

- a. BC Government (1-2)
- b. Host Institution (1)
- c. Post-Secondary Institution Student (up to 1)

## **6.6 Appointment of Voting Members**

- a. Initial appointments made based on recommendation from a nominations subcommittee of the CTEM Steering Committee, reviewed by the BC Government (e.g. Ministry of Advanced Education (“AVED”).<sup>2</sup>
- b. Future appointments made based on recommendation from Executive Council, reviewed by the BC Government.
- c. A matrix that addresses desired skills and experience, attributes, and diversity will be used to recommend all appointments.
- d. The Executive Council will be encouraged to seek input from the various groups (e.g. First Nations, mining industry) to help identify candidates that meet the desired criteria and objectives of CTEM.

## **6.7 Appointment of Non-Voting Members**

- a. Host and the BC Government (likely through AVED) will each appoint their *ex officio* members.
- b. Advisory Council members from Post-Secondary Institutions will collaborate to recommend to the Executive Council the *ex officio* student member.

## **6.8 Terms**

- a. Initial terms of two (2) years are preferable for all Members, renewable for terms of one (1) to three (3) years. CTEM will work to have a mixture of terms for Advisory Council members to help with continuity.
- b. Maximum term of six (6) consecutive years. In exceptional circumstances and supported by a written recommendation of the Executive Council with supporting reasons, Advisory Council Member terms may be extended beyond the maximum allowable term.

## **6.9 Removal**

- a. Automatic removal of Members upon missing three (3) consecutive meetings, without prior approval of the Executive Council or the Chair to be absent from a meeting.
- b. Members can be removed upon recommendation of the Advisory Council or Executive Council, reviewed by the BC Government.

## **6.10 Chair and Vice-Chair**

- a. The Advisory Council will elect from its members a Chair and Vice Chair to serve for two (2) year terms.
- b. Initially, the CTEM Steering Committee will recommend the first Chair and first Vice Chair to the Advisory Council based on its work in setting up CTEM.
- c. Future appointments will be made based on recommendation from Executive Council.

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<sup>2</sup> Intent of “reviewed” throughout this framework is that the BC Government reserves the right to veto an Advisory Council and/or Executive Council Member. The CTEM Executive Council will present the BC Government with the list of nominees and a deadline for response. In their response the BC government will identify any candidates it wishes to veto. If there is no response prior by the deadline, CTEM can appoint the specified Council members.

- d. The role, responsibilities and criteria for the selection of the Chair and Vice Chair (e.g. leadership, consensus builder) will be set out in the CTEM governance policies (the “Policies”).

## **6.11 Meetings**

- a. Minimum two (2) times per year.
- b. Quorum is 50% + 1 of the voting members.
- c. Strive for consensus; majority voting, if required.
- d. Additional details will be developed in the Governance Policies (e.g. guest attendance, staff support, agenda and material development, minutes, notice of meetings etc.)

# **7 CTEM Executive Council**

## **7.1 Role**

The CTEM Executive Council is an advisory body, not a governing body and has no statutory authority.

## **7.2 Key Responsibilities**

### **a. Human Resources**

The Executive Council has responsibility to:

- appoint and replace the Executive Director (“ED”), as appropriate, and monitor and evaluate the ED’s performance;
- approve the ED position description and annual goals and objectives;
- approve the ED’s compensation;
- review the organizational structure and provide advice and counsel to the ED on human resources matters (e.g. hiring of staff members); and
- provide advice and counsel to the ED in the execution of the ED’s duties.

### **b. Strategy**

The Executive Council has responsibility to:

- lead the strategic planning process and the development of the strategic plan (and associated high-level budget);
- develop and monitor CTEM’s annual operating plan and budget; and
- monitor, on a regular basis, performance against strategic and business plans with a focus on key risks and strategies.

### **c. Risk**

The Executive Council has responsibility to:

- understand the key financial and non-financial risks of CTEM’s operations;

- take reasonable steps to ensure, through regular reviews and assessments, that the ED has established appropriate systems to identify and manage these risks, and that those systems are effective; and
- receive regular reports on the management of material risks to CTEM.

**d. Financial Information, Systems and Internal Controls**

Through the CTEM Finance Committee, the Executive Council has responsibility to:

- take reasonable steps to verify that the ED has established and is applying appropriate audit, accounting and financial reporting principles;
- take reasonable steps to verify that internal financial, business control and information systems are in place and functioning satisfactorily; and
- review the annual financial statements, prior to disclosure to the Host, the BC Government or the public.

**e. Material Commitments**

The Executive Council has responsibility to:

- approve financial or other commitments according to the CTEM signing authority matrix.

**f. Monitoring and Reporting**

The Executive Council has responsibility to:

- develop, implement and maintain a reporting system that accurately measures CTEM's performance against the performance expectations set out in its strategic plan and business plans;
- monitor CTEM's progress toward the objectives set out in the strategic and business plans, and to revise and alter its direction through management, in light of changing circumstances
- report to the Advisory Council on a bi-annual basis; and
- report annually for the preceding fiscal year a fulsome annual report (including financial reporting) for distribution to all interested parties and stakeholders and publication on CTEM's publicly accessible website.

**g. Ethics**

The Executive Council has responsibility to:

- develop, and update from time to time, a Code of Conduct for Advisory Council Members;
- obtain reasonable assurance that CTEM operates at all times within applicable laws, and to the highest ethical and moral standards; and
- approve and monitor compliance with all significant laws and policies that govern CTEM's operations.

#### **h. Relationship with the BC Government and the Host**

The Executive Council recognizes that the BC Government, as the initial funder of CTEM, and the Host are important stakeholders. The Executive Council has responsibility to:

- ensure that CTEM enters into a MOU with the Host;
- fulfills its obligations pursuant to the MOU, including its obligations relating to reporting;
- ensure all media releases are jointly approved by the Executive Council and the BC Government; and
- ensures effective communication channels are established between the organizations (e.g. request that the BC Government copy CTEM on any correspondence to the Host or other institutions regarding CTEM).

#### **i. Communications**

The Executive Council has responsibility to:

- ensure CTEM has strategies in place to communicate effectively with its stakeholders, including a publicly accessible website updated on an ongoing basis that includes new releases, annual reports and other relevant information that promotes openness and transparency.

#### **j. Committees**

The Executive Council has responsibility to:

- recommend and approve committee or task force formation, dissolution and composition; and
- receive committee reports.

#### **k. Governance**

The Executive Council retains responsibility for managing the affairs of the Advisory Council and the Executive Council including responsibility to:

- develop and approve the Governance Policies (e.g. terms of reference; orientation; appointment criteria, matrix; meeting guidelines etc.)
- recommend the Chair and Vice Chair appointments to the Advisory Council; and
- recommend Advisory and Executive Council appointments.

### **7.3 Total Members**

The Executive Council will consist of up to 9 members, including non-voting members.

## **7.4 Voting Members**

- a. Host Institution will have one (1) voting member.
- b. Up to six (6) additional members drawn from the Advisory Council membership, with reference to the various groups and stakeholders on the Advisory Council (e.g. regional interests, post-secondary institutions, industry, First Nations, etc.).

## **7.5 Non-Voting Members**

- a. The BC Government will have one (1) non-voting member.
- b. The Host Institution will have one (1) non-voting member.

## **7.6 Appointment of Voting Members**

- a. Initial appointments made based on recommendation from a nominations subcommittee of the CTEM Steering Committee, reviewed by the BC Government.
- b. Future appointments made based on recommendation from Executive Council to the CTEM Advisory Council, reviewed by the BC Government.
- c. A matrix that addresses desired skills and experience, attributes, and diversity will be used to recommend all appointments.
- d. The Executive Council will be encouraged to seek input from the various groups (e.g. post-secondary institutions, mining industry) to help identify candidates that meet the desired criteria and objectives of CTEM.

## **7.7 Appointment of Non-Voting Members**

Host and the BC Government will each appoint their *ex officio* members. It is anticipated these individuals will be the same as those sitting *ex officio* on the Advisory Council.

## **7.8 Terms**

- a. Initial terms of one (1) to two (2) years for all Members, renewable for terms of one (1) to three (3) years (Executive Council will ensure that terms are staggered).
- b. Maximum term of six (6) consecutive years.

## **7.9 Removal**

- a. Automatic removal of Members upon missing three (3) consecutive meetings, without prior approval of the Chair to be absent from a meeting.
- b. Members can be removed upon recommendation of the Advisory Council or Executive Council, reviewed by the BC Government.

## **7.10 Chair and Vice-Chair**

- a. The Chair and the Vice-Chair of the Advisory Council will have the same roles on the Executive Council.

### 7.11 Meetings

- a. Minimum four (4) times per year.
- b. Quorum is 50% + 1 of the voting members.
- c. Strive for consensus; majority voting, if required.
- d. Additional details will be developed in the Governance Policies (e.g. guest attendance, staff support, agenda and material development, minutes etc.).

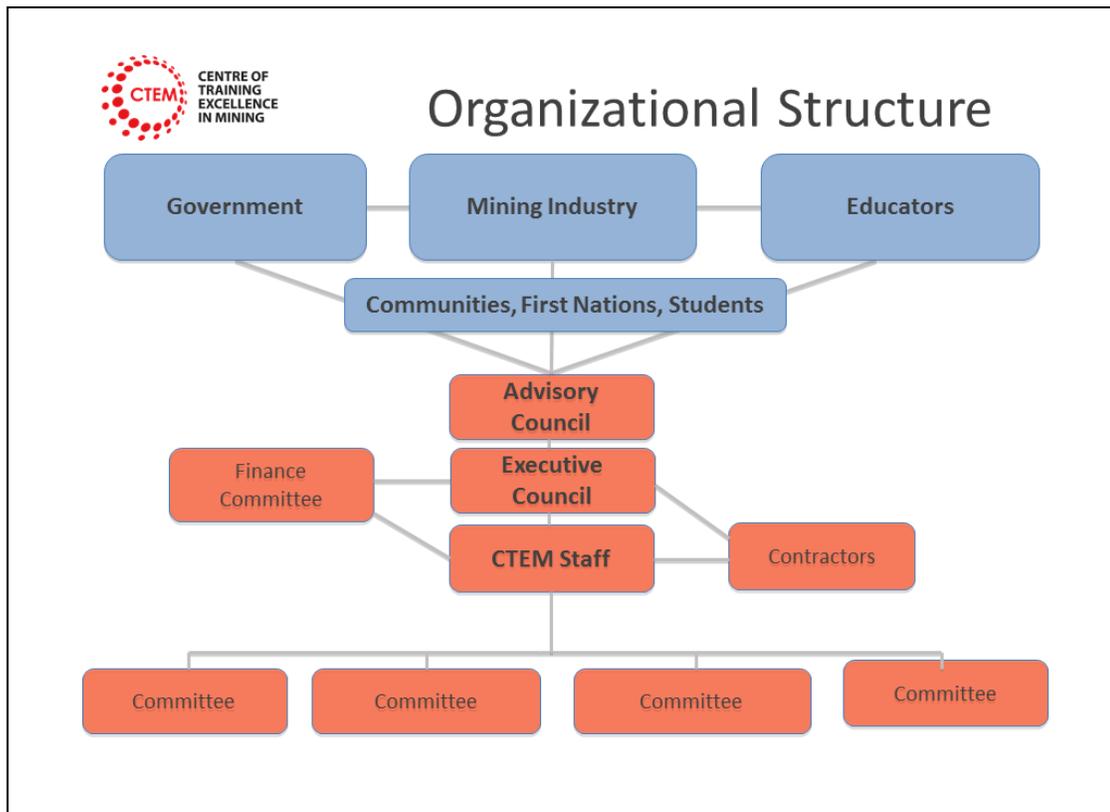
## 8 Committees and Task Forces

The Executive Council may establish those committees or task forces necessary to assist it in fulfilling its responsibilities. Committees and task forces will report into the Executive Council.

Terms of reference will be developed for each committee and task force to address such matters as staff support, reporting, size and composition. The committees can include non-Council members and CTEM staff members as appropriate.

## 9 CTEM Organizational Structure

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## 10 References

- Public Sector Governance A Guide to the Principles of Good Practice, Office of the Auditor General of British Columbia, Report 13, December 2008, 79 pages.
- BCcampus Governance Framework, BCcampus, September 17, 2012, 9 pages.
- Documents on CTEM Website, *BC-CTEM.CA*