

TERMS OF REFERENCE

Context

These terms of reference will apply to the British Columbia Salmon Enhancement and Habitat Advisory Board (SEHAB). SEHAB is a volunteer board that provides a collaborative voice to represent the views of the volunteer aquatic stewardship community in British Columbia (BC) to senior levels of government on salmonids and salmonid habitat.

Guiding Principles

The following principles will be used to guide the operations of SEHAB:

- ***Transparency and open communication***

SEHAB will strive to ensure open and transparent communication with all volunteers and volunteer groups by ensuring its deliberations, actions and decisions are timely, accurate, clear and objective; that information is recorded and publicly accessible.

- ***Accountability***

SEHAB acknowledges its commitment to financial integrity, volunteer representation, and transparent governance. Representatives will bring forward the general views, knowledge and experience of those they represent and will share deliberations and information back to them.

- ***Code of conduct***

SEHAB will act in a manner that fosters respect for people and culture; values collaboration and diverse perspectives; and, fosters inclusion, participation, fairness, cooperation and problem-solving.

Purpose

1. To communicate, advocate, represent, educate and support the volunteer salmonid enhancement, habitat restoration and stewardship communities by:
 - a) Sharing and exchanging information and knowledge between and within those communities.
 - b) Disseminating information to the aquatic stewardship community and general public.
 - c) Educating and improving public understanding of BC's salmonids and aquatic ecosystems.

British Columbia Salmon Enhancement and Habitat Advisory Board

2. To convey stewardship community concerns, opinions and recommendations to Fisheries and Oceans Canada (DFO) and the Province of BC focused on:
 - a) Strategies to manage and enhance salmon populations focusing on conservation, habitat restoration and enhancement.
 - b) Supporting the development of comprehensive and effective salmon stewardship, restoration and enhancement policies or management programs.
 - c) Advocating for the financial resources needed to achieve stewardship, restoration and enhancement goals.

Membership

Guidelines for Board Membership

The Board will be comprised of all voting member representatives or their alternates, as well as ex-officio government representatives.

Voting Board Members will:

- Demonstrate an interest in Pacific salmon and salmon habitat, enhancement, conservation, protection, and restoration.
- Have knowledge and experience related to aquatic ecosystems, salmon and salmon habitat.
- Disseminate information to the aquatic stewardship community and the general public in an effort to educate and improve public understanding of the BC's aquatic ecosystems and salmon resources.
- Devote sufficient time and attention to the Board to carry out the collection and distribution of information to their communities.
- Demonstrate respect and understanding for other viewpoints and interests.

Voting members will not be paid for their time spent on SEHAB activities. Expenses for travel and per diems are eligible for reimbursement when attending Board meetings.

Voting and Appointments

A. Voting members representation

1. A volunteer representative¹ from each Salmon Enhancement Program (SEP), Community Advisor's (CA) area.

¹ If representation is available and funds allow.

British Columbia Salmon Enhancement and Habitat Advisory Board

2. An alternate representative² from each SEP CA area who attends meetings when the representative is not available.
3. A representative from the following province-wide organizations:
 - a) Pacific Salmon Foundation; and
 - b) Pacific Streamkeepers Federation
4. An alternate representative from each of the designated province-wide organizations attends meetings when the representative is not available.

B. Non-voting ex-officio positions representation

1. Government of Canada, Fisheries and Oceans (DFO), Pacific Region, Salmon Enhancement Program – Salmon Stewardship and Salmon Enhancement Directorates.
2. Province of British Columbia, Ministry of Water, Land and Resource Stewardship.

C. Appointment process for voting members

1) Appointments from the volunteer community

- The SEP CA will nominate the SEHAB member in their area of representation and submit a letter of referral to the Board's Membership Committee outlining their reason(s) for nominating a volunteer as either a representative or alternate voting board member.
- The standing member, in consultation with the SEP CA for their area, will nominate their alternate representation.
- All nominated volunteer and alternate representatives shall submit the following information to the Board's Membership Committee.
 - a) A resume outlining their experience and volunteer activities, and;
 - b) A statement indicating their interest in Pacific salmon, and their support for the salmonid enhancement and stewardship community.
- Resumes are submitted to the Board for review and general concurrence, then approved by the Membership Committee.

2) Appointments from within designated province-wide organizations

- A representative must be a member of a province-wide organization.
- The CEO, or Chair, of the province-wide organization will submit a letter of referral to the Board's Membership Committee outlining their

² If representation is available and funds allow.

reason(s) for nominating an individual for either a representative or alternate voting board member role.

3) Appointment finalization

- The Board Membership Committee provides approval of membership.
- Upon approval, the Chairperson will forward the representative's name, in writing, to Fisheries and Oceans Canada (DFO), Salmon Enhancement Program – Salmon Stewardship Directorate, Stewardship Partnerships Unit, for official appointment.

D. Terms of Office

- All voting members are to be appointed for an initial three-year term, with allowance for reappointment after review from their nominating body and Board Membership Committee.
- In the event of a member leaving during the term of their appointment, the designated alternate will serve out the balance of the term, unless the nominating body advises to the contrary.
- The Board Membership Committee shall write a notice to the nominating body before a member's term expires.

E. Board Roles and Responsibilities

- Board members may have roles and responsibilities related to:
 - a) Attendance at Board meetings and the Annual General Meeting (AGM).
 - b) Formation of, or attendance on, Committees (or working groups/ task forces) and reporting on initiatives and outcomes.
 - c) Provision of area Roundtable reports at each meeting.
 - d) Provision of input, advice, recommendations, as needed (e.g. common issues, guest speaker recommendations, meeting agendas, meeting discussions).
 - e) Communications with their alternate, Community Advisor, and organizations or volunteers they represent.
 - f) Preparation, presentation and posting of their Roundtable reports.

Executive

A. Executive

The SEHAB Executive will consist of five voting Board members: the Chair, Vice-chair, Treasurer, Secretary, and a past Executive member.

The Executive will:

- a) Establish agendas and background materials before meetings, in collaboration with other SEHAB members and delegated staff from federal and provincial governments.
- b) Attend to matters arising between meetings.
- c) Notify DFO of changes to the Executive or Board membership.

B. Election to Executive

- a) Voting Board members in good standing may stand for Executive positions.
- b) Voting members shall elect Executive members by closed ballot at the AGM.
- c) A member is elected to the Executive when the nominee receives a minimum of 51% of the total possible votes at the AGM.

C. Executive Positions

Terms of Office

- a) Members of the Executive serve for a two-year term, and may stand for election for additional terms on a two-year basis.
- b) Each SEHAB AGM will have a maximum of 50% of the Executive stand down each year to enable smooth continuation of Board functions.
- c) Term of office for the Chair and Treasurer will alternate with the Vice-Chair and Secretary.

Roles and Responsibilities

- a) Executive members have no special authorities beyond those of any other Board member.
- b) All current Executive members provide input to developing the meeting agendas.

Chair

- Presides at Board meetings ensuring controls for order are maintained (adherence to guiding principles, timekeeping, ensuring member participation).
- Delegate for communications and committees, including meetings with DFO.
- Appoints Board members or other members to Committees (with Board consent).
- Provides oversight for the Board calendar and manages processes for scheduled tasks and deliverables.

British Columbia Salmon Enhancement and Habitat Advisory Board

- Act as signatory on behalf of SEHAB for general business activities.
- Assists in developing meeting agendas and arranging guest speaker opportunities.

Vice-Chair

- Presides at Board meetings in the absence of the Chair and assumes Chair duties, as required.
- Assists in developing meeting agendas and arranging guest speaker opportunities.

Secretary

- Coordinates Board meetings, facilitates processes to develop meeting agendas, and arranges guest speaker opportunities.
- Maintains and manages official Board records including:
 - Distribution of meeting notifications and agendas.
 - Recording of meeting content, discussions and key points
 - Distribution of the meeting minutes, roundtable reports and record of decisions (distributed within 4 weeks), including to the Webmaster for posting on the public website.
- Informs members of all Board meetings, social events, and training opportunities.
- Maintains and archives agendas, minutes, presentations, membership, guest speakers, and other relevant documents in a library and ensures safekeeping of documents.

Treasurer

- Maintains financial records.
- Provides accurate and timely financial reports to the Board and members, including an annual budget.
- Interprets financial reports to disseminate information to the Board and membership.
- Works with Chair to ensure the terms of the Contribution Agreement are met, including year-end financial statements and reporting requirements.
- Completes reporting as required under the *BC Societies Act*.
- Act as signatory on behalf of SEHAB for financial activities.
- Assists in developing meeting agendas.

Past Executive member

- Provides guidance and advice to the Executive.
- Chairs the Membership Committee.

Meetings

A. Schedule

- Board meetings will be held three times per year; one meeting will be an Annual General Meeting (AGM).
- Representatives from SEHAB and DFO will attend each meeting.

B. Content for meetings

- Board members will present a Roundtable report to the Board and government staff present to summarize stewardship initiatives, key achievements, ongoing work, and issues from the area they represent.
- Board committee and working group reports will be presented by committee members or representatives at each Board meeting.
- Guest speaker presentations may be brought forward by both voting and non-voting members.

C. Decision-making

- A quorum is in place when there is a majority of members present (i.e. 50% or greater).
- Decision making processes are by voting and general consensus.

D. Minutes Distribution

- The minutes of each meeting will be recorded by the Secretary and distributed to the Board members for review and approval. DFO review and approval will be sought for the minutes related to DFO presentations and discussions.
- Approved Board meeting minutes and Roundtable reports will be posted on the SEHAB website at sehab.org

Committees

A. Finance Committee

- Chaired by the Treasurer and is made up of a minimum of three voting members.
- Provides oversight, tracks and reports on SEHAB financial expenditures and status.

B. Membership Committee

- Chaired by a past Executive member and is made up of a minimum of three voting members.
- Reviews and provides approval on SEHAB Board membership.

Reporting Relationship

- SEHAB provides advice to the Minister through senior DFO Pacific Region staff in the Salmonid Enhancement Program.

Commitments

- SEHAB will provide a current membership list to DFO annually.
- DFO will respond to SEHAB recommendations in a timely manner.
- DFO will provide to SEHAB rationale regarding recommendations considered for DFO policy and/or actions.
- DFO Executives and Managers will be apprised of subject matters or processes, and concerns and/or recommendations, brought forward by SEHAB.

Monitoring and Evaluation

- The Board will review the SEHAB Terms of Reference a minimum of once every two years, or if recommended by the Board.
- Administrative (i.e. non-material) updates may be implemented as needed.