

**METRO VANCOUVER REGIONAL DISTRICT  
GOVERNANCE COMMITTEE**

**MEETING**

**Thursday, March 12, 2026**

**9:00 am**

**28<sup>th</sup> Floor Committee Room, 4515 Central Boulevard, Burnaby, British Columbia**

**AGENDA**

**A. ADOPTION OF THE AGENDA**

**1. March 12, 2026 Meeting Agenda**

THAT the Governance Committee adopt the agenda for its meeting scheduled for March 12, 2026 as circulated.

**B. ADOPTION OF THE MINUTES**

**1. February 12, 2026 Meeting Minutes**

THAT the Governance Committee adopt the minutes of its meeting held February 12, 2026 as circulated. *pg. 5*

**2. February 19, 2026 Special Meeting Minutes**

THAT the Governance Committee adopt the minutes of its special meeting held February 19, 2026 as circulated. *pg. 10*

**C. DELEGATIONS**

**D. INVITED PRESENTATIONS**

**E. REPORTS FROM COMMITTEE OR CHIEF ADMINISTRATIVE OFFICER**

**1. Approach to Engagement on Consideration of the Size and Structure of each of the Four Metro Vancouver Boards**

Report dated February 27, 2026 from Amanda McCuaig, Director, External Relations. *pg. 12*

**Executive Summary**

This report describes the proposed engagement program to support the assessment of the size and structure of the four Metro Vancouver Boards. The current schedule has the Boards identifying the parameters for the conversation on size and structure in March 2026, and reviewing engagement materials in April 2026 for subsequent Board consideration. Engagement is planned to run from May to June 2026, subject to confirmation of a short list of options for Board size and structure.

Engagement will be co-delivered by Deloitte Canada and Metro Vancouver staff. The engagement program will reach a range of audiences:

- Governance Committee members and Board Directors
- Member jurisdictions (elected officials and staff)
- Local First Nations
- Metro Vancouver staff
- The provincial government (elected officials and staff)
- Public

Tactics will include background materials, in-person interviews, meetings, online surveys, and webinars. A summary of the outcomes of the engagement program will be provided to the Boards for consideration as part of the deliberations on Boards size and structure in July 2026.

### **Recommendation**

THAT the MVRD Board endorse the engagement plan as outlined in the report dated February 27, 2026 titled “Approach to Engagement on Consideration of the Size and Structure of each of the Four Metro Vancouver Boards”.

**2. Consideration of Changes to the Size and Structure of each of Metro Vancouver’s Four Boards of Directors: Options Analysis** *pg. 15*

Report dated March 6, 2026 from Heather McNell, Deputy Chief Administrative Officer, Policy and Planning.

### **Executive Summary**

Metro Vancouver has four Boards of Directors, one for each of the legal entities that make up the organization - the Greater Vancouver Water District (GVWD), Greater Vancouver Sewerage and Drainage District (GVS&DD), Metro Vancouver Regional District (MVRD), and Metro Vancouver Housing Corporation (MVHC). The Boards provide strategic direction and oversight for Metro Vancouver’s critical regional services to over three million people. The 2025 Metro Vancouver Board Governance Review, completed in May 2025, provided 47 recommendations for continuous governance improvement. A new Governance Committee has been guiding the implementation of recommendations, and in less than a year, Metro Vancouver has addressed and completed 20 of the 47 recommendations.

The Board Governance Review concluded that there is an opportunity to optimize the size and structure of the four Boards to improve governance and oversight, and to enhance decision making and risk management. Consideration of such options is a major piece of work for the Governance Committee and Boards in 2026. To date, the MVRD Board has approved a process to consider potential changes and considered an evaluation framework. Over the next two months options for the GVWD, GVS&DD, MVRD, and MVHC Boards will be evaluated. In March, the Governance Committee and Boards will evaluate options for improvements to the MVRD and MVHC Boards’ size and structure. In April, they will evaluate options for the GVWD and GVS&DD Boards.

All options will be evaluated against the following evaluation criteria:

- Governance effectiveness
- Size / scalability
- Member jurisdiction representation and impact
- Broader stakeholder impact
- Transition readiness

For the MVRD Board, five options are provided: Status Quo; One Director per member jurisdiction; Cap Directors at three per member jurisdiction; Increase population threshold per vote to 25,000; and Increase voting divisor to seven (one Director for every 140,000 residents).

For the MVHC Board, all the options for the MVRD Board are considered, and two additional options are provided: a Hybrid Non-Profit Board (7-9 Directors comprised of a majority MVRD Board Directors + additional appointees selected based on merit), and a Fully Appointed Non-Profit Board (7-9 Directors appointed by the MVRD Board based on merit).

For the GVS&DD and GVWD Boards, all the options for the MVRD Board are considered, and two additional options are provided: Hybrid Board (9-11 Directors with majority member Elected Officials (ensure sub-regional representation) + External Appointed Directors) and Addition of a Major Projects Committee with delegated authority (Smaller Committee with majority GVS&DD / GVWD Board Directors + option of External Appointed Directors).

Engagement on options will take place throughout May and June, and in July 2026, the Governance Committee and Boards will have the opportunity to recommend and implement changes to the Board size and structure for one or more of the Metro Vancouver Boards. This would include subsequent provincial involvement if legislative change is required.

#### **Recommendation**

THAT the MVRD Board receive for information the report titled “Consideration of Changes to the Size and Structure of each of Metro Vancouver’s Four Boards of Directors: Options Analysis”, dated March 6, 2026.

### **3. Manager’s Report**

*pg. 53*

Report dated March 5, 2026 from Heather McNell, Deputy Chief Administrative Officer, Policy and Planning.

#### **Recommendation**

THAT the Governance Committee receive for information the report dated March 5, 2026 titled “Manager’s Report.”

## **F. INFORMATION ITEMS**

## **G. OTHER BUSINESS**

**H. RESOLUTION TO CLOSE MEETING**

*Note: The Committee must state by resolution the basis under section 90 of the Community Charter on which the meeting is being closed. If a member wishes to add an item, the basis must be included below.*

**I. ADJOURNMENT**

THAT the Governance Committee adjourn its meeting of March 12, 2026.

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Membership:

Chair, Lisa Dominato, Vancouver

Vice Chair, Dylan Kruger, Delta

Burnaby, Sav Dhaliwal

Coquitlam, Teri Towner

Langley City, Paul Albrecht

North Vancouver District, Lisa Muri

Pitt Meadows, Nicole MacDonald

West Vancouver, Mark Sager

Province of BC, Andrew Mercier



## METRO VANCOUVER REGIONAL DISTRICT GOVERNANCE COMMITTEE

### MEETING

Thursday, February 12, 2026

9:02 am

28<sup>th</sup> Floor Committee Room, 4515 Central Boulevard, Burnaby, British Columbia

### MINUTES

#### MEMBERS PRESENT:

Chair, Lisa Dominato, Vancouver

Vice Chair, Dylan Kruger, Delta (arrived at 9:14 am)

Burnaby, Sav Dhaliwal

Coquitlam, Teri Towner

Langley City, Paul Albrecht

North Vancouver District, Lisa Muri

West Vancouver, Mark Sager

Province of BC, Andrew Mercier\*

\*denotes electronic meeting participation as authorized by the *Procedure Bylaw*

#### MEMBERS ABSENT:

Pitt Meadows, Nicole MacDonald

#### OTHERS PRESENT:

Shayne Gregg, Partner, Governance & Risk, Deloitte

#### STAFF PRESENT:

Jerry W. Dobrovolsky, Commissioner/Chief Administrative Officer

Heather McNell, Deputy Chief Administrative Officer, Policy and Planning

Nikki Tilley, Supervisor, Legislative Services

### A. ADOPTION OF THE AGENDA

#### 1. February 12, 2026 Meeting Agenda

**It was MOVED and SECONDED**

THAT the Governance Committee adopt the agenda for its meeting scheduled for February 12, 2026 as circulated.

**CARRIED**

**B. ADOPTION OF THE MINUTES****1. January 22, 2026 Meeting Minutes****It was MOVED and SECONDED**

THAT the Governance Committee adopt the minutes of its meeting held January 22, 2026 as circulated.

**CARRIED**

**C. DELEGATIONS**

No items presented.

**D. INVITED PRESENTATIONS**

No items presented.

**E. REPORTS FROM COMMITTEE OR CHIEF ADMINISTRATIVE OFFICER****1. 2026 Standing Committee Terms of Reference**

Report dated January 22, 2026 from Heather McNell, Deputy Chief Administrative Officer, Policy and Planning, providing the Governance Committee with the 2026 Standing Committees' Terms of Reference.

**It was MOVED and SECONDED**

THAT the Governance Committee receive for information the report dated January 22, 2026, titled "2026 Standing Committee Terms of Reference".

**CARRIED**

**2. Board Size and Structure: Evaluation Framework**

Report dated February 5, 2026 from Heather McNell, Deputy Chief Administrative Officer, Policy and Planning, providing the Committee with information to support the Committee and Boards' discussion on an evaluation framework for considering changes to the size and structure of one or more Metro Vancouver Boards.

9:14 am Director Kruger joined the meeting.

Shayne Gregg, Partner, Governance & Risk, Deloitte, delivered a presentation titled "Board Size and Structure: Evaluation Framework," which outlined Deloitte's proposed evaluation framework for considering changes to the Board size and structure, including current state analysis, problem statement, guiding principles, and evaluation criteria.

Members discussed the proposed current state assessment and largely concurred with what was included. Members discussed the challenges of having four sewerage areas as a critical challenge for the GVS&DD Board in terms of equity for funding, noting that the GVWD does not have the same challenges.

In considering problem statements, there was consensus that each Board should be considered separately.

In considering the MVRD Board, some members voiced that the current size of the MVRD Board is a challenge, while others expressed that size is not the issue.

Members agreed that the trajectory for future growth of the Board is unsustainable. Members also brought up Board culture, decision making, and public perception / reputational risk as key challenges.

### **Recess and Reconvene**

The Governance Committee recessed its meeting at 10:26 am and reconvened at 10:32 am with the same members in attendance.

In considering the GVS&DD and GVWD Boards, there were differing opinions about whether the current size of the Board is a problem, however, there was general agreement that the trajectory of growth of the Boards is unsustainable.

Members discussed:

- Having four sewerage areas and resulting equity and funding issues as a source of conflict and challenge for the GVS&DD;
- Duplication of work between committees and Board;
- The need for more trust building at the Board; and
- Bringing expertise to the Board is not about having a private Board, but rather utilizing and trusting the tools available to support Board decision making.

In considering the MVHC Board, members discussed:

- That the MVHC is functioning well;
- Strong support for MVHC's operations, growth and success;
- Whether it was necessary for all member jurisdictions to be represented on the MVHC Board;
- Whether the current size of the Board is a problem; and
- That it can be a challenge to have Board members who do not believe in the function making decisions on its behalf.

Members discussed the proposed guiding principles and generally concurred with what was included.

Members discussed the proposed evaluation criteria and recommended that the following criteria, considerations, and weighting be used:

Governance Effectiveness

Weighting: 30%

Size / Scalability

Weighting: 10%

Member Jurisdiction Representation and Impact

Weighting: 30%

Broader Stakeholder Impact

Weighting: 20%

Transition Readiness

Weighting: 10%

**It was MOVED and SECONDED**

THAT the Governance Committee forward to the MVRD Board a report outlining the discussion and feedback from the Committee from their meeting of February 12, 2026 on Board Size and Structure: Evaluation Framework.

**DEFEATED**

**It was MOVED and SECONDED**

THAT the Governance Committee ask staff to prepare a report outlining the discussion and feedback from the Committee from their meeting of February 12, 2026 on Board Size and Structure: Evaluation Framework and hold a special meeting to consider and provide a report to the MVRD Board at its February 27, 2026 meeting.

**CARRIED**

**3. Manager’s Report**

Report dated February 2, 2026 from Heather McNell, Deputy Chief Administrative Officer, Policy and Planning, providing an update on the Committee’s Work Plan.

**It was MOVED and SECONDED**

THAT the Governance Committee receive for information the report dated February 2, 2026 titled “Manager’s Report.”

**CARRIED**

**F. INFORMATION ITEMS**

No items presented.

**G. OTHER BUSINESS**

No items presented.

**H. RESOLUTION TO CLOSE MEETING**

No items presented.

**I. ADJOURNMENT**

**It was MOVED and SECONDED**

THAT the Governance Committee adjourn its meeting of February 12, 2026.

**CARRIED**  
(Time 12:07 pm)

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Nikki Tilley,  
Acting Deputy Corporate Officer

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Lisa Dominato,  
Chair

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## METRO VANCOUVER REGIONAL DISTRICT GOVERNANCE COMMITTEE

### SPECIAL MEETING

Thursday, February 19, 2026

8:32 am

28<sup>th</sup> Floor Committee Room, 4515 Central Boulevard, Burnaby, British Columbia

**Purpose: To continue discussion from the February 12, 2026 Governance Committee Meeting on item E2  
Board Size and Structure: Evaluation Framework.**

### MINUTES

#### MEMBERS PRESENT:

Chair, Lisa Dominato, Vancouver\*  
Burnaby, Sav Dhaliwal\*  
Coquitlam, Teri Towner\*  
Langley City, Paul Albrecht\*  
North Vancouver District, Lisa Muri\*  
Pitt Meadows, Nicole MacDonald\*  
West Vancouver, Mark Sager\*  
Province of BC, Andrew Mercier\* (departed at 9:14 am)

\*denotes electronic meeting participation as authorized by the *Procedure Bylaw*

#### MEMBERS ABSENT:

Vice Chair, Dylan Kruger, Delta

#### OTHERS PRESENT:

Shayne Gregg, Partner, Governance & Risk, Deloitte

#### STAFF PRESENT:

Jerry W. Dobrovolny, Commissioner/Chief Administrative Officer  
Heather McNell, Deputy Chief Administrative Officer, Policy and Planning  
Nikki Tilley, Acting Deputy Corporate Officer

#### A. ADOPTION OF THE AGENDA

##### 1. February 19, 2026 Special Meeting Agenda

##### **It was MOVED AND SECONDED**

THAT the Governance Committee adopt the agenda for its special meeting scheduled for February 19, 2026 as circulated.

**CARRIED**

**B. REPORTS FROM COMMITTEE OR CHIEF ADMINISTRATIVE OFFICER**

**1. Board Size and Structure: Evaluation Framework**

Report dated February 16, 2026 from Lisa Dominato, Chair, Governance Committee, and Heather McNell, Deputy Chief Administrative Officer, Policy and Planning, providing the Governance Committee with a summary of updated information from the Committee’s February 12, 2026 discussion on the proposed evaluation framework for considering changes to the size and structure of one or more Metro Vancouver Boards.

Members discussed that while there was not a consensus on all of the information provided in the report regarding the problem statements, the Committee agreed that the report accurately summarized their discussion from the February 12, 2026 meeting and that the information should proceed to Board.

9:14 am Andrew Mercier left the meeting.

The Committee asked Chair Dominato and Heather McNell to provide the MVRD Board with an updated report containing minor copyediting changes and separating the problem statements regarding the GVWD and GVS&DD Boards.

**C. RESOLUTION TO CLOSE MEETING**

No items presented.

**D. ADJOURNMENT**

**It was MOVED AND SECONDED**

THAT the Governance Committee adjourn its special meeting of February 19, 2026.

**CARRIED**  
 (Time 9:24 am)

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 Nikki Tilley,  
 Acting Deputy Corporate Officer

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 Lisa Dominato,  
 Chair

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To: Governance Committee

From: Amanda McCuaig, Director, External Relations

Date: February 27, 2026 Meeting Date: March 12, 2026

Subject: **Approach to Engagement on Consideration of the Size and Structure of each of the Four Metro Vancouver Boards**

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## RECOMMENDATION

THAT the MVRD Board endorse the engagement plan as outlined in the report dated February 27, 2026 titled “Approach to Engagement on Consideration of the Size and Structure of each of the Four Metro Vancouver Boards”.

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## EXECUTIVE SUMMARY

This report describes the proposed engagement program to support the assessment of the size and structure of the four Metro Vancouver Boards. The current schedule has the Boards identifying the parameters for the conversation on size and structure in March 2026, and reviewing engagement materials in April 2026 for subsequent Board consideration. Engagement is planned to run from May to June 2026, subject to confirmation of a short list of options for Board size and structure.

Engagement will be co-delivered by Deloitte Canada and Metro Vancouver staff. The engagement program will reach a range of audiences:

- Governance Committee members and Board Directors
- Member jurisdictions (elected officials and staff)
- Local First Nations
- Metro Vancouver staff
- The provincial government (elected officials and staff)
- Public

Tactics will include background materials, in-person interviews, meetings, online surveys, and webinars. A summary of the outcomes of the engagement program will be provided to the Boards for consideration as part of the deliberations on Boards size and structure in July 2026.

## PURPOSE

This report outlines a proposed engagement plan to support potential changes to the size and structure of Metro Vancouver’s four Boards.

## BACKGROUND

At its January 30, 2026 meeting, the MVRD Board endorsed the process to consider amendments to the size and structure of each of the four Metro Vancouver Boards. As part of this process, an engagement plan is to be delivered for consideration to the MVRD Board in March, engagement materials are to be delivered in April, and the engagement program is to run from May to June.

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**APPROACH TO ENGAGEMENT**

Engagement will be designed to create an opportunity for input by a broad set of audiences while also ensuring deep engagement with informed stakeholders. Deloitte will conduct in-depth interviews and will also support engagement to be delivered more broadly. Pending direction on the options to be considered and approval of materials, engagement will take place through May and June, with the public engagement period taking place from May 6 through June 14.

**Audiences**

- Governance Committee members and Board Directors
- Member jurisdictions (elected officials and staff)
- Local First Nations
- Metro Vancouver staff
- The provincial government (elected officials and staff)
- Public

**Tactics**

In-depth interviews will be conducted by Deloitte Canada with Board and Committee members, Metro Vancouver senior staff, and representatives from the provincial government.

Member jurisdiction staff will be engaged through the Regional Administrators Advisory Committee (RAAC), Regional Finance Advisory Committee (RFAC), Regional Engineers Advisory Committee (REAC), and Regional Planning Advisory Committee (RPAC). Elected officials from member jurisdictions will be invited to participate in a conversation as part of the April 25, 2026 Council of Councils meeting. An invitation will also be extended to all Councils in the region with an offer for a presentation to council. Member jurisdictions will also have an opportunity to provide comment through an online survey.

Local First Nations will be engaged through correspondence with an invitation for further conversation and option to provide comment through the online survey or participate in webinars.

The public will be engaged through two webinars and an online opt-in survey. Staff are also exploring an in-person dialogue event to encourage meaningful discussion about the possible outcomes. The event would be open to any of the audiences identified above.

In addition to the above engagement, Metro Vancouver will undertake a market survey to ensure statistically relevant regional and demographic representation in response to the key engagement questions.

Promotional activities will include a media release and subsequent media relations efforts, online and social media advertising, digital and print advertisements, and corporate newsletters, along with requests to member jurisdictions to amplify the invitation to participate through their existing channels.

**Materials**

Engagement materials will clearly articulate the scope of engagement as it relates to size and structure of each of the four Boards and the available options. Materials will provide background information and context so that participants can provide informed feedback. Materials will also clearly articulate what is out of scope for this engagement, but will provide opportunity for open comment that will be shared with the Board as part of the engagement summary. Materials will include resources such as a backgrounder, webpage, video, and presentations.

**Measures**

The engagement summary will provide measures for the engagement (such as number of people engaged), themes in the responses, and an assessment of support for the options for board size and structure that form the discussion.

**Timeline**

- April 24 Board approval of engagement materials and plan
- April 25 Engagement with Council of Councils
- April 28 Outreach to member jurisdictions and First Nations
- May 6 Public engagement period launches
- May Staff advisory committee meetings (RAAC/RFAC/REAC/FPAC)
- May - June Public webinars and dialogue event
- June 14 Public engagement period ends
- July 2 Engagement summary published for Governance Committee

**ALTERNATIVES**

1. THAT the MVRD Board endorse the engagement plan as outlined in the report dated February 27, 2026 titled "Approach to Engagement on Consideration of the Size and Structure of each of the Four Metro Vancouver Boards".
2. THAT the MVRD Board receive for information the report dated February 27, 2026 titled "Approach to Engagement on Consideration of the Size and Structure of each of the Four Metro Vancouver Boards".

**FINANCIAL IMPLICATIONS**

The engagement program will be delivered within existing budgets for engagement in 2026.

**CONCLUSION**

Pending approval of the proposed options for consideration for the size and structure of each of the four Metro Vancouver Boards, engagement will take place through May and June, with the public engagement period taking place from May 6 through June 14. Materials will be carefully designed to provide a clear foundation for participants to understand the options and what is "on and off the table" in engagement and why. The engagement program will seek input from the Governance Committee, Board Directors, local First Nations, member jurisdictions, the provincial government, Metro Vancouver staff, and the public. Deloitte will conduct in-depth interviews with Board Directors and Committee members and representatives from the provincial government and will also support engagement to be delivered more broadly. A summary of findings will be shared with the Governance Committee and MVRD Board in July.

82971437

To: Governance Committee

From: Heather McNell, Deputy Chief Administrative Officer, Policy and Planning

Date: March 6, 2026 Meeting Date: March 12, 2026

Subject: **Consideration of Changes to the Size and Structure of each of Metro Vancouver's Four Boards of Directors: Options Analysis**

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## RECOMMENDATION

THAT the MVRD Board receive for information the report titled "Consideration of Changes to the Size and Structure of each of Metro Vancouver's Four Boards of Directors: Options Analysis", dated March 6, 2026.

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## EXECUTIVE SUMMARY

Metro Vancouver has four Boards of Directors, one for each of the legal entities that make up the organization - the Greater Vancouver Water District (GVWD), Greater Vancouver Sewerage and Drainage District (GVS&DD), Metro Vancouver Regional District (MVRD), and Metro Vancouver Housing Corporation (MVHC). The Boards provide strategic direction and oversight for Metro Vancouver's critical regional services to over three million people. The 2025 Metro Vancouver Board Governance Review, completed in May 2025, provided 47 recommendations for continuous governance improvement. A new Governance Committee has been guiding the implementation of recommendations, and in less than a year, Metro Vancouver has addressed and completed 20 of the 47 recommendations.

The Board Governance Review concluded that there is an opportunity to optimize the size and structure of the four Boards to improve governance and oversight, and to enhance decision making and risk management. Consideration of such options is a major piece of work for the Governance Committee and Boards in 2026. To date, the MVRD Board has approved a process to consider potential changes and considered an evaluation framework. Over the next two months options for the GVWD, GVS&DD, MVRD, and MVHC Boards will be evaluated. In March, the Governance Committee and Boards will evaluate options for improvements to the MVRD and MVHC Boards' size and structure. In April, they will evaluate options for the GVWD and GVS&DD Boards.

All options will be evaluated against the following evaluation criteria:

- Governance effectiveness
- Size / scalability
- Member jurisdiction representation and impact
- Broader stakeholder impact
- Transition readiness

For the MVRD Board, five options are provided: Status Quo; One Director per member jurisdiction; Cap Directors at three per member jurisdiction; Increase population threshold per vote to 25,000; and Increase voting divisor to seven (one Director for every 140,000 residents).

For the MVHC Board, all the options for the MVRD Board are considered, and two additional options are provided: a Hybrid Non-Profit Board (7-9 Directors comprised of a majority MVRD Board Directors + additional appointees selected based on merit), and a Fully Appointed Non-Profit Board (7-9 Directors appointed by the MVRD Board based on merit).

**Consideration of Changes to the Size and Structure of each of Metro Vancouver’s Four Boards of Directors: Options Analysis**

Governance Committee Regular Meeting Date: March 12, 2026

For the GVS&DD and GVWD Boards, all the options for the MVRD Board are considered, and two additional options are provided: Hybrid Board (9-11 Directors with majority member Elected Officials (ensure sub-regional representation) + External Appointed Directors) and Addition of a Major Projects Committee with delegated authority (Smaller Committee with majority GVS&DD / GVWD Board Directors + option of External Appointed Directors).

Engagement on options will take place throughout May and June, and in July 2026, the Governance Committee and Boards will have the opportunity to recommend and implement changes to the Board size and structure for one or more of the Metro Vancouver Boards. This would include subsequent provincial involvement if legislative change is required.

**PURPOSE**

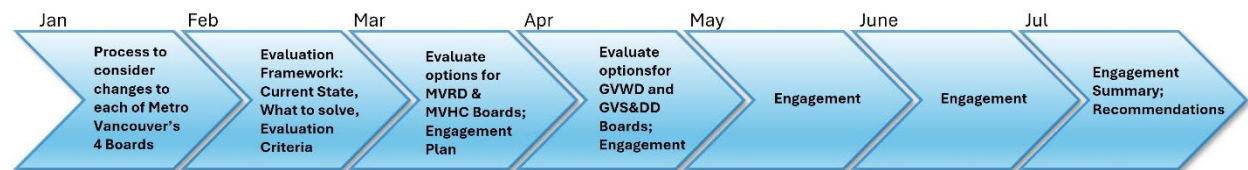
To provide information to support the Governance Committee and Boards in evaluating options to amend the size and structure of each of the four Metro Vancouver Boards. The focus for the March meeting will be on the MVRD and MVHC Boards.

**BACKGROUND**

At its May 23, 2025 meeting, the MVRD Board received Deloitte Canada’s Metro Vancouver Board Governance Review (Reference 1). The report, commissioned to assess and enhance the effectiveness of the Boards’ governance framework, included 47 recommendations for consideration, including initial recommendations on the size, structure, and composition of Metro Vancouver’s Boards.

At its January 30, 2026 meeting, as part of the implementation of the 2025 Board Governance Review, the MVRD Board endorsed the process to consider the size and structure of each of Metro Vancouver’s four Boards (Reference 1). At its February 27, 2026 meeting, the MVRD Board received a report from the Governance Committee establishing the evaluation framework for considering possible changes to the size and structure of each of Metro Vancouver’s four Boards. This included a current state analysis, problem statements to specify the challenges any changes are intended to address, and an evaluation framework with criteria and weighting.

**Figure 1. Process for Considering Possible Changes to Each of Metro Vancouver’s Four Boards**



During the March and April meetings, the Governance Committee will discuss size and structure options for each of the four Metro Vancouver Boards in relation to the evaluation framework. The Committee and Boards will consider options for the MVRD and MVHC Boards in March, and options for the GVS&DD and GVWD Boards in April. This work will be supported by staff, Deloitte Canada, and Dana Hayden, consultant on public, private and not for profit entities related to business and strategic planning, public policy and Board and infrastructure project governance.

Feedback from the March and April discussions will be incorporated into materials to support engagement with all Board Directors, representatives from the Province, member jurisdiction elected officials and staff, local First Nations, other agencies, and the public. A summary of engagement will be provided to the Boards to support deliberations on Board size and structure in July 2026.

In addition, options that complement Board size and structure, such as ways to improve information flow or structure meetings, are identified in this report to support improved governance with any recommended changes to Board size and structure. Out of scope of this report is consideration of any of the services that Metro Vancouver provides. These were confirmed as part of the 2025 Cost and Services Efficiency Review.

As reminder, Deloitte provided a current state analysis of Metro Vancouver’s four Boards as a baseline for discussion. This is provided again to support discussion prior to consideration of each Board separately (Figure 2).

Figure 2. Deloitte Canada’s Current State Analysis for Metro Vancouver’s Four Boards

	Metro Vancouver Regional District (MVRD)	Greater Vancouver Water District (GVWD)	Greater Vancouver Sewerage & Drainage District (GVS&DD)	Metro Vancouver Housing Corporation (MVHC)
# of Directors	41	38	37	41
Elected	Y	Y	Y	Y
Member Jurisdictions	Full region (23)	Water-serving (20)	Wastewater/solid-waste (19)	Full region (23)
Operating Budget (\$)	\$133M	\$450M	\$926M	\$62M
Capital Cash Flow (\$)	\$48M (Parks)	\$488M	\$1,027M	\$207M
Information Flow	Board meeting freq: monthly Agenda load: high <b>Committees: 5*</b>	Board meeting freq: monthly Agenda load: mod-high <b>Committees: 1*</b>	Board meeting freq: monthly Agenda load: high <b>Committees: 2*</b>	Board meeting freq: monthly Agenda load: low-mod <b>Committees: 1*</b>
Decision-Making Complexity	<b>Moderate-High</b> — broad regional scope; multi-service decisions	<b>High</b> — deep technical requirements; large projects and budgets	<b>Very High</b> — deep technical requirements; largest budgets; four sewerage areas	<b>Low-Moderate</b> — focused mandate; smaller capital footprint
Transparency	Publicly available meeting agendas and minutes, and the public is allowed to attend meetings in person (except for legally closed sessions)			

\*Note: All committees are MVRD committees, but some serve the other legal entities; MVRD has 4 additional standing committees that serve all legal entities: Performance and Audit, Mayors, Caucus of Committee Chairs and Governance

### METRO VANCOUVER REGIONAL DISTRICT

The Metro Vancouver Regional District (MVRD) is governed by the *Local Government Act*. There are 27 regional districts throughout British Columbia. The Province notes that the purpose of a regional district is to take care of the region’s public assets and to foster the current and future economic, social, and environmental well-being of the region. Collectively, the regional district Board is the governing body of the regional district. It has authority to make decisions through resolutions and bylaws, consistent with the purposes of the regional district. The Board is ultimately responsible for the services provided and actions taken by the regional district.

Each regional district in BC is governed by a Board consisting of a Chair and a varying number of Directors. Each electoral area has one elected Director while municipalities and Treaty First Nations’ members may have one or more appointed Directors depending on size of their population. The Chair of the Board is elected from among the Directors each November and has specific responsibilities outlined in the legislation.

The number of Directors appointed is based on a proportional representation model, laid out in the *Local Government Act*, and the specifics around how population translates into Board seats and votes are included in the Letters Patent for each regional district. For Metro Vancouver, every member jurisdiction has a Director on the Board with at least one vote. Each member jurisdiction gets one vote for every 20,000 people (or fewer) in the community (voting unit). In addition, once a Director has five votes (the community reaches 100,000 residents), a second Director is added (voting divisor). The

current MVRD Board has 41 Directors from 23 member jurisdictions with a total of 145 votes. Over the next two Census periods, the size of the MVRD Board is expected to grow to over 50 Directors given the most recent population projections (49 Directors after 2026 Census and 52 after 2031 Census).

Figure 3. Current MVRD Board Voting Structure

Member Jurisdiction	Type	Population	# of Directors	Voting Strength	Voting %
Vancouver	City	662,248	7	34	23.4
Surrey	City	568,322	6	29	20.0
Burnaby	City	249,125	3	13	9.0
Richmond	City	209,937	3	11	7.6
Coquitlam	City	148,625	2	8	5.5
Township of Langley	District	132,603	2	7	4.8
Delta	City	108,455	2	6	4.1
Maple Ridge	City	90,990	1	5	3.4
District of North Vancouver	District	88,168	1	5	3.4
New Westminster	City	78,916	1	4	2.8
Port Coquitlam	City	61,498	1	4	2.8
City of North Vancouver	City	58,120	1	3	2.1
West Vancouver	District	44,122	1	3	2.1
Port Moody	City	33,535	1	2	1.4
City of Langley	City	28,963	1	2	1.4
White Rock	City	21,939	1	2	1.4
Pitt Meadows	City	19,146	1	1	0.7
Electoral Area A (Incl UBC)	Electoral Area	18,612	1	1	0.7
Bowen Island	Island municipality	4,256	1	1	0.7
Anmore	Village	2,356	1	1	0.7
Tsawwassen First Nation	Treaty First Nation	2,256	1	1	0.7
Lions Bay	Village	1,390	1	1	0.7
Belcarra	Village	687	1	1	0.7
<b>Metro Vancouver</b>		<b>2,642,825</b>	<b>41</b>	<b>145</b>	<b>100.0</b>

*Director seats are allocated by population per the Local Government Act; in weighted votes, each Director gets 1 vote per 20,000 residents (max 5 votes); 2021 Census*

**PROBLEM STATEMENT**

As reminder, the Problem Statement for the MVRD Board identified by Deloitte Canada and input from the Governance Committee is as follows:

- Mixed response about whether current size of 41 is too large, but agreement that the growth trajectory is unsustainable
- Balancing the intent for all jurisdictions to have a voice at the table with differing expectations for collaboration for larger and smaller jurisdictions
- Public perception and reputational risk
- Board culture and decorum
- Decision making, such as the tendency to revisit controversial decisions (e.g. difference of opinion on Scope of Services or Financial Policies)
- Uneven trust that Committees have done the ‘heavy lifting’ to make an informed recommendation to the Boards.

**EVALUATION CRITERIA**

The Evaluation Criteria and associated weighting supported by the Governance Committee and received by the MVRD Board are as follows:

- Governance Effectiveness (30%)
- Size / Scalability (10%)
- Member Jurisdiction Representation and Impact (30%)
- Broader Stakeholder Impact (20%)
- Transition Readiness (10%).

**SIZE AND STRUCTURE OPTIONS FOR THE MVRD BOARD**

Five options for the MVRD Board are presented for discussion.

1. Status Quo (41 Board Directors)
2. One Director per member jurisdiction (23 Board Directors)
3. Cap the number of Directors at three per member jurisdiction (34 Board Directors)
4. Increase population threshold per vote to 25,000 (36 Board Directors)
5. Increase voting divisor to seven (one Director for every 140,000 residents) (34 Board Directors)

Each option will be assessed in turn below in relation to the evaluation criteria.

**OPTION 1. STATUS QUO**

Maintain current approach to Board size and structure where the size of the Board will increase with population growth as per a specified formula. There are currently 41 MVRD Board Directors and this will grow in proportion to population.

Evaluation Criteria	Considerations
<b>Governance Effectiveness</b>	<ul style="list-style-type: none"> <li>• Retains established accountability between Metro Vancouver and member jurisdictions</li> <li>• Decision-making efficiency and oversight effectiveness may be increasingly strained by Board size</li> <li>• Larger Board can discourage active participation from all members</li> </ul>
<b>Size / Scalability</b>	<ul style="list-style-type: none"> <li>• Current size is 41</li> <li>• Board size will continue to grow with population (after each census), reducing scalability</li> <li>• Larger Board may dilute accountability and make oversight of complex risks harder (e.g., financial, operational, reputational risks)</li> </ul>
<b>Member Jurisdiction Representation and Impact</b>	<ul style="list-style-type: none"> <li>• Strong jurisdictional representation is maintained</li> <li>• Challenge to balance intent for all jurisdictions to have a voice at the table with differing expectations for collaboration from larger and smaller jurisdictions</li> <li>• Voting power is concentrated in larger cities according to population with 52% of votes allocated to 16 Directors representing the three largest jurisdictions</li> </ul>
<b>Broader Stakeholder Impact</b>	<ul style="list-style-type: none"> <li>• Familiar accountability structure reflective of BC’s regional district model</li> <li>• High transparency and public legitimacy</li> <li>• Political nature of issues and discussion can impact timely decisions and public confidence</li> <li>• Some external stakeholders view the large Board as less effective</li> </ul>
<b>Transition Readiness</b>	<ul style="list-style-type: none"> <li>• No transition required and aligned with legislation and Letters Patent</li> <li>• As with all options, there are ongoing opportunities within the current structure for process improvements to increase governance effectiveness</li> </ul>

**OPTION 2. ONE DIRECTOR PER MEMBER JURISDICTION**

This option would see one representative from each member jurisdiction, or their designate making up the MVRD Board. There would be no change in the process for choosing the Directors. This would remain up to each jurisdiction council.

Evaluation Criteria	Considerations
<b>Governance Effectiveness</b>	<ul style="list-style-type: none"> <li>• Could improve decision speed, manageability, and strategic focus</li> <li>• Clearer “who is accountable” for decisions: one designated representative per jurisdiction</li> <li>• Lower governance overhead (fewer Directors), improving meeting efficiency and staff support demands</li> <li>• Concentrates influence in a single representative per jurisdiction; will reduce breadth of perspectives and experience at the table</li> <li>• Majority of votes held by three Directors (replacing 16 Directors under status quo)</li> <li>• Largest municipalities lose multiple voices at the table</li> </ul>
<b>Size / Scalability</b>	<ul style="list-style-type: none"> <li>• Smaller, fixed-size Board (23) would be unaffected by population growth and remain the same as long as membership remains the same</li> </ul>
<b>Member Jurisdiction Representation &amp; Impact</b>	<ul style="list-style-type: none"> <li>• Every jurisdiction maintains a seat</li> <li>• Weighted voting maintains proportional representation</li> <li>• Diversity of perspectives from within individual member jurisdictions will likely be removed, specifically impacting larger jurisdictions who currently have multiple Directors</li> <li>• Smaller member jurisdictions are unaffected in terms of the number of Directors</li> </ul>
<b>Broader Stakeholder Impact</b>	<ul style="list-style-type: none"> <li>• Accountability for decisions may be clearer with one designated representative per jurisdiction</li> <li>• Could improve decision timeliness</li> <li>• Public perception of fairness / equal representation may be affected</li> </ul>
<b>Transition Readiness</b>	<ul style="list-style-type: none"> <li>• Provincial legislative change required: Could amend the <i>Local Government Act</i> for Metro Vancouver only or add a provision under <i>Municipalities Enabling and Validating Act (MEVA)</i></li> <li>• May require amendments to the MVRD Letters Patent to create consistency</li> <li>• Will require provincial engagement with interested parties</li> <li>• Likely 12-18 months (to be confirmed with Province)</li> </ul>

**OPTION 3. CAP THE NUMBER OF DIRECTORS AT 3 PER MEMBER JURISDICTION**

This option would introduce a cap of three Board Directors from any one jurisdiction while maintaining the overall approach to Board composition. This would mean that jurisdictions with a population of over 300,000 residents would have a maximum of three Directors on the Board. The three Directors would retain the same proportional voting based on a vote for every 20,000 residents in the community. The impact would largely be that the cities of Vancouver and Surrey would see a reduction in the number of Directors, but no change in the number of votes.

Evaluation Criteria	Considerations
<b>Governance Effectiveness</b>	<ul style="list-style-type: none"> <li>• Could improve decision speed, manageability, efficiency, and strategic focus with the reduced number of speakers at each Board meeting and potential for more time for discussion</li> <li>• Accountability remains diffused</li> <li>• Proportional representation maintained</li> <li>• Fewer Directors would modestly reduce governance overhead with more efficient meetings and reduced staff support needs</li> </ul>
<b>Size / Scalability</b>	<ul style="list-style-type: none"> <li>• Smaller Board (34)</li> <li>• Board will grow at a much slower rate with population growth compared to status quo</li> <li>• More consistent membership for larger member jurisdictions</li> <li>• Still a relatively large Board, but relatively resilient for the future</li> <li>• Size grows at a much slower rate with population growth compared to status quo</li> </ul>
<b>Member Jurisdiction Representation &amp; Impact</b>	<ul style="list-style-type: none"> <li>• Established accountability between Metro Vancouver and member jurisdictions is largely retained</li> <li>• Impacts largest cities (Vancouver and Surrey) which would see a reduction in the number of Directors, but no impact on the number of votes</li> <li>• Larger member jurisdictions would look more similar in terms of the number of representatives at the Board: Vancouver, Surrey, Burnaby, Richmond</li> <li>• Smaller jurisdictions would be unaffected in terms of number of Directors</li> </ul>
<b>Broader Stakeholder Impact</b>	<ul style="list-style-type: none"> <li>• Public accountability would be maintained with political representation from each jurisdiction</li> <li>• Public perception of fairness or equal representation may be affected</li> </ul>
<b>Transition Readiness</b>	<ul style="list-style-type: none"> <li>• Provincial legislative change required: could amend the <i>Local Government Act</i> for Metro Vancouver only or add a provision under <i>MEVA</i></li> <li>• May require amendments to the MVRD Letters Patent to create consistency</li> <li>• Will require provincial engagement with interested parties</li> <li>• Likely 12-18 months (to be confirmed with Province)</li> </ul>

**OPTION 4. INCREASE POPULATION THRESHOLD PER VOTE TO 25,000**

In this option, the population threshold per vote would be increased from 20,000 to 25,000. All member jurisdictions under 25,000 would have one vote at the Board. Additional votes would be provided at 25,000 population intervals. The divisor of five per Director would remain the same, meaning that each Director would have a maximum of five votes for 125,000 residents (currently five votes for 100,000 residents). This option reduces the overall number of Board Directors.

Evaluation Criteria	Considerations
<b>Governance Effectiveness</b>	<ul style="list-style-type: none"> <li>• Board size would be reduced without changing the overall governance framework</li> <li>• Decision speed, manageability, efficiency, and strategic focus could be modestly improved with the reduced number of speakers at each Board meeting and potential for more time for discussion</li> <li>• Fewer Directors would modestly reduce governance overhead with more efficient meetings and reduced staff support needs</li> </ul>
<b>Size / Scalability</b>	<ul style="list-style-type: none"> <li>• Smaller Board (36)</li> <li>• Board will grow at a much slower rate with population growth compared to status quo</li> </ul>
<b>Member Jurisdiction Representation &amp; Impact</b>	<ul style="list-style-type: none"> <li>• Weighted voting maintains proportional representation while ensuring every jurisdiction has a seat</li> <li>• Concentrates accountability among fewer Directors, while maintaining proportional representation</li> <li>• Most of impact to be felt by larger communities with reduced number of Directors and number of votes, and communities on the threshold of an additional vote (e.g., Township of Langley, Port Moody)</li> <li>• Small communities that are not projected to grow rapidly are largely unaffected (e.g., Anmore, Belcarra, Bowen Island, Lions Bay, Tsawwassen First Nation)</li> <li>• Five jurisdictions have one fewer Director (Vancouver, Surrey, Burnaby, Richmond, Delta)</li> <li>• 12 jurisdictions have at least one fewer vote</li> <li>• Raises equity concerns</li> </ul>
<b>Broader Stakeholder Impact</b>	<ul style="list-style-type: none"> <li>• Public perception of fairness or equal representation may be affected</li> <li>• May be viewed as prioritizing efficiency over regional representation for local voices</li> </ul>
<b>Transition Readiness</b>	<ul style="list-style-type: none"> <li>• No legislative amendment required</li> <li>• A revision to the MVRD Letters Patent via provincial Order in Council or Cabinet decision</li> <li>• Consequential bylaw and process modifications within Metro Vancouver may be required</li> <li>• Shorter timeline to implement</li> </ul>

**OPTION 5. INCREASE VOTING DIVISOR TO 7 (ONE DIRECTOR PER 140,000 RESIDENTS)**

This option would decrease the number of Directors on the Board by increasing the voting divisor from five to seven, increasing the number of residents represented by each Director from 100,000 to 140,000. The number of Directors is reduced while voting across jurisdictions remains the same.

Evaluation Criteria	Considerations
<b>Governance Effectiveness</b>	<ul style="list-style-type: none"> <li>• Reduces Board size without changing the overall governance framework</li> <li>• Marginal efficiency gains</li> <li>• Decision speed, manageability, and strategic focus could be modestly improved with the reduced number of speakers at each Board meeting and potential for more time for discussion</li> <li>• Fewer Directors would modestly reduce governance overhead with more efficient meetings and reduced staff support needs</li> </ul>
<b>Size / Scalability</b>	<ul style="list-style-type: none"> <li>• Smaller Board (34)</li> <li>• Still a relatively large Board, but relatively resilient for the future</li> <li>• Size grows at a slower rate with population growth compared to status quo</li> </ul>
<b>Member Jurisdiction Representation &amp; Impact</b>	<ul style="list-style-type: none"> <li>• Weighted voting maintains proportional representation while ensuring every jurisdiction has a seat</li> <li>• Number of Directors for larger member jurisdictions would be reduced while keeping the voting structure intact</li> <li>• Member jurisdictions with populations close to the current threshold for an additional Director would be most immediately impacted</li> <li>• Member jurisdictions currently under 100,000 residents would not be impacted</li> </ul>
<b>Broader Stakeholder Impact</b>	<ul style="list-style-type: none"> <li>• Public perception of fairness or equal representation may be affected</li> <li>• May be viewed as prioritizing efficiency over regional representation for local voices</li> </ul>
<b>Transition Readiness</b>	<ul style="list-style-type: none"> <li>• Could be achieved through a revision to the MVRD Letters Patent via a provincial Order in Council / Cabinet decision; no legislative amendment required</li> <li>• Consequential bylaw and process modifications within Metro Vancouver may be required</li> <li>• Shorter timeline to implement</li> </ul>

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## METRO VANCOUVER HOUSING CORPORATION

The Metro Vancouver Housing Corporation (MVHC) is incorporated under the *British Columbia Business Corporations Act* as a non-profit entity wholly owned by the Metro Vancouver Regional District (MVRD). MVHC has operated since 1974. It has a portfolio of 50 sites and provides non-market rental housing to nearly 10,000 residents. The corporation operates at no direct cost to taxpayers and is funded almost entirely through rental revenues, which account for approximately ninety-five per cent of its annual operating budget. A small number of legacy sites receive operating subsidies from BC Housing (approximately three per cent of the operating budget), with the remaining revenues generated through parking, laundry, and related sources (approximately two per cent).

Metro Vancouver Housing is growing its portfolio. Expansion is funded through operating surpluses where sites no longer have mortgages (equity), through significant partnerships with other orders of government, and from a \$5/household tax levy. MVHC, as a non-profit, is eligible for grants and favourable loans from BC Housing and CMHC. MVHC is projected to grow by 50% over the next decade, with an increasingly large capital program (over \$1 billion) and operational complexity, making this an ideal time to review governance to ensure it is fit for purpose.

Since October 17, 2016, the MVHC Articles have required the MVHC Board to comprise the same membership as the MVRD Board, and the business of the Board to be conducted according to the procedures established in the MVRD procedural bylaw under the *Local Government Act*. This change was made as a result of a governance review of the corporation. MVHC's governance structure is unique amongst non-profit and public sector housing delivery agencies.

Prior to 2016, the MVHC Board was comprised of 13 Directors appointed annually by the MVRD Board. Additionally, the MVHC had five officers appointed annually to the following positions: Housing Committee Chair as President, Housing Committee Vice Chair as Vice President, MVRD Corporate Officer as Secretary, MVRD Chief Financial Officer as Treasurer, and MVRD Housing Director as Director, Housing. Of the 13 MVHC Directors, 10 were also MVRD Directors and three were member jurisdiction councillors. The 2016 changes were made to align the number and identity of MVHC Directors and voting rights to the MVRD Board (and consequently, to the GVWD and GVS&DD Boards as well).

## PROBLEM STATEMENT

As reminder, the Problem Statement for the MVHC Board identified by Deloitte Canada and input from the Governance Committee is as follows:

- Differing opinions about whether the current size of the Board is a problem, with some members noting that a much smaller Board may function better.
- Some expressed that broad membership from member jurisdictions is preferable.
- Some expressed that representation from all member jurisdictions is not required on a non-profit Board.
- There is an expectation of regional equity – having housing in every community.
- The mandate is that the non-profit delivers and operates affordable rental housing through partnerships in good, transit-oriented locations and is financially sustainable.
- MVHC is seen as functioning well and not requiring the same attention as other Boards.
- Strong support for MVHC's operations, growth and success.

**EVALUATION CRITERIA**

The Evaluation Criteria and associated weighting supported by the Governance Committee and received by the MVRD Board are as follows:

- Governance Effectiveness (30%)
- Size / Scalability (10%)
- Member Jurisdiction Representation and Impact (30%)
- Broader Stakeholder Impact (20%)
- Transition Readiness (10%).

**SIZE AND STRUCTURE OPTIONS FOR THE MVHC BOARD**

Four options for the MVHC Board are presented for discussion:

1. Status Quo (41 Board Directors)
2. Align with any Changes to Structure for MVRD Board (options 2 to 5 described above)
3. Smaller Hybrid Non-Profit Board (7-9 Directors comprised of a majority MVRD Board Directors + additional appointees selected on merit)
4. Fully Appointed Non-Profit Board (7-9 Directors appointed by the MVRD Board on merit).

Each of these options is assessed in turn below in relation to the evaluation criteria.

**OPTION 1. STATUS QUO**

This option maintains the current approach to Board size and structure where the size of the Board will increase with population growth as per a specified formula. There are currently 41 MVHC Board Directors.

Evaluation Criteria	Considerations
<b>Governance Effectiveness</b>	<ul style="list-style-type: none"> <li>• Decision-making efficiency, timeliness, and oversight effectiveness may be increasingly strained by Board size</li> <li>• Changes to align with MVRD were made only ten years ago with the aim of consistent decision making and governance</li> <li>• Current governance model is an outlier in the non-profit and housing sector</li> <li>• Accountability to non-profit not necessarily linked to member jurisdictions.</li> <li>• Larger Board can discourage active participation from all members</li> <li>• 1:1 overlap with MVRD may result in less bandwidth available for MVHC oversight</li> </ul>
<b>Size / Scalability</b>	<ul style="list-style-type: none"> <li>• Board size = 41. Will continue to grow with population (after each census), reducing scalability</li> <li>• Larger Board can dilute clear accountability and make oversight of risks harder (e.g., financial, operational, and reputational risks)</li> </ul>
<b>Member Jurisdiction Representation &amp; Impact</b>	<ul style="list-style-type: none"> <li>• Strong jurisdictional representation and participation is maintained</li> <li>• Challenge to balancing intent for all jurisdictions to have a voice at the table with differing expectations for collaboration from larger and smaller jurisdictions</li> </ul>

**Consideration of Changes to the Size and Structure of each of Metro Vancouver’s Four Boards of Directors: Options Analysis**

Governance Committee Regular Meeting Date: March 12, 2026

	<ul style="list-style-type: none"> <li>• Voting power is concentrated in larger cities according to population with 52% of votes allocated to 16 Directors representing the three largest jurisdictions</li> </ul>
<b>Broader Stakeholder Impact</b>	<ul style="list-style-type: none"> <li>• High transparency and public legitimacy</li> <li>• Political nature of issues and discussion can impact public confidence and timely decisions</li> <li>• External stakeholders may view a very large Board as less effective and efficient</li> <li>• Unique structure of a large MVHC Board and public meetings pose alignment issues with funders and programs designed for other non-profits</li> </ul>
<b>Transition Readiness</b>	<ul style="list-style-type: none"> <li>• No transition required; aligned with existing legislation, MVHC Articles and internal Metro Vancouver processes and practices</li> <li>• As with all options, there are ongoing opportunities within the current structure for process improvements to increase governance effectiveness</li> </ul>

**OPTION 2. ALIGN WITH ANY CHANGES TO STRUCTURE OF MVRD BOARD**

With this option, MVHC follows the size and composition recommended for the MVRD Board, which may be any of the options considered in the previous section: status quo, one Director per member jurisdiction, cap the number of Directors at 3 per member jurisdiction, increase the population threshold per vote to 25,000, or increase the voting divisor to 7.

<b>Evaluation Criteria</b>	<b>Considerations</b>
<b>Governance Effectiveness</b>	<ul style="list-style-type: none"> <li>• Governance effectiveness considerations reflected in the evaluation of each of the options for MVRD above would apply to the MVHC Board as well.</li> </ul> <p>Additional considerations specific to MVHC:</p> <ul style="list-style-type: none"> <li>• Simplicity from having same governance model as MVRD</li> <li>• Changes to align with MVRD were made only ten years ago with the aim of consistent decision making and governance</li> <li>• Not aligned with governance best practice for non-profits</li> <li>• Accountability to non-profit not necessarily linked to member jurisdictions</li> <li>• 1:1 overlap with MVRD may result in less bandwidth available for MVHC oversight</li> </ul>
<b>Size / Scalability</b>	<ul style="list-style-type: none"> <li>• Size and scalability considerations are reflected in the evaluation of each of the options above with no additional considerations specific to MVHC</li> </ul>
<b>Member Jurisdiction Representation &amp; Impact</b>	<ul style="list-style-type: none"> <li>• Member jurisdiction representation and impact considerations are reflected in the evaluation of each of the options above with no additional considerations specific to MVHC</li> </ul>

<b>Broader Stakeholder Impact</b>	<ul style="list-style-type: none"> <li>Broader stakeholder impact considerations are reflected in the evaluation of each of the options above</li> </ul> <p>Additional considerations specific to MVHC:</p> <ul style="list-style-type: none"> <li>Political and public nature of issues and discussion can impact public confidence and timely decisions</li> <li>External stakeholders and funders primarily working with non-profit housing providers may view a large, political Board as less nimble and less effective</li> <li>Unique structure of a large MVHC Board poses alignment issues with funders and programs designed for other non-profits</li> </ul>
<b>Transition Readiness</b>	<ul style="list-style-type: none"> <li>Since pursuant to MVHC Articles, MVHC Board composition and business are aligned with MVRD Board composition and MVRD procedural bylaw under the <i>Local Government Act</i>, revisions to MVRD Board and procedures will automatically apply to MVHC.</li> </ul>

**OPTION 3. SMALLER HYBRID NON-PROFIT BOARD**

This option would create a new Board structure with 7-9 Directors, the majority being chosen from among MVRD Board Directors (four to five) plus additional external housing sector Directors (three to four) appointed by the MVRD Board either annually or for a four-year term. The current Board Standing Committee (Housing Committee) would be eliminated.

<b>Evaluation Criteria</b>	<b>Considerations</b>
<b>Governance Effectiveness</b>	<ul style="list-style-type: none"> <li>Additional professional and/or Board expertise (housing, finance, non-profit, development) could be added to support decision-making and to advance MVHC mandate</li> <li>Smaller and more nimble structure could speed up decision-making in time-sensitive scenarios, including accelerating development and property acquisitions and partnerships</li> <li>Potential for greater direct involvement and oversight from the Board</li> <li>With smaller Board, would eliminate the need for a Board Standing Committee, creating efficiencies and better information flow for decision making</li> </ul>
<b>Size / Scalability</b>	<ul style="list-style-type: none"> <li>Board size = 7-9 Directors. Smaller and future changes to the Board size would be guided by the needs of MVHC’s mandate rather than population growth</li> </ul>
<b>Member Jurisdiction Representation &amp; Impact</b>	<ul style="list-style-type: none"> <li>Some regional representation can be maintained as part of Board selection criteria</li> <li>Maintains accountability and connection to MVRD, with political representation on the Board</li> </ul>

**Consideration of Changes to the Size and Structure of each of Metro Vancouver’s Four Boards of Directors: Options Analysis**

Governance Committee Regular Meeting Date: March 12, 2026

	<ul style="list-style-type: none"> <li>Some member jurisdictions may feel more disconnected from decision making and Metro Vancouver Housing</li> </ul>
<b>Broader Stakeholder Impact</b>	<ul style="list-style-type: none"> <li>External expertise can be added to support development and operational goals, in-line with other housing-sector organizations, potentially improving partnerships and tenant experience</li> <li>Potential perception of reduced transparency and accountability compared to other options with broad regional representation</li> <li>Consistent with many other publicly held non-profit housing corporations (such as Toronto Community Housing, Calgary Housing, and Ottawa Community Housing)</li> </ul>
<b>Transition Readiness</b>	<ul style="list-style-type: none"> <li>Revision to Board structure could be done quickly, via MVRD Board resolution and administrative filing with the BC Registry Services</li> <li>Development of associated new and modified MVHC processes and procedures, such as determining member participation, criteria for/ identifying suitable independent Directors, and MVHC-specific Board procedures, would require more time</li> </ul>

**OPTION 4. FULLY APPOINTED NON-PROFIT BOARD**

This option would create a new and much smaller Board structure with 7-9 Directors appointed by the MVRD Board for a set term (e.g. four years), with no political representation on the MVHC Board. It would be a return to the structure prior to 2016 to align with other non-profit housing providers. The change in 2016 was made to align with the other three Metro Vancouver Board structures.

<b>Evaluation Criteria</b>	<b>Considerations</b>
<b>Governance Effectiveness</b>	<ul style="list-style-type: none"> <li>All MVHC Board members would be selected by MVRD Board based on expertise (which could include housing, finance, non-profit, development, governance, lived experience, etc.) to support decision-making and advance MVHC mandate</li> <li>Smaller and more nimble structure which could speed decision-making in time-sensitive scenarios, including accelerating development and property acquisitions and partnerships</li> <li>May add challenges for timing and streamlining of Board meetings</li> <li>Aligns with non-profit sector governance best practices</li> </ul>
<b>Size and Scalability</b>	<ul style="list-style-type: none"> <li>Board size = 7-9 Directors. Remains unaffected by population growth</li> </ul>
<b>Member Jurisdiction Representation &amp; Impact</b>	<ul style="list-style-type: none"> <li>Accountability to MVRD as shareholder would be maintained through annual general meeting and annual or quarterly reports to MVRD</li> <li>Shifts accountability and control from elected officials to appointed Directors, reducing member representation, control, and oversight</li> </ul>

	<ul style="list-style-type: none"> <li>• Member jurisdictions may feel disconnected from MVHC overall and is decision making in particular</li> </ul>
<p><b>Broader Stakeholder Impact</b></p>	<ul style="list-style-type: none"> <li>• Added external expertise could support development and operational goals</li> <li>• Potential to accelerate partnerships for faster delivery of capital projects</li> <li>• Potential perception of reduced transparency</li> <li>• Aligns MVHC Board with other comparable organizations, structure aligns with funding program expectations</li> </ul>
<p><b>Transition Readiness</b></p>	<ul style="list-style-type: none"> <li>• Revision to Board structure could be done relatively quickly, via MVRD Board resolution and administrative filing with the BC Registry Services</li> <li>• Development of associated new and modified MVHC processes and procedures, such as determining criteria for identifying suitable independent Directors, and MVHC-specific Board procedures, would require more time</li> <li>• Relationship to MVRD Centralized Services to be determined (e.g. legal, procurement, finance, etc.)</li> </ul>

**GREATER VANCOUVER WATER DISTRICT**

Metro Vancouver provides clean, safe drinking water to residents and businesses through the member jurisdictions of the Greater Vancouver Water District (GVWD). This includes acquiring and maintaining water supply, as well as treating, testing, and delivering drinking water through a system of water supply areas, dams, treatment facilities, reservoirs, pump stations, and water mains. Metro Vancouver’s source water supply is stored in three main reservoirs and three supplemental alpine reservoirs. The water comes from rainfall and snowmelt within three major water supply areas: Capilano, Seymour, and Coquitlam. These water supply areas cover about 60,000 hectares of protected land, which is closed to the public to safeguard the high quality of the source water.

Metro Vancouver is responsible for:

- Managing and protecting the water supply areas
- Storing, treating, and ensuring the quality of drinking water to meet provincial *Drinking Water Protection Act* and federal Guidelines for Canadian Drinking Water Quality regulatory requirements
- Transmission of drinking water directly to member jurisdictions
- Upgrading, maintaining, and expanding our system
- Planning for future supply and demand

The GVWD is governed by the *Greater Vancouver Water District Act* (established in 1926).

**GREATER VANCOUVER SEWERAGE AND DRAINAGE DISTRICT**

Metro Vancouver provides reliable, cost-effective wastewater treatment that protects public health and the environment. This includes planning for the long-term resilience and sustainability of regional liquid waste and drainage systems. Metro Vancouver receives wastewater from municipal systems and carries it to one of five wastewater treatment plants, where it is treated and tested before being released into the Fraser River, Burrard Inlet, or Georgia Strait. This combined regional and municipal infrastructure includes over 15,000 km of sewers and processes over one billion litres of wastewater every day.

Metro Vancouver is responsible for:

- Operating a system that collects and treats wastewater
- Testing and environmental monitoring
- Developing and enforcing regulations to protect the wastewater system and the environment
- Issuing permits to industry and collecting fees associated with bylaws
- Recovering resources within the regional wastewater system, including heat, energy, and biosolids
- Planning for the future and building regional infrastructure

Under the GVS&DD, Metro Vancouver is also responsible for waste reduction and recycling planning for the region. Metro Vancouver also operates a series of solid waste facilities serving residents and businesses across the region. Metro Vancouver's solid waste and air quality regulatory frameworks support enterprises advancing zero waste and the circular economy and protecting the environment.

Metro Vancouver is responsible for:

- Operating solid waste facilities in the region that focus on recycling and reuse
- Disposing of all remaining waste in landfill, after material recycling and energy recovery
- Implementing bylaws and regulations to better manage waste within our system, improve recycling, and protect public health and the environment
- Protecting the receiving environment (air, land, and water)
- Seeking technologies that recover and recycle materials and recover energy

The GVS&DD is governed by the *Greater Vancouver Sewerage and Drainage District Act* (established in 1914 and re-incorporated in 1956).

### **RECENT CHANGES TO IMPROVE GOVERNANCE AND OVERSIGHT OF LARGE CAPITAL PROJECTS**

Metro Vancouver has undertaken extensive continuous improvement measures to enhance the oversight of major capital projects. Several of these measures were informed by recommendations from KPMG following a review of Metro Vancouver's major capital project management in early 2020. This included the formation of the Project Delivery Department to be responsible for the delivery of the highest value, risk and consequence capital projects and act as a centre of project delivery expertise focusing on regulatory strategy, project and portfolio management, quality management, and project controls to ensure enhanced risk, schedule, and budget management.

The Project Delivery Department has led the development, implementation, and continuous improvement of a Corporate Stage Gate Framework and Project Management Framework including a suite of standards and templates, training and knowledge transfer programs, internal professional practice auditing, and advanced in-house digitalization and dashboarding for projects. The Department has also enhanced oversight of the organization's largest projects through formal stage gate reviews with Expert Advisory Panels, Committees and Boards, expanded use of Technical Review Boards, and increased progress and status reporting of the portfolio of highest value, risk and consequence projects to Regional Engineering Advisory Committee, Standing Committees, Boards, and the public.

**PROBLEM STATEMENT**

As reminder, the Problem Statement for the GVS&DD and GVWD Boards identified by Deloitte Canada and input from the Governance Committee is as follows:

For both Utility Boards:

- Differing opinions about whether the current size of the Board is a problem, but general agreement that the trajectory of growth of the Boards is unsustainable
- Duplication of work between Committee and Board, as well as some members expressing that as they were not part of a Committee discussion, where 'all the heavy lifting' is done, they feel less equipped when making decisions at the Board.
- Need for more trust at the Board
- Bringing expertise to the Board is not about having a private Board but rather utilizing and trusting the tools available to support Board decision making including: strong professional staff and expertise; strong project management controls including the cost estimating framework (independent estimates); stage gate process; and independent expert panels on large projects.
- For the GVS&DD, four sewerage areas and resulting equity and funding issues are a source of conflict and challenge (cost allocation with Tiers for both non-growth- and growth-related projects)
- For the GVWD, it was acknowledged that the funding model supports good governance without the challenges faced by separate GVS&DD sewerage areas

**EVALUATION CRITERIA**

The Evaluation Criteria and associated weighting supported by the Governance Committee and received by the MVRD Board are as follows:

- Governance Effectiveness (30%)
- Size / Scalability (10%)
- Member Jurisdiction Representation and Impact (30%)
- Broader Stakeholder Impact (20%)
- Transition Readiness (10%)

**SIZE AND STRUCTURE OPTIONS FOR THE GVS&DD and GVWD BOARDS**

Four options for the GVS&DD and GVWD Boards are presented for discussion.

1. Status Quo (38 GVWD Board Directors and 37 GVS&DD Board Directors, growing in proportion to population increases).
2. Align with recommended structure for MVRD Board (options 2 to 5 described above)
3. Smaller Hybrid Board (9-11 Directors blend of utility member MVRD Board Directors plus external appointed Directors selected on merit)
4. Add Major Projects Committee (with or without delegated authority) to any Board Structure (smaller Committee with a blend of GVS&DD / GVWD Board Directors + external appointed Directors)

Each option will be assessed in turn below in relation to the evaluation criteria.

**OPTION 1. STATUS QUO**

Maintain current approach to Board size and structure where the size of the Board will increase with population growth as per a specified formula. There are currently 38 GVWD Board Directors and 37 GVS&DD Board Directors.

Evaluation Criteria	Considerations
<b>Governance Effectiveness</b>	<ul style="list-style-type: none"> <li>• Decision-making efficiency and oversight effectiveness may be increasingly strained by Board size</li> <li>• Larger Board can discourage active participation from all members</li> <li>• 85% of Metro Vancouver’s Budget / Five Year Financial Plan lies with these two highly technical and complex utilities</li> <li>• Potential gaps in subject matter expertise for complex issues, such those related to major projects</li> <li>• Stage Gate Process, Project Management Framework, Expert Advisory Panels and Project Technical Review Boards in place for due diligence and to support Board decision making</li> </ul>
<b>Size / Scalability</b>	<ul style="list-style-type: none"> <li>• Board size = 37/38. Continues to grow with population, reducing scalability</li> <li>• Larger Board can dilute clear accountability and make oversight of risks harder (e.g., financial, operational, and reputational risks)</li> </ul>
<b>Member Jurisdiction Representation &amp; Impact</b>	<ul style="list-style-type: none"> <li>• Strong jurisdictional representation and participation is maintained</li> <li>• Increasingly disproportionate and unwieldy as population grows</li> <li>• Challenge to balancing intent for all jurisdictions to have a voice at the table with differing expectations for collaboration from larger and smaller jurisdictions</li> <li>• Voting power concentrated in larger cities according to population</li> </ul>
<b>Broader Stakeholder Impact</b>	<ul style="list-style-type: none"> <li>• High transparency and public legitimacy</li> <li>• Political nature of issues and discussion can impact public confidence and timely decisions</li> <li>• External stakeholders may view a very large Board as less effective</li> </ul>
<b>Transition Readiness</b>	<ul style="list-style-type: none"> <li>• No transition required, aligned with existing legislation and practices</li> <li>• As with all options, there are ongoing opportunities for process improvements to increase governance effectiveness</li> </ul>

**OPTION 2. ALIGN WITH STRUCTURE OF MVRD BOARD**

With this option, the GVWD and GVS&DD Boards align with the recommended structure for the MVRD Board – accounting for variation in representation by utility areas – which may be any of the options considered in the previous section: status quo, one Director per member jurisdiction, cap the number of Directors at 3 per member jurisdiction, increase the population threshold per vote to 25,000, or increase the voting divisor to 7.

Evaluation Criteria	Considerations
<b>Governance Effectiveness</b>	<ul style="list-style-type: none"> <li>• Governance effectiveness considerations reflected in the evaluation of each of the options for MVRD above would apply to the utility Boards as well</li> <li>• Additional considerations specific to the utility Boards:                             <ul style="list-style-type: none"> <li>• Simplicity in having same governance model as MVRD</li> <li>• Not aligned with some other large utility governance models</li> <li>• 85% of Metro Vancouver’s Budget / Five Year Financial Plan lies with these two highly technical and complex utilities</li> <li>• Potential gaps in subject matter expertise for complex issues, such those related to major projects</li> <li>• Stage Gate Process, Project Management Framework, Expert Advisory Panels and Project Technical Review Boards in place for due diligence and to support Board decision making</li> </ul> </li> </ul>
<b>Size / Scalability</b>	<ul style="list-style-type: none"> <li>• Size and scalability considerations reflected in the evaluation of each of the options above for MVRD above and would apply to the utility Boards as well with no additional considerations specific to the utility Boards</li> </ul>
<b>Member Jurisdiction Representation &amp; Impact</b>	<ul style="list-style-type: none"> <li>• Member jurisdiction representation and impact considerations are reflected in the evaluation of each of the options for MVRD above and would apply to the utility Boards as well with no additional considerations specific to the utility Boards</li> </ul>
<b>Broader Stakeholder Impact</b>	<ul style="list-style-type: none"> <li>• Broader stakeholder impact considerations are reflected in the evaluation of each of the options for MVRD above and would apply to the utility Boards as well with no additional considerations specific to the utility Boards</li> <li>• External stakeholders may view a very large Board as less effective</li> </ul>
<b>Transition Readiness</b>	<ul style="list-style-type: none"> <li>• <i>GVWD</i> and <i>GVS&amp;DD Acts</i> reflect and depend on the MVRD governance model under the <i>LGA</i> to determine the composition of the utility Boards</li> <li>• No legislative changes to the utility legislation would therefore be required to implement changes made to MVRD Board composition under the <i>Local Government Act</i></li> </ul>

**OPTION 3. HYBRID BOARD**

This option would see the creation of a new, smaller Board structure for both the GVS&DD and GVWD with 9-11 Directors on each Board. It would be a blend of MVRD Directors who are members of the utility in question (Sub-regional representation could be a requirement in selecting Directors) plus external Directors appointed by the MVRD Board (members of the utility in question) for a set term (e.g. four years).

Evaluation Criteria	Considerations
<b>Governance Effectiveness</b>	<ul style="list-style-type: none"> <li>• Inclusion of independent Directors may encourage regional perspective over member jurisdiction interests</li> <li>• Potential for improvements in decision-making efficiency with smaller, purpose-built Board, combining technical expertise with a political lens</li> <li>• Direct involvement of independent expertise to support decision making, including anticipation and mitigation of challenges and issues</li> <li>• Risks moving Board focus into operational vs governance matters</li> <li>• Loss of experience / expertise and risk of large directional shifts as member Directors change over time</li> <li>• Lower diversity of member jurisdiction voices</li> </ul>
<b>Size / Scalability</b>	<ul style="list-style-type: none"> <li>• Board size = 9-11 Directors. Smaller Board size remains fixed in the future and unaffected by population growth</li> </ul>
<b>Member Jurisdiction Representation &amp; Impact</b>	<ul style="list-style-type: none"> <li>• Some regional representation can be maintained as part of Board selection criteria</li> <li>• Some jurisdictions may feel more distant from decision-making and perceive a lack of representation</li> </ul>
<b>Broader Stakeholder Impact</b>	<ul style="list-style-type: none"> <li>• May receive support as better aligned with other large utilities</li> </ul>
<b>Transition Readiness</b>	<ul style="list-style-type: none"> <li>• Legislative changes to the <i>GVWD</i> and <i>GVS&amp;DD Acts</i> would be required</li> <li>• Will require provincial engagement with interested parties /stakeholders</li> <li>• Additional consequential bylaw and process modifications within Metro Vancouver may be required, including the process for determining member participation over time.</li> <li>• Likely 18 to 24 months (to be confirmed by Province)</li> </ul>

**OPTION 4. ADD A MAJOR PROJECTS COMMITTEE (WITH OR WITHOUT DELEGATED AUTHORITY)**

This option is available *irrespective of the Board structure chosen*. It could be added to the current Board structure for both the GVS&DD and GVWD or be utilized with any option that aligns with any changes to the MVRD Board.

For clarity, in May 2021, this option was recommended as part of the Capital Project Governance Practices Review. Committee members have asked for a summary of that review. The Review was undertaken just after the establishment of the Project Delivery Department.

It included:

- Review of capital project delivery challenges and best practice response (KPMG)
- Addition of Capital Project Cost Estimating Framework
- Addition of external expert advisor panel for highest value, risk, and consequence projects
- Benchmarking review of six North American jurisdictions on how they governed and managed their capital projects (Hayden Consulting)
- Set of recommendations regarding clearly defined objectives, robust project oversight, clear roles, responsibilities and authorities, effective risk management and rigorous project reporting and communication (Hayden Consulting)
- Adoption of Stage Gate Framework and Capital Project Governance Framework

These project management best practices have largely been implemented by Metro Vancouver.

There are a variety of ways that the Boards could implement a Major Projects Committee. It could:

- a) Be a Standing Committee of the GVS&DD and GVWD Boards with regular reporting to those Boards for decision making;
- b) Have delegated authority to have oversight over some or all of the highest value, risk, and consequence projects; and/or
- c) Have a mix of GVS&DD / GVWD Board Directors and external, appointed Directors.

Evaluation Criteria	Considerations
<b>Governance Effectiveness</b>	<ul style="list-style-type: none"> <li>• Additional independent expertise aligned with scope, scale, and complexity of major projects could support decision making, including anticipation and mitigation of challenges and issues</li> <li>• Clear and concentrated scope of responsibility and efficient decision making with delegated authority for project oversight</li> </ul>
<b>Size / Scalability</b>	<ul style="list-style-type: none"> <li>• Smaller Committee of 9-11 members and no future growth impacts</li> </ul>
<b>Member Jurisdiction Representation &amp; Impact</b>	<ul style="list-style-type: none"> <li>• Reporting for information to the larger GVS&amp;DD Board would be required on a regular cadence to retain connection and accountability to all member jurisdictions</li> <li>• Some jurisdictions may feel more distant from decision making on major projects</li> </ul>

<b>Broader Stakeholder Impact</b>	<ul style="list-style-type: none"> <li>• Likely to improve public understanding and confidence in utility governance over major projects</li> <li>• Additional independent expertise may improve confidence in decisions by public and other external stakeholders</li> <li>• Delegated authority may create perceptions of lack of representation when significant or controversial decisions are made</li> </ul>
<b>Transition Readiness</b>	<ul style="list-style-type: none"> <li>• GVS&amp;DD and GVWD Boards are able to strike a Committee with delegated authority via a 2/3 weighted vote</li> <li>• Relatively short implementation timeline</li> <li>• Would require establishment of selection criteria, clear parameters for delegated authority, and means to remunerate External Committee members</li> </ul>

**ADDITIONAL CONSIDERATIONS COMPLEMENTARY TO BOARD SIZE AND STRUCTURE THAT COULD IMPROVE GOVERNANCE**

The current structure and timing of monthly Board meetings is to hold up to eight Board meetings on the last Friday of every month. The intent is to minimize the number of times Board Directors come to Board meetings, and to bring all Metro Vancouver business into one agenda package for comprehensiveness and transparency.

One option for consideration is to hold multiple Board meetings per month to support smaller agenda packages where more consideration and time can be given to issues on the agenda. For example, if two Board meetings were held per month, it could be structured so that utility Boards are held on the second Friday of the month and MVRD and MVHC Boards are held on the last Friday of the month. Standing committees could be scheduled accordingly, or other modifications could be made, like a Committee of the Whole for both Water and Liquid Waste to further improve information flow and decision making. Once the Governance Committee and Boards have addressed size and structure, staff can look at additional changes and streamlining to support improved governance.

**ALTERNATIVES**

This report is provided for information, and therefore no alternatives are presented.

However, to prepare for engagement on Board size and structure options over the months of May and June, staff will be capturing the Committee conversation and any preferences or feedback on options to inform both a cover report to the Boards, and to inform the development of engagement materials.

**FINANCIAL IMPLICATIONS**

There are no financial implications to reviewing the Boards’ size and structure options as all activities can be accomplished within the MVRD Board approved 2026 budget. Eventually, if changes are made to any of the Board’s size or structure, there may be associated financial implications.

**OTHER IMPLICATIONS**

A separate report on the agenda provides an overview of planned engagement on this issue. Feedback from Board Directors, the Province, member jurisdictions, local First Nations, other agencies, and the public will be reported out to the Governance Committee and Boards in July.

**CONCLUSION**

Following recommendations from the independent 2025 Metro Vancouver Board Governance Review, changes to the size and structure of Metro Vancouver's four Boards to improve governance and to enhance decision making and risk management are being evaluated. First, in March, options for improvements to the MVRD and MVHC Boards' size and structure will be considered, and then in April, for the GVWD and GVS&DD Boards. Feedback from these discussions will be incorporated into engagement materials. In May and June, there will be opportunities for engagement on the options by Board Directors, the Province, member jurisdictions, First Nations other agencies and the public, and a final summary of feedback will be presented to the Boards as part of their deliberations in July.

**ATTACHMENTS**

1. Presentation re: Considerations of Changes to the Size and Structure of each of Metro Vancouver's Four Boards of Directors: Options Analysis.

**REFERENCES**

1. Deloitte. (2026). "Considering Board Size and Structure for Metro Vancouver's Boards – Proposed Process", dated January 6, 2026. <https://metrovancover.org/boards/GVRD/RD-2026-01-30-AGE.pdf page#524>
2. Deloitte. (2025). *Metro Vancouver Board Governance Review*. [MVRD Board report on 2025, May 23]. <https://metrovancover.org/boards/Documents/Deloitte-MV-Board-Governance-Review-2025-05-23.pdf>

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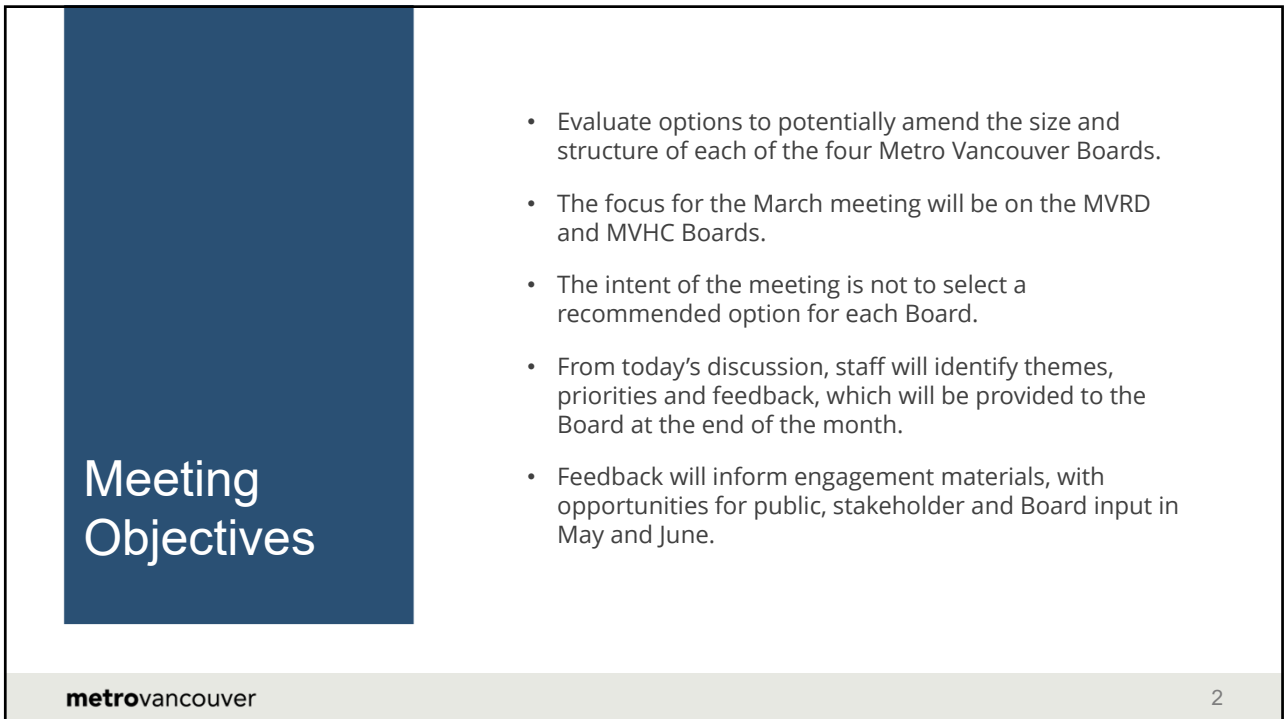
**Consideration of Changes to the Size and Structure of each of Metro Vancouver's Four Boards of Directors: Options Analysis**

Heather McNeil  
Deputy CAO, Policy and Planning

Metro Vancouver Governance Committee Meeting: March 12, 2026  
Orbit Link: Add when archiving presentation to Orbit

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**Meeting Objectives**

- Evaluate options to potentially amend the size and structure of each of the four Metro Vancouver Boards.
- The focus for the March meeting will be on the MVRD and MVHC Boards.
- The intent of the meeting is not to select a recommended option for each Board.
- From today's discussion, staff will identify themes, priorities and feedback, which will be provided to the Board at the end of the month.
- Feedback will inform engagement materials, with opportunities for public, stakeholder and Board input in May and June.

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### CURRENT STATE OF THE FOUR BOARDS: SIMILARITIES AND DIFFERENCES

	Metro Vancouver Regional District (MVRD)	Greater Vancouver Water District (GVWD)	Greater Vancouver Sewerage & Drainage District (GVS&DD)	Metro Vancouver Housing Corporation (MVHC)
# of Directors	41	38	37	41
Elected	Y	Y	Y	Y
Member Jurisdictions	Full region (23)	Water-serving (20)	Wastewater/solid-waste (19)	Full region (23)
Operating Budget (\$)	\$133M	\$450M	\$926M	\$62M
Capital Cash Flow (\$)	\$48M (Parks)	\$488M	\$1,027M	\$207M
Information Flow*	Board meeting freq: monthly Agenda load: high	Board meeting freq: monthly Agenda load: mod-high	Board meeting freq: monthly Agenda load: high	Board meeting freq: monthly Agenda load: low-mod
Decision-Making Complexity	<b>Moderate-High</b> — broad regional scope; multi-service decisions	<b>High</b> — deep technical requirements; large projects and budgets	<b>Very High</b> — deep technical requirements; largest budgets; four sewerage areas	<b>Low-Moderate</b> — focused mandate; smaller capital footprint
Transparency	Publicly available meeting agendas and minutes, and the public is allowed to attend meetings in person (except for legally closed sessions)			

\*Note: There are currently 15 Metro Vancouver Standing Committees addressing various topics, including a few that provide broader oversight in areas such as Performance and Audit, Mayors, Caucus of Committee Chairs and Governance

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### EVALUATION CRITERIA

Criterion	Considerations	Weighting
<b>Governance Effectiveness</b>	<ul style="list-style-type: none"> <li>Improved decision-making efficiency &amp; effectiveness</li> <li>Trusted oversight, collaboration, and strategic alignment</li> <li>Operates effectively without unnecessary structural or administrative burden</li> <li>Effectively identify and respond to risks</li> <li>Reinforce clear decision-making accountability</li> </ul>	30%
<b>Size / Scalability</b>	<ul style="list-style-type: none"> <li>Board size and scalability align with mandate and complexity</li> </ul>	10%
<b>Member Jurisdiction Representation and Impact</b>	<ul style="list-style-type: none"> <li>Member jurisdiction representation for services provided</li> <li>Fairness and equity; Support the broader provision of regional services</li> <li>Proportional representation of the population served</li> </ul>	30%
<b>Broader Stakeholder Impact</b>	<ul style="list-style-type: none"> <li>Support the broader provision of regional services to the public</li> <li>Accountability and transparency; Public trust and expectations</li> </ul>	20%
<b>Transition Readiness</b>	<ul style="list-style-type: none"> <li>Readiness and ease of implementation</li> <li>Requirement to adjust enabling legislation. Timing and ease of legal structure change and impacts on funding, programs and projects</li> <li>Impact on bylaws, policies, board meeting logistics, remuneration and other operational practicalities</li> </ul>	10%

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## MVRD Board Problem Statement

- Mixed opinions on whether current size of 41 is too large, but agreement that the growth trajectory is unsustainable
- Balancing the intent for all jurisdictions to have a voice at the table with differing expectations for collaboration for larger and smaller jurisdictions
- Public perception and reputational risk
- Board culture and decorum
- Decision making, such as the tendency to revisit controversial decisions (e.g. difference of opinion on Scope of Services or Financial Policies)
- Uneven trust that Committees have done the 'heavy lifting' to make an informed recommendation to the Boards

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## MVRD Board 5 Options

(all can be considered for other Boards too)

**Option 1: Status Quo**

- Current Board size and structure.
- Board of 41 Directors.

**Option 2: One Director per Member Jurisdiction**

- Board of 23 Directors

**Option 3: Cap the number of Directors at 3 per Member Jurisdiction**

- Board of 34 Directors

**Option 4: Increase population threshold per vote to 25,000 (from 20,000)**

- One vote per 25,000 residents
- Board of 36 Directors

**Option 5: Increase voting divisor to seven (from 5)**

- One Director per 140,000 residents
- Board of 34 Directors

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**MVRD Option 1: Status quo**

Evaluation Criteria	Considerations	Evaluation
<b>Governance Effectiveness</b>	<ul style="list-style-type: none"> <li>Retains established accountability between Metro Vancouver and member jurisdictions</li> <li>Decision-making efficiency and oversight effectiveness may be increasingly strained by Board size</li> <li>Larger Board can discourage active participation from all members</li> </ul>	<b>X of 30</b>
<b>Size / Scalability</b>	<ul style="list-style-type: none"> <li>Current size is 41</li> <li>Board size will continue to grow with population (after each census), reducing scalability</li> <li>Larger Board may dilute accountability and make oversight of complex risks harder (e.g., financial, operational, reputational risks)</li> </ul>	<b>X of 10</b>
<b>Member Jurisdiction Representation &amp; Impact</b>	<ul style="list-style-type: none"> <li>Strong jurisdictional representation is maintained</li> <li>Challenge to balance intent for all jurisdictions to have a voice at the table with differing expectations for collaboration from larger and smaller jurisdictions</li> <li>Voting power is concentrated in larger cities according to population with 52% of votes allocated to 16 Directors representing the 3 largest jurisdictions</li> </ul>	<b>X of 30</b>
<b>Broader Stakeholder Impact</b>	<ul style="list-style-type: none"> <li>Familiar accountability structure reflective of BC's regional district model</li> <li>High transparency and public legitimacy</li> <li>Political nature of issues and discussion can impact timely decisions and public confidence</li> <li>Some external stakeholders view the large board as less effective</li> </ul>	<b>X of 20</b>
<b>Transition Readiness</b>	<ul style="list-style-type: none"> <li>No transition required and aligned with legislation and Letters Patent</li> <li>As with all options, there are ongoing opportunities within the current structure for process improvements to increase governance effectiveness</li> </ul>	<b>X of 10</b>

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**MVRD Option 2: One Director per member jurisdiction**

This option would see one representative from each member jurisdiction, or their designate making up the MVRD Board. There would be no change in the process for choosing the Directors. This would remain up to each jurisdiction council.

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**MVRD Option 2: One Director per member jurisdiction**

Evaluation Criteria	Considerations	Evaluation
<b>Governance Effectiveness</b>	<ul style="list-style-type: none"> <li>• Could improve decision speed, manageability and strategic focus</li> <li>• Clearer “who is accountable” for decisions: one designated representative per jurisdiction</li> <li>• Lower governance overhead, improving meeting efficiency and staff support demands</li> <li>• Concentrates influence in a single representative per jurisdiction; will reduce breadth of perspectives and experience at the table</li> <li>• Majority of votes held by three Directors (replacing 16 Directors under status quo)</li> <li>• Largest municipalities lose multiple voices at the table</li> </ul>	<b>X of 30</b>
<b>Size / Scalability</b>	<ul style="list-style-type: none"> <li>• Smaller, fixed-size Board (23)</li> <li>• Unaffected by population growth and as long as membership remains the same</li> </ul>	<b>X of 10</b>
<b>Member Jurisdiction Representation &amp; Impact</b>	<ul style="list-style-type: none"> <li>• Every jurisdiction maintains a seat</li> <li>• Weighted voting maintains proportional representation</li> <li>• Diversity of perspectives from within individual member jurisdictions will likely be removed, specifically impacting larger jurisdictions who currently have multiple Directors</li> <li>• Smaller member jurisdictions are unaffected in terms of the number of Directors</li> </ul>	<b>X of 30</b>
<b>Broader Stakeholder Impact</b>	<ul style="list-style-type: none"> <li>• Accountability for decisions may be clearer with one designated representative per jurisdiction</li> <li>• Could improve decision timeliness</li> <li>• Public perception of fairness / equal representation may be affected</li> </ul>	<b>X of 20</b>
<b>Transition Readiness</b>	<ul style="list-style-type: none"> <li>• Provincial legislative change required: Could amend the <i>Local Government Act</i> for Metro Vancouver only or add a provision under MEVA</li> <li>• May require amendments to the MVRD Letters Patent to create consistency</li> <li>• Will require provincial engagement with interested parties</li> <li>• Likely 12-18 months (to be confirmed with Province)</li> </ul>	<b>X of 10</b>

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**MVRD Option 3: Cap number of Directors at 3 per member jurisdiction**

This option would introduce a cap of 3 Board Directors from any one jurisdiction while maintaining the overall approach to Board composition. This would mean that jurisdictions with a population of over 300,000 residents would have a maximum of three Directors at the Board. The 3 Directors would retain the same proportional voting based on a vote for every 20,000 residents in the community. The impact would largely be that the cities of Vancouver and Surrey would see a reduction in the number of Directors, but no change in the number of votes.

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<b>MVRD Option 3: Cap number of Directors at 3 per member jurisdiction</b>		
<b>Evaluation Criteria</b>	<b>Considerations</b>	<b>Evaluation</b>
<b>Governance Effectiveness</b>	<ul style="list-style-type: none"> <li>• Could improve decision speed, manageability, efficiency, and strategic focus with the reduced number of speakers at each Board meeting and potential for more time for discussion</li> <li>• Accountability remains diffused</li> <li>• Proportional representation maintained</li> <li>• Fewer Directors would modestly reduce governance overhead with more efficient meetings and reduced staff support needs</li> </ul>	<b>X of 30</b>
<b>Size / Scalability</b>	<ul style="list-style-type: none"> <li>• Smaller Board (34)</li> <li>• Board will grow at a much slower rate with population growth compared to status quo</li> <li>• More consistent membership for larger member jurisdictions</li> <li>• Still a relatively large Board, but relatively resilient for the future</li> <li>• Size grows at a much slower rate with population growth compared to status quo</li> </ul>	<b>X of 10</b>
<b>Member Jurisdiction Representation &amp; Impact</b>	<ul style="list-style-type: none"> <li>• Established accountability between Metro Vancouver and member jurisdictions is largely retained</li> <li>• Primarily impacts large cities (e.g. Vancouver and Surrey) which would see a reduction in the number of Directors, but no impact on the number of votes</li> <li>• Larger member jurisdictions would look more similar in terms of the number of representatives at the Board: Vancouver, Surrey, Burnaby, Coquitlam, Richmond, Township of Langley</li> <li>• Smaller jurisdictions would be unaffected in terms of number of Directors</li> </ul>	<b>X of 30</b>
<b>Broader Stakeholder Impact</b>	<ul style="list-style-type: none"> <li>• Public accountability would be maintained with political representation from each jurisdiction</li> <li>• Public perception of fairness or equal representation may be affected</li> </ul>	<b>X of 20</b>
<b>Transition Readiness</b>	<ul style="list-style-type: none"> <li>• Provincial legislative change required: Could amend the <i>Local Government Act</i> for Metro Vancouver only or add a provision under MEVA</li> <li>• May require amendments to the MVRD Letters Patent to create consistency.</li> <li>• Will require provincial engagement with interested parties</li> <li>• Likely 12-18 months (to be confirmed with Province)</li> </ul>	<b>X of 10</b>

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**MVRD Option 4: Increase population threshold per vote to 25,000**

In this option, the population threshold per vote would be increased from 20,000 to 25,000. All member jurisdictions under 25,000 would have one vote at the Board. Additional votes would be provided at 25,000 population intervals. The divisor of 5 per Director would remain the same, meaning that each Director would have a maximum of 5 votes for 125,000 residents (currently 5 votes for 100,000 residents). This option reduces the overall number of Board Directors.

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**MVRD Option 4: Increase population threshold per vote to 25,000**

Evaluation Criteria	Considerations	Evaluation
<b>Governance Effectiveness</b>	<ul style="list-style-type: none"> <li>Board size would be reduced without changing the overall governance framework</li> <li>Decision speed, manageability, efficiency and strategic focus could be modestly improved with the reduced number of speakers at each Board meeting and potential for more time for discussion</li> <li>Fewer Directors would modestly reduce governance overhead with more efficient meetings and reduced staff support needs</li> </ul>	<b>X of 30</b>
<b>Size / Scalability</b>	<ul style="list-style-type: none"> <li>Smaller Board (36)</li> <li>Board will grow at a much slower rate with population growth compared to status quo</li> </ul>	<b>X of 10</b>
<b>Member Jurisdiction Representation &amp; Impact</b>	<ul style="list-style-type: none"> <li>Weighted voting maintains proportional representation while ensuring every jurisdiction has a seat</li> <li>Concentrates accountability among fewer Directors, while maintaining proportional representation</li> <li>Communities most affected are those currently on the threshold of an additional vote (e.g., Township of Langley, Port Moody)</li> <li>Small communities that are not projected to grow rapidly are largely unaffected (e.g., Anmore, Belcarra, Bowen Island, Lions Bay, Tsawwassen First Nation)</li> <li>5 jurisdictions have one fewer Director (Vancouver, Surrey, Burnaby, Richmond, Delta)</li> <li>12 jurisdictions have at least one fewer vote</li> <li>Raises equity concerns</li> </ul>	<b>X of 30</b>
<b>Broader Stakeholder Impact</b>	<ul style="list-style-type: none"> <li>Public perception of fairness or equal representation may be affected</li> <li>May be viewed as prioritizing efficiency over regional representation for local voices</li> </ul>	<b>X of 20</b>
<b>Transition Readiness</b>	<ul style="list-style-type: none"> <li>No legislative amendment required</li> <li>A revision to the MVRD Letters Patent via provincial Order in Council or Cabinet decision</li> <li>Consequential bylaw and process modifications within Metro Vancouver may be required</li> <li>Shorter timeline to implement</li> </ul>	<b>X of 10</b>

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**MVRD Option 5: Increase voting divisor to 7 (one Director per 140,000 residents)**

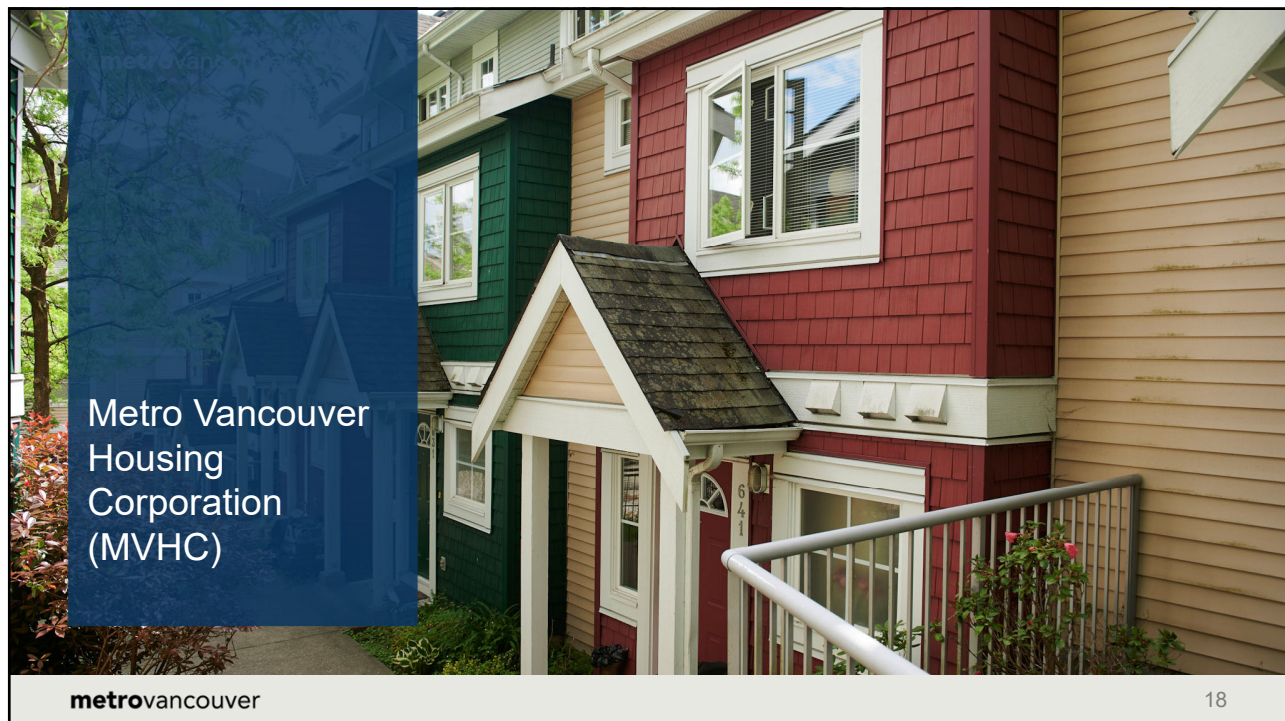
This option would decrease the number of Directors at the Board by increasing the voting divisor from 5 to 7, increasing the number of residents represented by each Director from 100,000 to 140,000. The number of Directors is reduced while voting across jurisdictions remains the same.

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**MVRD Option 5: Increase voting divisor to 7 (one Director per 140,000 residents)**

Evaluation Criteria	Considerations	Evaluation
<b>Governance Effectiveness</b>	<ul style="list-style-type: none"> <li>Reduces Board size without changing the overall governance framework</li> <li>Marginal efficiency gains</li> <li>Decision speed, manageability, and strategic focus could be modestly improved with the reduced number of speakers at each Board meeting and potential for more time for discussion</li> <li>Fewer Directors would modestly reduce governance overhead with more efficient meetings and reduced staff support needs</li> </ul>	<b>X of 30</b>
<b>Size / Scalability</b>	<ul style="list-style-type: none"> <li>Smaller Board (34)</li> <li>Still a relatively large Board, but relatively resilient for the future</li> <li>Size grows at a slower rate with population growth compared to status quo</li> </ul>	<b>X of 10</b>
<b>Member Jurisdiction Representation &amp; Impact</b>	<ul style="list-style-type: none"> <li>Weighted voting maintains proportional representation while ensuring every jurisdiction has a seat</li> <li>Number of Directors for larger member jurisdictions would be reduced while keeping the voting structure intact</li> <li>No impact for municipalities under 100,000 residents</li> <li>Member jurisdictions with populations close to the current threshold for an additional Director would be most immediately impacted</li> <li>Member jurisdictions currently under 100,000 residents would not be impacted</li> </ul>	<b>X of 30</b>
<b>Broader Stakeholder Impact</b>	<ul style="list-style-type: none"> <li>Public perception of fairness or equal representation may be affected</li> <li>May be viewed as prioritizing efficiency over regional representation for local voices</li> </ul>	<b>X of 20</b>
<b>Transition Readiness</b>	<ul style="list-style-type: none"> <li>Could be achieved through a revision to the MVRD Letters Patent via a provincial Order in Council / Cabinet decision; no legislative amendment required</li> <li>Consequential bylaw and process modifications within Metro Vancouver may be required</li> <li>Shorter timeline to implement</li> </ul>	<b>X of 10</b>

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## MVHC Board Problem Statement

- Mixed opinions on whether the current size of the Board is a problem, with some members noting that a much smaller Board may function better.
- Some expressed that broad membership from member jurisdictions is preferable.
- Some expressed that representation from all member jurisdictions is not required on a non-profit Board.
- There is an expectation of regional equity – having Metro Vancouver Housing in every community.
- The mandate is that the non-profit delivers and operates affordable rental housing through partnerships in good, transit-oriented locations and is financially sustainable.
- MVHC is seen as functioning well and not requiring the same attention as other Boards.
- Strong support for MVHC’s operations, growth and success.

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## MVHC Board Options

4 potential options

**Option 1: Status Quo**

- Current Board size and structure.
- Board of 41 Directors

**Option 2: Align with Structure of MVRD Board**

- Align with the option selected by the MVRD Board (2-5).
- Board will have between 23 and 36 Directors depending which option is selected

**Option 3: Smaller Hybrid Non-Profit Board**

- Smaller Board of 7-9 Directors comprised of a majority MVRD Board Directors + additional appointees selected on merit

**Option 4: Fully Appointed Non-Profit Board**

- Smaller Board of 7-9 Directors appointed by the MVRD Board based on merit.

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<b>MVHC Option 1: Status Quo</b>		
<b>Evaluation Criteria</b>	<b>Considerations</b>	<b>Evaluation</b>
<b>Governance Effectiveness</b>	<ul style="list-style-type: none"> <li>Decision-making efficiency, timeliness, &amp; oversight effectiveness may be increasingly strained by Board size</li> <li>Changes to align with MVRD were made only ten years ago with the aim of consistent decision making and governance</li> <li>Current governance model is an outlier in the non-profit and housing sector</li> <li>Accountability to non-profit not necessarily linked to member jurisdictions.</li> <li>Larger board can discourage active participation from all members.</li> <li>1:1 overlap with MVRD may result in less bandwidth available for MVHC oversight</li> </ul>	<b>X of 30</b>
<b>Size / Scalability</b>	<ul style="list-style-type: none"> <li>Board Size = 41. Will continue to grow with population (after each census), reducing scalability</li> <li>Larger Board can dilute clear accountability and make oversight of risks harder (e.g., financial, operational, and reputational risks)</li> </ul>	<b>X of 10</b>
<b>Member Jurisdiction Representation &amp; Impact</b>	<ul style="list-style-type: none"> <li>Strong jurisdictional representation and participation is maintained</li> <li>Challenge to balancing intent for all jurisdictions to have a voice at the table with differing expectations for collaboration from larger and smaller jurisdictions</li> <li>Voting power is concentrated in larger cities according to population with 52% of votes allocated to 16 Directors representing the three largest jurisdictions</li> </ul>	<b>X of 30</b>
<b>Broader Stakeholder Impact</b>	<ul style="list-style-type: none"> <li>High transparency and public legitimacy.</li> <li>Political nature of issues and discussion can impact public confidence and timely decisions</li> <li>External stakeholders may view a very large Board as less effective and efficient</li> <li>Unique structure of a large MVHC Board and public meetings pose alignment issues with funders and programs designed for other non-profits.</li> </ul>	<b>X of 20</b>
<b>Transition Readiness</b>	<ul style="list-style-type: none"> <li>No transition required; aligned with existing legislation, MVHC Articles and internal Metro Vancouver processes</li> <li>As with all options, there are ongoing opportunities within the current structure for process improvements to increase governance effectiveness</li> </ul>	<b>X of 10</b>

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**MVHC Option 2: Align with any changes to size and composition for MVRD Board**

With this option, MVHC follows the size and composition recommended for the MVRD Board, which may be any of the options considered in the previous section: status quo, one Director per member jurisdiction, cap the number of Directors at 3 per member jurisdiction, increase the population threshold per vote to 25,000, or increase the voting divisor to 7.

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<b>MVHC Option 2: Align with any changes to size and composition for MVRD Board</b>		
<b>Evaluation Criteria</b>	<b>Considerations</b>	<b>Evaluation</b>
<b>Governance Effectiveness</b>	<p>Governance effectiveness considerations reflected in the evaluation of each of the options for MVRD above would apply to the MVHC Board</p> <p>Additional considerations specific to MVHC:</p> <ul style="list-style-type: none"> <li>• Simplicity from having same governance model as MVRD</li> <li>• Changes to align with MVRD were made only ten years ago with the aim of consistent decision making and governance</li> <li>• Not aligned with governance best practice for non-profits</li> <li>• Accountability to non-profit not necessarily linked to member jurisdictions</li> <li>• 1:1 overlap with MVRD may result in less bandwidth available for MVHC oversight</li> </ul>	<b>X of 30</b>
<b>Size / Scalability</b>	<ul style="list-style-type: none"> <li>• Size and scalability considerations are reflected in the evaluation of each of the options above with no additional considerations specific to MVHC</li> </ul>	<b>X of 10</b>
<b>Member Jurisdiction Representation &amp; Impact</b>	<ul style="list-style-type: none"> <li>• Member jurisdiction representation and impact considerations are reflected in the evaluation of each of the options above with no additional considerations specific to MVHC</li> </ul>	<b>X of 30</b>
<b>Broader Stakeholder Impact</b>	<p>Broader stakeholder impact considerations reflected in the evaluation of each of the options above</p> <p>Additional considerations specific to MVHC:</p> <ul style="list-style-type: none"> <li>• Political &amp; public nature of issues &amp; discussion can impact public confidence and timely decisions</li> <li>• External stakeholders and funders primarily working with non-profit housing providers may view a large, political Board as less nimble and less effective</li> <li>• Unique structure of a large MVHC Board poses alignment issues with funders and programs designed for other non-profits</li> </ul>	<b>X of 20</b>
<b>Transition Readiness</b>	<ul style="list-style-type: none"> <li>• MVHC Board composition is aligned with MVRD Board composition and MVRD procedural bylaw, revisions to MVRD Board and procedures will automatically apply to MVHC.</li> </ul>	<b>X of 10</b>

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<b>MVHC Option 3: Smaller Hybrid Non-profit Board</b>
<p>This option would create a new Board structure with 7-9 Directors, the majority being chosen from among MVRD Board Directors (four to five) plus additional external housing sector Directors (three to four) appointed by the MVRD Board either annually or for a four-year term. The current Board Standing Committee (Housing Committee) would be eliminated.</p>

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<b>MVHC Option 3: Smaller Hybrid Non-profit Board</b>		
<b>Evaluation Criteria</b>	<b>Considerations</b>	<b>Evaluation</b>
<b>Governance Effectiveness</b>	<ul style="list-style-type: none"> <li>Additional professional and/or Board expertise (housing, finance, non-profit, development) could be added to support decision-making and to advance MVHC mandate</li> <li>Smaller and more nimble structure could speed decision-making in time-sensitive scenarios, including accelerating development and property acquisitions and partnerships</li> <li>Potential for greater direct involvement and oversight from the Board</li> <li>With smaller Board, would eliminate the need for a Board Standing Committee, creating efficiencies and better information flow for decision making</li> </ul>	<b>X of 30</b>
<b>Size / Scalability</b>	<ul style="list-style-type: none"> <li>Board size = 7-9 Directors. Smaller and future changes to the Board size would be guided by the needs of MVHC's mandate rather than population growth.</li> </ul>	<b>X of 10</b>
<b>Member Jurisdiction Representation &amp; Impact</b>	<ul style="list-style-type: none"> <li>Some regional representation can be maintained as part of Board selection criteria</li> <li>Maintains accountability and connection to MVRD, with political representation on the Board</li> <li>Some member jurisdictions may feel more disconnected from decision making and Metro Vancouver Housing</li> </ul>	<b>X of 30</b>
<b>Broader Stakeholder Impact</b>	<ul style="list-style-type: none"> <li>External expertise can be added to support development and operational goals, in-line with other housing-sector organizations, potentially improving partnerships and tenant experience</li> <li>Potential perception of reduced transparency and accountability compared to other options with broad regional representation</li> <li>Consistent with many other publicly held non-profit housing corporations (such as Toronto Community Housing, Calgary Housing, and Ottawa Community Housing)</li> </ul>	<b>X of 20</b>
<b>Transition Readiness</b>	<ul style="list-style-type: none"> <li>Revision to Board structure could be done quickly, via MVRD Board resolution and administrative filing with the BC Registry Services.</li> <li>Development of associated new and modified MVHC processes and procedures, such as determining member participation, criteria for/ identifying suitable independent Directors, and MVHC-specific Board procedures, would require more time.</li> </ul>	<b>X of 10</b>

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**MVHC Option 4: Fully Appointed Non-profit Board**

This option would create a new and much smaller Board structure with 7-9 Directors appointed by the MVRD Board for a set term (e.g. four years), with no political representation on the MVHC Board. It would be a return to the structure prior to 2016 to align with other non-profit housing providers. The change in 2016 was made to align with the other three Metro Vancouver Board structures.

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<b>MVHC Option 4: Fully Appointed Non-profit Board</b>		
<b>Evaluation Criteria</b>	<b>Considerations</b>	<b>Evaluation</b>
<b>Governance Effectiveness</b>	<ul style="list-style-type: none"> <li>MVHC Board members would be selected by MVRD Board based on expertise (which could include housing, finance, non-profit, development, governance, lived experience, etc.) to support decision-making and advance MVHC mandate</li> <li>Smaller and more nimble structure which could speed decision-making in time-sensitive scenarios, including accelerating development and property acquisitions and partnerships</li> <li>May add challenges for timing and streamlining of Board meetings</li> <li>Aligns with non-profit sector governance best practices</li> </ul>	X of 30
<b>Size / Scalability</b>	<ul style="list-style-type: none"> <li>Board size = 7-9 Directors. Remains unaffected by population growth</li> </ul>	X of 10
<b>Member Jurisdiction Representation &amp; Impact</b>	<ul style="list-style-type: none"> <li>Accountability to MVRD as shareholder would be maintained through annual general meeting and annual or quarterly reports to MVRD</li> <li>Shifts accountability and control from elected officials to appointed Directors, reducing member representation, control, and oversight</li> <li>Member jurisdictions may feel disconnected from MVHC overall and is decision making in particular</li> </ul>	X of 30
<b>Broader Stakeholder Impact</b>	<ul style="list-style-type: none"> <li>Added external expertise could support development and operational goals</li> <li>Potential to accelerate partnerships for faster delivery of capital projects</li> <li>Potential perception of reduced transparency.</li> <li>Aligns MVHC Board with other comparators, structure aligns with funding program expectations</li> </ul>	X of 20
<b>Transition Readiness</b>	<ul style="list-style-type: none"> <li>Revision to Board structure could be done relatively quickly, via MVRD Board resolution and administrative filing with the BC Registry Services.</li> <li>Development of associated new and modified MVHC processes and procedures, such as determining criteria for identifying suitable independent Directors, and MVHC-specific Board procedures, would require more time</li> <li>Relationship to MVRD Centralized Services to be determined (e.g. legal, procurement, finance, etc.)</li> </ul>	X of 10

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## Next Steps

- Staff will summarize today's discussion, identify themes, priorities and feedback, and this will be provided to the Board at the end of the month.
- Today's discussion will help inform the development of engagement materials to be used in May & June.
- In April, the Governance Committee will consider options for the GVS&DD and the GVWD Boards.

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To: Governance Committee

From: Heather McNell, Deputy Chief Administrative Officer, Policy and Planning

Date: March 5, 2026 Meeting Date: March 12, 2026

Subject: **Manager's Report**

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### RECOMMENDATION

That the Governance Committee receive for information the report dated March 5, 2026 titled "Manager's Report".

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### GOVERNANCE COMMITTEE WORK PLAN

The Governance Committee's Work Plan for 2026 is attached to this report (**Attachment 1**). The status of work program elements is indicated as pending, in progress, or complete. The listing is updated as needed to include new issues that arise, items requested by the committee, and changes to the schedule. An update on the status of the Metro Vancouver Board Governance Review Recommendations is provided for the Committee (**Attachment 2**).

### ATTACHMENTS

1. 2026 Governance Committee Work Plan.
2. Status Update on the Metro Vancouver Board Governance Review Recommendations.

### REFERENCES

1. Deloitte. (2025, May). Metro Vancouver Board Governance Review. [MVRD Board report on 2025, May 23]. <https://metrovancover.org/boards/GVRD/RD-2025-05-23-AGE.pdf#page=31>

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**Governance Committee 2026 Work Plan**

Report Date: March 5, 2026

<b>1<sup>st</sup> Quarter</b>	<b>Status</b>
Review Standing Committee Terms of Reference	Complete
Review of Board policies, bylaws and procedures during Q1-Q3	Underway
Discussion of Board size and structure including potential legislative changes over Q1-Q3 – Review process	Underway
Review Committee and Board decision making processes and flow of information as a means of addressing recommendations #22, #26, #29, #30 and #31 from the Metro Vancouver Board Governance Review	Pending
Early input on review of Board Strategic Plan for upcoming four-year term	Pending
Prioritize and make recommendations to the Board on issues identified in the recently completed independent Board Governance Review	Underway
<b>2<sup>nd</sup> Quarter</b>	<b>Status</b>
Review Board Code of Conduct adopted in January 2025 (annual review)	Pending
Review of Board policies, bylaws and procedures during Q1-Q3	Pending
Discussion of Board size and structure over Q1-Q3	Pending
Receive update on strengthened Internal Audit and Enterprise Risk functions	Pending
Review and clarify roles and responsibilities of the Board and Management	Pending
Early input on review of Board Strategic Plan for upcoming four-year term	Pending
<b>3rd Quarter</b>	<b>Status</b>
Review of Board policies, bylaws and procedures during Q1-Q3	Pending
Discussion of Board size and structure over Q1-Q3	Pending
Recommendation on a Board education plan for new Board Directors members as well as ongoing opportunities for the four-year term	Pending
<b>4<sup>th</sup> Quarter</b>	<b>Status</b>
Support Board term completion and turn-over	Pending
Receive update on Internal Audit and Enterprise Risk functions	Pending

## Status Update on the Metro Vancouver Board Governance Review Recommendations

Report Date: March 5, 2026

The 2025 Metro Vancouver Board Governance Review, completed in May 2025, provided 47 recommendations for continuous governance improvement. An additional two recommendations were directed towards the Province. In less than a year, 22 of these 49 recommendations have been addressed by Metro Vancouver.

The following list outlines Deloitte’s 47 recommendations for Metro Vancouver, categorized as follows:

- Completed (15)
- + Recommendations for the Province - Completed (2)
- Ongoing (7)
- Underway (13)
- In Work Plan / Prioritized for 2026 (4)
- Pending (10)

This framing is intended to serve as a guiding framework to help the committee prioritize recommendations.

It is important to note that Deloitte’s recommendations were developed based on interviews and have not been independently verified by the consultant. Any additions to the Governance Committee’s Work Plan will include staff reporting back to the Committee and MVRD Board on the recommendation’s current status, financial implications, and other relevant information to support recommendations and decisions.

The recommendations listed below have been condensed for readability given the large quantity for review. Please refer to the Deloitte Report for the comprehensive descriptions if required.

### Completed (15)

#	Recommendation
3	Create a Governance Committee of the MVRD Board.
4	Reduce or optimize the time investment for meetings – Review Committees – number of committees, number of meetings, size and composition of committees and how members are selected.
5	Ensure reports include feedback from the Staff Advisory Committees regarding the specific options, risks and direct impacts on the member jurisdictions.
6	Revisit Committee Terms of Reference for aligned scope and mandate.
9	Enhance Board education plan including orientation.
13	Develop a skills matrix to assist in allocation of Committee roles and Board duties.
21	Board to be apprised of cumulative expenditures, such as those with change orders aggregating to total balances over the Board approval threshold.
29	Board reports to include multiple options for the Board to consider, where practical.
38	Maintain Current Meeting Stipend; review periodically
39	Eliminate the double meeting stipend for meetings over 4 hours.

40	Eliminate the monthly stipend for Committee Chairs when no meetings are held and replace with a double meeting fee to reflect additional time and effort required to prepare.
41	Remove the payment of a double meeting stipend for travel days and conference attendance.
45	Review and reduce the number of external Board appointments.
48	Provide detailed Crown, agency and local government-related income data in a simple, publicly accessible format may alleviate some remuneration pressure on the regional mayors and Metro Vancouver directors. (Sent to the Province)
49	Introduce a cap or maximum remuneration threshold for total income from all local government-related appointments (such as Metro Vancouver, TransLink, E-Comm 9-1-1). (Sent to the Province)

**Ongoing (7)**

#	Recommendation
10	Chair should allow sufficient time and question Board directors in the meeting to ensure the directors understand motions and can make informed decisions.
19	Board and Committee Chairs should strictly enforce speaking time limits, keeping discussion to the confines of the motion at hand, restricting additive commentary while allowing opposing commentary, and otherwise ensuring directors respect each other, staff and the Board’s time.
30	Leverage Metro Vancouver staff as the key source of information.
31	Ensure, for large complex and capital-intensive projects, that management continues to provide regular updates to the Board as the project progresses.
35	Chair to continue to reinforce the need for all directors to take a regional perspective at the outset of meetings.
37	Invest in specific Board management training and education for future Board Chairs.
42	The Chair, Vice Chair and Committee Chair total remuneration appear reasonable. No change is recommended in this formula; however, remuneration bylaw should continue to be assessed on a periodic basis to ensure alignment with other similar public sector entities.

**Recommendations Underway (13)**

#	Recommendation
1	Consider a Hybrid Board Structure (could be different for different legal entity Boards).
2	Consider reducing the size of the Boards. <ul style="list-style-type: none"> <li>• Cap the number of Directors per jurisdiction, but maintain votes by population</li> <li>• Voting threshold changes by changing the number of votes per director (e.g. from 5 to 6 or 7)</li> <li>• Reduce the size of the Utility Boards and/or MVHC Board</li> </ul>
7	Consider appointing an independent Chair for the Boards.
8	Consider seeking legislative change to set the term of the Chair to a four year period, beyond the current annual term.
15	Strengthen enterprise-wide strategic risk management for Metro Vancouver and its strategic priorities.
16	Strengthen Internal Audit function, focused on assessing and reporting to management and the Board on the design and effectiveness of internal controls and specific operational risks.
17	Review bylaws, policies and procedures to ensure they are current and appropriate, and simplify them for ease of use, understanding and adoption.
18	Enhance Board training for stronger understanding of key policies and Board procedures.
20	Investigate electronic voting solutions in the Board room.

25	Work with staff to find ways to close the information and knowledge gap between Committees and the Board; ensure directors with vested interests are consulted.
26	Review Board materials to streamline information in a way that enhances the ability of directors to better read, understand and govern.
<b>#</b>	<b>Recommendation</b>
27	Consider supporting more complex or controversial decisions with staff presentations at the Board with options considered, implications and risks.
36	Implement a Board performance assessment tool to solicit and identify opportunities to enhance group and individual behaviour.

#### **Recommendations in Work Plan (4)**

<b>#</b>	<b>Recommendation</b>
11	Clearly define & communicate the roles and responsibilities of Board members and CAO.
14	Lead a refresh of the Board Strategic Plan, seeking alignment around a common set of goals and initiatives – Early input on review of Board Strategic Plan for upcoming four year term
22	Define and document decision making processes
33	Revisit code of conduct to ensure it does directly address respectful and productive behaviours in the Board and Committee meetings.

#### **Pending (10)**

<b>#</b>	<b>Recommendation</b>
12	Continue to explore ways to bring municipal interests and perspectives into Board and Committee meeting discussions to achieve a balance between dual fiduciary duties and to reduce polarizing viewpoints dominating meetings.
23	Investigate creating an effective dispute resolution mechanism between Board and member jurisdiction councils and management.
24	Consider making Board meeting attendance in person mandatory.
28	Work with member jurisdictions to ensure robust analysis, especially in the identification of risk and financial implications and then present to Board.
32	Work with Metro Vancouver staff and municipal staff to find more efficient methods of integrating municipal planning with Metro Vancouver strategies and projects.
34	Explore new avenues for communication between the Board and staff, both within and outside of the Boardroom.
43	Review Board Travel Policies to ensure equitable access.
44	Consider a threshold for non-payment of the meeting stipend.
46	Introduce maximums for the number of meetings attended per year to ensure directors are not overloaded from a governance perspective, and to prevent the perception of excessive remuneration.
47	Given consolidated disclosure in the SOFI, consider proactively publishing a simple more transparent disclosure of Board remuneration and travel expenses.