Victoria Regional Transit Commission

BCTransit

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LAST REVISED: May 13, 2023

PREPARED FOR: The Victoria Regional Transit Commission (VRTC)

PREPARED BY: Elise Wren, Government Relations Manager

SUBJECT: Victoria Regional Transit Commission Charter Review

EXECUTIVE SUMMARY

As per section 14 of the existing document, the Victoria Regional Transit Commission Charter (the Charter) has been reviewed to identify opportunities to improve governance processes, enhance procedural clarity, and reflect lessons learned during the current Commission term. The recommended amendments, shown in blue text in the draft Charter, introduce additional guidance regarding meeting procedures, Commissioner responsibilities, electronic participation, public access to meetings, motions, delegations, and in camera or closed processes, while maintaining consistency with the *British Columbia Transit Act*.

The purpose of this review is to collect feedback from Commissioners on the recommended changes and identify any additional revisions that should be incorporated into the next version of the Charter. Following consultation with the current Commission, a revised Charter will be presented to the newly appointed Commission in early 2027 for approval and adoption.

Attachment: Victoria Regional Transit Commission Charter (Draft with Recommended Amendments)

PURPOSE

The purpose of this report is to provide the Commission with an overview of the proposed amendments to the Charter for **INFORMATION** and discussion.

The review supports continuous improvement of the Commission's governance framework and provides an opportunity to incorporate lessons learned from the current Commission term before a revised Charter is brought forward to the next Commission for consideration and adoption.

BACKGROUND

The Charter establishes a governance framework and meeting procedures that support the Commission in carrying out its responsibilities under the *British Columbia Transit Act*. The Charter was last revised in May 2023 and has guided the Commission throughout the current municipal election term. During that time, experience gained through regular meetings, workshops, and Commission decision-making has identified a number of areas where additional clarity and procedural guidance would be beneficial.

A comprehensive review of the Charter has been undertaken to ensure Commission practices remain current, transparent, consistent, and aligned with similar transit agency governance and legislative requirements. These proposed amendments are identified in blue text throughout the attached Charter, and the use of strikethrough allows Commissioners to review the historic language in the document. These amendments include a definitions section, clarification of Commissioner responsibilities, expanded provisions for hybrid and electronic participation, updated meeting procedures, enhanced public access requirements, more detailed guidance regarding motions and delegations, and a more comprehensive framework for closed (in camera) meetings. These amendments were proposed based on best practice from the *Community Charter* and the *Local Government Act* as well as the TransLink Mayor's Council Rules of Procedure (2023).

The amendments are being presented to the Commission for information and discussion only. The intent of this review is to gather feedback from Commissioners and identify any additional changes that should be considered or omitted before a final draft is prepared.

Drawing on the experience, insights, and lessons learned during the current Commission term will help inform a governance framework that best supports the newly appointed Commission following the 2026 local government election. A revised Charter incorporating feedback received will be presented to the new Commission in early 2027 for approval and adoption.

NEXT STEPS

- Collect feedback from Commissioners regarding the recommended amendments and any additional changes they wish to see included in the Charter
- Incorporate feedback received and prepare a revised draft Charter following the conclusion of the current Commission term
- Conduct any additional procedural or administrative review required to ensure alignment with the *British Columbia Transit Act* and current governance practices
- Present the revised Charter to the newly appointed Victoria Regional Transit Commission in early 2027 for consideration, approval, and adoption
- Publish and implement the approved Charter to guide Commission governance practices for the 2027 to 2030 term

Prepared by:	Elise Wren		
Title:	Government Relations Manager	Date:	August 19, 2026
Reviewed by:	Christy Harrold		
Title:	VP, Strategy, Planning and Public Affairs	Date:	August 24, 2026

VICTORIA REGIONAL TRANSIT COMMISSION CHARTER

~~**March 13, 2023**~~

PURPOSE

The Victoria Regional Transit Commission (the Commission) derives its mandate, membership and responsibilities from the *British Columbia Transit Act* (hereinafter, the Act).

The purpose of the Commission is defined in the Act (Section 25):

> (12) A regional transit commission must
>
> (a) prepare plans and, consistent with the operating and capital budgets set by the authority, set fares and determine service and performance standards for each public passenger transportation system in the regional transit service area for which it is designated in consultation with municipal officials and the public in the regional transit service area,
>
> (b) review and make recommendations to the authority respecting the budget of the commission and the annual operating and capital budgets for each public passenger transportation system in the designated regional transit service area, and
>
> (c) exercise its powers and perform its duties under section 15 (taxation and fund raising).

This charter establishes governance and meeting procedures to support the Commission in exercising that statutory mandate efficiently, transparently, inclusively and accountably. If this Charter conflicts with the Act or another applicable enactment, the enactment prevails.

DEFINITIONS

In this Charter:

"Act" means the *British Columbia Transit Act*.

"Acting Chair" means a voting member elected by the Commission to preside over a meeting in the absence of both the Chair and Vice-Chair.

"BC Transit" means the British Columbia Transit Authority established under the Act.

“Chair” means the member designated by the Minister under the Act as Chair of the Victoria Regional Transit Commission.

“Charter” means this Victoria Regional Transit Commission Charter, as amended from time to time.

“Commission” means the Victoria Regional Transit Commission established under the Act.

“Government Relations Manager” means the BC Transit employee assigned responsibility for supporting the Commission and administering its meeting processes, or their designate.

“Hybrid Meeting” means a meeting conducted with some participants attending in person and others attending electronically.

“In Camera” or “Closed Meeting” means a closed meeting or closed portion of a meeting from which the public is excluded, as well as any non-voting members.

“Member” means a voting or non-voting member of the Commission.

“Minister” means the Minister of the Province of British Columbia responsible for the administration of the Act.

“Motion” means a formal proposal submitted for the consideration and decision of the Commission.

“Municipal Official” means an elected official or employee of a municipality within the Victoria Regional Transit Service Area.

“Non-Voting Member” means a person appointed or designated to serve on the Commission without voting rights, including the student representative described in this Charter.

“Open Meeting” means a meeting or portion of a meeting that is open to the public.

“Regional Transit Service Area” means the Victoria Regional Transit Service Area designated under the Act.

“Robert’s Rules of Order” means the current edition of *Robert’s Rules of Order Newly Revised*.

“Student Representative” means the non-voting member appointed from the University of Victoria Students’ Society, Camosun College Student Society, or Royal Roads University Student Association in accordance with this Charter.

"Vice-Chair" means the voting member designated by the Commission to act in the absence of the Chair.

"Voting Member" means a member of the Commission entitled to vote on matters before the Commission.

"Workshop" means a meeting convened primarily for information sharing, education, discussion, planning, or orientation at which no decisions are made unless the workshop has been called and noticed as a decision-making meeting.

OPERATING PRINCIPLES

1. **Appointment Process, Composition, and Term** – The appointment process, composition and term for the first eight voting Commission members (who are all local elected officials) is defined by the Act (Section 25).

   a. **Additional Voting Members** - Through formal motion, the VRTC may request that the Minister responsible for BC Transit support the appointment to the Commission of additional individuals elected to municipal council or CRD Board through an Order in Council. If approved, the Commission term for any additional voting member would be until the next municipal election. The primary purpose of additional members added through this means would be to better balance representation against population areas.

   b. **Additional Non-Voting Members** – Through formal motion, the Commission may also request the addition of non-voting members to provide input into Commission decisions. At present, this additional membership is comprised of one post-secondary student representative who is a currently elected Director of the Board of either the University of Victoria Students' Society, Camosun College Student Society or Royal Roads University Student Association. This position shall alternate annually between the societies as each Director's Board term expires each May.

2. **Chair and Vice Chair** – The Chair of the Commission must be designated by the Minister, under the Act (Section 25) and will hold office for the duration of the municipal election term (at the discretion of the Minister). The Vice Chair of the Commission is designated by the Chair of the Commission, either on a case-by-case basis or for the duration of the municipal election term, at the discretion of the Chair.

~~If the Commission Chair is absent at any meeting, the Commission Chair shall appoint a Vice Chair in advance of the meeting. The Vice Chair of the Commission shall preside and have all the powers of the Chair.~~ If the Chair is absent or unable to act, the Vice-Chair shall preside and have all the powers of the Chair for that meeting. If both are absent, the voting members present shall elect an Acting Chair for the meeting.

3. **Member Responsibilities** – Members are expected to prepare for and attend meetings, advise the Government Relations Manager as early as practicable if they will be absent or wish to attend electronically, participate respectfully, maintain confidentiality when required, disclose conflicts of interest, and communicate Commission information back to their respective municipalities and regional partners.

In carrying out their duties, members are expected to act in the interest of the VRTS and the region as a whole, while also bringing perspectives of their appointing municipality or organization to Commission deliberations. Members should actively share information on Commission initiatives, decisions, and accomplishments with neighbouring municipalities, organizations, and regional partners, and are encouraged to seek feedback and perspectives from those stakeholders to help inform Commission discussions. Members serve as regional representatives and are not acting exclusively on behalf of their own municipality or organization.

All members of the Commission may speak as individuals or as municipal representatives, but only the Chair or Vice-Chair may speak publicly on behalf of the Commission unless otherwise authorized by the Chair. Members may draw on the assistance of BC Transit staff when communicating information relating to the Commission and the VRTS.

4. **Quorum** – The presence of five (5) or more Commission voting members constitutes a quorum for a meeting of the Commission (this includes a public meeting or closed meeting). An educational workshop does not require quorum to be maintained. In the event any Commission Member declares a conflict of interest with respect to any one or more matters under consideration by the Commission, the presence of at least five (5) voting members shall constitute a quorum with respect to any decision or recommendation made with respect to such matter or matters. A voting member participating electronically in accordance with Section 10 is deemed present and counts toward quorum. If quorum is lost, the Commission shall not conduct further business other than to recess, adjourn or take steps to restore quorum. The minutes shall record the time quorum was lost and restored.

5. **Conflict of Interest** – Where a member of the Commission is in conflict of interest, such person shall declare such interest at the beginning of each committee meeting. A member must also declare a conflict when the matter arises, refrain from participation in discussion or voting, and leave the meeting space or electronic meeting for the duration of the matter.

The minutes shall record the declaration, the member's departure and return, but not confidential details beyond what is required.

6. **Voting** – Each voting member of the Commission shall have one (1) vote. A matter put to a vote at a meeting of the Commission shall be decided by a majority of the votes cast. ~~In the case of a tie vote among the members, the Chair will not have an additional deciding vote and the subject matter shall not resolve.~~ The Chair has one vote and no casting vote. In the case of a tie, the motion is defeated. Abstentions are not counted as votes cast, subject to any legal requirement that a member present must vote. If a Commission member does not indicate how the member votes, the member is deemed to have voted in the affirmative.

On request made before the next item of business, the minutes shall record the names of members voting in favour and opposed.

7. **Agenda** – An agenda for meetings of the Commission, together with any related materials, shall be distributed to the members of the Commission at least five (5) calendar days in advance of the meeting date by the Government Relations Manager. Within 24 hours of being provided to the Commission members, these same materials will also be provided for public posting to the BC Transit website with confidential "in camera" information withheld. Members wishing to place an item on the agenda should submit the proposed subject, requested action and supporting material at least seven (7) calendar days before the meeting. The Chair, in consultation with the Government Relations Manager, shall settle the agenda.

8. **Minutes** – Minutes of all Commission meetings shall be distributed with the agenda of the next meeting. Minutes shall record the date, time, place and meeting format; members attending in person or electronically; absences, arrival and departure times affecting quorum; declarations of conflict; motions; movers and seconders; disposition of motions; recorded votes when requested; delegations; and the time of adjournment. Draft minutes are not official until adopted by the Commission. Adopted public minutes shall be posted on the BC Transit website.

Minutes shall be prepared for all closed (in camera) meetings of the Commission. Such minutes shall record attendance, declarations of conflict, motions, resolutions, and directions provided by the Commission, and shall be maintained in confidence unless released by resolution of the Commission or as otherwise required by law.

9. **Procedure and Conduct** – ~~Roberts Rules of Order shall be followed for the conduct of meetings of the Commission.~~ The procedures set out in the Charter govern Commission meetings. Where this Charter is silent, the Council Proceedings provisions of the

Community Charter may be used as a procedural guide, with necessary modifications. If neither addresses the situation, the current edition of *Robert's Rules of Order Newly Revised* may be used as a supplementary guide. The chair shall preserve order, decide points of order and ensure all members have a reasonable opportunity to participate.

10**. Frequency of Meetings** – The Government Relations Manager will establish a schedule of regular meetings. The Commission will vote on the meeting schedule at the last meeting of every year that will state the day, hour and place of meeting as well as the annual calendar of topics for discussion or decision. The Commission should meet no less than four times (4) each year. Any additional changes to the meeting schedule will be at the discretion of the Chair.

The Chair may call a special or urgent meeting. Any voting members may submit a written request to the chair and the Government Relations Manager identifying the business to be considered. For an urgent meeting, notice shall be provided as soon as practicable and only the business identified in the notice may be considered, unless all voting members present agree to add another urgent matter.

The Commission may also convene a workshop for information sharing and discussion; no decision may be made at a workshop unless it has been called and noticed as a decision-making meeting.

11. **~~Virtual~~ Electronic and Hybrid Meetings** – ~~Virtual meetings, and/or attendance, will be considered on a case-by-case basis. All decisions on changes to the meeting format will be discussed with the Chair, in advance.~~ Regular, special, and urgent meetings may be conducted in person, electronically or in a hybrid format. A member may participate electronically without case-by-case approval, provided the member gives the Government Relations Manager as much notice as practicable and the facilities allow all participants to hear, or watch and hear, one another. Electronic participation is deemed attendance for quorum, voting and compensation purposes. Meetings may be held exclusively in electronic format at the discretion of the Chair, and all resolutions will be valid as if passed at an in-person meeting.

a. Identity and continuity – An electronic participant shall identify themselves when joining, keep their connection reasonably available, advise the Chair if they disconnect, and remain able to hear the proceedings. If a member's connection is lost, the Chair may recess briefly. The minutes shall record any absence that affects quorum or a vote.

b. Confidentiality – A member participating electronically in a closed meeting must confirm that no unauthorized person can hear or view the proceedings and must use reasonable privacy and information-security safeguards.
c. Chair discretion – The Chair may require a member to cease electronic participation if persistent technical problems, lack of audibility, inability to verify identity, or a confidentiality risk materially impairs the meeting.

12**. Closed or In-Camera Meetings** – ~~Items pertaining to confidential commercial information, or funding agreements with upper levels of government, will be conducted in-camera until such time as approvals have been achieved.~~

The Commission may close all or part of a meeting to the public if the subject matter relates to commercially confidential information, the acquisition of land or improvements, relations or negotiations between the Commission and other levels of government, or any information that, if disclosed, could reasonably be expected to harm the interests of the Commission.

a. If the only subject matter being considered at a meeting is one or more matters referred to in Item 12, the applicable subsection applies to the entire meeting.
b. The Government Relations Manager will circulate the proposed agendas for the Public and In-Camera Meetings to all Commission Members five (5) days prior to the scheduled meeting date. Upon receipt of the proposed agendas, the Commissioners may request the Chair to move items from the Public meeting agenda to the In-Camera meeting agenda and vice versa, prior to the agendas being finalized.
c. Before closing a meeting, the Commission shall pass a resolution in the open portion stating that the meeting or specified part is to be closed and describing the legal or subject-matter basis for closure without disclosing the confidential information. Only voting members, designated staff and persons authorized by the Chair may attend. The Commission Student Representative will not be included in closed meetings unless expressly invited by the Chair.
d. The Commission shall periodically consider whether closed decisions or records can be released publicly at a subsequent open meeting.

13. **Supplemental Attendees** – Any person who may possess information that would be useful to the Commission in carrying out its duties may be invited by the Chair or Vice Chair, to attend any meeting of the Commission.

Attendance at a closed meeting is subject to section 11 and shall be limited to the portion for which the person's attendance is required.

14. **Public Access to Meetings** – For the open portion of a meeting, the public must be provided a reasonable means to hear, or watch and hear, the proceedings be that by livestream or in person. The meeting notice shall identify the format and how the public may access the meeting. Where practicable, and as capacity allows, in-person attendance will be allowed at the discretion of the chair. Those members of the public wishing to join in person may request attendance by writing to Victoria_commission@bctransit.com.

15**. Delegations** – Requests to appear as a delegation at a Commission meeting must be provided to BC Transit, as described on the BC Transit website. The request must be received 10 days prior to the scheduled meeting. Approval of the request rests with the Chair. BC Transit will provide notification to delegations by the Friday afternoon prior to the meeting date. Delegations will generally be scheduled 5 minutes to present an issue to the Commission.

A request shall identify the matter, the designated speaker, the specific action requested and its connection to the Commission's mandate. Priority may be given to delegations addressing an agenda item and to persons who have not previously addressed the Commission on the same matter. The Chair may consolidate substantially similar delegations, establish an overall time limit, extend speaking time, decline a request that is outside the Commission's jurisdiction or is repetitive, and invite written submissions or recommend a meeting with BC Transit staff to address the matter. Delegates must comply with meeting conduct requirements.

16. **Motions** – A proposal for decision must be moved and seconded before debate. Where practicable, the motion shall be provided in writing to the Government Relations Manager. The Chair shall state the motion before debate and again before the vote if it has been amended or if clarity requires. A motion may be withdrawn by the mover with the consent of the seconder before debate begins, or thereafter with the approval of a majority of voting members present.

a. During debate on a main motion, the Commission may consider a motion to amend, refer, defer to a specified time, table, divide the question, call the question, recess or adjourn. A motion to defer shall identify the recipient and any special instructions. A motion to defer shall identify when or on what condition the matter will return. A motion to table is reserved for temporarily setting aside a matter to address more urgent business.

b. A member may request that a motion containing distinct propositions be divided. The Chair shall divide the question where each part can stand independently, subject to appeal under section 18.

17. **Notice of Motion** – A voting member wishing to introduce new business may provide a written notice of motion to the Government Relations Manager no later than five (5) calendar days before a scheduled meeting. The Government Relations Manager shall place the motion on that meeting's agenda and circulate any supporting material provided by the member.

a. A member must also provide a written notice during a meeting. After the member is recognized and the notice is read or summarized, it shall be recorded in the minutes and placed on the next regular meeting agenda.

b. A new matter requiring information or analysis not reasonably available at the meeting may be ruled by the Chair to be a notice of motion for a future meeting rather than debated immediately. The ruling may be appealed under section 8.

c. The requirement for notice may be waived by a two-thirds vote of voting members present. Waiver should be limited to urgent matters where delay would materially prejudice the Commission's interests or responsibilities.

18**. Amendments** - An amendment must be moved and seconded. It must be relevant to the main motion and may add, delete or replace words, but must not negate the main motion or introduce a substantially different subject. Only one primary amendment and one amendment to that amendment may be under consideration at the same time.

a. An amendment to an amendment is voted on first, followed by the amendment as amended or unamended, and then the main motion as amended or unamended. An amendment may be withdrawn on the same basis as a main motion. A motion to refer takes precedence over further amendments until the referral question is decided.

19. **Appeal** - A member may appeal a ruling of the Chair. The question "Shall the ruling of the Chair be sustained?" shall be put forward immediately without debate. The Chair does not vote on the appeal; a tie sustains the ruling. Commissioners shall address the Chair, confine remarks to the matter under consideration, avoid interruption except on a point of order or privilege, and comply with reasonable speaking limits established by the Chair or Commission.

20. **Reconsideration** - A motion to reconsider a decision may be made at the same meeting or the next regular meeting by a voting member who voted with the prevailing side, provided that no irreversible action has been taken. The motion must be seconded and the mover shall briefly state the reason. The motion to reconsider is decided without debate or amendment by a majority vote. If carried, the original matter is immediately before the Commission and is subject to the usual rules of debate and voting.

21. **Attendance** - Members are expected to attend all regular meetings in person or electronically. A member who cannot attend shall notify the Chair and Government Relations Manager as early as practicable and, where possible, before the agenda is published. Attendance shall be recorded as in person, electronic or absent.

a. The Government Relations Manager shall provide the Commission with an annual attendance summary. If a member is absent from two consecutive regular meetings or from 25 per cent or more of regular meetings in a rolling 12-month period, the Chair will contact the member to identify barriers and confirm future participation. Where persistent non-attendance materially affects the Commission, the Chair may report the issue to the Commission and, if appropriate and legally authorized, request that the Provincial appointing authority consider the matter. Nothing in this section creates a power to suspend or remove a member.

22**. Review of Charter** – The Commission shall review and assess the adequacy of this Charter, and the Commission's processes and performance with respect to it, at least twice every four years and amend, as required, within the scope of the *Act*. Ideally, these reviews will take place within the first nine months of a new Commission term and at the final meeting of the Commission prior to municipal elections.

23**. Media and Communications** – All members of the Commission may speak as individuals or as municipal representatives, but only the Chair or Vice-Chair may speak on behalf of the Commission, unless previously arranged with and approved by the Chair. In addition to the perspective they bring to the Commission, all Commission members are encouraged to provide information back to their respective municipalities, organizations and regions on issues and accomplishments relating to the Commission and the Victoria Regional Transit System, and they may also draw on the assistance of BC Transit staff in this capacity. As part of its review of the Charter near the start of each term, the Commission may also wish to formally designate members to provide updates to and liaison with transportation committees of regional significance, such as those of the Capital Regional District.

24. **Training** – The Commission shall review, monitor and make recommendations to BC Transit regarding the orientation, training and ongoing development of members.

Orientation should include the *Act* and Commission mandate, this Charter, conflicts of interest, open and closed meeting practices, motions and amendments, financial responsibilities and funding, accessibility, respectful conduct, privacy and information security, and use of hybrid meeting technology.

25. **Orientation Guide** – BC Transit management shall ensure that a current and complete Orientation Guide is maintained.

26. **Compensation** – The meeting fee is $150. One preparation per diem fee for each regularly scheduled meeting of the Commission is $150.

A member attending electronically in accordance with this Charter is considered to have attended for compensation purposes, subject to applicable law and Commission policy. No meeting fee is payable where a member joins only briefly and does not participate in a material portion of the meeting, unless otherwise approved under policy.

27. **Effective Date** – This Charter takes effect on the date it is approved by the Commission.

The Government Relations Manager shall maintain the current approved version and publish it on the BC Transit website.