

**31st Annual General Meeting
2019**

Monday, November 4, 2019, 17:45

Fairmont Banff Springs Hotel
Banff, Alberta

CANADIAN WATER AND WASTEWATER ASSOCIATION
ASSOCIATION CANADIENNE DES EAUX POTABLES ET USÉES

31st Annual General Meeting

Monday, November 04, 2019

Banff, Alberta

17:45 pm

AGENDA

Agenda Item		Presenter
Call to Order, Introductions and request completion of Attendance sheet		William Fernandes
1	Approval of Agenda	William Fernandes
2	Approval of the Minutes of the Meeting of November 5, 2018	William Fernandes
3	Report of the President	William Fernandes
4	Report of the Executive Director	Robert Haller
5	2018 Financial Report	Greg Archibald
6	Appointment of the Auditors for the 2019 Financial Year	Greg Archibald
7	Nominating Committee Report and Election of Directors	Diana Qing Tao
8	Announcement of the 2019/20 Officers of the Board	William Fernandes
9	New Business	Clayton Tiedemann
10	2020 Meeting	Clayton Tiedemann
11	Motion of Responsibility	Clayton Tiedemann
12	Adjournment	Clayton Tiedemann

RESOLUTION:

Moved by _____ and seconded by _____

that the agenda be adopted as presented.

DRAFT
CANADIAN WATER AND WASTEWATER ASSOCIATION
ASSOCIATION CANADIENNE DES EAUX POTABLES ET USÉES

DRAFT MINUTES – 30th Annual General Meeting
Monday November 5th, 2018
5:50pm to 6:10pm
Hotel Bonaventure, Montreal QC

The 30th Annual General Meeting was attended by the persons named in the Annex 1.

The following is a summary of the reports made, discussions and decisions taken.

Call to Order and request for completion of the Attendance Sheet

Diana Qing Tao (President) confirmed we had a quorum and called the meeting to order at 5:50 pm. She introduced herself and the Table Officers being Nancy Kodousek (Past President), William Fernandes (1st Vice President), Clayton Tiedemann (2nd Vice President), Greg Archibald (Secretary-Treasurer) and Robert Haller (CWWA Executive Director). Diana Qing Tao asked all persons in the room to confirm that they had signed the attendance sheet on entering the room. She explained the rules for voting – one vote per membership. Additional copies of the Annual General Meeting Report and the Auditor's Report were available should anyone wish them. The financial reports and the by-laws are also available on the CWWA website.

Item 01: Approval of the Agenda

Moved by Nancy Kodousek and seconded by Kalpna Solanki that the agenda be approved as presented.

Adopted

Item 02: Approval of the Minutes of the Annual General Meeting of November 6, 2017

The members were given several minutes to review the minutes of the Annual General Meeting of November 6, 2017.

Moved by Rodney Bouchard and seconded by Michele Grenier that the minutes of the Annual General Meeting of November 6, 2017, be approved as presented.

Adopted

Item 03: Report of the President

Diana Qing Tao presented her report which highlighted the activities of the association in 2018 with a strong focus on our association goals of advocacy, collaboration and knowledge sharing. She praised the work of the committees in advocacy and noted our efforts to collaborate with many other water associations. She also noted our national communications. She thanked the staff for their work and thanked the board of directors for their commitment.

Item 04: Report of the Executive Director

Executive Director Robert Haller presented his report speaking to the strong financial situation of the association and our events. He spoke to the advocacy work of committees and the position statements being drafted by committees. He noted the development of an Annual Report to better communicate our position to our members. The major project for 2019 will be the development and launch of a renewed website. He concluded by thanking staff and thanking the Board for their support.

Item 05: 2017 Financial Reports

Greg Archibald (Secretary-Treasurer) presented the financial report and the audited statements for 2017. He noted the overall surplus in 2017 of \$109,156 mostly due to project revenues from a national survey conducted with Dalhousie University and Public Safety Canada. He noted this is the fourth year in a row showing a surplus. He noted that the auditors' comments were all positive on the management of the association and that he too was very comfortable with the management, administration and financial controls for the association. He is confident that 2018 is looking good for another surplus.

Moved by Greg Archibald and seconded by Jesse Hulsman to accept the 2017 Financial Report of the Secretary-Treasurer.

Adopted

Item 06: Appointment of the Auditor for 2018 Financial Year

Greg Archibald advised the meeting that this was the first year we had worked with the new firm of Hendry Warren LLP who had conducted the audit to the satisfaction of the Board of Directors. He recommended we reappoint Hendry Warren to conduct the 2018 audit for their bid price of \$8,875 plus HST.

Neil Thomas noted the significant drop in the auditor's fee from a few years ago. Mr. Haller attributed that to the investment made to transition to SAGE50 as our financial software and working with the OTUS Group for bookkeeping and CFO services.

Moved by Greg Archibald seconded by Nancy Kodousek that Hendry Warren LLP be appointed as Auditors for 2018.

Adopted

Item 07: Report of the Nominating Committee and Election of Directors

Nancy Kodousek, Past President, spoke to the report and her role to help recruit new candidates for the board and to ensure a proper process is followed. She spoke to the method for the election of utility member reps and how each regional association elects their representative. She welcomed the new and renewed members.

Moved by Nancy Kodousek and seconded by Vicki Campbell that the following individuals be approved for a three-year term as Directors of the Board:

- Arcadio Rodriguez, Yukon Director
- Chris Greencorn, North West Territories Director
- Richard MacEwen, Prince Edward Island Director
- Ted Robbins, British Columbia Director
- Kendall Mason, New Brunswick Director

And that the following individual be approved for an extended one-year term:

- Roland Richard, ACWWA Director

Adopted

Item 08: Announcement of the 2018/2019 Officers of the Board

Diana Qing Tao, reporting from the meeting of the Board of Directors, was proud to announce the following slate of Officers for 2019:

- William Fernandes (WEAO Director) as President
- Clayton Tiedemann (Alberta Director) as First Vice President
- Rodney Bouchard (Ontario Director) as Second Vice President
- Greg Archibald (Manitoba Director) as Secretary-Treasurer, and
- Diana Qing Tao (Réseau Environnement Director) as Past President

These Officers now assume their full duties. No motion was required to accept the Announcement of Officers. Diana presented the Chain of Office to William Fernandes who then assumed the chair for this meeting.

Item 09: New Business

No new business.

Item 10: 2019 Meeting

President William Fernandes advised that the exact dates are not yet officially determined, but will likely be on November 4, 2019 in Banff, Alberta as part of the National Conference. Members would be informed of the confirmed time and date of the next Annual General Meeting during the coming year.

Item 11: Motion of Responsibility

William Fernandes introduced this item asking those present to adopt a motion of responsibility for the Board's actions over the previous year.

Moved by Nancy Kodousek and seconded by Mike Darbyshire that the members hereby support and approve all expenditures, actions, and agreements undertaken by the Board of Directors and its officers and agents on behalf of the Association, as reported to the membership.

Adopted

Item 12: Adjournment

Moved by Mike Darbyshire to adjourn the meeting at 6:10 pm.

Adopted - Meeting adjourned

Annex 1
2015 CWWA Annual General Meeting Attendance

See attached sign-in

Diana Qing Tao, Tetra Tech
Greg Archibald, Pembina Valley Water Corp.
Michelle Grenier, OWWA
Jesse Hulsman, East Hants
Usman Mirza, Northwest Territories
Nancy Kodousek , Regional Municipality of Waterloo
Vicki Campbell, EPCOR
Arcadio Rodriguez, Whitehorse
Neil Thomas, Fredericton
Clayton Tiedemann, EPCOR
Rodney Bouchard, Union Water Supply Systems
Kalpna Solanki, EOCP
Christian Marcoux, City of Montreal
Carl Bodimeade, Hatch Corp
Mike Darbyshire, Alberta Capital Region WWC
Lynnann Winsor, City of St. John's
Terry Bender, OCWA
Steve Craik, EPCOR
Michael Payne Black Lake Environmental
Richard MacEwen, Charlottetown
David Main, AECOM
William Fernandes, City of Toronto
Valerie Jenkins, World Water Solutions
Robert Haller, CWWA

Report of the President

William Fernandes

CWWA was created to advocate for the municipal water and wastewater utility sector at the federal level and this primary purpose has kept us very busy throughout 2019.

The introduction of new Lead and Manganese guidelines activated our Drinking Water Committee to provide submissions to Health Canada and to a Parliamentary Committee. We then produced detailed Fact Sheets and Speaking Notes for all of our members and their councils. As we near the first deadline of 2020 for the Wastewater Systems Effluent Regulation (WSER), there are still many concerns to be addressed for smaller communities concerning funding and the need for flexibility. CWWA funded university research toward a standard for the term 'flushable' and supported a formal investigation into several products that claim to be 'flushable'. CWWA was also very active on a number of national committees addressing climate change and flood risk. Other committees gathered resources to support members and prepared positions statements on some key issues. Others create connections for us to the plumbing industry and the biosolids sector. Our Utility Leadership Committee started the year with a bold position statement on Sustainable Utility Management and worked all year developing a guideline document to direct our members in getting there.

Our year ended, quite recently, with a federal election. As a more scientific and technical association, we don't get too involved politically, but we worked closely with the Federation of Canadian Municipalities to call for continued support for water infrastructure and innovation.

All of our position statements and the work of our dedicated committees is available to our members, and much of it to the general public, through our renewed website at www.cwwa.ca

The CWWA Board has representation from each province and territory and a representative from each of our regional associations to ensure a wide, pan-Canadian perspective. We then work closely with our technical committees and their chairs to identify the most critical issues and set priorities for our association.

While we were created to be your advocate, we have also become very good at facilitating some excellent national-level networking. From our national conference in Montreal last year to this event in Banff, hundreds of Canadian water professionals have gathered to share their knowledge and friendship. Thousands connect to us through our e-Bulletin newsletter and the website.

It has been my great honour to serve as CWWA President this past year. I want to thank the Board of Directors for their support and dedication to leading this association. I also want to acknowledge and thank all of the CWWA staff, led by our executive director Robert Haller, for their hard work over the past year.

Report of the Executive Director

Robert Haller

As reported in the President's Report, this was a very busy year for us on the advocacy front in Ottawa. While we don't actively seek involvement in the election process, we are certainly called upon for comment quite regularly, reacting to comments on infrastructure spending or environmental protection. We were YOUR national voice on lead guidelines and flushable wipes. We spoke to the media about boil water orders and the occasional sewage dumping discussion. We even did 14 interviews about testing raw sewage to determine a community's marijuana use...which led to discussions on all the other things that literally "come down the pipe" to us.

A great part of my job is building effective partnerships with other water associations across Canada and around the world. CWWA works closely with the AWWA and WEF through the six provincial/regional associations and we signed a new partnership with NACWA this year. We are also your voice to the world through the IWA and were proud to host the International Young Professionals Conference in Toronto then IWA Specialty Workshops on Asset Management and Performance Indicators in Vancouver.

We worked closely with the FCM all year on the Flood Risk Working Groups and gained their support for our efforts on wipes and our call for a review of the WSER regulations. We also partnered with the FCM to support research on asset management led by the Canadian Water Network (CWN) and the Public Sector Digest. We continued our close cooperation with the Alliance for Water Efficiency(AWE), the Canadian Water Resources Association (CWRA) and the Canadian Advisory Council on Plumbing.

2020 will offer a few new opportunities as we look to further our promotion of the blueW program and we have partnered with Water Canada magazine to combine our Window on Ottawa event with their annual Canadian Water Summit next June. All of this is communicated to our members through our monthly newsletter and our renewed website.

All the while, we strive to run our association as an efficient and effective organization. We have worked hard to reduce operating costs and to increase revenues...all toward financing our primary advocacy and information sharing role. We have a committed and dedicated staff supported by an engaged board of directors and our many committee volunteers.

Report of the Secretary-Treasurer

Greg Archibald

The Financial Statements for the year ending December 31st, 2018 are attached with this report. While in an overall sense CWWA had a fairly successful year, we did experience our first deficit in 5 years. The statements show that we ended 2018 with a deficit of \$14,140.

A review with CWWA's Executive Director and our CFO, identified a few significant elements that led to this final deficit. Membership revenues remained steady and conference revenues increased for the Montreal conference, and all was in line to meet our targeted budget surplus. However, there were three significant events that were not budgeted.

- a staff restructuring to shift to contracted conference services
- an Ontario tax audit and retroactive adjustment
- costs incurred related to hosting the IWA in 2022

We are confident to return a surplus budget in 2019 and are currently on track to do so.

In addition, CWWA invested over \$30,000 into repairs and renovations of our office space in Ottawa which we own as part of a condominium. Such investment preserves and increases the value in this asset.

Finally, our auditors from Hendry Warren continue to be impressed with our financial procedures and found no concerns in our operations. The Board is confident there are sufficient checks and oversight within the current procedures.

RESOLUTION:

Moved by _____ and seconded by _____
that the Secretary-Treasurer's 2018 Financial Report be accepted.



**HENDRY
WARREN**^{LLP}
CHARTERED PROFESSIONAL ACCOUNTANTS

200-881 Lady Ellen Place
Ottawa, ON K1Z 5L3
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Financial Statements of

**CANADIAN WATER AND
WASTEWATER ASSOCIATION**

December 31, 2018

Ian W. Hendry, FCPA, FCA, CFP
Marie Fraser, CPA, CA, CFP
Nancy Nicks, CPA, CA
Jacob Milosek, CPA, CA

MEMBER
INPACT
INTERNATIONAL ALLIANCE OF
PROFESSIONAL ACCOUNTANTS

Daniel B. Warren, FCPA, FCA, TEP
Blair Duffy, CPA, CA
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June 5, 2019

INDEPENDENT AUDITORS' REPORT

To the Members of
Canadian Water and Wastewater Association:

Opinion

We have audited the accompanying financial statements of Canadian Water and Wastewater Association (the "Association"), which comprise the statement of financial position as at December 31, 2018, and the statements of operations and changes in net assets and cash flow for the year then ended, as well as a summary of significant accounting policies and other explanatory information.

In our opinion, the financial statements present fairly, in all material respects, the financial position of Canadian Water and Wastewater Association as at December 31, 2018, and the results of its operations and its cash flows for the year then ended in accordance with Canadian accounting standards for not-for-profit organizations.

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Association in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our audit opinion.

Ian W. Hendry, FCPA, FCA, CFP
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Jacob Milosek, CPA, CA

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Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of these financial statements in accordance with the applicable financial reporting framework, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing these financial statements, management is responsible for assessing the Association's ability to continue as a going concern, disclosing, as applicable, matters related to a going concern and using the going concern basis of accounting unless management either intends to liquidate the Association or to cease operations, or has no realistic alternative but to do so. Those charged with governance are responsible for overseeing the Association's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit.

We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to fraud or error, design and perform audit procedures responsive to those risks, and obtain audit evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not detecting a material misstatement resulting from fraud is higher than for one resulting from error, as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit procedures that are appropriate in the circumstances, but not for the purpose of expressing an opinion on the effectiveness of the Association's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.



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- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Association's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Association to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the disclosures, and whether the financial statements represent the underlying transactions and events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

HENDRY WARREN LLP
Chartered Professional Accountants
Licensed Public Accountants
Ottawa, Ontario

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CANADIAN WATER AND WASTEWATER ASSOCIATION

Statement of Financial Position

December 31, 2018, with comparative figures for 2017

	2018	2017
Assets		
Current assets		
Cash	\$ 167,128	\$ 80,428
Investments	180,337	360,373
Accounts receivable	36,277	37,332
Prepaid expenses	19,234	28,458
	402,976	506,591
Capital assets (Note 3)	139,025	100,474
	\$ 542,001	\$ 607,065
Liabilities and Net Assets		
Current liabilities		
Accounts payable and accrued liabilities	\$ 47,046	\$ 113,978
Deferred contributions (Note 4)	44,516	36,644
	91,562	150,622
Commitments (Note 5)		
Net assets		
Unrestricted net assets	245,414	310,603
Internally restricted net assets (Note 6)	66,000	45,366
Invested in capital assets	139,025	100,474
	450,439	456,443

CANADIAN WATER AND WASTEWATER ASSOCIATION

, with comparative figures for 2017

	\$ 542,001	\$ 607,065
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Approved on behalf of the Board:

Director

Statement of Changes in Net Assets

Year ended December 31, 2018

	2018	2017
Unrestricted net assets		
Balance, beginning of year	\$ 310,603	\$ 200,221
Net (deficiency) revenue for the year	(6,004)	109,156
Transfer from unrestricted net assets to internally restricted net assets	(20,634)	-
Transfer from net assets invested in capital assets	(38,551)	1,226
Total transfers	(59,185)	1,226
Balance, end of year	245,414	310,603
Internally restricted net assets		
Balance, beginning and end of year	45,366	45,366
Total transfers	20,634	-
Balance, end of year	66,000	45,366
Invested in capital assets		
Balance, beginning of year	100,474	101,700

CANADIAN WATER AND WASTEWATER ASSOCIATION

, with comparative figures for 2017

Amortization	(4,839)	(4,005)
Purchase of capital assets	43,390	2,779
Total transfers	38,551	(1,226)
Balance, end of year	139,025	100,474
	\$ 450,439	\$ 456,443

Statement of Operations

Year ended December 31, 2018

	2018	2017
Revenue		
Membership fees	\$ 438,320	\$ 450,832
Conferences	411,119	305,425
Contract project revenue	-	195,668
Project grants	25,004	-
SCC and ISO project grants	41,950	38,000
Other income	25,854	32,878
Corporate sponsorship	18,917	18,350
Interest	5,394	5,786
	966,558	1,046,939
Expenses		
Amortization	4,839	4,005
Conferences	244,072	190,659

CANADIAN WATER AND WASTEWATER ASSOCIATION

, with comparative figures for 2017

Contract and professional services	149,541	72,318
Contract project expense	-	113,637
Insurance	3,656	3,594
IWA event expenses	19,568	-
Meetings	10,285	11,436
Memberships	5,117	6,118
Miscellaneous	5,949	5,054
Office occupancy	11,646	11,053
Office	13,399	13,996
Personnel	387,500	416,283
Printing, duplicating and translation	6,522	7,762
Project grants	25,004	-
Publicity and promotion	3,298	4,069
SCC and ISO project	41,950	38,000
Supplies	6,675	4,914
Telephone and fax	5,449	6,645
Training	256	343
Travel	27,836	27,897
	972,562	937,783
Net (deficiency) revenue	\$ (6,004)	\$ 109,156

Cash Flow Statement

Year ended December 31, 2018

2018

2017

CANADIAN WATER AND WASTEWATER ASSOCIATION

, with comparative figures for 2017

Operating activities		
Net (deficiency) revenue	\$ (6,004)	\$ 109,156
Non cash item:		
Amortization expense	4,839	4,005
Changes in working capital balances (Note 7)	(48,781)	(47,915)
Cash (used in) provided by operating activities	(49,946)	65,246
Investing activities		
Acquisition of investments	-	(108,274)
Proceeds from disposal of investments	180,036	-
Acquisition of capital assets	(43,390)	(2,779)
Cash provided by (used in) investing activities	136,646	(111,053)
Increase (decrease) in cash	86,700	(45,807)
Cash, beginning of year	80,428	126,235
Cash, end of year	\$ 167,128	\$ 80,428

CANADIAN WATER AND WASTEWATER ASSOCIATION

Notes to the Financial Statements

December 31, 2018, with comparative figures for 2017

1. Statutes of incorporation and nature of activities

Canadian Water and Wastewater Association (the "Association") was incorporated without share capital by letters patent on March 17, 1988 under the Canada Corporations Act and was approved for continuance by letters patent under the Canada Not-for-Profit Corporations Act on September 29, 2014. The Association is a not-for-profit organization and is exempt from income taxes under Section 149(1)(f) of the Income Tax Act.

The mission of the Association is to be the national voice on water and wastewater issues, keep its members informed on national activities and to represent members' interests to the Government of Canada and to interprovincial and international bodies.

2. Significant accounting policies

The financial statements have been prepared in accordance with Canadian generally accepted accounting standards for not-for-profit organizations and include the following significant accounting policies:

Cash

The Association's policy is to present bank balances net of outstanding items under cash.

Revenue recognition

The Association follows the deferral method of accounting for contributions. Restricted contributions are recognized as revenue in the year in which the related restrictions are met.

Revenue from membership fees is recognized proportionately over the membership period.

Revenue from conferences is recognized in the period during which the events are held.

Revenue from contract projects is recognized in the period the work is completed.

Revenue from project grants, and SCC and ISO project grants are recognized in the period in which the expenses are incurred.

Revenue from other income is recognized upon delivery of publications to the customer.

Corporate sponsorship and interest revenue is recognized in the period in which it is received.

Investments

Investments in Guaranteed Investment Certificates are measured at cost plus accrued interest, which approximates their fair market value.

Capital assets

Capital assets are accounted for at cost. Amortization is based on the assets' respective useful lives using the following methods and rate and duration:

CANADIAN WATER AND WASTEWATER ASSOCIATION

Notes to the Financial Statements

December 31, 2018, with comparative figures for 2017

Asset	Method	Rate and duration
Building	Straight line	40 years
Office furniture	Declining balance	20%

One-half of the annual amount is claimed in the year of acquisition.

Use of estimates

The preparation of these financial statements in conformity with Canadian generally accepted accounting standards for not-for-profit organizations requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities, disclosure of contingent assets and liabilities at the date of the financial statements, and the reported amounts of revenues and expenses during the current period. These estimates are reviewed periodically and adjustments are made to net revenue as appropriate in the year they become known.

Significant management estimates include the useful lives of capital assets, and the completeness of accounts receivable, and accounts payable and accrued liabilities.

Financial instruments

Measurement of financial instruments

The Association initially measures its financial assets and liabilities at fair value, except for certain non-arm's length transactions.

The Association subsequently measures all its financial assets and financial liabilities at amortized cost, except for investments, which are measured at fair value. Changes in fair value are recognized in net income.

Financial assets measured at amortized cost include cash and accounts receivable.

Financial liabilities measured at amortized cost include accounts payable and accrued liabilities.

The Association's financial assets measured at fair value include a number of other investments, i.e. quoted shares.

Impairment

Financial assets measured at cost are tested for impairment when there are indicators of impairment. The amount of the write-down is recognized in net revenue. The previously recognized impairment loss may be reversed to the extent of the improvement, directly or by adjusting the allowance account, provided it is no greater than the amount that would have been reported at the date of the reversal had the impairment not been recognized previously. The amount of the reversal is recognized in net revenue.

Transaction costs

The Association recognizes its transaction costs in net revenue in the period incurred. However, financial instruments that will not be subsequently measured at fair value are adjusted by the transaction costs that are directly attributable to their origination, issuance or assumption.

CANADIAN WATER AND WASTEWATER ASSOCIATION

Notes to the Financial Statements

December 31, 2018, with comparative figures for 2017

3. Capital assets

			2018	2017
	Cost	Accumulated Amortization	Net Book Value	Net Book Value
Building	\$ 186,847	\$ 49,476	\$ 137,371	\$ 98,111
Office furniture	2,780	1,126	1,654	2,363
	\$ 189,627	\$ 50,602	\$ 139,025	\$ 100,474

CANADIAN WATER AND WASTEWATER ASSOCIATION

Notes to the Financial Statements

December 31, 2018, with comparative figures for 2017

4. Deferred contributions

Deferred contributions consists of the following:

Deferred contributions - project

Projects derived from Committee Research Funds provided by members for use in undertaking specific research projects as agreed to between the member and the Association. **Sponsorship fees**

Sponsorship fees that are paid in advance for a subsequent period conference or event.

IWSFG funds held

Contributions received to fund the establishment of standards for flushable products.

Deferred revenue activity for the year consists of the following:

	2018			
	Balance, Beginning of Year	Received During the Year	Recognized as Revenue in the Year	Balance, End of Year
Projects				
Standards Council of Canada				
ISO TC 224	\$ 4,653	\$ -	\$ (888)	\$ 3,765
ISO TC 251	1,000	-	-	1,000
ISO TC 275	769	-	-	769
ISO TC 282	3,122	-	(2,656)	466
Sponsorship fees	-	10,500	-	10,500
IWSFG Funds held	27,100	26,050	(25,134)	28,016
	\$ 36,644	\$ 36,550	\$ (28,678)	\$ 44,516

5. Commitments

The Association has commitments relating to expenses for the 2019 Canadian Water and Wastewater Association National Conference and the Window on Ottawa Conference. At a minimum, these commitments total \$396,564 and \$36,074, respectively, for the fiscal year ending December 31, 2019. All amounts include applicable taxes.

Future minimum rental payments required under operating leases for equipment that have initial or remaining lease terms in excess of one year at December 31, 2018 are as follows:

CANADIAN WATER AND WASTEWATER ASSOCIATION

Notes to the Financial Statements

December 31, 2018, with comparative figures for 2017

	Equipment
2019	\$ 462
2020	462
2021	231
	\$ 1,155

6. Internally restricted net assets

The internally restricted general reserve had been previously set up as a safety reserve for protection against unusual expenses relating to the Association's staffing needs.

7. Changes in working capital balances

Changes in working capital balances have provided (used) cash as follows:

	2018	2017
Accounts receivable	\$ 1,055	\$ (19,900)
Prepaid expenses	9,224	(12,193)
Accounts payable and accrued liabilities	(66,932)	(36,846)
Deferred contributions	7,872	21,024
	\$ (48,781)	\$ (47,915)

8. Financial instruments Risk

and concentrations

The Association is exposed to various risks through its financial instruments. The following analysis provides a measure of the risk exposures and concentrations at the balance sheet date, December 31, 2018.

It is management's opinion that the Association is not exposed to significant interest rate, liquidity, market, currency or credit risks arising from its financial instruments. There has been no change to the risk exposure from 2017.

Appointment of Auditors

Greg Archibald
Secretary-Treasurer

Hendry Warren LLP conducted the prior audit for 2018 to the satisfaction of the Board of Directors. They have provided a quote of \$9,000 plus HST for the independent financial audit of the Association's 2019 financial statements.

RESOLUTION:

Moved by _____ and seconded by _____
that Hendry Warren LLP be named the association's auditors for the 2019 financial statements.

Nominating Committee Report

Diana Qing Tao
Past-President

One role of the Past President is to find replacement Directors for those on the Board who have resigned or have completed their terms of office. I am pleased to report on the 2018 activities of the Nominating Committee, which comprises of the Past-President and selected Directors(s) relevant to the task.

In accordance with CWWA By-laws and the Canada Not-for-profit Corporations Act, all directors must be elected to their positions on the Board. The Board shall be composed of:

- Fifteen (15) Directors elected from among the representatives of Utility Members as follows:
 - i) two (2) Directors each from the representatives of the Utility Members located in the Provinces of Ontario and Quebec;
 - ii) one (1) Director each from the representatives of the Utility Members located in each of the Provinces of: British Columbia, Alberta, Saskatchewan, Manitoba, New Brunswick, Nova Scotia, Prince Edward Island and Newfoundland & Labrador; and in each of: the Yukon Territories, Northwest Territories and the Territory of Nunavut;
- Six (6) Directors elected by the six (6) Regional Association Members being one from each of:
 - *Atlantic Canada Water and Wastewater Association*
 - *British Columbia Water and Waste Association*
 - *Ontario Water Works Association (A Section of AWWA)*
 - *RÉSEAU environnement*
 - *Water Environment Association of Ontario*
 - *Western Canada Water and Wastewater Association*
- The election of the Directors shall be conducted through a fair process and in accordance with the Board Policy Governance Document.
- At the discretion of the Board, up to two additional Directors-at-Large may be appointed by the Board for a term of one year or less which shall terminate at the close of the first annual general meeting following their appointment or sooner. Appointed Directors-at-Large may be re-appointed for any number of successive terms at the discretion of the Board of Directors.
- Directors do not need to be members.

The method followed is to conduct an informal search for persons who are employees of a Utility Member in the jurisdiction who are willing (on a personal basis) and able (i.e. has the support of his/her employer) to stand. If no volunteers are found, members are asked to submit nominations for a Director. On identification of a nominee meeting these conditions, all Utility Member prime contacts within the jurisdiction are formally contacted and advised of the vacancy, of the availability and identity of the nominee, and seeking their nomination of an alternate, should they wish to. If an alternate is proposed or more than one nomination for a vacant position is received, then a ballot of the Utility Member prime contacts in the jurisdiction takes place to elect the Director. If no alternate nominee is proposed, then the situation is determined to be an acclamation.

Each of the six Regional Association Members elects a representative to serve as a Director to the CWWA Board.

The slate of newly-elected Directors are then approved by resolution by the members at the AGM.

The changes to the names of Directors leaving the Board and their replacements are listed below as well as those Directors elected to a second 3-year term.

Jurisdiction	Outgoing Director	Replacement or Returning Director	Municipality	Method
Quebec	Christian Marcoux	Alain Charron	Montreal	Acclamation 1st term
Nunavut	Usman Mirza	Megan Lusty	Gov't of Nunavut	Acclamation 1st term
Réseau Environnement	Diana Qing Tao	Daniel Leblanc	n/a	Elected by Réseau 1 st term
ACWWA	Roland Richard	Todd Richard	n/a	Elected by ACWWA 1 st term
Manitoba		Greg Archibald	Pembina Valley	Acclamation 2 nd term
Alberta		Clayton Tiedemann	EPCOR	Acclamation 2 nd term

RESOLUTION:

Moved by _____ and seconded by _____

that the following individuals be approved for a three-year term as Directors of the Board:

Alain Charron, Quebec Director

Megan Lusty, Nunavut Director

Daniel Leblanc, Réseau Environnement Director

Todd Richard, ACWWA Director

Greg Archibald, Manitoba Director

Clayton Tiedemann, Alberta Director

CWWA Board of Directors 2019/2020

Arcadio Rodriguez, YK rep

Chris Greencorn, NWT rep

Megan Lusty, NU rep

Ted Robbins, BC rep

Clayton Teidemann, AB rep

Ryan Johnson, SK rep

Greg Archibald, MB rep

Terry Bender, ON rep

Rodney Bouchard, ON rep

Alain Charron, QC rep

Kendall Mason, NB rep

Jesse Hulsman, NS rep

Richard MacEwen, PEI rep

Lynnann Winsor, NL rep

David Main, BCWWA rep

Vicki Campbell, WCW rep

Michele Grenier, OWWA rep

William Fernandes, WEAO rep

Daniel Leblanc, Réseau rep

Todd Richard, ACWWA rep

1 vacant Utility Member seat for Quebec

Announcement of 2019/20 Officers of the Board

William Fernandes
Past President

The term of office for the Officers of the Board is one year. The By-Laws stipulate that:

- at the meeting of the Board of Directors immediately prior to the Annual General Meeting, the Board shall elect from its members, Directors to serve as the designated Officers of the Board for the coming year; and
- the names of the Elected Officers are to be announced at the Annual General Meeting.

As 2019 Past President, I am pleased to announce the 2019/20 Officers of the Association as follows:

Position	Name	Representing
President	Clayton Tiedemann	Alberta
1 st Vice-President	Rodney Bouchard	Ontario
2 nd Vice-President		
Secretary-Treasurer	Greg Archibald	Manitoba
Past-President	William Fernandes	WEAO

As of this moment, the new President assumes the position of President.

New Business

(This page is intentionally blank – Participants may use it to note any new business items identified)

A motion may be required depending on the item(s) of New Business, if any.

2020 Annual General Meeting

The date and location of the 2020 Annual General Meeting will be determined by the Board of Directors at or before their Spring Meeting in 2020 and notice will be given in accordance with CWWA By-laws. Tentatively set for November 4, 2019 in Banff, Alberta.

No motion is required.

Motion of Responsibility

Explanation:

This is a standard resolution to seek agreement to a motion of responsibility by the representatives of the owners who attend the Annual General Meeting. The Board of Directors ask that the following motion be approved:

RESOLUTION:

Moved by _____ and seconded by _____

that the members hereby support and approve all expenditures, actions, and agreements undertaken by the Board of Directors and its officers and agents on behalf of the Association, as reported to the membership.

Adjournment

RESOLUTION:

Moved by _____ and seconded by _____

that the Annual General Meeting for 2019 be adjourned. (time - _____)