

CANADIAN WATER AND WASTEWATER ASSOCIATION
Association canadienne des eaux potables et usées

MINUTES

MEETING OF THE BOARD OF DIRECTORS
OTTAWA, ON

November 28, 2012

as approved May 30, 2013

A summary of the discussions and decisions taken during this Board meeting follows.

Call to Order, Roll Call, Appointment of a Board Meeting Monitor & Introductions

First Vice President, Neil Thomas, called the meeting to order at 17:30 EST. He provided regrets from Dan Limacher, President, who could not attend the meetings this week. Neil completed the roll call and the record is attached as Annex 1 to these minutes. Steve May and Bev Mollard were welcomed as observers to the meeting as the new representatives for Newfoundland and Ontario respectively.

Andrew MacKinnon agreed to serve as Session Monitor.

Item 1.0: Approval of Agenda and Addition of any New Items

Moved by Jerry Cheshuk and seconded by Colwyn Sunderland that the Agenda be adopted as presented.

Carried

Item 2.0: Approval of Meeting Minutes of May 9-10, 2012

Moved by Mike Darbyshire and seconded by Roland Richard that the Minutes of the meeting of May 9-10, 2012 be accepted as presented.

Carried

Item 3.0: Minutes of the Board meeting of October 12, 2012

Moved by Colwyn Sunderland and seconded by Jeremy Crosby that the Minutes of the meeting of October 12, 2012 be accepted as presented.

Carried

Item 4.0: Summary of Directors' Form 1 Activity Reports

Jeremy Crosby stated that the PEI members are generally pleased with the CWWA and he is talking to a couple of communities about joining.

John Duong has represented CWWA at a number of WEAO events. He feels that a Membership Directory with Prime Contacts info would assist him. WEAO and OWWA are part of a new Asset Management Coalition in Ontario.

Colwyn Sunderland stated that he is reaching members through BCWWA's events and their magazine. He is getting very positive feedback and feels BCWWA is very supportive of the CWWA and the need for a strong national voice.

Andrew MacKinnon was pleased to see the CWWA presence at the ACWWA conference and he took information to the Atlantic Public Works Association too.

Diane Sacher spoke to the difficulty reaching smaller, remote communities who do not or cannot attend conferences. She suggested CWWA consider webinars and other electronic access.

Nancy Kodousek spoke to comments she received from the Kelowna Drinking Water conference that the sessions were very academic and not as practical for municipal members, suggesting there needs to be a better balance. She is encouraging submissions for the Hamilton Wastewater conference.

Jerry Cheshuk has welcomed a new member from northern Saskatchewan. He noted the need to reach more than just the prime contact as often CWWA membership dies when that staff person leaves that job.

Roland Richard was pleased that the City of Riverview, NB, has rejoined. He also stated that ACWWA is pleased with CWWA and the appearance at their conference.

Mike Darbyshire has been contacting some utility members, but also needs a better contact list. He suggested we carefully target the right decision-maker in each municipality.

Joe Salter also felt that OWWA members appreciate the CWWA and like to hear from colleagues outside the province. He noted that many municipalities have very limited travel budgets or are restricted from travel outside of Ontario. He was also pleased to welcome Oxford County as a member.

Neil Thomas was pleased that Miramichi, NB, joined as a member. He spoke to the financial issues in New Brunswick that are affecting transfer payments to the municipal level. New Brunswick is pursuing efforts to regionalize more services. He also spoke to public education campaigns on what is flushable.

The board members discussed the need for a membership strategy and the need for support as board members. Robert stated that this was identified in his strategic plans. Staff will develop a membership marketing plan that will target potential new members and will involve the board members to make follow up calls – board members will be provided with support materials and scripts.

Board members supported the need to show relevance to smaller communities. It was suggested that Stormwater be its own committee to support lower tier communities that do not provide water or wastewater services.

Item 5.0: Annual General Meeting Preparation

Robert Haller reviewed the agenda and reports prepared for the AGM. Neil will lead as First Vice President and Roland will present financial reports on behalf of Dwayne Kalynchuk.

Item 5.1: Audited Statements.

Robert reviewed the audited financial statements. The board had seen the draft in May and a few adjustments were made to reflect the proper use of reserves to cover the long term service benefits payouts. The board discussed the 2011 deficit and the cycle of surplus and deficit years dependent upon events. Robert was asked to seek an opinion on the use of restricted vs. unrestricted reserves.

Moved by Roland Richard and seconded by Colwyn Sunderland that the Audited Financial Statements be accepted as presented.

Carried

The board took a dinner break from 18:30 to 19:20.

Item 6.0: Officers of the Board

The Board received the report from Past President, Rosanna DiLabio, naming all the board members. Neil Thomas presented the following slate of Officers.

Position	Name
President	Neil Thomas
1 st VicePresident	Roland Richard
2 nd VicePresident	Mike Darbyshire
Secretary-Treasurer	Dwayne Kalynchuk
PastPresident	Dan Limacher

Moved by Joe Salter and seconded by John Duong that the Board accept the slate of Officers as proposed.

Carried

Item 7.0: Membership Report

Robert Haller spoke to the membership report prepared by staff which details those members that have cancelled membership and lists all new members. The losses and gains almost equal each other out. The Board was pleased to see new members and noted that the loss of members was decreasing. It was suggested an exit interview be conducted with those that left to get a better understanding of why they left.

It was suggested that the CWWA could target private sector utility operators as members – those that run remote camps as well as commercial industrial uses.

Item 8.0: Review of the Rolling Action Items

The following decisions were made with respect to the rolling action items;

- 360 degree Review of Executive Director – Neil Thomas, Dan Limacher and Colwyn Sunderland will finalize a series of questions to evaluate the executive director against the policy ends. They hope to conduct the review in January and discuss results with Robert in February.
- Governance Policy Review – this item to be discussed by the new Board – Robert to ensure the Board has the most recent version.
- Brown Dog Report – Robert spoke to the main messages of this member engagement conducted at the Window on Ottawa last year. Robert to distribute a copy of the final report to all board members.
- Honorary Membership – to be reviewed as part of the Not-For Profit Corporations Act review next spring.
- CMWEN – Robert spoke to the cooperation with this group toward a joint conference in Calgary on Energy and Water Efficiency set for October 2013 – a MOU is in the works
- CNAM - hopes of a joint event on ISO standards does not seem likely – a MOU is in the works
- CAWQ – Robert spoke to the cooperation on the Wastewater conference to be held in Hamilton in March 2013 – discussions of a MOU are on hold.
- WEF Agreement – Robert has had discussions with WEF leadership on the need to renew our agreement. Robert spoke at the WEF Government Affairs Committee and is planning a visit to Washington to prepare a new agreement.
- AWWA Work Plan – Robert spoke to the final amendments made at the Canadian Affairs Committee and that it is now with AWWA leadership – to be signed at ACE 2013.

Item 9.0: Executive Director Monitoring Report

Robert Haller presented his report where he compares his activities against the governance policy ends.

Moved by Colwyn Sunderland and seconded by Neil Thomas that the Board accept the Executive Director Monitoring Report.

Carried

Item 10.0 Strategic Plan

Robert Haller presented the strategic plan he had drafted. He reviewed his preface and the key questions he had asked. He presented the vision he sees for the CWWA and the values he sees as guiding the decisions. He then presented a series of work plans for each activity area of the Association.

It was understood that this was the executive director's strategic plan and a guide for the work of staff. This was not the Board's plan to be approved, but, as representatives of the members, they were being invited to provide input and comments to assist the executive director.

The Board discussed the proposal to produce the Bulletin electronically stating concerns that some members prefer the Bulletin in hard copy. Robert spoke to the massive cost difference in shifting to electronic as well as the staff time saved and reduction in paper. Care will be taken to ensure it is easily printed. It was suggested providing a hardcopy for an additional charge. The Board also discussed the use of the Bulletin/Communiques as membership marketing tools – getting it into more hands to assist with brand recognition and value appreciation.

Overall, the comments were very positive with the vision being set and the detail of the work plans. The Board members made the following recommendations:

- an introductory paragraph to tie it all together
- timelines for implementation
- linking each work plan to a policy end

Item 11.0 New Business - There were no new items.

Item 12.0 Session Monitoring Report

Andrew MacKinnon spoke to his Session Monitoring Report – attached as an Annex 3.

Item 13.0 Motion to Adjourn

Moved by Jeremy Crosby and seconded by Andrew MacKinnon that the meeting be adjourned. (21:30)

Carried

Annex 1 – Attendance at the Board Meeting

From	Name	Yes / No
BC	Dwayne Kalynchuk	N
YT	Brian Crist	N
AB	Mike Darbyshire	Y
NT	Dennis Kefalas	N
SK	Jerry Cheshuk	Y
MB	Diane Sacher	Y
NU	Vacant	
ON	<i>vacant</i>	
ON	Nancy Kodousek	Y
QC	Richard Fontaine	N
QC	<i>vacant</i>	
NB	Neil Thomas	Y
PE	Jeremy Crosby	Y
NS	Andrew MacKinnon	Y
NL	<i>vacant</i>	
Director-at-Large	Rosanna DiLabio	N
BCWWA	Colwyn Sunderland	Y
WCW	Dan Limacher	N
OWWA	Joe Salter	Y
WEAO	John Duong	Y
RÉSEAU	Daniel Lessard	N
ACWWA	Roland Richard	Y
CWWA	Robert Haller	Y
Totals		12

ANNEX 2 – Rolling Action Item List

Board Meeting	Action Item	Assigned to	Status
Nov 2012	360 Degree Review of Executive Director Dan, Neil and Colwyn to refine questions and conduct review	Neil, Dan and Colwyn	To conduct review in Jan/Feb 2013
Nov 2012	Governance Policy Review Process Adopt BCWWA Process Ensure we have most recent version to Board members and on website Mike, Colwyn and Roland to conduct review prior to spring meeting	Board Governance Subcttee	Adopt BCWWA Process Review annually for Spring Meeting
Nov 2012	Brown Dog Report on Membership Engagement. Robert to distribute report to board	Robert	Distribute
Nov 2012	NFP Corps Act review All members categories to be reviewed Neil, Roland, Robert & Duncan work group	Robert with Neil, Roland and Duncan	To report at Spring Board Meeting
Nov 2012	WEF Agreement Robert to draft renewal with WEF	Robert	Report to Spring Meeting
Nov 2012	AWWA Work Plan Robert to finalize for signatures	Robert	At ACE 2013
Nov 2012	Strategic Plan Robert to link to policy ends and set a timeline	Robert & staff	Share at Spring 2013 Meeting
Nov 2012	Develop a member “exit interview” template to determine why a member leaves.	Robert & staff	Spring 2013
Nov 2012	Membership Recruitment Staff to develop new program and to work with Board members – providing contacts, materials and scripts to support them	Robert & staff	Report to Spring 2013 Meeting
Nov 2012	Reserve Policies Robert to report on appropriate levels To get opinion on use of restricted reserves	Robert	Report to Spring 2013 Meeting
Nov 2012	Budget Presentation Robert to present budget with regular Operating separated from Events and special projects	Robert & staff	For Spring 2013 Meeting
May 2012	Board established Task Group to report to the Board on issue of Operator Certification	Brian Crist & Mike Darbyshire	Ongoing
Nov 2012	Task Group on Infrastructure Funding Board adopted recommendations Robert to draft letter to go to all MP’s supporting FCM and outlining CWWA positions	Robert	January 2013