

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

**MINUTES**

MEETING OF THE BOARD OF DIRECTORS  
Toronto Marriott Downtown Hotel, Toronto, ON

**November 13, 2016**

as approved June 7, 2017

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

**Item 1.0: Roll Call & Introductions**

President Colwyn Sunderland called the meeting to order at 8:30 am Eastern Time. Colwyn completed the roll call and the record is attached as Annex 1 to these minutes. Colwyn welcomed guests and incoming board directors, Clayton Tiedemann, Mark Butler and Greg Archibald.

**Item 1.1: Appointment of a Board Meeting Monitor**

Andrew MacKinnon agreed to serve as Session Monitor.

**Item 1.2: Declarations of Interest**

All board members are asked to declare any conflicts of interest with any of the items on the agenda. There were no declarations.

**Item 2.0: Approval of Agenda and Addition of any New Items**

The agenda order was amended to discuss Vision before lunch and address Governance Policy Reviews after lunch.

*Moved by Ted Robbins and seconded by William Fernandes that the Agenda be adopted as amended.*

*Carried*

**Item 3.0: Approval of Meeting Minutes**

**Item 3.1: Spring Board Meeting Minutes of June 7 & 10, 2016**

*Moved by Roland Richard and seconded by Nancy Kodousek that the Minutes of the meeting of June 7 & 10, 2016 be accepted as presented.*

*Carried*

**Item 3.2: Fall Board Teleconference Meeting of September 30, 2016**

*Moved by Nancy Kodousek and seconded by Diana Tao that the Minutes of the meeting of September 30, 2016 be accepted as presented.*

*Carried*

**Item 3.3: Review of Rolling Action Items**

Robert reviewed the action items list. It was noted that the official Governance Policies need to be updated with any amendments made in the last year. It was agreed that minutes and action items should be prepared within a few weeks of the board meeting.

**Item 4.0: Financial Reports****Item 4.1: Year-To-Date Financial Statement to September 30, 2016**

Robert reviewed the financial summary (dashboard) to September 30<sup>th</sup>, 2016 and considered the revised year-end which is expected to be \$43,000 surplus. We are expecting good revenues on the conference, but we will receive less of our contractual money in 2016.

**Item 5.0: Executive Director Activity Report**

Robert spoke to his Activity Report reviewing his activities for the past six months. The major focus of the association staff has been on providing submissions to the Minister of Infrastructure on the Federal Budget and Infrastructure Plan. He has had discussions with Ministry of Environment concerning WSER deadlines.

Robert spoke to his trip to Australia to the IWA World Water Congress with the hope of attracting that event to Canada in 2022. There is a lot more information required to consider the risk vs benefit.

**Item 6.0: AGM Preparation**

Robert reviewed the AGM agenda, reports and process.

**Item 7.0: Executive Slate for 2016**

*Moved by Roland Richard and seconded by Nancy Kodousek that the following Board members be elected as the Executive for 2016:*

<i>Nancy Kodousek</i>	<i>President</i>
<i>Diana Qing Tao</i>	<i>1<sup>st</sup> Vice President</i>
<i>William Fernandes</i>	<i>2<sup>nd</sup> Vice President</i>
<i>Andrew Mackinnon</i>	<i>Secretary-Treasurer</i>
<i>Colwyn Sunderland</i>	<i>Past President</i>

*Carried*

*Items 8 & 9 deferred to after lunch*

### **Item 10.0: Governance Policy Reviews**

Robert noted that a member survey was recently conducted with our media partners at Naylor Publishing. In addition to questions about satisfaction with publications and value for membership, we asked members to rank the most important issues. 15 issues were listed and they were asked to rank the issues from 1 to 15 in priority. Safe Drinking Water was number one issue, followed by Infrastructure and then climate change. This priority ranking was very different from the list of priorities identified by the Board and staff at the Spring Meeting. Issues such as flushable wipes and security ranked very low with respondents.

The board discussed the survey itself. There was a fairly low response of less than 200 respondents, but a decent response rate for surveys and seemed to be fairly representative of our membership. It is clear that delivering safe drinking water is always the most important priority in our industry, but what does CWWA need to be doing about that? Perhaps we need to reword future surveys to ask “what are the issues CWWA should be working on?”

Accepting the results as an indicator of membership values, the Board commenced a discussion on, “What the CWWA should or could be doing about the top three issues, Safe Drinking Water, Infrastructure and Climate Change.” Colwyn Sunderland facilitated the discussion.

#### **Safe Drinking Water:**

- let members know we have an active Drinking Water Quality Committee
- share our CWWA Positions with members (i.e. manganese, lead, boil water advisories)
- strengthen our relationship with the Canadian Drinking Water Committee
- work on security of supply (source protection)
  - o groundwater, water taking, spills, contamination, extreme weather, scarcity

#### **Infrastructure Renewal and Asset Management:**

- need to get the Utility Mgt Committee active
- promote best practices – renew the Infraguide with FCM?
- Partnering more with FCM
- Support FCM and federal gov’t on community capacity building and asset mgt.
- Access other resources like CNAM, National Benchmarking and CPWA
- Promoting optimization
- Promoting innovation
- Funding, financing and financial planning

#### **Climate Change, Adaptation and Resilience:**

- make members aware of this very active committee
- Make the committee resource database available to members
- Partnerships with Insurance Bureau, ICLI, WEF, CWRA, NRCAN, Engineers Canada, RBC and CWN and more
- support development of design standards

**Board-Committee Strategy:**

A key to showing value to members is to strengthen the committees and have them communicate more with the board and our members.

- confirm active chairs for all committees
- confirm a board liaison for each committee
- need better reporting from all committees to the Board and to the membership
- regular meetings of the committee chairs and also with the board
- free registration for committee chairs to get them to the conferences.
- potential for development of Fact Sheets and Resources from committees

*This discussion was deferred to the New Board meeting set for Wednesday November 16<sup>th</sup>.*

**Item 11.0: CWWA Membership and Rates**

Robert provided reports on current membership. We had lost a number of members over the past years, but most of them were smaller communities. Recruitment efforts went well and need to be followed up on.

Robert spoke to concerns over membership rates feeling we have just been adding 2% every year so rates are no longer on a smooth increase pattern and are not based on changing populations. He also spoke to concerns about inconsistency of private sector memberships based regionally or nationally or on revenues vs. employees.

It was agreed we could conduct a fuller review of rates in 2017, but concerns were that we might upset members with a large increase or lose revenues with big decreases. For 2017 memberships going out in December, the New Board will make final decision on Wednesday.

CWWA needs to continue to build its contact list beyond the prime contact to all employees of a member.

**Item 8.0: Governance Policy Reviews****Item 8.1: GP-1 Review by Edith Phillips**

Edith presented her report focusing on Global Governance Commitment. Edith made the following recommendation:

1. *Development of a risk management framework. Can be added to a Strategic Plan.*

**Item 8.2: GP-10 Review by Andrew MacKinnon**

Andrew presented his report concerning the Role of the Secretary Treasurer and made the following recommendations:

1. Need to take a better look at administrative records and corporate minutes
2. Need to confirm back-up provisions.

**Item 8.3: GP-11 Review by Mike Darbyshire**

Mike presented his report concerning the Role of the Past President. He suggested this review be done by anyone other than the Past President. He made the following recommendation:

1. Consider a wider call for volunteers in addition to contacting the Prime Contacts who may be too busy to consider.

**Item 8.4: GP-15 Review by Bev Mollard**

Bev presented her report concerning the Cost of Governance and made the following recommendations:

1. From the last review Clause 15 - development of a shared site to track the schedule of the policy review and comments as this initiative would further develop this self-governance model of continuous improvement.
2. Review Clause 15.1.3 and 15.2.4 at the fall meeting to determine outreach method to obtain feedback and appropriate budget to support initiative.
3. From the last review Clauses 15.1.1 and 15.2.2 – suggest the development of a better orientation for new members and a full board refresher every year.
4. From the last review Clause 15.1.2 - recommendation was made regarding BL-4 Monitoring ED Performance to simplify the process or engage in an outside resource.
5. From the last review Clause 15.2.1 - it was recommended that the use of the travel and meetings budget be reviewed and a guideline prepared.

**Item 8.5: GP-13 Review by Ted Robbins**

Ted presented his report concerning Board Members Code of Conduct and made the following recommendations:

1. Maintain an annual process for Board members to declare interests and disclose potential conflict.
2. Avoid including external contacts on e-mail communications for “advice to ED” situations.
3. How is CWWA addressing Freedom of Information (FOI) requests – electronic communications amongst Board members and staff are available publically through FOI.

**Item 8.6: BL-3 Review by Colwyn Sunderland**

Colwyn presented his report concerning Accountability of the Executive Director and made the following recommendation:

1. Provide a brief orientation for new Board members and a refresher for continuing Board members at the New Board Meeting in November 2016, on CWWA's system of Executive Director accountability to the Board.

*Moved by Nancy Kodousek and seconded by Andrew MacKinnon that the governance policy review reports for GP-1, GP-10, GP-11, GP-13, GP-15 and BL-3 be accepted.*

*Carried*

**Item 8.7: E-4 Review by Robert Haller**

Robert presented his report concerning Media Relations. He made the following recommendations:

1. Media: We need to reach out to the media so that they are aware of our existence and turn to us for comment.
2. Need to develop a list of willing commentators and their specialties so we can refer the media to respectable sources in our industry.
3. Members of Parliament: While we get the odd contact from Members of Parliament, we could make our existence better known directly to the Members to use us as a resource and contact point.
4. Federal staff: We used to sell subscriptions to federal departments to get our newsletter, but know that it is electronic and free, we should be ensuring that it reaches as many federal staff as possible – again so they see us as a resource.
5. Bulletin Distribution: Need to get contact addresses for all relevant municipal staff from our Prime Member with each utility and associate member so that more ‘members’ receive our information directly, can use our information and recognize us as a national resource.
6. Blogs: Need to develop online forums for controlled and secure information sharing amongst our members.
7. National Toolkit: Ready to commence national project or projects loosely defined at this time as the toolbox for utility leaders.
8. Utility Leadership: We have done a lot to focus sessions for utility leaders, but need to establish a formal committee

**Item 8.8: EL-7 Review by Robert Haller**

Robert presented his report on this executive limitation concerning communications and support to the board. He made the following recommendation:

1. Consider staff to support agenda preparation and minute-taking.

*Moved by Edith Phillips and seconded by Roland Richard that governance policy review reports for E-4 and EL-7 be accepted.*

*Carried*

**Item 9.0: Member Recognition, Volunteers Rewards and Honorary Membership**

The Board agreed it was important to recognize committee volunteers especially the chairs with thank you notes and perhaps a pin program.

As for honorary members, this should be for long time exemplary service. They would like a list of who has ever received the Honorary Membership.

We should consider corporate recognition for years of membership by a corporation – especially private sector firms.

William agreed to assist on a review of recognition programs.

**Item 12.0: New Business**

Diana suggested ways we could better promote the Window on Ottawa and next year's NWWC in St. John's to the delegates at this conference and suggested polling the delegates if possible.

**Item 13.0 Session Monitor's Remarks**

Andrew reported that the meeting ran very well. Materials were received well in advance and were adequate. Discussion stayed on topic and all items addressed.

**Item 14.0 President's Remarks**

Colwyn thanked all for their participation. He urged all to attend the AGM. The board members thanked Colwyn for his service as president.

**Item 15.0 Motion to Adjourn**

*Moved by Mike Darbyshire that the meeting be adjourned. (4:00 pm)*

*Carried*

**Annex 1 – Attendance at the Board Meeting**

From	Name	Attending
		Yes / No
BC	Ted Robbins	Y
YT	David Albisser	N
AB	Mike Darbyshire	Y
NT	vacant	-
SK	Jerry Cheshuk	N
MB	Vacant	N
NU	Vacant	-
ON	Bev Mollard	Y
ON	Nancy Kodousek	Y
QC	Richard Fontaine	N
QC	Vacant	-
NB	Kendall Mason	N
PE	Matt Duffy	Y
NS	Andrew MacKinnon	Y
NL	Lynnann Winsor	Y
Director- at-Large		-
BCWWA	Colwyn Sunderland	Y
WCW	Edith Phillips	Y
OWWA	Ray Miller	N
WEAO	William Fernandes	Y
RÉSEAU	Diana Qing Tao	Y
ACWWA	Roland Richard	Y
CWWA	Robert Haller	Y
Totals		13



**Annex 2 – Rolling Actions Items**

***See Annex 2 – New Board Minutes of November 16, 2016 for complete list.***