

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 16, 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

Past President Colwyn Sunderland called the meeting to order at 2:00 pm Eastern Time. He provided regrets from our new president Nancy Kodousek who was required back in Waterloo.

Colwyn completed the roll call and the record is attached as Annex 1 to these minutes. Former board member Edith Phillips was also at the meeting as a guest.

Item 1.1: Appointment of a Board Meeting Monitor

Bev Mollard 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 1.3: Annual Declarations

In accordance with board policy, all directors are asked to submit an annual declaration of all affiliations and potential conflicts. Robert provided a form for all directors to complete and submit.

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

Appointment of board liaisons to each committee was added to the agenda as well as a discussion on the IWA-CNC and bid for World Water Congress.

Moved by Greg Archibald and seconded by William Fernandes that the Agenda be adopted as amended.

Carried

Item 3.0: Board Orientation and Policy Governance Review

Colwyn led an orientation session on board governance and reviewed CWWA policies reviewing the Ends, Board Governance, Executive Limitations and Board-Executive Director Linkage.

Robert reviewed the CWWA structure, staffing, and the Board Executive. He also spoke to the corporate insurance for the board, Directors & Operators Insurance coverage and the board members' personal liability. He noted that reserves are being developed to ensure funds to protect board members and all financial records are audited annually. Robert will email details of the insurance coverage to all members.

Item 4.0: Board Goals for 2017

Colwyn led a discussion of how Robert and staff might allocate CWWA resources to align with the priorities identified by the members and the board. The recent survey of members identified the top three priorities as: Safe Drinking Water, Infrastructure and Climate Change. The board discussed their role of setting priorities and ends and allowing staff to interpret but this discussion was intended to assist Robert in determining effort on various goals.

Robert spoke to how he and staff will be developing a revised strategic work plan and hope to connect activities to board goals.

Colwyn provided a table of the CWWA Ends and the priorities to determine the division of resources as follows:

See Table attached as Annex 2

Overall, it was agreed a proper division would be:

Safe Water 20%, Infrastructure 30%, Climate Change 20% and 30% for all the other issues.

Item 5.0: 2017 Budget and Financial Forecast

Robert presented the financial forecast for 2017 with an intention of a surplus of \$57,700. This meets the 5% target of total operations, but also includes contract revenue from the resiliency project with Public Safety Canada.

The board would like to see the specific board expenses better accounted separately so we can judge the cost of governance. The board would like to see a revised strategic plan from staff to see how resources align with the priorities. The board may consider a strategic plan for the board itself.

Moved by Michele Grenier and seconded by Kevin Syrnick that the Board approve the proposed budget and forecast for 2017 with a projected surplus of \$57,700.

Carried

Item 5.1: Membership Rates

Robert spoke to concerns with the current rates that have not been reviewed or amended in many years. The annual increase has made the transition from one size category to the next quite uneven. There were concerns with adjusting the rates too greatly without full review. It was agreed to increase the rates 2% but permit Robert to realign the maximums in each category to reflect a smoother and more appropriate transition.

Moved by Andrew MacKinnon and seconded by Lynnnann Winsor that the Board approve a 2% increase in all membership fees for 2017 and that the staff adjust the maximums in each category to better reflect fairness.

Carried

Item 6.0: NWWC2016 Review

Robert asked the board for comments they had or had heard from delegates concerning this year's national conference.

There were many positive comments about the amalgamated approach to create the national conference. This is a great event and very different from other water events. They were impressed by the quality of the sessions and the presenters feeling it was one of the best they had been to. Great networking and the longer breaks were appreciated. There were too many great sessions at the same time.

The venue was great and the food very good. They like the tightness of the space and intimacy. Good set up for exhibitors. There was a definite 'vibe' for the event as very professional but with a sense of fun always.

Recommendations: Time to consider a new app. Better proof checking of the program and badges. Trouble using the main plenary as a breakout as the room is too big and delays lunch. Suggest the use of ribbons to identify board members, staff, special guests, etc.

Item 6.0: New Business**Item 6.1: IWA - CNC**

Robert spoke to efforts to bid on the 2022 IWA World Water Congress. He shared some of the frustrations dealing with the IWA system. While we were the only bidder, they seem to be trying to find a city in the US. Robert will get more information from the IWA and continue negotiations for now. CWWA needs to name three reps to the IWA Canadian National Committee.

Clayton Tiedemann is currently a rep on the CNC representing CAWQ but could switch to be our CWWA rep. Clayton left the room while the board discussed the decision of reps.

Moved by Greg Archibald and seconded by Lynnann Winsor that the Board appoint the following CWWA members to the IWA-CNC:

*Carl Yates
Nancy Kodousek
William Fernandes*

Carried

Item 6.2: CWWA Committee Liaisons

Moved by Michele Grenier and seconded by William Fernandes that the Board appoint the following board members as liaisons to CWWA Technical Committees:

<i>Drinking Water Quality</i>	<i>Lynnann Winsor</i>
<i>Wastewater & Stormwater</i>	<i>Diana Qing Tao</i>
<i>Energy & Water Efficiency</i>	<i>Nancy Kodousek</i>
<i>Biosolids</i>	<i>William Fernandes</i>
<i>Security & Emergency Mgt</i>	<i>Bev Mollard</i>
<i>Climate Change</i>	<i>Andrew MacKinnon</i>
<i>Utility Mgt</i>	<i>Ted Robbins</i>

Carried

Item 7.0 Session Monitor's Remarks

Bev noted that the materials were good and received on time. All agreed that this was the best board orientation ever and thanked Colwyn for his leadership through the orientation and priority setting. There was good strategic direction leading to resource allocation and advice to staff. All discussions were closed out.

Item 8.0 President's Remarks

Diana, as First Vice President closed the meeting by thanking everyone for their contribution.

Item 9.0 Motion to Adjourn

Moved by Lynnann Winsor 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	Clayton Tiedemann	Y
NT	Chris Greencorn	N
SK	Jerry Cheshuk	N
MB	Greg Archibald	Y
NU	Vacant	-
ON	Bev Mollard	Y
ON	Nancy Kodousek	N
QC	Vacant	-
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	Kevin Syrnick	Y
OWWA	Michele Grenier	Y
WEAO	William Fernandes	Y
RÉSEAU	Diana Qing Tao	Y
ACWWA	Mark Butler	Y
CWWA	Robert Haller	Y
Totals		11

Annex 2
Ends and Resource Allocation Table

Attached separately

Annex 3 –Actions Items

Action Item	Assigned to	Target/Status
Governance Policies <ul style="list-style-type: none"> - Make all amendments to official policies and updated version on the website - Update and extend the Review Schedule - Develop a tracking table on recommendations 	Robert	Feb 2017
Board Minutes and Action Items - transcribed and distributed within a month of meetings	Robert	Dec 2016
Value of Water – discuss potential for national cooperation with BCWWA effort and website	Robert	Report June 2017
Membership Survey – complete final report for board and share results with members	Robert	Feb 2017
CWN – discussions toward partnership & cooperation <ul style="list-style-type: none"> - Lead position? 	Robert, Nancy, Bev, Ted	Jan-Jun 2017
Committee Strategy <ul style="list-style-type: none"> - Ensure committee chairs - Complete Terms of Reference - Commence Position reviews - Regular committee reports to board and membership - Joint meetings of chairs - Invite chairs to conferences (comp) - 	Robert and staff	Jan-Jun2017
Utility Management Committee <ul style="list-style-type: none"> – get committee established – terms of reference – recruit members 	Robert Ted Colwyn Bev Greg	Jan-Feb 2017
Committee Liaisons named <i>Drinking Water Quality</i> <i>Lynnann Winsor</i> <i>Wastewater & Stormwater</i> <i>Diana Qing Tao</i> <i>Energy & Water Efficiency</i> <i>Nancy Kodousek</i> <i>Biosolids</i> <i>William Fernandes</i> <i>Security & Emergency Mgt</i> <i>Bev Mollard</i> <i>Climate Change</i> <i>Andrew MacKinnon</i> <i>Utility Mgt</i> <i>Ted Robbins</i>	All appointed liaisons	Ongoing
Utility Member Recruitment – any follow-up from previous campaign?	Robert & all directors	Ongoing

Action Item	Assigned to	Target/Status
Membership Renewal Letter and one-pager on corporate level benefits to membership	Robert & Nancy	Dec 2016-Jan 2017
Membership Rate review – evaluate various alternate models for rate structure	Robert	Jun 2017
Strategic Plan – revise the Strategic Work Plan <ul style="list-style-type: none"> - include Risk Management Framework - Media Strategy renewed - Social Media Strategy (w Chris) 	Robert and staff Chris	Jan-Mar 2017
Corporate Records – get all governance records for AGM and Board Minutes in order <ul style="list-style-type: none"> - Confirm back-up of records 	Robert & Andrew	March-Jul 2017
Freedom of Information Policy – records and access to emails etc	Robert & Ted	Jun 2017
Cost of Governance <ul style="list-style-type: none"> - Clarify policy on board travel expenses and reimbursements - Show cost of board separately in the budget lines 	Robert	Jun 2017
Minute-taking – consider getting staff support to take board minutes and prep agendas	Robert	Feb 2017
Honorary Membership <ul style="list-style-type: none"> - Report on who is honorary now - Possible criteria - 	Robert & William	Jun 2017
Member recognition <ul style="list-style-type: none"> - Recognize chairs (pins, comp registration) - Thank committee members (cards/pins) - Recognize corporate members for years of membership 	Robert	
Insurance – confirm coverage levels and distribute copies to all directors	Robert	Dec 2016
IWA-CNC reps appointed – Carl Yates, Nancy Kodousek and William Fernandes	Robert	Jan 2017