

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

MINUTES

MEETING OF THE BOARD OF DIRECTORS
TELECONFERENCE

March 27, 2018

as approved June 4, 2018

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

Roll Call & Introductions

President Diana Qing Tao called the meeting to order at 12:05 pm Eastern Time. Diana completed the roll call and the record is attached as Annex 1 to these minutes.

William Fernandes agreed to be Session Monitor.

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

Moved by Greg Archibald and seconded by William Fernandes that the Agenda be received.

Item 2.0: Declarations of Conflict of Interest

As per direction of the Board, prior to discussion of agenda items, each meeting will start with a call for directors to declare any conflicts of interest. There were no declarations made.

Item 3.0: Approval of Meeting Minutes

3.1 – Old Board Meeting of November 5, 2017

Moved by David Main and seconded by Lynnann Winsor that the minutes of the meeting of November 5, 2017 be accepted.

Carried

3.2 – New Board Meeting of November 8, 2017

Moved by David Main and seconded by Lynnann Winsor that the minutes of the meeting of November 8, 2017 be accepted.

Carried

Item 4.0: Action Item List and E.D Activity Report

Robert reviewed the Action Items from the November 8th Minutes highlighting the following:

- Action Item: Hiring of new staff person to assist with committee administration – position being defined and developed.
- Executive Director's spring performance evaluation process. William spoke to evaluation form being sent to all the board members
- Orientation will be done at the NWWC 2018 in Montreal by Colwyn Sunderland
- New replacement for David Albisser (Yukon) will be Jeff Quinsey
- Chris Greencorn has left Yellowknife and therefore has had to step down from the board – need to new replacement
- Website review and renewal – in project design phase
- Transition to the new events management company is complete. The new company is April Taylor & Associates
- Redesigning of Membership Directory for 2018 to be in Annual Report style

CWWA Activity Report

Robert spoke of the staffing changes, the website and magazine changes and the office renovations being complete.

Item 5.0 Finances – Year-End 2016

Robert presented the financial year-end data. We ended 2017 in a very good position with a final surplus of \$110,000. This is more than the budget forecast. Extra savings came from a loss of staff and additional revenue from the Resilience/Security project lead by Adrian Toth. Memberships remained stable with a small loss. We had a great conference professionally, but the numbers were far lower than we would have liked. It was suggested that the financial dashboard has some bullet points to note such anomalies and special points.

Item 6.0 – Window on Ottawa Schedule

Robert reviewed the Board of Directors schedule for the Window on Ottawa in June along with the Spring Board meeting. Schedules emailed to board members.

Item 7.0 Spring Board Agenda

Diana led the discussion on what will be discussed at the Board meeting.

Clayton put together a summary of the SWOT analysis discussed in St Johns. He explained how this will work with tasks/priorities. He will send out analysis before board meeting and will call for input in advance.

Robert mentioned that the morning of the BOD meeting would be office related items (Action Items, financial report etc.) and the afternoon will be for the SWOT analysis and determine direction on this.

Item 8.0: Governance Policy Reviews

As part of the regular review of governance policies, board members were asked to volunteer to review the following:

GP-2 Resource Allocation: Greg Archibald
 GP -3 Governing Style: Clayton Tiedemann
 GP-6 Agenda Planning – William Fernandes
 BL 4: Monitoring Executive Director – Diana Qing Tao

Robert will report on the following:

E-1 Legislative and policy Environment: Robert Haller
 EL-3 Financial Planning: Robert Haller
 EL-4 Financial Conditions & Activities: Robert Haller

Item 9.0 Technical Committee Liaisons

Robert spoke to the role of the liaisons.

- To attend meetings
- To engage in discussions
- To listen and be open channels of communications
- Convey message of BOD

Committee Liaisons were assigned as follows:

○ Water & Energy Efficiency:	Rodney Bouchard
○ Biosolids:	Clayton Tiedemann
○ Drinking Water Quality:	Michele Grenier
○ Wastewater and Stormwater:	Diana Qing Tao
○ Security and Emergency Management:	David Main
○ Climate Change	Jesse Hulsman
○ Utility Leadership:	Vicki Campbell

Item 10.0: New Items

No new items.

Item 11.0 Session Monitor's Report

William Fernandes provided report. The agenda package out well in advance and all came prepared. He was impressed with board members input and volunteering. The conduct and participation was excellent. The meeting ended early and closed out discussions and decisions.

Item 13.0: Motion to Adjourn

Moved by Greg that the meeting adjourn. (1:11 pm)

Carried

**Annex 1 – Attendance at the Board Meeting
March 27, 2018**

From	Name	Attending
		Yes / No
BC	Ted Robbins	N
YT	vacant	-
AB	Clayton Tiedemann	Y
NT	vacant	-
SK	Ryan Johnson	Y
MB	Greg Archibald	Y
NU	Vacant	-
ON	Terry Bender	Y
ON	Rodney Bouchard	Y
QC	Christian Marcoux	N
QC	Vacant	-
NB	Kendall Mason	N
PE	Matt Duffy	N
NS	Jesse Hulsman	Y
NL	Lynnnann Winsor	Y
Director- at-Large	Nancy Kodousek	Y
BCWWA	David Main	Y
WCW	Vicki Campbell	Y
OWWA	Michele Grenier	Y
WEAO	William Fernandes	Y
RÉSEAU	Diana Qing Tao	Y
ACWWA	Roland Richard for Mark Butler	Y
CWWA	Robert Haller	Y
Totals		14

ANNEX 2 – Rolling Action Item List

Board Meeting	Action Item	Assigned to	Status/Target
May 2014	Honorary membership – need a policy for who and why and what benefits etc.	Robert	deferred
Jun 2017	Develop tracking and reporting on Governance Policy Reviews and recommendations	Robert	Awaiting new staff
Jun 2017	Committees – all committees to develop Terms of Reference for approval by the Board and posted to the website	Robert and Committees	ongoing
Jun 2017	Position Statements – priorities assigned to committees – Robert to work with chairs using GP-16 policy	Robert	ongoing
Nov 2017	Consideration of a risk management framework	Robert & Ted	deferred
Nov 2017	Develop formal Terms of Reference for the remuneration of the Executive Director	Board Executive	Process confirmed
Nov 2017	Create an orientation on governance for each new board	Robert and Diana	For Nov 2018 with C.Sunderland
Nov 2017	Website review and renewal	Robert & staff	For end of 2018
Nov 2017	Finance Committee to develop a Procurement Policy	Finance Committee	Spring 2018
Nov 2017	Preparing a SWOT exercise for the board	Clayton & Robert	Spring 2018
Nov 2017	Policy on the role of the board liaison to committees	Robert	Presented March 2018
Mar 2018	Governance Policy reviews assigned	Board Members	Spring 2018
Mar 2018	Board Liaisons to Technical Committees assigned	Board Members	ongoing