

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

MINUTES

MEETING OF THE BOARD OF DIRECTORS
DELTA HOTEL, OTTAWA, ON

June 5th, 2019

as approved September 12, 2019

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

Item 1.0: Call to Order, Roll Call & Introductions

President William Fernandes called the meeting to order at 10:00 am Eastern Time. The meeting began with introductions. The roll call is attached as an appendix to these minutes.

Item 1.1: Appointment of a Session Monitor

Jesse Hulsman agreed to be Session Monitor.

Item 1.2: Declarations of Interest for this Agenda

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 2.0: Approval of Agenda

Moved by Roland Richard and seconded by Jesse Hulsman that the Agenda be approved.

Carried

Item 3.0: Approval of Meeting Minutes

3.1 – Minutes of April 5, 2019

Following up on action items from that meeting, Robert announced that the Board training video is now available on YouTube and will send the link to all board members. The Rates Survey will be conducted later this summer.

Moved by Clayton Tiedemann and seconded by Diana Tao that the Minutes of the meeting of April 5, 2019 be accepted as presented.

Carried

Item 4.0: Financials

Clayton spoke on behalf of the Finance Committee advising the Board that he and the Treasurer, Greg Archibald, had met with Robert and his accountant/v-CFO Richard to review the financial statements and look through the financial records and systems. They were very satisfied that affairs are being managed well. Clayton introduced Richard McNeil, President and CEO of Otus Group, and CWWA's contracted CFO to present the financial reports.

Item 4.1: Auditors Draft Management Letter

Richard McNeil reviewed the letter of the Auditor noting the standard statements of independence and their role. There were no questions of fraud or error and management decisions were all good. He noted they just required the approval of the draft statements from the Board to proceed.

Moved by Clayton Tiedemann and seconded by Michele Grenier that the Management Letter from the auditors concerning 2018 be accepted.

Carried

Item 4.2: Draft Audited Financial Statements 2018

Richard reviewed financial statements noting a final deficit of \$6,000. This amount is equal to a payment made to the Ontario Gov't for unpaid Health Tax following an audit by the government. Robert noted the other anomalies being the staff reorganization resulting in a lay-off/severance and expenses toward hosting the IWA World Water Congress in 2022 (these costs are being tracked for reimbursement in 2022). Robert also noted the significant investment of over \$30,000 into the condominium offices.

Richard was asked to explain the drop in total assets shown on the statements from 2018 to 2019. Richard explained that this is often due to the fluid nature of cash in our accounts at the time of the financial snapshot, but he and Robert will assess and make a fuller report to the board.

Moved by Roland Richard and seconded by Vicki Campbell that the Financials Statements of 2018 be approved.

Carried

Item 4.3 Year to Date Financial Report to April 30th 2019

Richard & Robert reported the following:

The association is still on target to end the year with a surplus of almost \$23,000. This is dependent on collecting our membership dues and meeting our revenue targets for the two events.

The board discussed the Window on Ottawa – its value, but its challenges in drawing delegates. Robert spoke to considerations to partner with the Canadian Water Summit next year.

Item 5.0: Executive Directors Activity Report

Robert presented the CWWA Activity Report noting the work of the committees, his advocacy work and efforts toward IWA 2022 in Toronto as well as sponsoring the IWA Young Professionals Conference in 2019.

Item 6.0: Committee Reports

Robert referred to the Committee Reports he presented at the Window on Ottawa (attached as Annex 3 of these minutes).

Clayton expressed some concern for the Biosolids Committee as he had not heard from them in a few months and had not received a reply from the Chair. Robert noted that the chair had been off on leave and was then reassigned within her employer, so we may need to consider a new chair.

Diana spoke to the growing issues around storm water. This is currently covered within the Wastewater Committee, but gets little attention at this time, but is also a topic within the Climate Change Committee.

Item 7.0 Governance Policy Reviews

Robert quickly reviewed the role of the Board and the role of the Executive Director and how we look at our Governance Policies.

Item 7.1 Governance Policy GP-4 Officers of the Board

Greg Archibald had prepared a report on GP-4 Officers of the Board. He found that we did follow the policies well and had no recommendations.

Item 7.2 Governance Policy GP-7 President's Role

Clayton Tiedemann presented his report on GP-7 Role of the President. He was confident the President and the Board followed this policy and had no recommendations.

Item 7.3 Governance Policy GP-8 First Vice President's Role

Rodney Bouchard presented his report on GP-8 Role of the First Vice President. He noted the President's inclusion of the two vice presidents in the monthly calls with the Executive Director and the role of the 1st V-P on the Finance Committee. He had no recommendations.

Item 7.4 Governance Policy GP-9 Second Vice President's Role

David Main presented his report on GP-9 Role of the Second Vice President, noting the inclusion into monthly calls. He had no recommendations.

Item 7.5 Governance Policy BL-4 Monitoring Executive Director Performance

Ryan Johnson and William Fernandes presented their report on the BL-4 Monitoring Executive Director Performance - Systematic and rigorous monitoring of Executive Director job performance. The executive had reworked the evaluation questionnaire that went out to all board members to ensure it was linked directly to the Association's Ends. They had no recommendations for any further changes.

Motion:

Moved by Jesse Hulsman and seconded by Vicki Campbell that the Governing Policy Reviews and recommendations for GP-4, GP-7, GP-8, GP-9 and BL-4 be accepted.

Carried

Item 7.6 Governance Policy E-3 – End Policy 3

Robert Haller presented his report on End E-3 - Organizations in Canada's water industry collaborate effectively toward sustainable water resources and infrastructure. He spoke to the importance of collaboration to make a stronger voice for water in Canada and role that CWWA is playing as a leader and facilitator of such collaboration.

Item 7.7 Governance Policy EL-3 - Financial Planning

Robert presented his report on executive limitation EL-3 Financial Planning - Financial planning for any fiscal period shall not deviate materially from the Board's Ends priorities, risk fiscal jeopardy, or fail to be derived from a multi-year plan.

Robert reported that all financial spending supports the Ends and supports advocacy. Risk incurring situations are considered unacceptable. We are audited every year and our systems are solid and projections are clear. The Board approves the budget with a surplus target. There are no plans to reduce current assets. Robert is working on a review of our membership rates to consider other calculation models.

Moved by David Main and seconded by Clayton Tiedemann that the board accepted the monitoring reports E-3 and EL-3.

Carried

8.0 Executive Director Monitoring

The Board move in-camera to discuss the executive director's performance and monitoring.

In-camera session 11:30-11:50

The Board returned to open session. The President and 1st Vice- President met with Robert to discuss the monitoring report and comments from the Board.

LUNCH to 12:30**9.0 Board Recruitment**

A review of what vacancies are coming up and what nominations need to made were discussed as follows:

- AB Utility Seat – Clayton has agreed to second term (President 2019-2020)
- MB Utility Seat – Greg has agreed to second term (Treasurer)
- OWWA Seat – OWWA to reconfirm Michele
- Reseau Seat – Reseau to name new rep
- ACWWA Seat – ACWWA to name new rep
- WEAO Seat – WEAO has confirmed extension for William for 3 years to fulfill Past President role and until the IWA 2022 Congress

Call for additional amendments needed to be made for Alberta and Manitoba.

Item 10.0 CWWA Awards Proposal

Diana Tao presented the report of her working group on awards. They liked the idea of recognizing members. Categories included innovation, communications and outstanding performance as well as recognizing individuals for personal contributions to CWWA. It was agreed as a principle that the award need NOT be awarded every year if there are not worthy recipients/projects.

It was agreed we would advance the concept of pins for 2019. A general pin to promote CWWA to members and a 'TOQUE' pin to recognize individual contributions.

The working group consisting of Diana Tao, Michelle Grenier and Jesse Hulsman will develop the terms for the other corporate awards with Robert.

11.0 Board Vision Review

Clayton led a review of the Board's vision efforts over the last several years including facilitated visioning sessions, priority setting, member surveying and resource allocation. He and Robert reviewed the keys points of the staff strategic work plan.

The board then discussed in detail the key points identified with each of the 4 Ends, making updates and amendments. Clayton to report back on final points, but the key items were:

- Importance of the new website and how that can develop
- A lesser importance on French as a top priority but a letter to Reseau Environnement as they begin a restructuring
- To continue collaboration efforts with other organizations including CWN
- Development of MOU's with our partners
- Continue development of Position Papers and Statements

Robert was asked to send the revised Strategic Work Plan to the Board.

The November Board session will focus on Hot Topics and relate priorities to the Committees. It was agreed to include the Committee Chairs in this discussion.

Item 12.0 Other Business

The Board discussed the Town Hall discussions held during the lunch at the Window on Ottawa. All board members are to send their notes to Robert.

We will conduct another Town Hall at the National Conference but adjust the questions slightly. The Executive Committee will work with Robert on the questions.

Robert advised the Board of the current schedule for the National Conference:

- 2019 Banff
- 2020 Niagara Falls
- 2021 Atlantic (NB or Halifax)
- 2022 Central (Ottawa or Quebec City)

Item 12.0 Session Monitor's Report

Jesse Hulsman reported that the meeting met objectives and conducted good discussion of the issues. He noted the agenda package was received early. The Board provided strategic direction to staff on all items.

Item 13.0: Motion to Adjourn

Moved by Diana Tao that the meeting be adjourned. (2:45 pm)

Carried

**Annex 1 – Attendance at the Board Meeting
June 5, 2019**

From	Name	Attending
		Yes / No
BC	Ted Robbins	N
YT	Arcadio Rodriguez	N
AB	Clayton Tiedemann	Y
NT	Chris Greencorn	Y
SK	Ryan Johnson	Y
MB	Greg Archibald	N
NU	Usman Mirza	Y
ON	Terry Bender	Y
ON	Rodney Bouchard	Y
QC	Alain Charron	Y
QC	Vacant	-
NB	Kendall Mason	Y
PE	Richard MacEwen	Y
NS	Jesse Hulsman	Y
NL	Lynnann Winsor	Y
Director- at-Large	Vacant	-
BCWWA	David Main	Y
WCW	Vicki Campbell	Y
OWWA	Michele Grenier	Y
WEAO	William Fernandes	Y
RÉSEAU	Diana Qing Tao	Y
ACWWA	Roland Richard	Y
CWWA	Robert Haller	Y
Totals		17
Guests		

ANNEX 2 – Rolling Action Item List

Board Meeting	Action Item	Assigned to	Status
June 2015	Governance Policy Review – as per accepted schedule and assigned reviewers Need to update Policies with all amendments	Board Robert	Continuing Spring 2019
June 2019	Board Orientation – training video now on YouTube – link to be shared with Board	Robert	Spring 2019
June 2019	Rates Survey of members to gather demographic stats.	Robert	Summer 2019
June 2019	Total Assets – staff to report on drop in total assets from 2017 to 2018	Robert	June 2019
June 2019	CWWA Pins – to develop CWWA pins plus a TOQUE Pin to recognize individuals	Robert	November 2019
June 2019	CWWA Awards – working group to develop terms for the 4 awards	Diana, committee and Robert	November 2019
June 2019	Reseau – Welcome letter to the new E.D. and importance of their partnership	Robert and William	June 2019
June 2019	Strategic Work Plan – Robert to send the revised work plan to all board	Robert	June 2019
June 2019	Future Vision Sessions – November Meeting to discuss Hot Topics and match priorities to committees – Committee Chairs to be invited	Robert, William and Clayton	November 2019

Annex 3
CWWA Technical Committees Updates
Activities June 2017 to June 2018

Wastewater & Stormwater (Ed VonEuw chair)

The Committee has been working on several new initiatives.

- Developing a policy statement on flushable wipes and other products is a priority starting in 2018. This will support the ongoing work to support the development of both international and Canada wide standards for flushable products.
- The Committee continues to support fund raising efforts to develop Canadian standards and we encourage all members to consider supporting this initiative. (HYPERLINK)
- The Committee is also actively supporting the development of an Issues Analysis Paper on food waste grinders in cooperation with the Energy and Water Efficiency Committee. This paper will analyze both the challenges and opportunities of the widespread use of food waste grinders.
- With the proposed changes to the federal Fisheries Act and environmental assessment process the Committee will be helping CWWA analyze the impacts and respond to the proposed legislation.
- Finally, the Committee is supporting CWWA in developing the program for the 2018 National Water and Wastewater Conference. They are helping identify priority topics, and building specialty sessions.

Drinking Water Quality (Klas Ohman chair)

- Held five monthly meeting of the CWWA Drinking Water Quality Committee – typically attended by about eight to ten active members,
- Reviewed abstracts and helped develop a drinking water program for the Annual CWWA Water/Wastewater Conference held in St. John's Newfoundland, November 2017, as well as the upcoming 2018 Conference in Montreal.
- Some Committee members participated in a discussion with Health Canada in February, 2018 expressing concerns and providing comments regarding the proposed Lead in Drinking Water Guideline/
- Helped organize a Health Canada “Proposed Lead in Drinking Water Quality Guideline” Panel Discussion for the 2018, June, Window-on-Ottawa.
- Provided comments and feedback to Health Canada on the following proposed guidelines:
 - Lead,
 - QMRA (Quantitative Microbial Risk Assessment_
 - Uranium, and
 - Enteric Viruses
- Helped CWWA draft letter to Environment Canada expressing concern about heavy handed enforcement approach to the interpretation of the Fisheries Act
- Developed a DRAFT” Policy Statement on Lead for CWWA.

Utility Leadership (Carl Bodimeade chair)

- Utility Leadership Committee was formed in February 2017
- The committee has met through conference calls every one to two months, and in person at CWWA events (Window on Ottawa and National Conference)
- Survey of committee members was undertaken to ascertain initial areas of interest. Highest priorities were identified as:
 - Sustainable water services (financing/funding/pricing, communications and asset management & sustainability)
 - Workforce development & management
- With respect to sustainable water services, a small working group developed a discussion paper for consideration by the full committee.
- After acceptance of that discussion paper by the full ULC, priority actions to be undertaken over 2018/2019 were identified as:
 - Identifying municipalities that have taken steps towards full cost recovery
 - Developing a brief guidance document as to what should be included in the cost of sustainable, resilient water services
 - Developing an official Position Statement with a supporting Position Paper on the topic of “Sustainable Water Services”
 These are currently underway.
- Ongoing actions, distinct to the priority actions noted above, include advancing a dialogue with FCM, advancing collaboration with CNAM and maintaining close ties with CWN through the Municipal Consortium Leadership Group.

Climate Change (Hiran Sandanayake chair)

Since the last Window on Ottawa event the National Committee on Climate Change has been busy with the following activities related to Climate, Risk, and Resilience:

- 1.Collaborated with partners on a wide variety of activities such as:
 - a.input for conferences,
 - b.input for flood resilient design guidelines,
 - c.input on the development of Risk Management courses,
 - d.input on how to apply a “Climate Lens” to municipal infrastructure funding,
 - e.publication of articles in national magazines,
 - f.engaging foreign partners to collaborate on water and wastewater issues,
 - g.responses to requests from federal agencies and departments,
 - h.representation at the Low Carbon Resilience Workshop hosted by FSU and FCM in Ottawa,
 - i.and assistance to foreign delegations to Canada
- 2.Hosted a series of national workshops on a Strategic Vision for Urban Water Management in Canada for the next 50 years.

3. Provide a municipal and utility voice on the Steering Committee for the organization of a one-day National Roundtable on Flooding hosted by the Minister for Public Safety and Emergency Preparedness.
4. Representation on the National Working Group on Financial Risk of Flooding
5. Representation on the National Working Group on Flood Mapping
6. Representation at the NRC hosted Workshop on Adaptation to Climate Impacts on Urban and Rural Storm Flooding in order to develop recommendations for research priorities.
7. And, of course, continued to assist in the development of the Climate, Risk and Resilience streams for the CWWA Window on Ottawa 2018 and National Water and Wastewater Conference 2018.

Security & Emergency Management (Ian McIlwham)

- Developed the **Water Sector Resilience Project** in collaboration with Public Safety Canada and Dalhousie University. The final report is available online on CWWA's Website
- Participation at the National Cross Sector Forum & Multi-Sector Network organized by Public Safety Canada
- Met through teleconferences to prepare the Security stream at the National Conference on Water and Wastewater, Montreal 2018
- Participation at the Roundtable discussion organized by Public Safety and CWWA to celebrate World Water Day

Water Efficiency (Heather Yates chair)

- Food Waste Grinder issues Analysis Paper
- Residential High Water User survey – to be developed into a BMP's guidance document in 2018
- Water sub-metering policy survey
- Large Scale Pump optimization survey
- Committee membership recruiting
- Initiating a water rates summary for Canadian municipalities (to be posted on CWWA website - members location)

Biosolids Committee (Laurie Ford chair)

This committee is reorganizing and working on a new terms of reference as well as developing a longer term project to gather resources for members.

CWWA BOARD OF DIRECTORS STRATEGIC PLANNING REVIEW JUNE 5, 2019; OTTAWA

The CWWA Board of Directors reviewed Board strategic planning activities and outcomes over the past four years:

- June 15, 2015; Halifax – Visioning Session and Vision Statement development
- June 7, 2016; Ottawa – priorities ranking
- November 16, 2016; Toronto – priorities reverification
- November 5, 2017; St. John's – Executive Director's 2018 Strategic Work Plan and Board Priorities and Directions - SWOT Analysis and Strategic Themes development
- June 4, 2018; Ottawa – Strategic Actions for the CWWA "Ends"

The Board then review the June 4, 2018 Strategic Actions for the CWWA "Ends" and asked themselves the following questions:

- Are the Board Strategic Actions still relevant?
- Are any updates or priority shifts required?
- Are there any emerging issues not currently identified?

Based on the Board discussion and input from the Executive Director, the CWWA Board of Directors Strategic Action for the CWWA "Ends" were updated to the following:

CWWA Board of Directors Strategic Actions for the CWWA "Ends"

End – 1:

Canada's water industry has an integrated and positive legislative and policy environment.

- CWWA needs to rise above regional issues with regional regulators and be seen to be focusing on the national perspective and be the national voice
 - Continue to develop position papers, fact sheets and other materials on emerging policy/legislative issues to support members in discussions with regulators and/or municipal councils – Executive Director lead, Board support
- Relations with other water and wastewater sector organizations
 - Define through an MOU or other mechanism the relative roles of CWWA and CWN at the governance level – Board
- French language strategy/engagement
 - Be sensitive to the potential that Québec may perceive CWWA as "national" from a sovereignty issue perspective – Board

End – 2:

Members have knowledge about national and international issues that impact their ability to provide services to their communities.

- Communication and engagement
 - Re-branding CWWA as open, not closed – Executive Director lead, Board support
 - Evaluate the frequency of posting and access to position papers, fact sheets and other support materials (e.g. webinars) through the CWWA website – Executive Director lead, Board support
- Relations with other water and wastewater sector organizations
 - Define through an MOU or other mechanism the relative roles of CWWA and CWN at the governance level – Board

End – 3:

Organizations in Canada’s water industry collaborate effectively toward sustainable water resources and infrastructure.

- Communication and engagement
 - Develop and maintain CWWA’s leadership role in collaboration and facilitation within the water industry – Executive Director lead, Board support
- Relations with other water and wastewater sector organizations
 - Define through an MOU or other mechanism the relative roles of CWWA and CWN at the governance level – Board
 - Maintain, renew or refresh MOU’s with regional association partners – Executive Director lead, Board support

End – 4:

Media who report on water issues have reliable information to present comprehensive, objective perspectives on issues.

- Communication and engagement
 - Website – Executive Director lead, Board support
 - Social media – Executive Director lead, Board support
 - Continue emphasis on position papers, fact sheets and proactive production of support materials on emerging policy/regulatory issues that are synchronized and harmonized with regional association partners – Executive Director lead, Board support

The Board agreed on the following schedule for strategic plan reviews and refreshment:

- November 2019; Banff – develop a “hot topic” list and include the Technical Committee Chairs
- November 2020; Niagara Falls – strategic plan review and update
- November 2021; Atlantic Region – strategic plan review and update
- November 2022; Quebec City or Ottawa – SWOT analysis and strategic plan refresh