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# Meeting Minutes

## Board of Directors

**April 6, 2018**

Time: 9:00 am – 12:00 pm

### Attendees

Jimmy MacAlpine, Greg Keefe, Darren Bruckschwaiger, Jim Spurr, Michele McKenzie, Clifford Hood, Alex Morrison, Mike Dolter, Betty MacDonald, Jane Fraser

### Regrets

Connie Nolan

### Staff Attendees

Kathy Gillis, Meredith Buchanan, Russ Adams, Kim Ashizawa, Chris Doucette, Tracy Williams

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## 1. Review of Agenda

The draft agenda was reviewed.

**Moved by Mike Dolter, seconded by Michele McKenzie the draft agenda be accepted. Motion carried.**

## 2. Review of Minutes

The draft minutes and addendum of February 2, 2018 were reviewed.

**Moved by Darren Bruckschwaiger, seconded by Greg Keefe the draft minutes (and addendum) of February 2, 2018 be accepted. Motion carried.**

## 3. Committee Updates

### Governance and Human Resources Committee

Greg Keefe, Committee Chair, provided an update from the April 5, 2018 meeting.

- Legislation & Roadmap Forward

- Upon conducting a search of the company names put forth for Service Co. there were conflicts. NovaValuation Services Limited has been decided upon.
- The roadmap also includes – a committee that will need to be put in place for board appointments; the bylaws are in progress and it's anticipated the Memorandum of Understanding (MOU) with the UNSM and AMA will receive approval shortly; and, Service Level Agreements (SLA) are being created for each Municipal Unit inclusive of assessment roll activities and any different services each municipality may have/want.
- A policy inventory of Board and Corporate policies was presented to the Committee and is being reviewed by staff to determine what requires Board approval; this will tie into the bylaws being created.
- CEO performance & Objectives – Approval
  - This matter will be discussed as per item # 7 (*in camera*).

#### 4. Service Co. Board Meeting Update

Jimmy MacAlpine provided an update on the Service Co. Transition Board meeting held April 4, 2018.

- A search of the different company names/word variations previously suggested did not fare very well. However, a late submission from a staff member was put forth and staff recommended several variations of this name for consideration. The Service Co. has approved - NovaValuation Services Limited. Legal will proceed with a name reservation for 90 days.
- A draft of the Incorporation documentation for the new company was reviewed. No formal response pertaining to PVSC incorporating a new company has been received to date from DMA (Dept. of Municipal Affairs). **The decision from the meeting was to not Incorporate formally until DMA has responded (the timing of the response will hopefully lineup with the 90-day name reservation).**
- In terms of a Board recruitment approach, thought had initially been given to establishing an Advisory Committee. Instead, an ad hoc committee, including independents, will be established. May be looking for marketing, legal, financial, and perhaps artificial intelligence skillsets. For the next Service Co. Board meeting (scheduled for May 18<sup>th</sup>) staff will prepare a draft recruitment framework for new board members – to include terms of reference for an adhoc Nominating Committee.

## 5. Strategic Planning

### Business Plan

Chris Doucette, Manager of Business Excellence, provided an overview of the strategy, objectives and priorities for the year, and Russ Adams did a risk review. First, Kathy Gillis provided an overview/reflection of PVSC's strategic evolution over the past 10 years. Kathy also indicated that she and Meredith Buchanan attended an Artificial Intelligence (AI) program and sees some potential for PVSC. In addition, she noted the pilot with Newfoundland (Municipal Assessment Agency) recently finished.

Chris reviewed the strategic objectives for 2017-18 & 2018-2019 for PVSC and 2018-19 strategic objective for Service Co. It was suggested to remove "PVSC" from the second sentence of the Service Co. 2018-19 objective to read: "achieve market recognition for service offering" (v. achieve market recognition for PVSC's service offering").

In terms of this year's strategic objectives, Betty MacDonald noted not seeing any innovative initiatives for municipal units (i.e. shared services, etc.). Kathy indicated the focus this year will be to get things up and running for Service Co., thus the reason for the 2018-19 objectives.

**Action: In terms of the "vision" of Service Co., i.e. parent/subsidiary company, staff will look at other companies (i.e. Efficiency One) to determine if the vision/brand lineup.**

**Action: Staff to revisit the strategic objectives and bring any changes back to the Board.**

The 2017-18 business area key priorities and accomplishments were reviewed. Chris Doucette noted that 100% of assessors are working through or have their professional designation and at this point approximately 50% are designated.

**Action: Staff to prepare a draft letter for the Chair's review recognizing assessors who have obtained their professional designation.**

The 2018-19 priorities were reviewed (some of which will continue from 2017-18).

Kathy pointed out that PVSC will be asking IPTI (International Property Tax Institute) to certify its Direct Sales Comparison models (also referred to as MRA - Multiple Regression Analysis).

In terms of the AI (Artificial Intelligence) priority, the Board suggested following up on Quebec AI superclusters (re funding, networking opportunities) and BC superclusters (re tech based for start-ups).

Board members are interested in having an AI session to gain an understanding of AI and developing an AI strategy.

**Action: Staff to arrange an AI session for the Board (with the guest speaker who presented at the AI program that Kathy & Meredith attended at the University of Toronto).**

**Moved by Jane Fraser, seconded by Jim Spurr the 2018-19 priorities be approved. Motion carried.**

#### Risk Review and Discussion

Russ Adams reviewed the principal risks (strategic & operational) and the mitigations previously identified.

The Board suggested the following new/different risks that may need to be reflected:

- Tech Change
- Disruption
- Competitive Risk
- Leadership Distraction (attention on core business & taking care of old)
- MU Relationship (changes)
- Cyber Security (or maybe have a Board discussion)

#### Strategic Governance

Kathy Gillis provided the Board with a couple of documents - Governance of Strategic Plan, and PVSC Board of Directors Agenda and provided an overview. In terms of strategic governance, as per the advice of Cheryl Hodder, Kathy highlighted that a special meeting periodically between boards (PVSC & Service Co.) should occur as an update (not a reporting mechanism but would serve as good communication to the shareholder – PVSC).

PVSC Board approves strategic plan.

CEO reports to Service Co. Board of Directors and PVSC Board of Directors. Service Co. has a shareholder reporting relationship to PVSC as its sole shareholder.

PVSC staff are resourced to Service Co. as required on a cost recovery basis as outlined in a PVSC-Service Co. operating agreement to be established.

### Wrap Up and Next Steps

The 2018-19 priorities will require rollout to staff, the principal risk report will be updated and any revisions reflected and presented to the Audit, Risk and Finance Committee, and the 2018-19 priorities will be reported through the CEO report.

#### **6. Quarter Four CEO Report**

Board members reviewed the CEO report in advance of the meeting; no discussion was required. There was a question on whether there is an action plan to follow-up on staff survey results. Kathy indicated the Executive Team meets with staff via office visits (having a qualitative conversation is important). The results are looked at corporately to determine what/if anything needs to be looked at, and the survey results are also broken down by department so each manager can review to determine any issues and follow-up. Trending results can be shared with the Board.

#### **7. In Camera**

The Board approved the CEO performance results and the 2018-19 objectives.

**Meeting Adjourned**