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# Meeting Minutes

## Board of Directors

**September 1, 2017**

Time: 9:00 am – 12:00 pm

### Attendees

Jimmy MacAlpine, Greg Keefe, Clifford Hood, Michele McKenzie, Alex Morrison, Mike Dolter

### Regrets

Connie Nolan, Jim Spurr, Betty MacDonald, Jane Fraser, Darren Bruckschwaiger

### Staff Attendees

Kathy Gillis, Meredith Buchanan, Kim Ashizawa, Russ Adams, Melanie Deal, Tracy Williams

### Other Attendees

Michael Kelly, Mara Consulting

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#### **1. Review of Agenda**

The draft agenda was reviewed.

**Moved by Mike Dolter, seconded by Greg Keefe the draft agenda be accepted.  
Motion carried.**

#### **2. Review of Minutes**

The draft minutes of June 23, 2017 were reviewed. In terms of follow-up actions items, Russ Adams provided an explanation for the increase in the cost per account compared to the previous year; a copy will be distributed to the Board. It was noted the minutes should be amended to reflect the Quality Committee update was from the June 22, 2017 meeting (v. July 22<sup>nd</sup>).

**Moved by Michele McKenzie, seconded by Mike Dolter the draft minutes of June 23, 2017, as per the noted amendment, be accepted. Motion carried.**

### **3. Committee Updates**

#### Governance Committee

Jimmy MacAlpine, Governance Committee Chair, provided an update on the July 27<sup>th</sup> and August 31<sup>st</sup> meetings.

#### July 27<sup>th</sup> meeting update

- As a follow-up from the June 23, 2017 Board meeting, an ad hoc committee/stakeholder group of Association of Municipal Administrators (AMA), Union of Nova Scotia Municipalities (UNSM) & PVSC Board representatives was established to work towards solutions for the issues/concerns raised as per the governance review recommendations to report back to the Governance Committee.
- Resulting from the stakeholder group coming together, it was suggested that a working group be created with members from the stakeholder group and from the former Municipal Advisory Group to work towards a memorandum of understanding (MOU) with the UNSM.
- Betty MacDonald provided the Governance Committee with an outline of the process the UNSM will follow this year for bringing forward resolutions to the Province. The changes to the PVSC Act as part of the governance review would be put forth in that UNSM resolution process.

#### August 31<sup>st</sup> meeting update

- The final draft of the governance recommendations, which has been provided to the Board, include revisions requested from the August 17<sup>th</sup> UNSM Board meeting.
- The UNSM has three regional/resolutions meeting scheduled for Sept. 7<sup>th</sup> (Baddeck), Sept. 22<sup>nd</sup> (Liverpool), and Oct. 6<sup>th</sup> (East Hants). Jimmy asked Board members to attend the meetings if/where possible.
- Michael Kelly, Mara Consulting, and Kathy Gillis provided a Strategy update, in camera. (This will be discussed as per the Growth Strategy agenda item.)
- Jimmy & Kathy met with the Minister of Municipal Affairs (August 23<sup>rd</sup>) and provided an update on the growth strategy and the governance review, and discussed the provincial audit and the 3<sup>rd</sup> party certifications.

**4. Growth Strategy**

**Moved by Greg Keefe, seconded by Mike Dolter the Committee move *in camera* for the strategy update. Motion carried.**

**Moved out of *in camera*.**

**Moved by Clifford Hood, seconded by Mike Dolter the Board accept proceeding to the next phase (Gate 2) and funding as per the updated budget for the Service Offering project. Motion carried.**

The Governance Committee will continue in the advisory/overseer capacity for the growth strategy.

**5. Governance Review Update**

**(a) Legislative Changes**

The only change to the draft governance recommendations following the August 17<sup>th</sup> UNSM Board meeting was adding a six-month grace period from the time an elected official is either defeated or decides not to reoffer to allow the recruitment for a new member to occur. In terms of process, the governance changes would be put forth as a resolution and presented to the Province with PVSC Act amendments (as part of the governance changes) with a hope the legislative changes would be considered for the spring sitting of the Legislature. Board members were provided with a copy of the draft PVSC Act amendments; Kathy pointed out that Legislative Counsel Office has final approval of the draft amendments. It was also noted that housekeeping amendments to the legislation (i.e. Transitional Board language) will also be recommended in order to bring the legislation current.

The Governance Committee is recommending approval of the draft amendments to the PVSC Act.

**Moved by Greg Keefe, seconded by Mike Dolter the Draft Amendments to the PVSC Act to address the governance changes be accepted. Motion carried.**

**(b) Code of Conduct**

A draft of the PVSC Board of Director Code of Conduct was reviewed. The Governance Committee is recommending approval.

**Moved by Michele McKenzie, seconded by Greg Keefe the PVSC Board of Director Code of Conduct be accepted. Motion carried.**

## **6. Facilities Update**

Kathy explained the review of the leased space fits within the approach to the budget for the next few years. Russ provided the background, details and strategy for each leased office space, including a timeline and a summary of budget assumptions.

## **7. In Camera**

No matters were identified for the minutes following the *in camera*.

**Meeting Adjourned**