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# Meeting Minutes

## Board of Directors

February 2, 2018

Time: 9:00 am – 12:00 pm

### Attendees

Jimmy MacAlpine, Clifford Hood, Alex Morrison, Mike Dolter, Connie Nolan, Betty MacDonald (by phone), Darren Bruckschwaiger, Jim Spurr, Jane Fraser

### Regrets

Greg Keefe, Michele McKenzie

### Staff Attendees

Kathy Gillis, Meredith Buchanan, Russ Adams, Kim Ashizawa, Cheryl Fenerty, Tracy Williams

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## 1. Review of Agenda

The draft agenda was reviewed.

**Moved by Darren Bruckschwaiger, seconded by Jane Fraser the draft agenda be accepted. Motion carried.**

## 2. Review of Minutes

The draft minutes and addendum of September 1, 2017 were reviewed.

**Moved by Mike Dolter, seconded by Clifford Hood the draft minutes and addendum to the minutes of September 1, 2017 be accepted. Motion carried.**

## 3. Committee Updates

### Audit, Risk and Finance Committee

Mike Dolter, Audit, Risk and Finance Committee Chair, provided an update from the February 1, 2018 meeting.

(a) Quarterly Financials

The Committee received an update from staff on the major components in the Statement of Operations and changes in fund balance as of December 31, 2017. The Corporation is expected to be within budget by end of fiscal year with a projected operating fund surplus (under 1% of the total budget).

(b) Investment Report

The Non-Pension Post Employment Benefit Fund had a 3.42% return last quarter to Dec. 31, 2017 (a year-to-date return of 6.29%), and the Technology Advancement Fund return was 2.74% (a year-to-date return of 4.52%). It was noted the investment manager has been compliant within the investment policy, and that overall the investments are doing fairly well.

(c) Mass Appraisal Project Update

In support of improving core functions PVSC is looking to modernize and streamline field data collection and workflow processes. The Committee was briefed on a third party technology solution that enables electronic data collection in the field. (A further update will be provided to the Board as per agenda item # 4.)

(d) Risk Update

The Committee was advised by staff they are revising control measures concerning the segregation of duties for receiving, tracking and payment of accounts payable. The Committee was briefed on a matter of an outstanding balance accumulation payable to a vendor due to invoices not being properly managed for payment. In addition, the review of these controls will be discussed when the Audit, Risk and Finance Committee meets with the external financial auditor on February 2, 2018 to review the audit plan for the 2017 fiscal year.

**Moved by Mike Dolter, seconded by Jane Fraser the Audit, Risk and Finance update be accepted. Motion carried.**

Governance and HR Committee

Jimmy MacAlpine, on behalf of Committee Chair Greg Keefe, provided an update from the February 1, 2018 meeting.

(a) Governance & HR Committee Chair Selection

A new Committee Chair was selected and Greg Keefe is now the Chair of the Governance and HR Committee.

(b) Governance Review Update

Bylaws

Staff will be drafting bylaws reflective of some aspects of the PVSC Act – the Committee reviewed the framework/proposed sections the bylaws will expand upon. A draft of the bylaws will be presented to the Committee in April. (It was noted the final language in the bylaws will depend on the final language resulting from the legislation amendments.)

Memorandum of Understanding (MOU)

The Committee reviewed an initial first draft of the MOU between the UNSM, AMA, and PVSC and provided comments/feedback for staff to incorporate. Next steps will include presenting it to the AMA Board (possibly Feb 16<sup>th</sup>) and to the UNSM Board (possibly Mar 2<sup>nd</sup>) for their approval. In addition to the MOU, each Municipal Unit will sign a Service Level Agreement (SLA) based on their services.

Board Policy Review

An inventory of Board Policies was reviewed for validation. Policies will be reviewed on an on-going basis, and any recommended changes/updates to a policy will be identified in “red” for ease of reference, and the Committee will determine if the policy is compliant or not.

Board Role & CEO Role Descriptions

Over the last number of months Michael DeVenney has worked with the organization on Board development & evaluation, he has worked with the CEO & Board Chair on success profiles, and with Executive members on success profiles - all which links board recruitment, succession planning, etc. to manage the strategy and people component. Using Michael’s work/template, staff have created role descriptions for Board of Directors, Board Chair, and the CEO. The Committee provided feedback on the descriptions and staff will prepare another iteration for the Committee’s review.

**Moved by Jimmy MacAlpine, seconded by Mike Dolter the Governance and HR Committee update be accepted. Motion carried.**

**4. Quality Update**

As per the Board meeting in November the Board agreed to dissolve the Quality and Client Service Committee, and add Quality to the Board agenda as a standing item.

As part of PVSC's year end, a Roll Quality Report is prepared by the Internal Audit and Compliance team. A copy of the 2018 Roll Quality Report has been provided to Department of Municipal Affairs (DMA), and the Board was provided with an Executive Summary.

In addition, an outline of Internal Audit's 2018-2019 priorities for the upcoming fiscal year was provided to the Board.

## 5. Quarter Three CEO Report

Kathy highlighted some of the items presented in the CEO Report.

- Workplace Health, Safety and Wellness: Considering the "Me Too" movement a focus has been placed on the Occupational Health, Safety and Wellness policy as well as the Respectful Workplace policy that will be reviewed, and the Executive Team and Management will meet to discuss this topic further. With the added wellness initiative, the Fitbit Challenge was well received which was identified in the recent staff survey (that will be shared with the Board).
- Newfoundland: The pilot project with Newfoundland (Municipal Assessment Agency) is going well.
- Governance Review: There has been follow-up with DMA on the governance changes in terms of the required amendments to the PVSC Act. The initial Service Co. Transition Board meeting was held on January 25, 2018 – there is a fair amount of work to be built out. Kathy and Russ provided a status update on the communication with DMA regarding PVSC creating a subsidiary. To date, a formal letter of response has not been received from DMA (to PVSC's letter of Oct. 25, 2017 advising of its intention to incorporate a new company).
- Inquiry Period: Calls are down compared to this time last year (by approx. 1000 calls).
- Appeal Survey: Staff are taking the results of the survey and looking at an operating model. Client satisfaction is down a bit which may be attributed to the website (not too concerning).

## 6. Growth Strategy

**Moved by Clifford Hood, seconded by Jane Fraser the Board move *in camera* for the Growth Strategy update and the Mass Appraisal Project update. Motion carried.**

**7. Mass Appraisal Project Update**

Moved out of *in camera*.

Moved by Mike Dolter, seconded by Clifford Hood the Board accept approval in principle the full Field Workflow Transformation project, and redirecting the remaining \$80k of the Mass Appraisal Project funds to Phase 1 of the Field Workflow Transformation project. Motion carried.

**8. Governance Review Update**

The Board received an update as per the Governance Committee update (item #3); no further discussion was required.

**9. Service Co. Naming**

The Chair, Jimmy MacAlpine, recognized the effort put forth by staff with the company naming submissions. He noted the Service Co. Transition Board reviewed the submissions and came up with a short list, following PVSC's Board input management will make a final decision. The PVSC Board liked submissions 3, 4, 6, & 10.

**10. In Camera**

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

**Meeting Adjourned**