

MISSISSIPPI VALLEY CONSERVATION AUTHORITY
POLICY AND PRIORITIES ADVISORY COMMITTEE

MVCA Boardroom

MINUTES

April 5, 2019

MEMBERS PRESENT:

J. Atkinson (by phone);
F. Campbell;
G. Gower;
J. Hall;
B. Holmes;
J. Karau;
J. Mason;
K. Thompson.

MEMBERS ABSENT:

R. Darling;
T. Fritz;
J. Inglis.

STAFF PRESENT:

S. McIntyre, General Manager;
A. Playfair, Recording Secretary.

OTHERS PRESENT:

S. McIntyre called the meeting to order at 1:01 p.m.

BUSINESS:

1. **PPAC04/05/19-1**

MOVED BY: K. Thompson

SECONDED BY: F. Campbell

Resolved, That the Agenda for the Policy and Priorities Advisory Committee meeting be adopted as presented.

“CARRIED”

2. **Minutes – Policy & Priorities Advisory Committee Meeting – June 27, 2018**

PPAC04/05/19- 2

MOVED BY: J. Hall

SECONDED BY: J. Karau

Resolved, That the minutes of the Policy & Priorities Advisory Committee meeting held June 27, 2018 be received and approved as printed.

“CARRIED”

2. Election of Chair and Vice-Chair

J. Mason nominated Jeff Atkinson for the position of Chair for 2019. S. McIntyre asked three times for any further nominations.

J. Atkinson agreed to let his name stand for the position of Chair. He was duly elected by acclamation.

J. Hall nominated Kirby Thompson for the position of Vice-Chair. S. McIntyre asked three times for any further nominations.

K. Thompson agreed to stand for the position of Vice-Chair. He was duly elected by acclamation.

K. Thompson Vice-Chair will Chair the meeting as Chair J. Atkinson was participating by teleconference.

3. Amendment of Administrative By-law

a. Secretary-Treasurer

K. Thompson and S. McIntyre commented on Staff Report #2999/19 attached regarding amendment to MVCA Administrative By-law – Reassignment of Secretary-Treasurer responsibilities.

F. Campbell asked for clarification regarding financial obligations of signing authority for amounts above \$25,000.00. S. McIntyre will add this item to a future meeting to discuss in more detail.

A discussion was held regarding which signing officers are needed for financial obligation in excess of \$25,000.00. To improve clarity, it was agreed that Section 11 of the Administrative By-law should be amended to include a table, and that the text state that one person from each column is required for signing purposes.

PPAC04/05/19- 5

MOVED BY: J. Karau

SECONDED BY: J. Hall

Resolved, That

1. The General Manager be appointed as Secretary-Treasurer of the MVCA; and further that

2. The Administrative By-law be amended as recommended by Staff Report #2999/19 and amended by the committee.

“CARRIED”

b. Voting by Proxy

S. McIntyre commented on Staff Report # 3000/19 attached on amendments of MVCA Administrative By-law – Voting by Proxy.

J. Karau recommended clarifying the wording to read “An absent member voting by proxy shall not be considered ‘present’ during meeting Roll Call and will not be included in the calculation of Quorum”.

S. McIntyre advised the committee that a proxy vote would be for a significant agenda item and the board of directors would have to pass a resolution to allow for proxy votes. It was also noted that the By-laws state “a member participating in a meeting electronically shall have no vote during the meeting”.

Committee members directed that attending Members be permitted to exercise no more than one proxy vote per agenda item. Committee members further clarified that a municipal Council may approve a substitute Member by resolution, as was done by Beckwith Township for the 2019 AGM. The substitute Member has all the rights and privileges of the primary municipal delegate where a copy of the resolution is provided in advance of the meeting.

PPAC04/05/19-3

MOVED BY: G. Gower

SECONDED BY: J. Hall

Resolved, That

The amendments to the Mississippi Valley Conservation Administrative By-law as recommended in Staff Report #3000/19 be approved as amended.

“CARRIED”

c. Invited Members

S. McIntyre reviewed Staff Report 3001/19 attached regarding amendment of MVCA Administrative By-laws - Invited Members.

A discussion was held by the Committee and it was agreed that nothing in the By-laws prevent the General Manager from inviting experts to attend Board meetings; and similarly nothing prevents Board Members from suggesting when external help may be of assistance when dealing with specific agenda items. It was agreed that it is within the General Manager’s purview to determine whether payment for such attendance is appropriate. It was further agreed that, in principle, those paid for providing this service could be compensated using the same honorarium and travel rates approved for Board members.

J. Karau recommended and the Committee agreed to change the resolution to say “Resolved That the General Manager or their delegate be identified as the official liaison between the MVCA Board and the MVCF Board”.

J. Mason noted that if the Foundation becomes more active, the By-law on invited members could be amended in the future. J. Atkinson and J. Karau stated that future consideration could also be given to invited representation from First Nations or other designated party or groups.

PPAC04/05/19-4

MOVED BY: J. Karau

SECONDED BY: J. Mason

Resolved, That

- 1. The Administrative By-law remain silent on Invited Members; and further that**
- 2. The General Manager or their delegate be identified as the official liaison between the MVCA board of the MVCF board.**

“CARRIED”

4. Other Business

J. Karau and J. Atkinson noted that future consideration could be given to inviting representation from First Nations or other designated groups as Invited Members. J. Karau also recommended that the Water Advisory Committee be notified.

ADJOURNMENT

The meeting was adjourned at 1:48 p.m.

PPAC04/05/19-6

MOVED BY: J. Hall

SECONDED BY: J. Karau

Resolved, That the Policy and Priorities Advisory Committee meeting be adjourned.

“CARRIED”

“A. Playfair, Recording Secretary

K. Thompson Vice-Chair”