

MINUTES
UTRCA 70TH ANNUAL GENERAL MEETING
TUESDAY, FEBRUARY 21, 2017

M.Blackie, Chair of the Upper Thames River Conservation Authority called the 70th Annual General Meeting to order at 9:30 a.m. in the Watershed Conservation Centre Boardroom. The following members and staff were in attendance.

Members Present:	M.Blackie	S.McCall-Hanlon
	M.Blosh	H.McDermid
	R.Chowen	A.Murray
	A.Hopkins	B.Petrie
	T.Jackson	M.Ryan
	S.Levin	J.Salter
	N.Manning	G.Way

Regrets: T.Birtch

Staff:	T.Annett	C.Saracino
	B.Glasman	M.Shifflett
	R.Goldt	A.Shivas
	C.Harrington	C.Tasker
	T.Hollingsworth	M.Viglianti
	S.McDonald	I.Wilcox
	C.Ramsey	K.Winfield

1. Approval of Agenda

The Chair requested the Agenda be approved as posted on the Members' Website.

G.Way moved – T.Jackson seconded:-

“RESOLVED that the UTRCA Board
of Directors approve the agenda as posted”

CARRIED.

2. Declaration of Conflicts of Interest

The Chair inquired whether the members had any conflicts of interest to declare relating to the agenda. There were none.

3. Confirmation of Payment as Required Through Statutory Obligations

The Chair inquired whether the Authority has met its statutory obligations in the payment of the Accounts Payable. The members were advised the Authority has met its statutory obligations.

4. Minutes of the Previous Meeting
January 24, 2017

T.Jackson moved – S.McCall-Hanlon seconded:-

“RESOLVED that the UTRCA Board of Directors

approve the minutes of the Board of Directors' meeting dated January 24, 2017 as posted on the Members' Website."

CARRIED.

5. Business Arising from the Minutes

There was no business arising from the minutes to discuss.

6. Business for Approval

(a) 2017 Draft Budget

i) Delegation – Perth South & St. Marys

M.Blackie introduced Bob Wilhelm, Mayor of Perth South, and Brent Kittmer, CAO of St. Marys.

Bob Wilhelm introduced Councilor Cathy Barker from Perth South, and Rebecca Clothier, Treasurer of Perth South. Mayor Wilhelm expressed his appreciation for I.Wilcox's Budget presentation at their council meeting and thanked T. Jackson for his hard work in voicing their concerns as their representative on the UTRCA Board. Over a number of years they have sent letters, and even with T. Jackson speaking on their behalf they feel their concerns are not being heard. Mayor Wilhelm spoke to and elaborated on the letter that was circulated to the Board members. He stressed the financial strain their Municipality is under with no urban centre, a declining population, and huge reductions in grants from the Province. They are concerned that with the increasing UTRCA budget there are little or no improved services to Perth South. They encouraged the UTRCA to increase fees for services to pay for the new Environmental Planning position. He also mentioned the Glengowan Dam project and asked that this matter be closed and surplus farm land sold. He highlighted some of the difficult decisions Perth South has had to make in order to reduce costs. Mayor Wilhelm asked that the UTRCA reduce expenses and any addition to staff or increased services be paid for using a user pay model instead of increasing the Levy.

Mr. Kittmer, CAO of St. Marys, spoke to the letter from the Town of St. Marys that was circulated to the Board members. They are facing financial challenges due to a recent plant closure, and a number of uncontrollable increases to their budget, including the 2017 UTRCA Levy. He pointed out many of the small towns in the UTRCA Watershed are facing similar challenges with plant closures. He outlined the sacrifices and difficult budget decisions their Council has had to make. Given the current economic climate within the watershed, they do not feel the increase is responsible at this time. Mr. Kittmer encouraged the UTRCA to go back to the table and make reductions in non-core services, and requested that the UTRCA reconsider the draft budget.

M.Blackie thanked Mayor Wilhelm and Mr. Kittmer for their presentations.

ii) Municipal Feedback
(Report attached)

I.Wilcox spoke to his report and invited Members to share any feedback they had received from their Municipalities. T.Jackson received feedback from his Municipalities but will speak to these at the time of the Budget vote.

T.Jackson moved – B.Petrie seconded:-

“RESOLVED that the Board of Directors receive the report as presented.”

CARRIED.

- iii) Adoption of 2017 Proposed Budget and Municipal Levy
(Report attached)

I.Wilcox explained the two motions outlined in his report and reminded the Board that the Budget vote and Flood Control Capital Levy vote are the only times that the weighted vote is used. They will both be a recorded vote.

T.Jackson expressed his concerns regarding the 2017 draft Budget. He recalled that to his knowledge this is the first time a Municipality has requested Delegation status to address the Board personally to request changes to the budget. The communities we represent are generally appreciative and satisfied with the staff and services the UTRCA provides but he felt that given the financial struggles Municipalities and their residents are currently faced with, the aggressive implementation of the Environmental Targets is being perceived as unreasonable. T.Jackson felt that more service based revenue opportunities should be taken instead of increasing the Levy. He felt that the Environmental Targets are premature considering the CA Act review results will be published soon, and is also concerned that any short comings in securing contract money for the Targets work will end in Municipalities paying for them. T.Jackson asked his fellow Board members to consider voting against the adoption of the 2017 Budget as presented so the Board can revisit it to make adjustments to the Targets funding only, with full support for the core services and base budget.

S.Levin thanked and complimented T.Jackson on his continued work in representing his Municipalities.

G.Way moved – M.Ryan seconded:-

“RESOLVED That the UTRCA Board of Directors approve the 2017 Draft Budget under Section 27 of the *Conservation Authorities Act* in the amount of \$16,596,185 and that staff be directed to circulate the Approved Budget to member municipalities as part of the required 30 day review period. Please note the levy component of the budget will be apportioned to member municipalities based on a general levy formula as developed by the Ontario Ministry of Natural Resources and Forestry using Current Value Assessment data from the Municipal Property Assessment Corporation.”

CARRIED.

Recorded Vote:

UTRCA Weighted Vote: 2017 Draft Operating Budget

Municipality	CVA Apportionment Percentage	Voting Weight	Number Of Members	Weight Per Member	For	Against	Absent
County of Oxford	16.3189	23.40	5	4.68	3	1	1
City of London	65.1945	50.00	4	12.50	4		
Lucan-Biddulph	0.2963	0.40	1	0.40	1		
Thames Centre	3.1404	4.50	1	4.50	1		
Middlesex Centre	2.2912	3.30	1	3.30	1		
Stratford	7.3625	10.60	1	10.60	1		
Perth East	1.2712	1.80	1	1.80		1	
West Perth	1.3139	1.90	1	1.90	1		
St. Marys	1.579	2.30	1	2.30		1	
Perth South	1.0356	1.50	1	1.50		1	
South Huron	0.1966	0.30	1	0.30		1	
Results			18		12 (84.74)	5 (10.58%)	1 (4.68%)
OF THE WEIGHTED VOTE IN ATTENDANCE							
*Based on UTRCA share of assessment							
Notes: Voting weight is capped at 50% for any municipality unless the number of its representatives exceeds 50% of the total number of municipal appointees. The voting weight of the remaining municipalities is increased proportionally.							

The motion carries with 84.7% of the weighted vote supporting the recommendation, with one member absent.

iv) Adoption of 2017 Flood Control Capital Levy

T.Jackson moved – G.Way seconded:-

“RESOLVED that the UTRCA Board of Directors approve the 2017 Flood Control Capital Levy under Section 26 of the *Conservation Authorities Act* in the amount of \$1,301,311 to support the Authority’s 20 year Flood Control Capital Plan. Apportionment of this levy is based on Special Benefiting Percentages, by structure, as presented in the 2017 Draft Budget. It is noted this levy amount has been set based on cooperative discussions with participating municipalities and assumes that the majority of the works will receive a matching funding contribution through the provincial Water and Erosion Control Infrastructure Program (WECI).”

CARRIED.

Recorded Vote:

UTRCA Weighted Vote: 2017 Flood Control Capital Levy

Municipality	CVA Apportionment Percentage	Voting Weight	Number Of Members	Weight Per Member	For	Against	Absent
County of Oxford	16.3189	23.40	5	4.68	4		1
City of London	65.1945	50.00	4	12.50	4		
Lucan-Biddulph	0.2963	0.40	1	0.40	1		
Thames Centre	3.1404	4.50	1	4.50	1		
Middlesex Centre	2.2912	3.30	1	3.30	1		
Stratford	7.3625	10.60	1	10.60	1		
Perth East	1.2712	1.80	1	1.80	1		
West Perth	1.3139	1.90	1	1.90	1		
St. Marys	1.579	2.30	1	2.30	1		
Perth South	1.0356	1.50	1	1.50	1		
South Huron	0.1966	0.30	1	0.30	1		
Results	100.00	100.00	18	43.2	17 (95.32%)	0	1 (4.68%)
OF THE WEIGHTED VOTE IN ATTENDANCE							
*Based on UTRCA share of assessment							
Notes: Voting weight is capped at 50% for any municipality unless the number of its representatives exceeds 50% of the total number of municipal appointees. The voting weight of the remaining municipalities is increased proportionally.							

The motion carries with 95.32% of the weighted vote supporting the recommendation, with one member absent.

M.Ryan spoke to his concerns about the weighted vote distribution. He is uncomfortable that one Municipality holds half of the weighted vote. He has asked that staff explore possibilities to prevent one Municipality from having the ability to either pass or reject a budget. It was clarified that the weighted vote is only used for the budget vote, and the weighted vote formula is outlined in Conservation Authority Act regulations and we are required to follow it. I.Wilcox stated that there are other Conservation Authorities who face similar challenges in having one dominant Municipality. A report from staff would present information that provides further context and directions from Conservation Ontario to decide if a letter to the Province would be appropriate.

M.Ryan moved – A.Murray seconded:-

“RESOLVED that the UTRCA Board of Directors direct staff to make inquiries with Conservation Ontario and the Ministry of Natural Resources regarding the status of the weighted vote and possible options or changes.

CARRIED.

(b) Investment Policy
(Report attached)

The attached report was presented for the members' consideration.

C.Saracino spoke to her report, stating that this policy was created to give staff guidance to move ahead to create procedures and practices. The colour chart provided in the report is just a sample.

The group that will be looking at the long term investments will collect information by talking to bankers, investment advisors etc. to enable them to decide for themselves what a socially responsible investment would be. C.Saracino clarified that this is a brand new policy and it will be updated every third year.

There was discussion around the makeup of a potential Finance & Audit committee. Further discussions were deferred to item 6 (c).

S.Levin moved – G.Way seconded:-

“RESOLVED that the Board of Directors accept the recommendation as presented in the report.”

CARRIED.

(c) Board Committee Role – Finance & Audit
(Report attached)

The attached report was presented for the members' consideration.

It was clarified that the outcome of this decision will be reflected in the Board of Directors' Policy Handbook.

T.Jackson moved – H.McDermid seconded:-

“RESOLVED that the UTRCA Board of Directors accept the recommendation as presented in the report.”

DEFEATED.

B.Petrie moved – A.Hopkins seconded:-

“RESOLVED that the recommendation be amended to state the Chair must sit on the Finance & Audit Committee.”

CARRIED.

A.Hopkins moved – M.Ryan seconded:-

“RESOLVED that the recommendation be amended to state the committee will be made up of three to five members.”

CARRIED.

S.Levin moved – R.Chowen seconded:-

“RESOLVED that the Board of Directors form a separate Finance and Audit committee, with the responsibilities as described in the attached report. This new committee would be added to the Board of Directors’ Policy Handbook. It will consist of the Chair and two to four other members elected from the Board. The committee is proposed to be titled the Finance and Audit Committee.”

CARRIED.

The Finance and Audit Committee will be elected at the March 28th Board of Directors meeting.

- (d) 2017 Capital Water and Erosion Control Infrastructure (WECI) Projects
(Report attached)

H.McDermid moved – T.Jackson seconded:-

“RESOLVED that the 2017 Capital Water and Erosion Control Infrastructure Projects be approved as outlined in the attached report.”

CARRIED.

- (e) Board of Directors Policy Handbook Updates
(Report attached)

T.Jackson moved – H.McDermid seconded:-

“RESOLVED to amend the motion to include the addition of the Finance and Audit Committee in the Policy Handbook.”

CARRIED.

G. Way moved – M.Ryan seconded:-

“RESOLVED that the Board of Directors approve the Policy Handbook updates as outlined in the report and that the Handbook be further amended to include the Finance and Audit Committee.”

CARRIED.

I.Wilcox and M.Viglianti will update the Handbook.

- (f) 2016 Health and Safety Summary
(Report attached)

The attached report was presented for the members’ consideration.

S.Levin moved – A.Hopkins seconded:-

“RESOLVED that the 2016 Health and Safety Summary be approved as outlined in the attached report.”

CARRIED.

7. Business for Information
(a) For Your Information Report
(Report attached)

The report was presented for the members' information.

8. Other Business

There was no other business to discuss.

A. Hopkins left the meeting.
Staff and Guests joined the meeting.

9. Welcome

M.Blackie welcomed staff and guests to the 70th Annual General Meeting. He introduced Dave Marr and Rebecca Philips from TD Bank. M.Blackie announced to staff and guests that the 2017 Budget had been passed.

10. Priority Subwatershed Presentation

Mike Funk gave his presentation on the Priority Subwatershed project. The project will wrap up next year.

11. Presentation of Service Awards

The Chair and General Manager presented service awards to the following members and staff;
Ten Year Service Award – Denise Quick (absent), Mark Shifflett, Jason Belfry, Ryan Mullin, Tony Jackson, Murray Blackie & Hugh McDermid
Fifteen Year Service Award – Matt McCutcheon, Brandon Williamson, Tara Tchir, Cari Ramsey, Eric Stockman & Roy Ready
Thirty Year Service Award – John Enright

12. Green Hair Spa Presentation

M.Blackie and K. Pugh introduced Jessika Guy, owner of the Green Hair Spa.
M.Blackie presented Jessika Guy with a token of thanks from the UTRCA for her significant contributions to the Tree Planting program and continued commitment to environmentally conscious business practices.

13. Cade Property Dedication Presentation

M.Blackie introduced Barnby Cade and his family. C.Merkly highlighted the many projects that the UTRCA and Mr. Cade have worked on on his property over the years.
M.Blackie presented Barnby Cade with a token of thanks from the UTRCA for his very generous donation of land. The family were presented with plaques dedicating the property "The Cade Tract".

14. Chair and General Manager's Concluding Comments

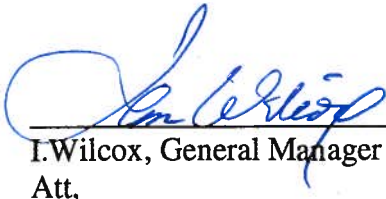
M.Blackie thanked the staff involved in organizing the Annual General Meeting.

In the spring trees will be planted in memory of Murray McIntosh and in honour of the four Board members who left the UTRCA in 2016.

15. Adjournment

There being no further business to bring forward M.Ryan moved to adjourn the meeting at 12:22 p.m.

The members, staff, and guests participated in a luncheon.



I. Wilcox, General Manager
Att,

M.Blackie, Authority Chair