

Halifax Water Board Meeting Minutes

Date: September 24, 2020

Meeting Time: 9:10 a.m.

Attendees:

Commissioner Craig MacMullin, Chair

Commissioner Russell Walker, Vice Chair

Commissioner Richard Zurawski

Commissioner Ted Farquhar

Commissioner Brad Anguish

Commissioner Colleen Rollings

Commissioner David Hendsbee

Regrets:

None

Staff:

Cathie O'Toole, General Manager

Louis de Montbrun, Director, Corporate Services/Treasurer

Heidi Schedler, General Counsel and Corporate Secretary

Reid Campbell, Director, Water Services

Jamie Hannam, Director, Engineering & Information Services

Lorna Skinner, Administrative Assistant

Agenda Items

1.a) RATIFICATION OF IN CAMERA MOTIONS

Discussion Notes

MOVED BY Commissioner Hendsbee, seconded by Commissioner Rollings, that the Halifax Regional Water Commission Board ratify the In Camera motions.

Decision

MOTION PUT AND PASSED.

1.b) APPROVAL OF THE ORDER OF BUSINESS AND APPROVAL OF ADDITIONS AND DELETIONS

Discussion Notes

Commissioner Farquhar requested that Item 10-I be added to the Agenda.

MOVED BY Commissioner Farquhar, seconded by Commissioner Rollings that the Halifax Regional Water Commission Board approve the order of business and approve additions and deletions with the above-noted amendment.

Decision

MOTION PUT AND PASSED

2. APPROVAL OF MINUTES – June 25, 2020

Discussion Notes	MOVED BY Commissioner Walker, seconded by Commissioner Rollings that the Halifax Regional Water Commission Board approve the minutes of June 25, 2020.
Decision	MOTION PUT AND PASSED.

3. BUSINESS ARISING FROM THE MINUTES

Discussion Notes	NONE
Decision	n/a

4.1 OPERATING RESULTS FOR THE FIVE MONTHS ENDED AUGUST 31, 2020

Discussion Notes	A report dated, September 16, 2020, was submitted. Louis de Montbrun gave an update of the operating results for the five months ended August 31, 2020.
Decision	n/a

4.2 CAPITAL PROJECT SPENDING SUMMARY – 2019/20

Discussion Notes	A report dated September 17, 2020, was submitted. Jamie Hannam gave an overview of the Capital Spending Summary. MOVED BY Commissioner Rollings, seconded by Commissioner Adams that the Halifax Regional Water Commission Board approve the individual project over expenditures as identified within Attachment 2, “Capital Project Spending Summary, April 1, 2019 – March 31, 2020” and direct staff to forward the subset of projects “over \$250,000” to the NSUARB for information and approval.
Decision	MOTION PUT AND PASSED.

5. ENTERPRISE RESOURCE PLANNING SOLUTION PROJECT

Discussion Notes	A report dated September 18, 2020. Cathie O’Toole gave a brief history of the ERP system. Warren Brake gave a presentation on the ERP Solution project. MOVED BY Commissioner Farquhar, seconded by Commissioner Zurawski that the Halifax Regional Water Commission Board approve additional funding for the Enterprise Resource Planning (ERP) Solution project in the amount of \$16,629,000 for a total project funding commitment of \$16,923,200 over three years.
Decision	MOTION PUT AND PASSED.

6. 2020 FALL DEBENTURE	
Discussion Notes	<p>A report dated September 18, 2020, was submitted. Louis de Montbrun gave an overview of the 2020 Fall Debenture</p> <p>MOVED BY Commissioner Rollings, seconded by Commissioner Hendsbee, that the Halifax Regional Water Commission Board approve the financing of \$10,000,000 with a twenty-year amortization term and finance over ten or fifteen years, dependent upon which all-inclusive rate at time of pricing is less than 2%. If both are less than 2%, fifteen-year financing will be obtained. The maximum all-inclusive rate is not to exceed 5.5%.</p>
Decision	MOTION PUT AND PASSED.

7. CORPORATE GOVERNANCE MANUAL	
Discussion Notes	<p>A report dated September 17, 2020, was submitted. Heidi Schedler gave a summary of the substantive changes to the Corporate Governance Manual.</p> <p>MOVED BY Commissioner Farquhar, seconded by Commissioner Walker, that the Halifax Regional Water Commission Board:</p> <ol style="list-style-type: none"> 1. approve the Corporate Governance Manual, as attached, 2. approve the terms of reference for the Halifax Water Board committees: Executive, Environment Health and Safety, and Audit and Finance, as attached, 3. approve the creation of the Halifax Water Board Enterprise Risk Management Committee and the terms of reference as attached, 4. approve the Commissioner Code of Conduct, as attached, 5. rescind the January 28, 2016 version of the Corporate Governance Manual; the terms of reference for the Board Executive, Environment Health and Safety and Audit and Finance committees; and the Directors' Code of Ethical Conduct and Policy on Conflicts of Interest, 6. rescind the Board Meeting Protocol – Public Meetings approved by the Board on March 20, 2019.
Decision	MOTION PUT AND PASSED.

10-I COBEQUID ROAD/GLENDALE AVENUE WATER MAIN BREAK	
Discussion Notes	<p>An information report dated September 14, 2020, was submitted. Commissioner Farquhar asked if the erosion at this break was expected. Jamie Hannam stated that while corrosion is an expected risk for failure, the root cause has not yet been determined. Commissioner Farquhar asked for a follow-up report that includes the findings of this</p>

	investigation as well as how prevalent this may be in other pipelines. Cathie O'Toole suggested that this is a matter that could be addressed through the new Enterprise Risk Management Committee.	
Decision	The Board agreed that a follow-up report should be submitted to the Enterprise Risk Management Committee.	
Action Items	Person Responsible	Deadline
A follow-up report to be submitted to the Enterprise Risk Management Committee.	Reid Campbell/Jamie Hannam	None

Next Meeting Date: November 26, 2020

Minutes taken by:
Lorna Skinner, Administrative Assistant
Engineering & IS