

**Southwest New Brunswick Service Commission
Board Meeting
Minutes
April 25, 2013**

W.C. O'Neill Arena, St. Andrews, NB
V 2013-05-07

Minutes of the meeting of the Board of Directors of Southwest New Brunswick Service Commission held on Thursday April 25, 2013 at 6:00 p.m. at W.C. O'Neill Arena, St. Andrews, NB

IN ATTENDANCE

BOARD MEMBERS

Daniel Dow, LSD Representative, Chairperson
Frank Carroll, Mayor of McAdam, Vice-Chairperson
Carla Brown, LSD Representative
Garry Christie, LSD Representative
Vern Faulkner, LSD Representative
Winston Gamblin, Mayor of Harvey
Stan Choptiany, Mayor of St. Andrews
Frank McCallum, LSD Representative
John Quartermain, Mayor of St. Stephen
Darrell Weare, LSD Representative
Nick Cleghorn, LSD Representative
Terry James, Mayor of Black's Harbour
Daniel Henry, Mayor of St. George
Pat Dodd, LSD Representative

OTHERS

Frank Tenhave, Executive Director
Dianne Orr, Contracted Assistant

PUBLIC

Four persons from the general public attended.

1. CALL TO ORDER

The meeting of the Southwest New Brunswick Service Commission was called to order at approximately 6:20 p.m. by the Chairman, D. Dow, after an introduction and tour of CHCO public access TV facilities located near the meeting room.

2. AGENDA

The Chair referred everyone to the agenda that was circulated by e-mail and in hard copy, and asked if anyone had any additions to make to it. The Chair asked for four items to be added. Attached is a copy of the revised agenda based on these additions.

13-49 It was moved by G. Christie, seconded by N. Cleghorn that the agenda be accepted with the four additions. **CARRIED.**

(A copy of the revised Agenda will be posted on the SNBSC website.)

On a point of order, D. Weare raised the issue of the Audit not being yet completed and as such, this meeting could not serve as this organization's Annual Meeting. The Board of Directors recognized the validity of this point.

13-50 It was moved by D. Weare, seconded by J. Quartermain that the Annual Meeting be postponed one month —May meeting. **CARRIED.**

3. Conflict of Interest Declarations

The Chair asked whether there were any conflicts of interest and none were brought forth.

4. Review and Approval of Minutes

Minutes of the last meeting were briefly discussed and two corrections were added. Attached is a copy of the revised minutes based on these changes.

13-51 It was moved by G. Christie, seconded by D. Henry that the minutes be accepted with the revisions made. **CARRIED**

(A copy of these approved minutes will be posted on the SNBSC website)

5. BOARD LIABILITY AND LIABILITY INSURANCE PRESENTATION

Luke Cain of Cain Insurance gave an informative presentation on general insurance and liability insurance to the Board Members. The presentation included coverage, limits, deductibles, as well as features of liability insurance. There were a number of questions about insurance and how it works in relation to a regional service commission and he answered all of these in as much detail as time would allow.

6. EXECUTIVE DIRECTOR'S REPORT

Frank Tenhave gave his report while referring to a written version that all present had a copy of in their folders. He stated that the items of most interest are dealing with the office administration position in which there are over 100 applications, the budget is lower that required therefore an entry level or part time person will be hired; Work in identifying

qualified non-Board members to sit on the Technical Advisory Committee; and further participation in the Orientation/Training meeting of the PRA Committee have taken considerable effort during the past month. Three summer student and one seasonal worker will be hired at the landfill site in the near future. It was also noted that RSC's are examining fee structures, and strategic planning, and that the development of the web site is progressing slower than planned. There was a supplementary item brought to the Board's attention that was not in his written report; the partnership of the St. Croix Estuary Project Inc. and the Eastern Charlotte Waterway had just gotten word that they had received funding for community vulnerability assessments regarding climate change impacts for the communities of St. Andrews, St. Stephen, St. George, Black's Harbour and Grand Manan. They would welcome the opportunity to add communities and make this a regional project if further funding could be sourced.

13-52 It was moved by F. McCallum, seconded by F. Carroll, that the Executive Directors report be accepted as written. **CARRIED**

(A copy of the Executive Directors report will be posted as an Addendum to the Minutes on the SNBSC website).

7. (a). EXECUTIVE COMMITTEE REPORT

D. Dow read the Executive Committee Report, which he distributed copies of just prior to the meeting beginning, describing the continuing work being done.

13-53 It was moved by V. Faulkner and seconded by F. McCallum that the report be accepted as read. **CARRIED**

(A copy of the Executive Committee's Report will be posted on the SNBSC website as an addendum to the minutes of the meeting.)

(b). BUSINESS ARISING FROM EXECUTIVE COMMITTEE REPORT

The discussion of advertising for the Office Administrator position in the Money Saver and online (CareerBeacon) was discussed. During this discussion V. Faulkner excused himself from the meeting. The Finance and Budget Committee were asked to consider a greater allocation of funds to support the full time position of an Office administrator and to provide a recommendation of funds to be provided at the next meeting. The consensus of the group was that a revised version of the ad would be run again in several local print media; MoneySaver, the Courier and the Harvey Lions Newspaper and McAdam Lions Newspaper. When this discussion was over, V. Faulkner returned to the meeting.

Following this, the topic of issuing the agenda without additions ten days before the meeting was discussed. The point was raised that this was a difficult timeframe to meet given that the Board meets monthly. It was suggested that the three days before would be a more workable and realistic approach.

13-54 It was moved by D. Weare, seconded by T. James, to rescind the motion from last meeting which set a 10 day deadline for the final agenda to be issued and that a new policy re; issuing the agenda be set at 3 days before the meeting. **CARRIED**

The issue of the location of the corporate office was then discussed. Given the speed with which time is going by and the work that would be required for identifying the

appropriate location, it was suggested that it would be helpful to have an Ad Hoc Committee set up to work on this issue and bring back a recommendation this fall.

13-55 It was moved by V. Faulkner, seconded by F. McCallum that an Ad Hoc Committee be formed to look at the options around a corporate office location and to bring this information and a recommendation back to the Board. **CARRIED**

This committee was further discussed and the group felt that given the need to begin this work, the committee should be manned at this meeting, if possible. Several Board members expressed interest in participating and there was a discussion of what the appropriate size of the committee should be and how members should be selected. In the end it was the group's consensus that the committee should be no larger than 4 members and that a random selection process might be the fairest.

13-56 It was moved by J. Quartermain, seconded by G. Christie that all interested Board member's names be put in a hat and four drawn in order to form an Ad Hoc Corporate Office Location Committee. (1 Opposed.) **CARRIED**

With this approach agreed to and the group's agreement that there should be only four members on this committee, the names of all the interested Board members were put in a basket and the names drawn out by the minute-taker, Dianne Orr. The names drawn out were:

Frank Carroll- McAdam
Terry James- Blacks Harbour
Carla Brown- Oak Bay
Nick Cleghorn-Manner Sutton

8. (a). PRAC REPORT

The PRAC report was presented by V. Faulkner who reviewed a document circulated to the Board and in their folders.

13-57 It was moved by N. Cleghorn, seconded by D. Henry that the report be accepted as read. **CARRIED**

(A copy of this report will be posted on the SNBSC website as an addendum to these minutes.)

(b). BUSINESS ARISING FROM THE PRAC REPORT

In the report it was pointed out that the PRAC decided to change their meeting schedule such that it would be held on the third Thursday of the month in order for staff to meet requirements of the PRAC by-laws. It was also discussed that the Board would change the bylaws to reflect a more manageable schedule for staff.

13-58 It was moved by V. Faulkner, seconded by F. Carroll to change section 4.1.1. of the PRAC bylaws such that it changes from "The deadline for determining the items to be included on the regular meeting agenda of the Planning Review and Adjustment Committee shall be the end of the month" to "The deadline for determining the

items to be included on the regular meeting agenda of the Planning Review and Adjustment Committee shall be on the second Tuesday of the month." **CARRIED**

9. (a). TECHNICAL ADVISORY COMMITTEE REPORT

The TAC report was read by W. Gamblin and key points were pointed out as he went through the report. The committee was given an overview on the solid waste facility, its history and operations, with an emphasis on the importance of the Maine and Saint John River Valley customers in order to keep the costs and thus "tipping fees" at a reasonable level. In addition there was a brief overview of leachate management, cell construction and future infrastructure needs.

It was also stressed that the facility must be compliant with all relevant Federal and Provincial legislation/regulations and failure to do so has significant consequences. It was noted that the new RSC Board of Directors are the "Approval Holder" and all liabilities will rest with the Board members. It was stated that it was very important to understand how the land fill works and to gain proper understanding of all of these matters. The Board members are endeavouring to organize a tour of the land fill.

Questions were raised about the Terms of Reference put forward by this committee so the suggestion that the report be approved with the Terms-of- Reference removed was accepted by W. Gamblin.

13-59 It was moved by W. Gamblin, seconded by S. Choptiany that the report be accepted as read, with the attached Terms-of -Reference removed. **CARRIED**

(A copy of this report will be posted on the SNBSC website as an Addendum to the minutes.)

(b). BUSINESS ARISING FROM THE TAC REPORT

Two specific questions arose in regard to the TAC's "Terms of Reference" which were attached to the TAC report. Specifically;

1) The number of members from the Board vs. the number from the community (the Terms of Reference had 2 from the Board and the balance (4) from the community – all with experience or expertise of value to the TAC. There was a possibility of other (non-Board) expertise being brought to the TAC.

2) The length of time members of the committee could serve. The document indicated that the non-Board members could sit on this committee until they decided to leave. The "legality/appropriateness" of this was questioned.

After much discussion of these items it was decided that the Terms of Reference for this committee would be tabled until the next Board meeting at which time the TAC co-chairs would return with their recommends based upon further discussions with its members.

10. (a). FINANCE AND BUDGET COMMITTEE REPORT

The Finance and Budget Committee report was read by Chair C. Brown, which was an abbreviated version of the report found in the members file. A number of financial issues were discussed and would be dealt with as new business arising from the report.

13-60 It was moved by F. McCallum, seconded by G. Christie that the report be accepted as given. **CARRIED.**

(A copy of the Finance & Budget Committee report will be posted on the SNBSC website as an Addendum to the minutes)

(b). BUSINESS ARISING FROM F & B COMMITTEE REPORT

The topic of the \$10 optional claim for out-of-pocket expenses that may be claimed by committee members was raised. Basically this item of concern was that there was a gray area in the existing policy concerning the non-SNBSC Board members on committees and whether or not they should be eligible for this same \$10 per month expense claim. After discussion it was agreed that it would be appropriate for all committee members to be offered this optional expense claim.

13-61 It was moved by D. Weare, seconded by T. James that all non-Board members on all committees be eligible for \$10 per month, per committee for out-of-pocket office expenses if they wish to claim it. **CARRIED**

The issue of the need for a signing authority limit was raised and discussed. In summary such a limit would apply to discretionary spending that did not fit in any budgeted categories. Such a limit would mean that any amount over that limit would have to be brought to the Board for approval. In keeping with good governance and management practises, this would be an extra safeguard beyond the two signature provision already in place for all cheques that are written (one from senior staff and one from either the Chair or Vice-Chair.).

13-62 It was moved by C. Brown, seconded by W. Gamblin that the limit amount of \$3000 be set aside for discretionary, non-budgeted items. **CARRIED**

11. (a). AUDIT COMMITTEE REPORT

Audit Committee member D. Weare gave this report and referred to the report that was in the Board member file folders. This committee was reported to now be made up of only two people. The audit is going slower than anticipated, but is expected quite soon.

13-63 It was moved by J. Quartermain, seconded by F. McCallum that the report be accepted as presented. **CARRIED**

(A copy of the Audit Report will be posted on the SNBSC website as an Addendum to the minutes of the meeting)

(b). BUSINESS ARISING FROM THE AUDIT COMMITTEE REPORT

There was no business arising from the report however there was a discussion on the subject of employee sick days and vacation days which related to the new public sector accounting rules that this organization falls under.

12.(a). COMMUNITY POLICING COMMITTEE REPORT

The report was presented by F. Carroll and he referred to the written report that was in the Board members file. He basically updated the group on the work that had been done since the Board endorsed the Terms of Reference and Governance document.

13-64 It was moved by F. Carroll, seconded by T. James, that the report be accepted as presented. **CARRIED**

(This Community Policing Committee Report will be posted on the SNBSC website as an Addendum to the minutes of the meeting).

(b). BUSINESS ARISING FROM THE CPC REPORT

A discussion of the Community Policing Committee progress began and focused in on the key point being that the Policing Committee members are to perform their duties without any compensation. This was different from all other committees primarily because it was an open-ended group where there were no limits to membership, participation, and so on. As a result of this issue being brought out, the group felt that the previous motion on this issue should be modified to reflect the unique situation of the Community Policing Committee and its Executive Committee.

13-65 It was moved by D. Weare seconded by T. James that the motion 13.61 would be amended to read: All members on all committees with the exception of the Community Policing Committee. For that committee only the four members of the Executive Committee are eligible for \$10 per month per committee if they wish to claim it, and that is only for Executive Committee meetings and so on, they cannot claim this \$10 for full Community Policing Committee meetings. **CARRIED.**

13.CRINS (CANADIAN RADIOCOMMUNICATION INFORMATION NOTIFICATION SERVICES)

The Executive Director gave a brief report on the CRINS issue. Information on this subject was included in the file that Board members received at the beginning of the meeting. The CRINS is requesting that the new RSCs re-affirm their participation and membership as an extension of the participation by the former planning commissions.

13-66 It was moved by F. Carroll seconded by N. Cleghorn that this request should be referred to PRAC for review and a recommendation to come back to the Board. **CARRIED**

14.(a). REVIEW OF THE ROLE OF THE CHAIR IN RELATION TO COMMITTEES

The Chair raised this issue and it was discussed by the Board members. There were differing views over the role of the Chair on committees i.e. whether the Chair was ex-

officio, could vote or lead the discussion? Etc. The consensus was that this would be researched and further information brought back to the Board by the Executive Director.

(b). SOUTHWEST SOLID WASTE SCHOLARSHIP PROGRAM

The subject of the Solid Waste Scholarship program was brought forth. After the subject was discussed, it was decided that the scholarship remain in place for the current year, with further decisions made at a later time.

13-67 It was moved by F. Carroll, seconded by V. Faulkner that the Scholarship Program be left in place as is for the current year. **CARRIED**

(c). GARBAGE REMOVAL- ROADSIDE CLEANUP

The subject of garbage removal along the roadside in the general Lawrence Station area was raised and discussed. It was decided that this item should just go to management for review and appropriate action.

15.LOCATION OF NEXT BOARD MEETING

The next Board meeting will be held in Pennfield on May 23, 2013 at 6 p.m. at the Eastern Charlotte Lions Club, pending the availability of that location.

Questions were tabled by the public and answers were provided.

The meeting adjourned at approximately 9:40 p.m.

A closed meeting of the Board of Directors followed the regular Board meeting. This will be reported on at the next in-camera meeting of the Board.

SOUTHWEST NEW BRUNSWICK SERVICE COMMISSION

APRIL 25TH, 2013 BOARD MEETING

EXECUTIVE DIRECTORS REPORT

Beyond the normal administrative work over the past month, the following items were of particular note;

- Office Administrator (Corporate) position; Over 100 applications for the position. The funding level for this position below what it required so a junior level or a part-time person will be hired and further reshuffling of the duties of office staff at the solid waste office will be carried out.
- Further work in identifying qualified non-Board members to sit on the Technical Advisory Committee and organizing/participating in the first meeting
- Further work in organizing and participating in the Orientation/Training meeting of the PRAC committee
- 3 summer students and 1 seasonal worker will soon be hired; as in the past, these employees free up permanent staff to work on construction projects and fill in operational positions when summer vacation time is taken.
- Just fyi is a copy of the RFP for solid waste work which will be outlined in the TAC report.

By attending the Monthly meeting of the Department of Environment and Local Government and 12 RSC Executive Directors (ELG/RSCs Meeting), the following key items emerged;

- Most if not all RSCs are examining their fee structures (inherited from the Planning Commissions) and it was recommended that all changes be bundled into an appendix to the 2014 budget so that everything could be approved at the same time (such as a new fee for "special" PRAC meetings).
- Because this is the first time that the Boards will be creating a budget on their own, it was recommended that Boards start this process soon given that it is likely to take more time than most might expect.
- Strategic Planning (including visioning, mission statements, etc.) was discussed again. While recognizing that the Boards have been pretty busy just getting the nuts and bolts of the structures up and running, they encouraged taking time for this sometime in late spring/summer. The use of an outside facilitator was

encouraged and a couple of names were suggested (Paul Stapleton, Nicole Pichett)

- The need for training of commission staffs now that the RSCs fall under the Right to Information and Protection of Privacy Act (RTIPPA) was again discussed. While sympathetic to the need, ELG indicated that there was a lack of people to do this training at the moment but the problem was being worked on.
- The meeting has a presentation displaying a "best practice" in EMO planning and procedures (for the entire Acadian Peninsula). While a bit on the expensive side to set up and maintain, it was an impressive system and parts might be applicable here.
- The Planning component of the mandatory services was discussed. The deadline for RSCs to have a regional plan in place is no longer 2018 but no later target date is yet set. There is a wide variation in capacity to supply this service across the province as a result of the RSC system breaking up the old planning system. Efforts to educate and increase awareness of the Boards, stakeholders, and the public in general to the value of planning were encouraged.
- Board Governance training was discussed again and several Executive Directors expressed the great need for this soon. ELG has been doing some work on this but it has not been moving that quickly. E-mail surveys went to all Board members to determine participation levels. (This agency is partnering with the Fredericton RSC in a training session in May if the ELG effort doesn't come to fruition quickly enough. It is expected that others will join as well.)
- The ELG representatives are considering a quarterly Forum of Regions meeting in June. Before being able to finalize this they are looking for agenda items from each RSC in order to make the meeting worthwhile.

Other local items needing Board attention;

- Only 5 out of the 17 Board members have completed and returned the Conflict of Interest Disclosure form. If you haven't already done so please complete it and leave it with us (in the file to be picked up)
- Only 4 out of the 17 Board members responded to the Board Governance Training e-mail seeking information about the timing of this training etc. on behalf of ELG. We are expecting to be partnering with the Fredericton RSC on their training plans as it will happen in May – and hoping there is strong attendance from this Board.
- Only 4 of the 17 Board members responded to the e-mail about their availability for the proposed visit/tour/information sessions, for Wednesday, June 5th, at the solid waste facility on April. If you haven't already done so, please let us know if that would fit your schedule.
- The development of our website has gone slower than expected due to illness in the family of Dave Dinsmore. We are hopeful that things work out positively for Dave's family and that work will continue on our project soon.

SOUTHWEST NEW BRUNSWICK SERVICE COMMISSION

APRIL 25, 2013 BOARD MEETING

FINANCE AND BUDGET COMMITTEE REPORT

Summary of Committee meeting of April 18, 2013;

The meeting was held at the meeting room within the Oak Bay Firehall. Present for the meeting were;

Frank McCallum
Winston Gamblin
Carla Brown
Dan Dow
Darrell Weir

John Quartermain called the meeting and said he would not be able to attend

Frank Tenhave, Executive Director

The meeting was called to order at 6:30 by the Chair Carla Brown. There was a brief discussion of the agenda that was circulated before the meeting began and one additional item was added by Dan Dow; the salary level of the Corporate Office Administrator. With that Carla proceeded to put the first agenda item on the table for discussion;

1) The Discretionary Spending / Signing Authority Limit; Carla and Dan did a brief review of the discussion of this item at the previous Executive Committee meeting. After a brief discussion the group agreed with need for one. A recommended limit of \$3000.00 was discussed and agreed to by the group. Given this, a signing authority limit for discretionary, non-budgeted spending of \$3000. would be recommended by this Committee to the full Board at the next meeting and the Board would be asked to make a motion to this effect.

2) Update on the Solid Waste Facility Tour and Operational Cost Review; this topic was discussed in detail as a result of discussion coming out of the first Technical Advisory Committee meeting. Several present indicated that there was some confusion over the discussion of the solid waste facility visit with some thinking that it was for the full Board while others thought it was for the F&B Committee only. The upshot of all of this is that there is now a plan to have the entire Board visit and tour the landfill site and have presentations on the operation by staff and others during the morning, then during the afternoon the F&B Committee would begin its work on the reviewing of costs and so on

(more on this in the next item). As a starting point, the date of Wednesday June 5th was proposed for all this activity. Frank T. will inform the Board members ASAP to determine if this date can work for the vast majority of the Board and they can begin to plan their schedules for attending. This item will be outlined to the Board by the Committee Chair in this Committee's report at the next Board meeting.

3) The Budget Process/Timetable for the 2014 Budget; when this item came on the table, Darrell asked if he could lead the discussion on it and the group agreed. Darrell began by providing a brief summary of the efforts to get the accounting system to match up with what ELG was asking for via its Chart of Accounts and that he thought that with minor tweaking and the use of sub-accounts and so on it would be a relatively simple process to bring all the accounting for SNBSC in line. It wouldn't be perfect but it would get us through this transition year and it can be further tweaked in the future. The issue of the audit process was touched on, in particular the potential problems arising from the analysis and distribution of the assets/liabilities of the former Rural Planning Commission. He also touched on the need to make good assumption/decisions about capital expenditures for this year and 2014. Darrell put these items into context as they have an impact on the accuracy of the budget process. With this as background Darrell proposed a very appropriate approach to the issues of preparing a budget for 2014 and doing the cost review of not just the solid waste facility but all costs (including planning). He suggested the actions required in doing these 2 items be combined into one process. Basically he suggested that a workplan be developed that broke down the components of the budget and each component be reviewed line by line. He suggested a collaborative approach which would bring staff members (Frank, Dan Harrington, Claudette McLean and possibly others) to the table to work with the F&B Committee throughout this process. The key point in this is that as each cost is analyzed a determination can be made on what the budgeted item should be in the 2014 budget at the same time. The group strongly supported this approach. The Chair will outline this discussion and the Committee's way forward to the entire Board at the next meeting.

4) Salary of the Corporate Office Administrator; the potential salary of the COA was discussed at length. Frank T. indicated that no salary level was put in the ad for the position. The current year's budget for the position is \$30,000.00 however we are approximately a quarter of the way thru our fiscal year. Concern about being able to get the skill and experience level at that salary was raised. The discussions continued on about salary levels at the solid waste facility, the municipalities within the region and beyond, and so forth. In the end the group agreed that if the salary for the position would be higher than the \$30,000.00 in the budget then the Board would have to decide on that level. The Chair would advise the Board of this recommendation in her report to the Board.

Carla Brown, Chair, F&B Committee

SOUTHWEST NEW BRUNSWICK SERVICE COMMISSION

APRIL 25, 2013 BOARD MEETING

POLICE SERVICES COMMITTEE REPORT

Since the Terms of Reference / Governance document was approved at the last Board meeting. Frank Carroll and staff did further polishing of the document. There was no change in the intent of the document but merely fixing punctuation, grammar, putting in the proper titles for stakeholders and members, and so on. That document is now finished for the time being and will be posted on line as soon as the website is up and working.

Other items of note;

- A draft letter to municipalities and LSD chairs has been written and reviewed, and it has been approved by our senior RCMP officer in our region; Sgt. Bob McKnight.
- This letter is expected to go out early next week so all have time to be informed and hopefully have someone attend the meeting.
- A tentative date of Thursday evening, May 16th is the target for the first official meeting of this committee.
- Once this has been confirmed, all Board members will be informed.
- As you would expect, the first meeting will be dominated by getting the Chair and Vice-Chair selected, establishing the Police Services Executive Committee and reviewing the Terms of Reference document so that all understand its intent.
- No Board action or decisions are required at this time.

Frank Carroll, Member, Police Services Committee

SOUTHWEST NEW BRUNSWICK SERVICE COMMISSION

APRIL 23, 2013 BOARD MEETING

TECHNICAL ADVISORY COMMITTEE REPORT

Summary of first meeting (April 8, 2013):

Present for the meeting were;

Winston Gamblin
Sue Farquharson
Peter Fenety
Glenn Greenlaw
Sherman Wadlin
Dan Dow

Staff; Frank Tenhave
Dan Harrington

The meeting opened at shortly after 7:00 with Winston taking the draft agenda and proceeding to use it as a guide for the discussions. After introductions, the group decided to have Sue and Winston serve as Co-Chairs of the committee. The group then reviewed and revised the Terms of Reference precirculated (the revised version is attached) including the on-going participation of the manager of the solid waste division. The group then invited Dan Harrington to participate in the meeting.

Subsequent to this the chairs turned the floor over to (former SWSWC) Technical and Environmental Committee members Peter F., Glenn G., and Sherman W. They began by giving an overview of the solid waste facility, its history and its operations. A key area that was emphasised by the three was that the new RSC inherited a well managed operation that was debt free. There was discussion of the importance of the Maine and (SJR) Valley to keeping the costs (tipping fees) at the reasonable level they are currently at.

Following this two agenda items were combined (the liabilities and license to operate components) and that discussion was led by Peter. The key points that he emphasised were that this facility, like all such facilities, must be compliant with all relevant Federal and Provincial legislation and regulations and failure to do so has very significant legal consequences. In addition he emphasised that the new RSC Board of Directors are the "Approval Holder" (i.e. the licensee) and therefore all liabilities ultimately rest with the Board members. He also emphasised

that it is the fiduciary responsibility of the entire Board to fully understand its legal obligations and its obligation to ensure that the solid waste facility is managed in a manner that minimizes risk and the potential to being non-compliant.

Following this there was a brief overview given by Dan H. of the leachate, cell construction and infrastructure capacity issues that needed addressing in the near future. In summary, it was emphasised that there was a need to make prudent mid and long-term decisions, based on strong engineering and technical input, for a site construction and management plan going out 10 years and beyond. This is even more critical as the impact of climate change is having an impact on operations today and that factor must be extrapolated into the future. The need for an engineering/geotechnical study for this purpose was discussed and supported by the group.

There was a good deal of discussion throughout the meeting with the following action items coming out of it;

- staff would provide the committee with copies of the contractual agreements in place for both Maine and (SJR)Valley customers
- the planned Finance and Budget Committee tour and information gathering visit would be cancelled. In its place a full Board visit, with a new agenda, would take place whereat a detailed information session would be included - possibly with members of the TAC making presentation to the group.
- in keeping with that, the need for the full Board to be fully briefed on its legal and fiduciary responsibilities would be taken up with the Board at the next Board meeting.
- the Board would be briefed on the need for the engineering/geotechnical study and so on.
- the Board Chair send an e-mail to all staff and Board members clearly outlining the line of reportability, i.e. the path up org. chart, within the solid waste division leading up to the Board.

The meeting adjourned at about 9:45.

Winston Gamblin, Co-Chair, Technical Advisory Committee

Southwest New Brunswick Service Commission

Technical Advisory Committee (TAC)

Terms of Reference

v2013-4-8

PURPOSE

Provide expertise-based advice and guidance to the Board of Directors of the Southwest New Brunswick Service Commission with respect to the current and future design, construction and management of all aspects of the South West Solid Waste facility.

MEMBERSHIP

- Comprised of no more than 8 members that bring relevant technical and operational expertise.
- Membership will include no less than two (2) Service Commission Directors, up to five (5) members of the community with relevant technical and operational expertise and one (1) ex-officio facility management staff.
- A Director of the Service Commission Board shall serve as SNBSC TAC Chair appointed at the first meeting of the SNBSC TAC.
- The term of the membership shall be until any member chooses to leave the committee and then that seat shall be filled in keeping with the structure just stated

REPORTING RESPONSIBILITIES

The SNBSC TAC Chair shall be responsible for providing a committee report to the SNB Service Commission Board of Directors at monthly meetings and / or as requested by said Board.

In reporting, the SNBSC TAC shall carefully consider all aspects of operating the facility to ensure all recommendations to the SNB Service Commission Board of Directors via the Chair:

- Are consistent with the solid waste facility's ongoing compliance with all Federal and Provincial regulations;
- Ensure risk and liabilities are kept to a minimum;
- Ensure best practices are followed to the fullest extent possible within the normal constraints and practicalities

MEETINGS

Meetings will be held quarterly, commencing April of each fiscal year, or as required, in order to provide timely expert operational and technical advice and guidance to the Board of Directors of the Southwest New Brunswick Service Commission on all construction and management aspects of the solid waste facility.

SOUTHWEST NEW BRUNSWICK SERVICE COMMISSION

APRIL 25, 2013 BOARD MEETING

AUDIT COMMITTEE REPORT

The Audit Committee is now made up of two people; Darrell Weare and Stan Choptiany as another member resigned. While this committee has not had an opportunity to formally meet the two members have had communications and the work of the committee is proceeding. Darrell has been staying in contact with all of the appropriate people and overseeing things from the SNBSC end. A brief summary of things since the last meeting;

- The auditors of the solid waste facility have all the documents they have asked for and are asking staff for information on particular items as part of their tests
- This audit is expected to finish quite soon
- The audit and distribution of the assets and liabilities of the former Rural Planning Commission (RPC) has hit some snags
- ELG is now taking a lead role in analyzing the financials of that organization, and the Fredericton RSC, which had been leading this, is now playing a supporting role
- While nothing is concrete as yet, it appears that this commission might actually inherit a small deficit from RPC
- Once ELG has completed its work, this commission and the others concerned will be invited to a meeting, led by ELG, to discuss the outcomes and to inform the commissions of their proposed division.
- In summary, the Audit process has gone much slower than originally anticipated.
- No action by the Board is required at this stage.

Darrell Weare, Member, Audit Committee