

Western REN Liaison & Oversight Committee Minutes
November 10, 2022 – 11:00AM, Via Zoom

Voting Members Present (8): Patti Durkee (MODY); Chair, Guy Surette (MoDA); Vice Chair, Eddie Nickerson (MoDB), Marilyn Hay (DMAH); Yvon LeBlanc (MoDC), Gil Dares (ToY), Joe Brown (LSI) and Ben Cleveland (ToD)

Alternates Present: Nadine Comeau (MoDC Alternate)

Regrets: Derek Lesser (ToY), Jeff Sunderland (MoDD), Matthew Ross (MoDD Alternate)

Non-Voting Members Present: Victoria Brooks (MoDY), Tom Ossinger (CAO, Digby) and, Alain Muise (MoDA)

Administrative Support: Darshini Arogyaswamy, Board Coordinator

1. Call to Order at 11:01 pm

2. Land Acknowledgement

3. Declaration of Conflict of Interest

- None

4. Approval of Agenda

Add under New business (9e) Audit Committee Appointments and (9f) Changing Quorum Percentage.

On **MOTION** by Guy Surette and seconded by Gil Dares to approve agenda as amended.
Motion Carried (8 in favour, 0 against)

5. Approval of Minutes May 24, 2022

On **MOTION** by Ben Cleveland and seconded by Guy Surette to approve the minutes of May 24, 2022, as presented.

Motion Carried (8 in favour, 0 against)

6. Business arising from Minutes

None

7. Correspondence: Letter from Board Chair

- The Letter from the Western REN Board Chair to the LOC talks about admin support for the LOC and recruitment and nominations for the Board.

8. Appointment of New Board Members: Nominating Committee

- We need a nominating committee. Currently Ben Cleveland is the only member on the committee, 2 more members need to be added to the Nominating Committee.
- Guy Surette and Marilyn Hay volunteer to be part of the Nominating Committee.
- There are some potential candidates. There are ongoing discussions taking place. The committee will get in touch with the Board as needed.

9. New Business:

a) Appointment of New Chair

- Nomination for Chair: Guy Surette

On **MOTION** by Ben Cleveland and seconded by Gil Dares that the Board appoint Guy Surette to the position of Chair of the LOC.

Motion Carried (8 in favour, 0 against)

b) Appointment of New Vice Chair

- Nomination for Vice Chair: Gil Dares

On **MOTION** by Guy Surette and seconded by Eddie Nickerson that the Board appoint Gil Dares to the position of Vice Chair of the LOC.

Motion Carried (8 in favour, 0 against)

c) Administrative Support for LOC

- The current part time admin role does not allow the position to provide the same level of support to the LOC as in the past.
- Having Western REN staff Provide LOC support could potentially be a conflict of interest.
- Administrative Support can either be provided by one of the municipal units or the LOC could hire an independent consultant to fill the support role.
- Victoria Brooks has someone who may be able to fill the role. The LOC may test this model and revisit the role if there are challenges.

On **MOTION** by Ben Cleveland and seconded by Guy Surette that the LOC accept the offer of MODY as presented.

Motion Carried (8 in favour, 0 against)

d) Provincial Representation

- Consider the option of representation from Dept of Economic Development.
- Invite a representative from Dept of Economic Development to take part in the next meeting or provide insights.
- Any changes to the membership would be made within formal documentation.
- Based on the changes that may occur during the review. The LOC may need to write to the province requesting representation from the Dept of Economic Development.

e) Audit committee appointments

- The Western REN's Audit committee has a Citizen and CAO appointee whose terms have expired. As per the Inter-Municipal Agreement, the Liaison and Oversight Committee is required to appoint one (1) CAO from one of the participating municipal units and one (1) community member at large to the Western REN Audit Committee.
- Nomination for CAO appointee: Alain Muise

On **MOTION** by Eddie Nickerson and seconded by Yvon LeBlanc that the Board appoint Alain Muise as the Audit committees CAO appointee.

Motion Carried (8 in favour, 0 against)

- Potential Citizen appointee for the audit committee can be one of the Board of Directors whose terms have expired.

- **ACTION:** A combined letter to be drafted and sent by Guy Surette (Chair) and Ben Cleveland (Chair of the nominating committee) to past WREN Board of Directors.
- f) **Changing Quorum Percentage.**
- Due to recent struggles in achieving Quorum. It is suggested that the quorum percentage be changed from 75% of Voting members to 50% plus 1.
 - **ACTION:** LOC would need to make a recommendation to the councils to amend the IMA to reflect quorum of 50% Plus 1. Once the amendment is made a copy would need to be sent to the Province.

On **MOTION** by Guy Surette and seconded by Gil Dares to recommend to the participating municipalities that the IMA be amended to reflect that the LOC quorum is 50% plus 1 and that a legal opinion be sought prior to approval.

Motion Carried (8 in favour, 0 against)

10. Ratify E-Votes

- Contribution Agreement*
- FCM*

On **MOTION** by Guy Surette and seconded by Gil Dares to ratify two electronic votes:

June 07, 2022: signing of the 2022-2023 Nova Scotia Contribution Agreement Extension dated effective April 1, 2022, as reviewed, and approved by the Board of Directors and June 07, 2022: signing of the FCM - Green Municipal Fund Grant Agreement as reviewed and approved by the Board of Directors.

Motion Carried (8 in favour, 0 against)

11. Other

- Nothing to discuss

12. Next Meeting

- TBD - Virtual meeting.

13. Adjournment

On **MOTION** by Ben Cleveland to adjourn the meeting at 11:50 PM

Motion Carried (8 in favour, 0 against)

Darshini Arogyaswamy

Date Approved: _____

Chair: _____

Action List - LOC meeting NSCC, May 24, 2022
UPDATED on May 25, 2022

	Action Item	Assigned To	Complete On/By:	Status
1.	Audit appointment- Citizen appointee interest letter to be sent to past BoD	GS & BC	ASAP	
2.	Quorum Recommendation	GS		