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The Municipalities of Annapolis and Kings and the Towns of Annapolis Royal, Berwick, Kentville, Middleton and Wolfville

**Valley Region Solid Waste-Resource Management Authority
Special Meeting
June 6, 2018
9:00am
Valley Waste-Resource Management Office – Boardroom**

Attendees

Members: Wendy Elliott, Eric Bolland, Martha Roberts, Barry Corbin, Brian Hirtle, Gail Smith and John Kinsella

Alternates Present: Craig Gerrard, Anna Ashford-Morton and Owen Elliot

CAO Group: Cathie Osborne-Consultant, Kevin Matheson-Consultant, Erin Beaudin-CAO Representative

STAFF: Jeff Martin, Andrew Garrett, Geoff McCain and Brenda Davidson

Guests: Peter Muttart-Mayor, Municipality of the County of Kings, Scott Conrod-CAO, Municipality of the County of Kings, Jeff Cantwell, Mayor, Town of Wolfville, Timothy Habinski-Warden, Municipality of Annapolis County, John Ferguson-CAO, Municipality of Annapolis County, and Brian Smith, Acting CAO, Town of Middleton

Public: 1 member of the public

Agenda Item No. 1 - Call to Order

Chair Kinsella welcomed everyone calling the meeting to order at 9:00am.

Agenda Item No. 2 – Approval of Agenda

ON MOTION OF BRIAN HIRTLE AND SECONDED BY ERIC BOLLAND THAT THE VALLEY REGION SOLID WASTE-RESOURCE MANAGEMENT AUTHORITY APPROVE THE AGENDA BE APPROVED, AS CIRCULATED.

MOTION CARRIED.

Agenda Item No. 3 – Options to Address Cash Flow

Cathie Osborne addressed the Authority providing an overview of the Memo to the Members of Valley Waste-Resource Management Authority, Options to Address Cash Flow Issues, dated June 6, 2018, as circulated. Ms. Osborne immediately explained 2 errors in the Memo with the corrected version of the Memo attached to these minutes.

Ms. Osborne reviewed 4 options being recommended to the Board to address this issue:

- The establishment of an Operating Line of Credit
- Borrowing from the Capital Reserve Investment Portfolio
- Parties to provide additional funding, and
- Parties or Party to provide a short term loan to the Valley Region Solid Waste-Resource Management Authority

Ms. Osborne also reviewed the recommendations included in the Summary section of the Memo. A lengthy debate arose with many questions raised and addressed including the validity of the 3-month budget now approved by 6 of the 7 parties, the authority of the Board when financial decisions are being made, the allowable use of funds within the Authority's Investment Portfolio, the "veto" power as noted in the Intermunicipal Services Agreement and the application of Clause 5 in the Intermunicipal Services Agreement.

Mr. Ferguson noted the Municipality of Annapolis County has submitted an alternative temporary three month budget to the other parties to address concerns equating to the budget as approved by the 6 other parties with a few conditions. Conditions exclude funding toward the Consultants and that organics from within the Municipality of Annapolis County be processed by the Authority's previous organics processing contractor, which, upon approval or acceptance by the Authority, may offer a path forward to alleviating the cash flow issues being addressed today. In response, it was noted that the proposed alternative budget is not before the Authority for consideration at this time. Mr. Ferguson stressed that it is the opinion of the Municipality of Annapolis County that there is not an approved 3-month budget at this time and further that the alternative budget they propose offers the Authority a way to have an approved budget and to allow for the legal continuation of the Authority's business.

Discussions continued with it being noted that the first priority is to ensure that waste-resource management service provision continues for the residents being served with it being the consensus to move forward based on the recommendations to address cash flow issues as brought before the Authority today.

In response to the question, Erin Beaudin, Acting General Manager to the Authority on behalf of the CAO Group, indicated that she fully endorses the information prepared and presented by

Cathie Osborne recommending that the Board move forward with accepting the recommendations within the Memo.

ON MOTION OF WENDY ELLIOTT AND SECONDED BY ERIC BOLLAND THAT THE VALLEY REGION SOLID WASTE-RESOURCE MANAGEMENT AUTHORITY INSTRUCT STAFF TO TAKE STEPS NECESSARY TO ESTABLISH AN OPERATING LINE OF CREDIT UP TO \$1,000,000 TO OFFSET THE CURRENT UNPAID AND POTENTIAL FUTURE INVOICES, GIVEN THE CURRENT STATED POSITION OF ANNAPOLIS COUNTY. THE PREFERRED FUNDING SOURCES WOULD BE ONE OR MORE OF THE PARTIES OR ALTERNATIVELY THE VALLEY REGION SOLID WASTE-RESOURCE MANAGEMENT AUTHORITY'S BANKER.

MOTION CARRIED - WITH ONE NAY VOTE RECORDED BY MARTHA ROBERTS

ON MOTION OF ERIC BOLLAND AND SECONDED BY BARRY CORBIN THAT THE VALLEY REGION SOLID WASTE-RESOURCE MANAGEMENT AUTHORITY AUTHORIZE STAFF TO BORROW (AS NEEDED) FROM THE CAPITAL RESERVE-INVESTMENT PORTFOLIO TO SATISFY THE BANK LOAN OF \$399,000 DUE JUNE 30, 2018, BASED ON THE LIMITATIONS SUGGESTED BY KEVIN MATHESON UNDER 2(C) IN THE JUNE 6, 2018 MEMO TO THE MEMBERS OF THE VALLEY WASTE-RESOURCE MANAGEMENT AUTHORITY.

MOTION CARRIED - WITH ONE NAY VOTE RECORDED BY MARTHA ROBERTS

Agenda Item No. 4 – In-Camera Session in keeping with MGA Section 22(2)(e)- Contract Negotiations

ON MOTION OF GAIL SMITH AND SECONDED BY BRIAN HIRTLE THAT THE VALLEY REGION SOLID WASTE-RESOURCE MANAGEMENT MOVE TO AN IN-CAMERA SESSION IN KEEPING WITH SECTION 22(2)(E) OF THE MUNICIPAL GOVERNMENT ACT – CONTRACT NEGOTIATIONS.

MOTION CARRIED.

The Special Meeting of the Authority was called back to order at 10:20am

ON MOTION OF BARRY CORBIN AND SECONDED BY GAIL SMITH THAT THE VALLEY REGION SOLID WASTE-RESOURCE MANAGEMENT AUTHORITY RECEIVE THE REVIEW OF THE ORGANICS COMPOSTING CONTRACT MEMO TO THE MEMBERS OF THE AUTHORITY BOARD AND THE ASSOCIATED REVIEW OF ORGANICS COMPOSTING CONTRACT FINDINGS UPDATED POWER POINT PRESENTATION BOTH AS DATED JUNE 6, 2018 AND FURTHER AUTHORIZE STAFF TO RELEASE THE DOCUMENTATION FOLLOWING A FREEDOM OF INFORMATION PROTECTION OF PRIVACY (FOIPOP) PROCEDURAL CHECK.

MOTION CARRIED.

Agenda Item No. 5 – Adjournment

ON MOTION OF ERIC BOLLAND AND SECONDED BY GAIL SMITH THAT THE SPECIAL MEETING OF THE VALLEY REGION SOLID WASTE-RESOURCE MANAGEMENT AUTHORITY ADJOURN AT 10:35AM.

Respectfully Submitted,

Brenda Davidson
Office Manager
Valley Waste-Resource Management