



MEMBER MUNICIPALITIES

CITY OF BEAUMONT

CITY OF LEDUC

CITY OF FORT SASKATCHEWAN

CITY OF SPRUCE GROVE

CITY OF ST. ALBERT

TOWN OF BON ACCORD

TOWN OF GIBBONS

TOWN OF MORINVILLE

TOWN OF STONY PLAIN

LEDUC COUNTY

PARKLAND COUNTY

STRATHCONA COUNTY

STURGEON COUNTY

Sustainable Wastewater Solutions

# Meeting Minutes

## January 26, 2024, Board Meeting

<b>Date:</b>	January 26, 2024	
<b>Time:</b>	09:00 a.m.	
<b>Location:</b>	ARROW Utilities – Kisiskaciwan	
<b>Attendees:</b>	Ken Mackay – Chair Gordon Harris – Vice-Chair Bill Hamilton Stuart Houston Rick Smith Kristina Kowalski Robert Parks Neal Comeau Lynn Bidney Willis Kozak Stephen Dafoe William Choy	City of St. Albert City of Fort Saskatchewan City of Leduc City of Spruce Grove Leduc County Parkland County Strathcona County Sturgeon County Town of Bon Accord Town of Gibbons Town of Morinville Town of Stony Plain
<b>Regrets:</b>	Steven vanNieuwkerk	City of Beaumont
<b>Staff Attendees:</b>	Kate Polkovsky Cindy de Bruijn Paul Krueger Dwayne Cikaluk Wade Teveniuk Colleen Moody	Chief Executive Officer Director of Comms & SR Director of Corporate Services Director of Operations Director of Regulatory Services Executive Assistant

<b>Call to Order</b>	Chair Ken Mackay called the meeting to order at 09:03 a.m.	
<b>Adoption of Agenda</b>	CM01-24 MOVED BY Kristina Kowalski THAT the agenda as distributed be adopted.	APPROVED UNANIMOUSLY
<b>Adoption of November 24, 2023, Meeting Minutes,</b>	CM02-24 MOVED BY Lynn Bidney THAT the amended meeting minutes of the November 24, 2023, meeting be adopted. SECOND William Choy.	APPROVED UNANIMOUSLY



Closed Session-CEO Performance Committee	CM03-24 MOVED BY Kristina Kowalski THAT the Board move into closed session at 09:10 am.  CM04-24 MOVED BY Stephen Dafoe THAT the Board come out of closed session at 09:39 am.  CM05-24 MOVED BY Gordon Harris THAT the closed session report be received as information.	APPROVED UNANIMOUSLY  APPROVED UNANIMOUSLY  APPROVED UNANIMOUSLY
Advocacy Committee Update	MOTION BY William Choy THAT a letter of support of funding for each municipality directed from ARROW Utilities Chairperson to Mayor and Council.	APPROVED UNANIMOUSLY
Board Committees	CM06-24 MOVED BY William Choy THAT the Advocacy and Communications Committee Report be received as information.	APPROVED UNANIMOUSLY
Committees Terms of Reference	CM07-24 MOVED BY Bill Hamilton THAT the Terms of Reference for the following Committees be approved.  Advocacy and Awareness Committee  Board Development Committee  Audit and Finance Committee  Governance and Human Resource Committee	APPROVED UNANIMOUSLY



Committee Membership	<p>CM08-24 MOVED BY Robert Parks THAT the membership in the following Committees be put in place.</p> <p>Advocacy and Awareness Kristina Kowalski Neal Comeau Rick Smith Steven vanNieuwkerk Stuart Houston</p> <p>Board Development Lynn Bidney Rick Smith Stephen Dafoe William Choy Willis Kozak</p> <p>Audit and Finance Gordon Harris Robert Parks Stephen Dafoe Stuart Houston William Choy</p> <p>Governance and Human Resource Ken Mackay Bill Hamilton Gordon Harris Kristina Kowalski Robert Parks</p>	APPROVED UNANIMOUSLY
2024 Board Workshop	<p>CM09-24 MOVED BY Bill Hamilton THAT the Board cancel travel plans to host the 2024 annual workshop in Kelowna and instead host the session at a local venue.</p>	APPROVED UNANIMOUSLY



Administrative Reports	CM10-24 MOVED BY Willis Kozak THAT the Administrative Reports be received as information.	APPROVED UNANIMOUSLY
Budget and Capital Updates	CM11-24 MOVED BY Stephen Dafoe THAT the Budget and Capital Update report be received as information.	APPROVED UNANIMOUSLY
Audit Plan	CM12-24 MOVED BY Robert Parks THAT The Audit Plan Report be received as information.	APPROVED UNANIMOUSLY
Closed Session-Draft Air Products Tri-party Servicing Agreement	CM13-024 MOVED BY Lynn Bidney THAT the Board move into closed session at 11:39 am.	APPROVED UNANIMOUSLY
	CM14-24 MOVED BY Robert Parks THAT the Board come out of closed Session at 12:02 pm.	APPROVED UNANIMOUSLY
	CM15-24 MOVED BY Robert Parks THAT the closed session report be received as information.	APPROVED UNANIMOUSLY
Borrowing Debenture	CM16-24 MOVED BY Robert Parks That the Borrowing Debentures for the 2024 Capital Program be approved with the additions of paragraph #9.  <ol style="list-style-type: none"><li>1. THAT for the purpose of constructing the Train 4 Plant MBR Upgrade project that the sum of \$31,250,000 be borrowed from the Province of Alberta by way of debenture on the credit and security of the Commission.</li><li>2. THAT the debentures to be issued under this authorization shall not exceed the sum of \$31,250,000 and may be in any denomination</li></ol>	11 in favour with one opposed (Parks)



not exceeding the amount authorized and shall be dated having regard to the date of borrowing.

3. THAT debentures shall bear interest during the currency of the debentures at a rate not exceeding 8% per annum, or the interest rate fixed from time to time by the Province of Alberta, per annum, payable semi-annually.
4. THAT debentures shall be issued in such manner that the principal and interest will be combined and be made payable in, as nearly as possible, equal semi-annual or annual installments over a period not exceeding 20 years in accordance with the debenture schedule.
5. THAT debentures shall be payable in lawful money of Canada at the Toronto Dominion Bank or at such other bank or financial institution as the Commission may authorize as its banking agency during the currency of the debenture.
6. THAT the Chairperson and Chief Executive Officer of the Commission shall authorize such bank or financial institution to make payments to the holder of the debentures on such date and in such amounts as specified in the repayment schedule forming part of each debenture.
7. THAT the debentures shall be signed by the Chairperson and Chief Executive Officer of the Commission or their designates.
8. THAT there shall be levied and raised in each year of the currency of the loan a wastewater rate to all Commission members, sufficient to provide an annual amount adequate to pay the principal and interest falling due to such year to repay the loan.



	<p>9. THAT the 200% borrowing limit is not exceeded until provincial approval is obtained.</p> <p>10. THAT the resolution comes into force on the date it is passed.</p>	
Fort Saskatchewan Sherritt Billing	<p>CM17-24 MOVED BY Robert Parks THAT ARROW provides a response to the City of Fort Saskatchewan that the billing for Sherritt over the period of 2018-2020 has been examined and will not be reconsidered.</p>	<p>11 in favour with one opposed (Harris)</p>
Notices of Motion	<p>MOVED by Neal Comeau THAT Councillor Parks motion to be referred to the Governance and Human Resource Committee for review.</p> <p>MOVED by William Choy THAT the proposed motion from Stuart Houston be referred to the Governance and Human Resource Committee for review.</p>	<p>APPROVED UNANIMOUSLY</p> <p>APPROVED UNANIMOUSLY</p>
Closing Remarks/Adjournment	<p>Chair Ken Mackay adjourned the meeting at 13:07 p.m.</p>	
Next Meeting	<p>March 22, 2024.</p>	

These minutes approved this 22 day of March, 2024.

ARROW Utilities Board Chairman

Chief Executive Officer

Recorder:  
Colleen Moody  
Executive Assistant