



08 January 2021

Chief Wilbert Marshall, Chair

The regular meeting of the AFNWA Board will be held Wednesday 13 January 2021 at 9:30 AM via the ZOOM virtual platform: <https://zoom.us/j/95306021265>

In Camera Reports

- 1C Approval of Minutes of the In-Camera Meeting held on 02 December 2020
- 2C Business Arising from Minutes
- 3C Asset Management Plan RFP Award (Report to Follow)

Motion: That the AFNWA Board approve the recommendation as outlined in the confidential report dated 11 January 2021

- 4C [Lease of Office Space at Power Centre, Millbrook, NS]

Motion: That the AFNWA Board approve the Lease of Office Space in Millbrook, NS in the substantive form attached

Regular Reports

- 1. a) Ratification of In-Camera Motions
b) Approval of the Order of Business and Approval of Additions and Deletions
- 2. Approval of Minutes of the Regular Meeting held on 02 December 2020
- 3. Business Arising from Minutes
 - a) Transition Implementation Plan Update (08 January 2021)

Information Reports

- 1-I Transition Implementation Update (08 January 2021)
- 2-I Schedule Change for Board Meetings

Original signed by _____

James MacKinnon
Board Secretary



**Atlantic First Nations Water Authority
MINUTES**

02 December 2020

PRESENT:

Chief Wilbert Marshall, Chair
Chief Ross Perley, Vice Chair
Chief Andrea Paul, Director
Chief Terry Paul, Director
Chief Darlene Bernard, Director

REGRETS:

Chief Arren Sock, Director

STAFF:

Carl Yates, interim CEO, AFNWA
James MacKinnon, interim COO, AFNWA
Adam Gould, Manager of Communications & Outreach
John Lam, Manager of Engineering

TABLE OF CONTENTS

CALL TO ORDER 3

1.a) RATIFICATION OF IN-CAMERA MOTIONS 3

1.b) APPROVAL OF THE ORDER OF BUSINESS AND APPROVAL OF
ADDITIONS AND DELETIONS 3

2. APPROVAL OF MINUTES 06 November 2020 3

3. BUSINESS ARISING FROM MINUTES 3

 a) Transition Implementation Plan Update 3-4

4. [2021-2022 AFNWA Operations Budget] 4

5. [HR Policy] 5-7

6. DATE OF NEXT MEETING 7

CALL TO ORDER

The Chair, called the regular meeting to order at 9:35AM via the Zoom virtual platform. The Board moved In Camera at 9:38 AM and the regular meeting reconvened at 9:51 AM

1.a) RATIFICATION OF IN-CAMERA MOTIONS

MOVED BY Chief Terry Paul, seconded by Chief Ross Perley, that the AFNWA Board ratify the In- Camera motions from 06 November 2020 meeting as well as 02 December 2020 meeting

MOTION PUT AND PASSED.

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

Agenda discussed as Members signed on to meeting. In the interest of time, the agenda was accepted as circulated without a motion.

2. APPROVAL OF MINUTES – 26 August 2020 & 06 November 2020

MOVED BY Chief Terry Paul seconded by Chief Andrea Paul, that the AFNWA Board approve the minutes of the regular meeting of 26 August 2020

MOTION PUT AND PASSED.

MOVED BY Chief Andrea Paul seconded by Chief Ross Perley, that the AFNWA Board approve the minutes of the regular meeting of 06 November 2020

MOTION PUT AND PASSED.

3. BUSINESS ARISING FROM MINUTES**a) Transition Implementation Plan Update (verbal)**

James MacKinnon, interim COO, presented on the 26 November 2020 Transition Implementation Plan Update Board Report.

Carl Yates advised the newest Board Director, Chief Darlene Bernard, that the Transition

Implementation Plan Document is the framework that AFNWA is going to follow over a two-year period to get us to a fully autonomous operation in the spring of 2022. Chief Darlene advised that the documents are bouncing back and requested a hard copy document package be sent to her.

There were no questions or further comments brought forward.

4. [2021-2022 AFNWA Operations Budget]

James MacKinnon, interim COO, presented the 2021/2022 fiscal year AFNWA Operations Budget, advising that in our conversations with ISC, they requested that we get our budget in as soon as possible to ensure we secure funding for the next fiscal year.

For the purposes of presenting next fiscal year's operational budget, we showed 2020/21 operational budget side by side to 2021/22 operational budget to recognize the difference in scale as well as some new activities we are taking on.

(Q) Chief Darlene Bernard asked what is the APC Corporate Services line-item entail? Is APC housing the AFNWA?

(A) James MacKinnon advised that the APC is providing space for the AFNWA for now and are providing significant back-office support (accounting, payroll, internet and office equipment, etc.). We anticipate we will still require some APC support next fiscal, particularly on the Finance side as it will take some time to build our financial procedures at the AFNWA as a utility is different from a typical not-for-profit (our recording of depreciation of capital assets for example)

MOVED BY Chief Andrea Paul, seconded by Chief Ross Perley, that the AFNWA Board approve the 2021/22 Operations Budget as presented.

MOTION PUT AND PASSED.

4. **[HR Policy]**

James MacKinnon advised that during a regular review of the policy, there were several edits that require AFNWA Board of Directors attention and approval. These edits are detailed in the staff report. The HR Policy document was made available in tracked changes version with the following highlighted for the Board's approval.

1) **Vacation Leave for Probationary Employees**

AFNWA staff noticed that probationary employees are not entitled to paid vacation leave. Considering the AFNWA probationary period is 6 months, it is proposed that probationary employees have access to that time.

The proposed changes are as follows:

10.02

The probationary period may be extended, found to be successfully completed or the decision may be made that the employee will be dismissed. During the probationary period, new AFNWA employees will not be entitled to take paid leave days other than time in lieu for overtime worked or applicable statutory holidays and sick leave. Current AFNWA employees who take new AFNWA positions are entitled to utilize paid leave days during their probationary period including accrued vacation from prior AFNWA positions.

- changes to -

10.02

The probationary period may be extended, found to be successfully completed or the decision may be made that the employee will be dismissed. During the probationary period, new AFNWA employees will be entitled to take paid leave days for vacation, applicable statutory holidays, and sick leave. Current AFNWA employees who take new AFNWA positions are entitled to utilize paid leave days during their probationary period including accrued vacation from prior AFNWA positions.

2) **Conflict Regarding Pension and Benefits Access During a Leave of Absence**

Section 31.06 is in direct conflict with section 17.02. as noted below. We are recommending that section 31.06 be deleted.

17.02

Employees on approved leave of absence will be eligible to maintain Life, Pension and Health Benefits plan coverage pursuant to the contract with the current insurance carrier. The AFNWA shall continue to pay the employer's share of same. Employees on leave, except those on maternity/paternity leave, who maintain these benefits must pay their share monthly, otherwise, the benefits will automatically terminate and be reinstated upon their return to work. Employees for whom benefits are terminated during a leave will be entitled to a reinstatement of benefits upon their return to work.

- the following section is in direct conflict -**31.06**

Where the employee will not be receiving an income from AFNWA while on a leave of absence, except in cases of maternity/paternity leave or disability leave, the AFNWA cannot make pension contributions to the employee's plan.

There were also changes to Article 20: Maternity Leave. We are changing the article title and all subsequent references to it, to "Parental Leave" to be gender inclusive. There are several other nonmaterial edits found in the document attached, titled: AFNWA Human Resource Policy - tracked changes

Lastly, changes were made to the Regular, Part-time and Casual Employee Sections to include the statement:

"If qualifications are equal, preference will be given to Indigenous candidates."

(Q) Chief Terry Paul asked for a clarification in regard to the Pension Contribution and other benefits; when the individual is on leave as per Section 17.02. Are we saying that the AFNWA will pay the corporate share of the pension contribution while the employee is on leave/ away from the corporation? And is the employee responsible to contribute their portion as well while on leave?

(A) If the employee is eligible to receive the pension/benefit, yes, the AFNWA would contribute their portion and the employee would be responsible to contribute their portion while on leave as well *"The AFNWA shall continue to pay the employer's share of same. Employees on leave, except those on maternity/paternity leave, who maintain these benefits must pay their share monthly, otherwise, the benefits will automatically terminate and be reinstated upon their return to work"*

We are leaving that option open if the employee wishes to continue contributing while on leave.

(Q) What is the employer/ employee share for the contribution?

(A) It is dependent on level of salary; it starts at 5.6% initially, until the employee reaches the maximum pensionable earnings for CPP at which point, they would move up to 7.6%. It is a 50/50 sharing.

MOVED BY Chief Terry Paul, seconded by Chief Darlene Bernard, that the AFNWA Board approve the amended Human Resource Policy as presented.

MOTION PUT AND PASSED.

Future Board Meetings

Carl Yates advised that the Board Executive (Chief Wilbert Marshall and Chief Ross Perley) has proposed a recommendation that starting in the next calendar year, the Board meet every two (2 months) which is a change from our typical monthly basis. This is also in recognition that there will be Board Committee meetings schedules established in the very near future as well. The next Board meeting would be 13 January 2021, then end of February 2021, end of April 2021, end of June 2021, and so on. This does not mean that a Board meeting could not be called in between these times if necessary. The Chair has the discretion to call a special meeting if he feels there is a need to attend to some business at that time.

Housekeeping Item

With the hiring of Adam Gould as our Manager of Communications and Outreach, are also moving to put communications pieces into place, including standing up our website. We are going to try to get more regular communications out to our member communities. We would also like to profile our Board Directors / members on the website and as part of our quarterly newsletters. Carl Yates requested that the Board members provide a short, half of a page, bio and a photo and send to Adam Gould's attention with a cc to James MacKinnon.

Chief Darlene Bernard advises to reach out to L'nuey for her most recent bio.

James MacKinnon requested direct deposit information from the Board Directors for Board compensation purposes (date of Birth, SIN, Direct Deposit info and Address). James will send out a request sheet later today.

6. DATE OF NEXT MEETING

The next meeting is scheduled for 13 January 2021 @ 9:30 AM

The meeting was adjourned at 10:45 AM

Original signed by
James MacKinnon
Board Secretary

Original signed by
Chief Wilbert Marshall
Chair

The following Information Items were submitted:

1-I Transition Implementation Update (26 November 2020)



TO: Chief Wilbert Marshall, Chair, and Members of the Atlantic First Nations Water Authority Board

SUBMITTED BY: original signed by
James MacKinnon, MPA, B.Sc., Interim Chief Operating Officer

APPROVED: original signed by
Carl Yates, M.A.Sc., P.Eng., Interim Chief Executive Officer

DATE: January 8, 2021

SUBJECT: Transition Implementation Plan - Update

Information Report

ORIGIN

Transition Implementation Plan [TIP] approved by the Board at the June 24th, 2020 meeting.

BACKGROUND

The Transition Implementation Plan [TIP] provides a detailed overview of the AFNWA's internal developments as an organization, and external developments on projects and community outreach. The TIP will guide the overall operationalization of the AFNWA through staged phases and lead to full autonomous operations in Spring 2022. It describes the objectives of the phases and the process by which the steps and composite tasks are to be managed.

DISCUSSION

The complete Transition Implementation Plan is attached for your reference, however some key highlights of development since our previous meeting are as follows:

- *Step 1: Operational Funding.*
 - *Funding has been received. Step 1 can now be considered complete.*
- *Step 2: Planning and Establishment of Governance.*

- Accelerator Inc, in partnership with Tuma Young, has been engaged to develop the Terms of Reference for the Elder's Advisory Committee.
- An RFP is under development, with the help of Halifax Water, to solicit proposals from prospective Auditors.
- Development of a comprehensive communications strategy is currently under development, led by AFNWA's Manager of Communications, supported by National Public Relations.
- Scoping exercises are underway for an AFNWA Website.

- *Step 3a; Band Council Resolutions:*
 - A draft BCR for final commitment to the AFNWA is now complete and ready for circulation and feedback. A draft was sent to ISC for comment and they indicated they have no substantial comment regarding the BCR. That said, ISC mentioned a round of BCR's in the final quarter of 2020-2021 is no longer necessary. The AFNWA will use this time to focus on communities that have not yet signed a BCR signaling intent to be members of the AFNWA.

- *Step 3b: Implement Human Resource Strategy*
 - An offer of employment was extended to the top two preferred candidates for the position of Manager of Corporate Services. Unfortunately, the offer was not accepted by either candidate.
 -
 - Leaders International was engaged to continue the search for candidates for our Manager of Corporate Services with a renewed focus on First Nations candidates from Atlantic Canada.
 - The search continues for a Manager of Operations. AFNWA's interim CEO and COO have a meeting with Leaders International on January 27 to discuss a focused list of candidates.
 - Interviews have taken place for the Asset Management Technologist position. A preferred candidate has been identified and an offer of employment has been made.
 - Interviews for the position of Administrative Assistant are ongoing. A preferred candidate is anticipated to be identified by mid-January.

- *Step 5: Implement Operations Model.*
 - Ontario Clean Water Agency has completed their review of the AFNWA business case. They have provided an overwhelmingly positive endorsement of our plan and direction.
 - Final revisions of the AFNWA Business Case are being made to reflect recommendations of OCWA's review.

- *Step 7: Regulatory Oversight.*

- Dalhousie University's contract to develop water safety plans is under review by Dalhousie legal counsel. We expect it to be returned in January. COVID-19 has created a backlog in Dalhousie's legal department.
- Dalhousie continues its work on Water Safety Plans. Dr. Gagnon has indicated that his NSERC application has been successful to secure additional funding for this initiative.
- *Step 8: Operational Planning:*
 - The CEO and COO continue to meet with Chiefs, Councilors, community administrators and operators to discuss the AFNWA and hear their concerns.
 - The CEO and COO are set to meet with Chief and Council of Acadia First Nation on January 12, 2021.
 - Millbrook First Nation has given their approval to lease space to the AFNWA. A formal report on the details of the lease have has been developed for Board consideration.
 - AFNWA Manager of Engineering and consultants have begun meeting to assess communities SCADA systems. A formal visit of communities in New Brunswick was completed in December. Communities visited were:
 - Elsipogtog First Nation
 - Pabineau First Nation
 - Kingsclear First Nation
 - Tobique First Nation
 - Oromocto First Nation
 - Arrangements have been made to visit Communities in Nova Scotia the week of January 11/21 to assess the current state of SCADA systems
- *Step 9: Capital Planning*
 - A preferred proponent has been identified for the Asset Management Plan development. A formal report is being developed for consideration and approval of the Board on January 13/20.

BUDGET and FINANCIAL IMPLICATIONS

Activities associated with the TIP are funded through Funding Agreements secured with Indigenous Services Canada.

ATTACHMENT

None

Report Prepared by: original signed by
James MacKinnon, interim COO, (902)-435-8021

Financial Reviewed by: original signed by
Carl Yates, interim CEO, (902)-435-8021



13 January 2021

TO: Chief Wilbert Marshall, Chair, and Members of the Atlantic First Nations Water Authority Board

SUBMITTED BY: original signed by
James MacKinnon, MPA, B.Sc., Interim Chief Operating Officer

APPROVED: original signed by
Carl Yates, M.A.Sc., P.Eng., Interim Chief Executive Officer

DATE: January 8, 2021

SUBJECT: **AFNWA Board Meeting Schedule**

Information Report

ORIGIN

The AFNWA Board Executive meeting of November 19, 2020.

BACKGROUND

The Board Executive met on November 19, 2020 to discuss governance matters. With the establishment of Board committees, and the expectation that Directors would serve on these committees, it was decided that meeting monthly would be too frequent.

DISCUSSION

The Executive agreed that AFNWA board meetings should take place every two months, with a meeting length of two hours, as indicated on the attached schedule. In addition, there is an expectation that Board Committees would meet one to two weeks before Board meetings to ensure timely updates to the Board on Committee activities.

BUDGET and FINANCIAL IMPLICATIONS

Budgets for AFNWA Board meetings are accounted for in the AFNWA 2020-2021 budget provided by Indigenous Services Canada.

ATTACHMENT

Schedule of 2021 Board Meeting dates

Report Prepared by: original signed by
James MacKinnon, interim COO, (902)-435-8021

Financial Reviewed by: original signed by
Carl Yates, interim CEO, (902)-435-8021



**2021 AFNWA Board of Directors
Meeting Schedule**

March 31, 2021

May 26, 2021

July 28, 2021

September 29, 2021

November 24, 2021