BOARD MINUTES
Boardroom, 100 Port Drive, Nanaimo, BC
Wednesday, October 17, 2018 at 1:00pm

ATTENDANCE:

Directors:	M. Corfield, Board Chair D. Hais R. Ringma R. Sinclaire J. Manhas
Management:	E. Moir, President/CEO I.Marr, SVP Finance and Administration M.Davidson, VP, Real Estate A.Rolston, Corporate Secretary

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CALL TO ORDER: The meeting was called to order at 1:17pm.

AGENDA:
Item 116-18

The agenda of the October 17, 2018 board meeting was reviewed.

Moved: D. Hais Seconded: R. Ringma

Resolution 18-10-01 That the Nanaimo Port Authority board of directors adopts the agenda of the October 17, 2018 board meeting, as presented.

CARRIED

BOARD MINUTES:
Item 117-18

The minutes of the August 29, 2018 board meeting were reviewed.

Moved: R. Ringma Seconded: D. Hais

Resolution 18-10-02 That the Nanaimo Port Authority board of directors adopts the minutes of the August 29, 2018 board meeting, as presented.

CARRIED

COMMITTEE MINUTES:
Item 118-18

The minutes of the June 11, 2018 human resources and compensation committee were reviewed.

Moved: D. Hais Seconded: R. Ringma

Resolution 18-10-03

That the Nanaimo Port Authority board of directors accepts the minutes of the following committee meetings, as presented:

- June 11, 2018 human resources and compensation committee
- June 7, 2018 conduct and governance committee
- June 4, 2018 audit committee
- August 15, 2018 audit committee
- September 25, 2018 audit committee

CARRIED

REPORTS OF DIRECTORS:

AUDIT COMMITTEE REPORT:
Item 119-18

R. Sinclaire provided an update on the activities of the audit committee. It was noted that the board approved the appointment of Marsh Canada Ltd. to provide insurance brokerage services to the Nanaimo Port Authority from November 1, 2018 to November 01, 2023 by email resolution 2018-04 on September 27, 2018.

AUDIT PLAN:
Item 120-18

The audit service plan and engagement letter for the year ended December 31, 2018 were reviewed.

Moved: D. Hais Seconded: R. Ringma

Resolution 18-10-04

That the Nanaimo Port Authority board of directors approves the 2018 audit service plan and engagement letter for the year ended December 31, 2018, as presented and recommended by the audit committee.

CARRIED

HRC COMMITTEE REPORT:
Item 121-18

M. Corfield provided an update on the activities of the human resources and and compensation committee.

EMPLOYEE ASSISTANCE PLAN:
Item 122-18

A copy of the employee assistance plan proposal sourced from the existing employee benefits provider was reviewed.

Moved: D. Hais Seconded: R. Ringma

Resolution 18-10-05

That the Nanaimo Port Authority board of directors approves the employee assistance plan proposal dated October 16, 2018, as presented and that the cost for the coverage be paid by the Port as recommended by the human resources and compensation committee.

CARRIED

Moved: D. Hais Seconded: R.Ringma

Resolution 18-10-06 That the Nanaimo Port Authority board of directors accepts the report of directors from the October 17, 2018 board meeting, as presented.

CARRIED

REPORTS OF ADMINISTRATION:

CEO REPORT: E. Moir presented the October 17, 2018 CEO report.
Item 123-18

I.Marr joined the meeting at 1:40pm.
The meeting was held in-camera from 1:40pm – 2:10pm.

BOARD BANKING RESOLUTION:
Item 124-18 Moved: D. Hais Seconded: R. Ringma

Resolution 18-10-07 That the Nanaimo Port Authority board of directors approves the banking resolution for the vehicle processing centre outlined in the memo to the board dated October 5, 2018, as presented.

and;

That the President and CEO and the SVP Finance and Administration be authorized to execute the agreement.

CARRIED

REVISED CAPITAL BUDGET: The revised 2018 capital budget was reviewed and discussed.
Item 125-18 Moved: D. Hais Seconded: R. Ringma

Resolution 18-10-08 That the Nanaimo Port Authority board of directors approves the revised capital budget dated October 2018, including an increase in capital projects to a maximum of $2,027,100.00

CARRIED

J. Manhas left the meeting at 2:15pm.

REVISED CAPITAL EXPENSES: The revised capital projects update as at August 31, 2018 was reviewed.
Item 125-18 Moved: R. Ringma Seconded: D. Hais

Resolution 18-10-09 That the Nanaimo Port Authority board of directors accepts the revised capital projects update, as presented.

CARRIED

I.Marr left the meeting at 2:35pm

INFORMATION ITEMS AND CORRESPONDENCE:	Information and correspondence items 8 a-l on the October 17, 2018 board agenda were reviewed.			
Item 126-18	Moved:	D. Hais	Seconded:	R. Ringma
Resolution 18-10-10	That the Nanaimo Port Authority board of directors receives information items 8 a-i on the October 17, 2018 board agenda.			

CARRIED

M.Davidson joined the meeting at 2:39pm.

MARINA DEVELOPMENT: Item 127-18	An update regarding the proposed marina development project was provided. It was agreed to proceed with the environmental and the geotechnical assessments for the marina development.			
	Moved:	D. Hais	Seconded:	R. Ringma
Resolution 18-10-11	That the Nanaimo Port Authority board of directors approves deferring the design engineering portion of the marina development pending the development and board approval of a detailed business case for the project.			

CARRIED

LEASE UPDATE: Item 128-18	The proposed lease hold improvements in the memo dated October 11, 2018 were reviewed.			
	Moved:	D. Hais	Seconded:	R. Ringma
Resolution 18-10-12	That the Nanaimo Port Authority board of directors approves the lease hold improvements for 1340 – 1370 Stewart Avenue, as presented in the memo dated October 11, 2018 subject to obtaining all applicable federal and environmental approvals.			

CARRIED

M.Davidson left the meeting at 2:48pm.

AUGUST 2018 FINANCIALS: Item 129-18	The financial statements as at August 31, 2018 were reviewed.			
	Moved:	D. Hais	Seconded:	R.Ringma
Resolution 18-10-13	That the Nanaimo Port Authority board of directors receives the reports of administration, as presented.			

CARRIED

R. Rigma left the meeting at 3:00pm.

BOARD TRACKING MATRIX: Item 130-18	The board tracking matrix was reviewed. The board requested that the existing land use plan be posted on the board q-file.
ADJOURN:	The meeting adjourned at 3:15pm.

M. Corfield, Board Chair

A.Rolston, Corporate Secretary