



**BOARD MEETING MINUTES**  
**Boardroom, 100 Port Drive, Nanaimo, BC**  
**Thursday, February 28, 2019 at 9:00am**

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**ATTENDANCE:**

**Directors:** M. Corfield, Chair  
D. Hais, Vice Chair  
R. Sinclair  
F. Denning  
B. Coe

**Management:** I. Marr, President & CEO  
M. Davidson, Chief Operating Officer  
A. Rolston, Corporate Secretary

**Excusals:** J. Manhas, Director

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**MASTER MARINERS:** F. Denning presented M. Corfield with a certificate of her honorary membership with the Company of Master Mariners of Canada.

**CALL TO ORDER:** M. Corfield called the meeting to order at 9:13am.

**AGENDA:** The agenda of the February 28, 2019 board meeting was reviewed. The February 15, 2019 conduct and governance committee minutes were added under minutes and a report from D. Hais regarding attendance at the Association of Pacific Ports conference in was added under information items.

Moved: F. Denning                      Seconded: D. Hais

**Resolution 19-02-01** That the Nanaimo Port Authority board of directors adopts the agenda of the February 28, 2019 board meeting, as amended.

CARRIED

**BOARD MINUTES:** The minutes of the January 16, 2019 regular board meeting were reviewed.  
Item 24-19 A error on page 3 was noted under community relations committee report. Two references to human resources and compensation committee will be changed to community relations committee.



<i>DEEP SEA REPORT: Item 30-19</i>	I. Marr presented the deep sea report as at December 31, 2018.	
<i>CAPITAL MAINTENANCE REPORT: Item 31-19</i>	The capital maintenance report as at December 31, 2018 was reviewed.	
	Moved: D. Hais	Seconded: R. Sinclair
Resolution 19-02-05	That the Nanaimo Port Authority board of directors accepts the February 28, 2019 report of directors and report of administration, as presented.	CARRIED
<i>2019 BOARD TRAINING: Item 32-19</i>	The following five key focus areas for board training and development in 2019 were reviewed.	
	Moved: D. Hais	Seconded: R. Sinclair
Resolution 19-02-06	That the Nanaimo Port Authority board of directors approves the following five key focus areas for board training and development in 2019, as recommended by the conduct and governance committee: <ul style="list-style-type: none"> <li>• International trade</li> <li>• HR management</li> <li>• Port operations</li> <li>• Maritime transportation</li> <li>• Maritime trade</li> </ul>	CARRIED
<i>TOR PORT NOMINATING COMMITTEE: Item 33-19</i>	The proposed terms of reference for the port nominating committee were reviewed.	
	Moved: B. Coe	Seconded: F. Denning
Resolution 19-02-07	That the Nanaimo Port Authority board of directors approves the proposed terms of reference for the port nominating committee, as recommended by the conduct and governance committee.	CARRIED
<i>POLICY &amp; PROCEDURES MANUAL UPDATE: Item 34-19</i>	The proposed changes to the policy and procedures manual were reviewed.	
	Moved: B. Coe	Seconded: F. Denning
Resolution 19-02-08	That the Nanaimo Port Authority board of directors approves the proposed changes to the policy and procedures manual, as recommended by the conduct and governance committee.	CARRIED

**INFORMATION & CORRESPONDENCE:**  
Item 35-19

The following information and correspondence items on the February 28, 2019 were reviewed.

- Feb 2019 congratulations letter to MLA S. Malcolmson
- Jan 2019 membership letter Association of Canadian Port Authorities
- Jan 2019 congratulations letter to CEO I. Marr from MLA M. Stilwell

D. Hais provided a summary of the Association of Pacific Port Authorities conference held in January 2019. It was noted that the Port of Nanaimo will be hosting this conference in August 2020.

Moved: D. Hais    Seconded: B. Coe

Resolution 19-02-09

That the Nanaimo Port Authority board of directors accepts the information and correspondence items, as presented.

CARRIED

**BOARD ACTION ITEMS & TRACKING MATRIX:**  
Item 36-19

The board action items and tracking matrix were reviewed.

**ADJOURNMENT:**

Moved: D. Hais    Seconded: B. Coe

That the Nanaimo Port Authority board of directors adjourns the February 28, 2019 board meeting at 10:55am.

CARRIED