



BOARD MEETING MINUTES
Boardroom, 100 Port Drive, Nanaimo, BC
Friday, March 29, 2019 at 10:00am

ATTENDANCE:

Directors: D. Hais, Acting Chair
R. Sinclair
B. Coe
F. Denning

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

Excusals: M. Corfield, Board Chair – leave of absence
J. Manhas, Director

CALL TO ORDER: The meeting was called to order at 10:00am. It was noted that M. Corfield Board Chair is on a leave of absence until after the May 6, 2019 federal by-election.

AGENDA: The agenda of the March 29, 2019 board meeting was reviewed.
Item 37-19

Moved: R. Sinclair Seconded: F. Denning

Resolution 19-03-01 That the Nanaimo Port Authority board of directors accepts the agenda of the March 29, 2019 board meeting, as presented.

CARRIED

MINUTES: The minutes of the February 28, 2019 board meeting were reviewed.
Item 38-19

Moved: B. Coe Seconded: F. Denning

Resolution 19-03-02 That the Nanaimo Port Authority board of directors adopts the minutes of the February 28, 2019 board meeting, as presented.

CARRIED

The notes of the February 28, 2019 strategic planning session were reviewed.

Resolution 19-03-03 That the Nanaimo Port Authority board of directors accepts the notes of the February 28, 2019 board meeting, as presented.

CARRIED

REPORT OF DIRECTORS:

AUDIT COMMITTEE REPORT:
Item 39-19 R. Sinclair provided an update regarding the audit committee. It was noted that the next meeting is scheduled on April 11, 2019 with the auditors to review the 2018 audited financial statements. R. Sinclair also noted that she recently attended the Institute of Corporate Directors – Audit Committee Effectiveness one day seminar in Vancouver and found it very informative.

HRC COMMITTEE REPORT:
Item 40-19 D. Hais noted that a committee meeting will be scheduled prior to the next board meeting.

CGC COMMITTEE REPORT:
Item 41-19 D. Hais noted that she will join the conduct and governance committee during M. Corfield’s absence and that a committee meeting will be scheduled prior to the next board meeting.

CRC COMMITTEE REPORT:
Item 42-19 D. Hais noted that the City of Nanaimo has not made their liaison committee appointments yet. A committee meeting will be scheduled prior to the next board meeting.

Moved: F. Denning Seconded: B. Coe

Resolution 19-03-04 That the Nanaimo Port Authority board of directors accepts the reports of directors from the March 29, 2019 board meeting, as presented.

CARRIED

REPORT OF ADMINISTRATION:

CEO REPORT:
Item 43-19 I. Marr provided an update regarding the Port’s recent activities. Topics included:

- DP World Agreement – Duke Point Terminal
- National Trade Corridors Fund – Duke Point update
- Short sea shipping opportunities update
- WSP study proposal for terminal planning
- Human resources update
- Payment in Lieu of Taxes (PILT) paid to the City of Nanaimo
- Communications update
- Community involvement fund application summary update
- VPC grand opening event update

The meeting was in recess from 10:25am – 10:30am.

WSP STUDY

PROPOSAL: Moved: F. Denning Seconded: B. Coe
Item 44-19

Resolution 19-03-05 That the Nanaimo Port Authority board of directors approves proceeding with the WSP study proposal regarding duke point terminal planning in the amount of \$45,000.

CARRIED

NCF FUND EOI

DUKE POINT: Moved: B. Coe Seconded: R. Sinclair
Item 45-19

Resolution 19-03-06 That the Nanaimo Port Authority board of directors approves proceeding with an expression of interest to the National Trade Corridors Fund in the amount of \$12M dollars for terminal upgrades at the Duke Point terminal.

CARRIED

The meeting was in recess from 10:55am – 12:15pm.

COMMUNICATIONS

PROPOSAL: Moved: F. Denning Seconded: B. Coe
Item 46-19

Resolution 19-03-07 That the Nanaimo Port Authority board or directors approves proceeding with the proposal from Communications Ink as outlined in the summary document dated March 18, 2019 in the amount of \$18,000.

CARRIED

CI FUND

DONATIONS: Moved: B. Coe Seconded: R. Sinclair
Item 47-19

Resolution 19-03-08 That the Nanaimo Port Authority board of directors approves the 2019 community involvement fund donations as outlined in the summary document dated March 29, 2019 in the amount of \$40,000.

CARRIED

LEASE UPDATE: M. Davidson provided an update regarding the Port's lease portfolio.
Item 48-19 Topics included:

- Passenger ferry agreement
- Helijet
- Port Drive road work/extension
- Marina developments
- Harbour Air

B. Coe left the meeting at 1:50pm

B. Coe returned to the meeting at 1:55pm

DEEP SEA REPORT:
Item 49-19 I. Marr presented the deep sea report as at February 28, 2019.

CAPITAL MAINTENANCE REPORT:
Item 50-19 The capital maintenance report as at February 28, 2019 was reviewed.
Moved: F. Denning Seconded: B. Coe

Resolution 19-03-09 That the Nanaimo Port Authority board of directors accepts the reports of administration from the March 29, 2019 board meeting, as presented.

CARRIED

BOARD ACTION ITEMS AND TRACKING MATRIX:
Item 51-19 The board action items and tracking matrix were reviewed. The development of a visual aid for tracking the timing of board and committee tasks in relation to each other throughout the year was suggested.

ADJOURNMENT:
Item 52-19 D. Hais called for a motion to adjourn the meeting
Moved: B. Coe Seconded: R. Sinclair
The meeting adjourned at 2:00pm.