

**Mayne Island Improvement District
Meeting of the Board of Trustees
Date: Thursday, April 7, 2011
Location: MIFRS Fire hall Meeting room**

CALL TO ORDER:

Deputy Chair, Jon Hoff called the meeting to order at 7:03 PM

PRESENT:

Trustees: Tracey DeRousie, Jon Hoff; David Maude; Aaron Somerville
Recording Secretary: Gerrie Wise

ABSENT WITH NOTICE: None

GUESTS, MEMBERS OF PUBLIC PRESENT:

Bette Hawes
Carol Munro
Pat Seebach

REQUEST FOR ADDITIONS TO AGENDA:

Trustee Maude requested the following additions:

- 1) Under "Other Business" Motion correct motion of March 17 and to appoint Returning officer for election of Trustees at the AGM
- 2) Under "New Business" How Financial information is presented to the Board

Trustee Somerville requested the following additions::

- 1) Under Business Arising...Replace " Report on temporary rental units" with: Report on Engineers visit of Apr 6, 2011"
- 2) Provide some back ground for the Temporary Holding Area during an informal discussion

MOTION

Trustee Tracey DeRousie moved and Trustee Aaron Somerville seconded the motion to approve the agenda with additions. **CARRIED UNANIMOUSLY**

PREVIOUS MINUTES OF THE BOARD OF TRUSTEES MEETING:

MOTION

Trustee David Maude moved and Trustee Aaron Somerville seconded the motion to approve the Minutes from Board Meeting of March 17th 2011 as circulated **CARRIED UNANIMOUSLY**

BUSINESS ARISING FROM PREVIOUS MEETING MINUTES:

- a. Audited Financial Statements for 2010
The Financial Statements were presented by the Deputy Chair Jon Hoff, and he asked Trustee Somerville if he had any questions. Trustee Hoff explained that he, Trustee DeRousie and Trustee Maude had attend a meeting with the

Auditor and felt satisfied that all questions had been answered and were comfortable accepting the Financial Statements as presented. Trustee Somerville said he had no questions as he had met with Trustee DeRousie and Moira to discuss the Financial Statements.

MOTION

It was moved by Trustee Tracey DeRousie and Seconded by Trustee David Maude to approve and accept the Financial Statements for the year ending Dec 31, 2010 as presented by the Auditor. **CARRIED UNANIMOUSLY**

MOTION

It was moved by Trustee David Maude and seconded by Trustee Aaron Somerville to place the audited and approved Financial Statements on the MIID website. **CARRIED UNANIMOUSLY**

b. Engineers visit - Trustee Somerville

Richie Smith from Hoel's Engineering visited the fire hall April 6, 2011 with Trustee Somerville and presented an idea for an exterior reinforcing steel frame for the north wall of the fire hall outside the garage bay doors. His bill will be \$200 for this visit and his report and he left an estimate of a further approximately \$2000 for construction drawings. Trustee Somerville has estimated a cost of between \$6000 and \$16,000 material and labour to complete the work, depending on the costs of concrete.

Trustee DeRousie asked:

1) What is the plan for the building?

Ans. Trustee Somerville: An exterior frame would be constructed around the 3 bay doors.

2) Is this temporary?

Ans. Trustee Somerville: Yes, although the framework could be re-used in a new building so the money would not be totally wasted.

3) What about the unit rental report from the Fire Chief?

Ans. Trustee Somerville reported that his work with the Fire Chief showed the amount would be \$20,000 for the 1st year with costs of approx \$10,000 for hook up of water, sewer sanitation, power and telephone and \$10,000 to \$12,000 for unit moving and rental. The expenditure would be for temporary accommodation for offices and staff but the equipment still was not protected, and operational readiness was not addressed. Trustee Somerville feels this alternative will protect both the safety of the staff and the fire equipment. He feels this is a better expenditure of funds.

The Engineer is waiting for an order to go ahead and produce drawings and understands that Board approval is required.

A motion and bylaw would be required to order the drawings.

The Board discussed whether or not there are sufficient funds on hand to proceed at this time and writing a Bylaw to approve funding from Reserves for an order to the Engineer for the project Drawings.

Trustee DeRousie would like reassurance that these measures will address the problem. Trustee Somerville was confident in the Engineers estimate that this measure will protect the building to at least anything under a 7

magnitude Earthquake. He is confident that this is the appropriate measure to take.

Trustee Maude is also familiar with and recommended the Engineering firm. The matter will be dealt with at the April 14th meeting. Trustee Somerville will firm up the price for the Engineer's drawings.

c. Agenda & Procedure for AGM

Documents were provided to the Directors for their review in their packages containing the agenda, reports from the Board, Administrator and Fire Chief.

Trustee Maude would like to point out that his research shows that the Board is empowered to appoint the auditor and would like to investigate other firms for a cost estimate. He would like to delete item 8 from the agenda. The Board Members agreed.

A discussion was held regarding obtaining quotes. Trustee Maude stated that the fees have gone up and up and have doubled from \$6,000 two years ago to \$12,000 now. He would like to have another quote from at least one other firm. He also asked if MIID may have to put the contract out for tender since it is over the \$5000 limit.

Trustee DeRousie is concerned about changing Auditors and whether the time line to switch Auditors is appropriate. Also, with 4 new Board Members it may not be appropriate at this time. However she is not averse to obtaining information as to costs from another firm.

Trustee Hoff would like the new Board to decide which Auditor to appoint. Trustee Somerville asked the Finance Committee to ask the Auditor why the estimate was higher.

Trustee Somerville briefly discussed the Fire Chief's report and the Chief's concern that on average all calls now require more hours for each call-out than in previous years due to environmental concerns, cleaning. The Chief wished to explain this.

Trustee DeRousie will present the Financial Statements and answer questions with Trustee Hoff. A discussion was held regarding whether the Trustees will read each report into the record. A decision will be made regarding this on the 14th.

The Directors approved the AGM package with the addition of the Financial Statements and the Minutes of the meeting of April 2010; and the deletion of Item 8 Appointment of Auditor. Trustee Hoff will meet with the Administrator in the morning (April 8) to ask that the package be sent to the printer.

Re: Picking up the key, and setting up the room? Steve DeRousie will set up the PA and recording equipment and has been given a PO for this work. Trustee Somerville will check with Moira as to any details which need to be addressed. Trustees Somerville and Maude volunteered to attend 1½ hours beforehand and assist Steve with set up.

Trustee Hoff will preside over the nominations and will introduce the candidates to each speak for 3 minutes each, then request the Returning Officer to preside over the election. Names will be drawn to determine the speaking order.

The Board agreed that each new Trustee should be given the "Trustee package" (as was prepared last year) once they have been elected. They will meet very briefly to distribute the packages and be advised of the re-organization meeting Monday, April 18, 2011. Trustee Hoff will request the Administrator to prepare these packages when he meets with her tomorrow morning, April 8, 2011.

OTHER BUSINESS:

MOTION

It was moved by Trustee David Maude and seconded by Trustee Tracey DeRousie that the motion made March 17, 2011 to appoint Mary Cooper as the "Presiding Officer for the election of Trustees at the AGM" be corrected to read appoint Mary Cooper as the "Returning Officer for the election of Trustees at the AGM", whose services are being provided on a volunteer basis. **CARRIED UNANIMOUSLY**

7:45 PM Guests were asked if they had any questions - none were asked

Guests left the meeting at 7:45PM

A short break was taken.

Before the In Camera Session, Trustee Maude brought up the item from New Business which was overlooked on the agenda:

NEW BUSINESS:

Financial reports presented to the Board:

Trustee Maude would like to have the Cheque Register and the PO Register brought to each Board meeting to inform the Trustees of transactions throughout the month.

A discussion was held:

Trustees Hoff and Maude would like to use this procedure to have all the Trustees aware of where the funds are being spent on a monthly basis. Trustee DeRousie asked why this was necessary when the Administrator provides the report each month, and details are available when the Cheques are being signed. Trustee Maude stated it was not a "policing" policy; that's what we have an Auditor for.

Trustee DeRousie asked if this meant the Administrator would have to make 5 copies of the Cheque register and copies of the purchase orders issued. This was confirmed by Trustees Maude and Hoff in order to provide the Trustees with information regarding what expenditures are being made. Trustee Maude questioned the expenditure of \$6000 on uniforms which appeared over-budget. The discretionary limits of the Fire Chief were discussed and the question of Board oversight.

It was discussed that the information could be very valuable for a new Board to assist them in understanding the finances of the Improvement District.

Trustee DeRousie repeated her concerns about the Board "micro-managing" and about the extra work required.

The question of the Administrative Assistant was also mentioned as possibly allowing more time for these reports to be prepared. Trustee Hoff explained that position will be

left for the new Board.

Trustee DeRousie will discuss the matter with the Administrator to try to provide the reports for the next meeting. She does not wish to have this request cause a significant amount of extra work for the Administrator or a larger amount of paper for the Trustees.

Regarding the Election of Trustees:

Trustee Maude reported that there are presently 5 candidates for Trustees and said the Nomination forms will be provided to the Returning Officer by next Wednesday, Apr 13th 2011 for validation of their candidacy.

A discussion was held regarding the details required by the Returning Officer.

IN CAMERA:

MOTION

Trustee David Maude moved and Trustee Aaron Somerville seconded the motion to go into "In Camera session"

CARRIED UNANIMOUSLY

ADJOURNMENT:

After the "In Camera" Session, the Meeting was adjourned at 9:00 PM by motion made by Trustee Tracey DeRousie.

NEXT MEETING DATES:

- April 14th 2011 Regular MIID Board Meeting at 7:00 PM Fire hall meeting room
- April 16th 2011 Annual General Meeting @ 1:30PM Ag Hall
- April 18th 2011 MIID Board Re-organizational Meeting 7:00 PM Fire hall Meeting room
- May 12or 26 Regular MIID Board Meeting at 7:00 PM Fire hall Boardroom - Date to be confirmed

Approved:

Jon Hoff, Deputy Chair

Date:

Recorded and presented by:
Gerrie Wise, Recording Secretary

Note: In view of the limited time before the next meeting, an informal discussion followed the meeting to determine the items for the agenda of April 14, 2011.