



Grand River Conservation Authority

Minutes – General Membership Composition Review Committee

Date: February 10, 2023
Time: 10:00 a.m.
Location: GRCA Zoom Virtual Meeting
Members Present: Ken Yee Chew, Doug Craig, Susan Foxton, Chris White, Alex Wilson
Staff: Samantha Lawson, Karen Armstrong, Eowyn Spencer

1. Call to Order – 10:02

The Chair called the meeting to order at 10:02 a.m.

2. Certification of Quorum

Quorum was certified with all Members present.

3. Chair's Remarks

The Chair welcomed everyone to the meeting and requested a summary of items to be considered.

K.Armstrong provided a brief overview of the agenda items, including past Committee discussions, the current Board membership composition and the Provincial Order-in-Council (OIC) on which it is based, the weighted voting structure and current modified assessment value for levy allocations, and the hypothetical Board composition if determined by the population-based method as listed in the Conservation Authorities Act.

4. Review of Agenda

Moved by: Pam Wolf

Seconded by: Alex Wilson

THAT the agenda for the General Membership Composition Review Committee be approved as circulated.

5. Declarations of Pecuniary Interest

6. Minutes of the Previous Meetings

Moved by: Alex Wilson

Seconded by: Susan Foxton

THAT the minutes of the previous meeting held on September 16, 2022 be approved as circulated.

7. Reports:

7.1. General Membership Composition Background Information:

Discussion continued with questions and answers from Committee members and staff, with the following key items being noted and confirmed:

- In September 2022, the City of Hamilton Council passed a motion to appoint members to Conservation Authority Boards using the population-based method
- The composition of the GRCA Board is determined by a Provincial OIC. There is a population-based method outlined in the *Conservation Authorities Act*, and an additional method of determining composition, also in legislation, is by an agreement of councils of participating municipalities.
- The OIC was originally put in place in an effort to reduce the number of members on the Board at the time from 44 to 26 and to improve efficiencies in governance. The OIC provides that the City of Hamilton be represented by one appointed member.
- The GRCA, Hamilton Conservation Authority, Halton Region Conservation Authority, Niagara Peninsula Conservation Authority, and the City of Hamilton created an agreement that was in place for many years until the end of 2017 that had a modified levy formula for the City of Hamilton. A court decision in December 2017 found the agreement to be invalid, thus the legislated method was applied and the City of Hamilton experienced a significant increase in their levy apportionment at the GRCA (and others). That led to the question of appropriate representation on the GRCA Board.
- Previous to the 2022 appointments, Hamilton had appointed a citizen representative to the CA Boards. In 2021, the Province updated the CA Act which now contains a provision that 70% of appointed representatives must be elected officials. Municipalities are permitted to submit an exception request to the Province with respect to this requirement, should they so choose.

The Committee considered options available to the GRCA which would allow Hamilton to increase its membership. Potential options include considering implementing the population-based method, requesting an increase to Hamilton's representation from each participating municipality and seeking agreement from councils, or requesting consideration of the OIC from the province, which would also require agreement of councils of participating municipalities.

- The Committee and staff discussed challenges and opportunities with the options, including consideration that the population-based method would significantly increase Board membership, which would subsequently impact the efficiency of the overall governance model created by using the OIC, which was an objective of the membership reduction. The OIC at the time it was created took into account population, assessment value, and geography of the participating municipalities.
- S. Lawson added that the fiduciary duty of GRCA Board Members is to make decisions based on the best interest of the Conservation Authority. Voting on the budget and levy utilizes a weighted vote, where the amount of levy apportioned to a municipality determines the weighting of their vote.

There was discussion about the scope of this committee and if there are other governance issues that would benefit from a review and potential refresh. In light of other significant legislative and regulatory changes that the organization is working through, it was determined that the committee will focus on the request from the City of Hamilton about representation at this time.

A.Wilson noted that an agreeable solution can be determined, and there was general agreement that the Committee understands Hamilton's request to increase their representation.

8. Next Steps

- Following discussion, the Committee agreed that staff be directed to review the available options and provide an update with a potential outcome of each option at the next meeting. The Committee can then determine the preferred approach to be taken and make a recommendation to the full Board.
- A timeline for next steps was not specifically determined, and a meeting will be called when staff have prepared an update.

9. Next Meeting – At the Call of the Chair

10. Adjourn

The meeting was adjourned at 10:58 a.m.

Moved by: Pam Wolf

Seconded by: Alex Wilson

THAT the meeting of the General Membership Composition Review Committee be adjourned.