

1.0 Call to Order

Called to order at 8:35 am.

Councillor Amy Coady-Davis, Interim MNL Board Chair, called the 70th Annual General Meeting of Municipalities Newfoundland and Labrador to order, and welcomed members to the first virtual MNL AGM.

1.1 Moment of Silence

Councillor Amy Coady-Davis called for a moment of silence to remember our colleagues that have been lost since the last annual general meeting.

1.2 Adoption of the Agenda

The agenda for the Annual General Meeting was adopted on Thursday, May 6th at the beginning of the Symposium.

Motion 1-AGM-2020
Carried

Moved by Councillor Keith Keating, Seconded by Mayor Gary Bishop
The agenda for the 70th Annual General Meeting was approved as presented.

1.3 Adoption of the Standing Rules

Motion 2-AGM-2020
Carried

Moved by Mayor Gary Bishop, Seconded by Councillor Dean Flynn
The 2020 Standing Rules were approved as presented.

1.4 Introduction of Procedures and Standing Rules Chairperson

Councillor Coady-Davis introduced the meeting's Procedures and Standing Rules Chairperson, Brian Hudson, who is the current President of the Professional Municipal Administrators.

1.5 Addresses by Affiliate Associations, President Garth Frizzell of the Federation of Canadian Municipalities and Federal Cabinet Minister Seamus O'Regan

Members were given an update from our Affiliate Associations; the President of the Federation of Canadian Municipalities and our Federal Minister, the Honourable Seamus O'Regan by recorded video message.

Each Association gave an update on the work of their Associations over the past year.

Minister O'Regan brought remarks on behalf of the Federal Government and updated members on recent Federal funding announcements and local clean energy and technical business start-ups in the province.

1.6 Address by The Honourable Krista Lynn Howell, Minister of Municipal and Provincial Affairs

Minister Howell addressed the members through a recorded video message and updated members on the current objectives and goals of the Department of Municipal and Provincial Affairs.

Highlights of the report included support for municipalities to provide residents with safe, sustainable communities, served by open, effective, and accountable local governments. Also support for municipalities during COVID-19 – Safe Restart Program, COVID stimulus program and funding for

operators of arenas and pools. The Canada Community Building fund will see \$31.5 million from the federal government will come into the province.

Municipal Elections this fall will see the use of mail-in ballots in several municipalities around the province. In addition, province wide elections training and health and safety guidelines are in place for a safe election.

The Department is working to give flexibility in funding streams, reducing administrative burden for municipalities and to give greater capacity for multi-year funding opportunities.

Other current priorities of the Department include:

- Municipal Legislative Review – consultations held and submissions received. Code of Conduct, Professionalism and Conflict of Interest were key issues raised in the consultations.
- Shared services & Regionalization – working group established and are developing recommendations on shared services and regionalization.
- Drinking Water & Boil Water Advisories – seen significant progress being reached, and there is an all-time low number of boil water advisories in the province and an all-time increase in water operators and certifications for operators. Work is progressing well, and there is a Drinking Water Quality Action Plan being worked on by the Department of Environment and Climate Change.

2.0 Minutes of the 69th Annual General Meeting

Councillor Coady-Davis referred the members to the 2019 Annual General Meeting minutes in their conference materials and asked if there were any errors or omissions. Hearing none, Councillor Coady-Davis asked for a motion to accept the Minutes of the 69th Annual General Meeting of Municipalities Newfoundland and Labrador.

Motion 3-AGM-2020
Carried

Moved by Councillor Dean Flynn, Seconded by Mayor Paul Brazil

The minutes of the 69th Annual General Meeting were adopted as presented.

3.0 Finance Report

Councillor Coady-Davis, Interim MNL Chair, presented the Finance Report to the members, noting that the full finance report is available on the MNL website.

Several key areas of the report were highlighted:

- **MNL's current financial picture and long-term plan** – becoming more self-sustainable and financially secure within 3-5 years. 2019 was a challenging year, but MNL was well positioned. There was a deficit for the year, but net assets grew by almost \$1 million.
- **Investing in the future of MNL** – purchase of 79 Mews Place is an investment in membership and our financial sustainability. Delayed sale of 460 Torbay Road added a significant burden, but MNL was well positioned to push through. Our plan is back on track and the benefits will be more than just financial and will be realized in the months and year ahead. Our plan for the new building on Mews Place was always to give MNL significant new lease revenue. The organization's goal was to lease the available space within two years of moving in. In short order, MNL will have all its available office space leased, generating over \$220,000 a year in revenue. That will cover MNL's annual mortgage cost and the vast majority of the operational cost of the building
- **Setting the course for the future** - Strong financial governance is a top priority for MNL moving forward. Over the last year, the organization has made great improvements in this area, including a greater focus on disciplined spending, implementation of electronic fund transfers, and increased segregation of duties.

We will also be reviewing our policy document and by-laws this year which will ensure MNL is positioned well for the future. We have convened a Financial Sustainability Working Group to assist us in that important work.

- **The long-term looks positive** - We anticipate a smaller operating deficit of approximately \$70,000 for 2020. This deficit was caused by the impact of COVID-19 on our operations – in particular a substantial loss event revenue due to public health measures. However, federal covid benefits such as wage subsidies, our own cost saving measures, and the development of new project revenue have lessened the impact.
- MNL is now on track for an operational surplus in 2021. This outcome is as a result of sound planning, sticking to that plan, and adjusting our business model where necessary to be more resilient and prepared.

Appointment of Auditors 2020

Motion 4-AGM-2020
Carried

Moved by Councillor Gerard Tilley, Seconded by Mayor Mike Doyle
Harris Ryan is appointed as the Auditors for 2020.

4.0 Chief Executive Officer's Report

The Chief Executive Officer, Craig Pollett, presented the CEO report to the members, giving some highlights of this report included:

- MNL's response for members to COVID-19
- Changing how we operate and support members
- Changes in staffing – new Director of Programs position created
- Convened a Financial Sustainability Working Group to help us improve our multi-year financial planning and our financial reporting functions.
- MNL generates a significant part of its revenue from events, with the cancellation of all 2020 in-person events due to the pandemic, event revenue dropped from almost \$690,000 to \$200,000.
- In response, we made tough spending decisions, accessed Federal support programs to make ourselves as lean as possible and accelerated our lease program.
- The purchase of 79 Mews Place is a critical planned investment in our financial sustainability. But it also an important investment in you.
- As noted in the finance report, for 2021 we have a balanced budget, with an operating surplus. This surplus, and future surpluses, will be critical for us to rebuild our cash flow and ensure that we have the necessary reserves to face future challenges.
- This past year also brought challenges. We worked through a legal and logistical labyrinth when the Corporations Act and our own By-laws made it impossible to hold our 2020 AGM in 2020.
- More recently, we faced the difficult decision brought on by our President contravening our Code of Ethical Conduct. Having a Code of Ethical Conduct in place gave the Board clear direction to navigate this difficult situation.
- New opportunity for MNL to address how we take a more active role in addressing under-represented peoples in our sector and becoming a true anti-racism, anti-discriminatory organization.
- We are busy with starting things, starting new services, new ways of doing business and new communicating and advocating for our members.

The full CEO Report can be found on the MNL website.

5.0 Interim Chair Report

Interim MNL Board Chair, Councillor Amy Coady-Davis, presented the report.

The report was an overview of the work of the MNL Board of Directors and Staff over the course of the last year, and MNL's support for members during the pandemic response.

We are working to create sustainable communities and having the right tools to do the job. MNL will continue to advocate for innovative infrastructure, more stable fiscal resources, regional approaches for governance and service sharing, support for financial and human resources, and dedicated resources for economic development.

Regionalization and regional government are key priorities for us right now as we move toward recovery. With 275 incorporated municipalities and approximately 300 local service districts and unincorporated areas, our existing local government and service delivery approach is unsustainable. A regionalization working group comprised of senior government officials and representatives from MNL and the Professional Municipal Administrators is developing a set of recommendations, which we will present to the Minister of Municipal and Provincial Affairs.

The complete Interim Chair report can be found on the MNL website.

6.0 By-Law Changes

Notice of Motion Submitted by the MNL Board of Directors

WHEREAS:

A. *The Corporations Act, RSNL 1990 c C36* (the "*Corporations Act*") has been amended to authorize meetings of corporations by electronic means, subject to the bylaws of the corporation, and that where a meeting is held by electronic means, the place at which the meeting is considered to be held is the registered office of the corporation;

B. The Corporation's bylaws provide that the annual meeting of the members of the Corporation shall be held each year at such time and place as may be determined by the Board of Directors; and,

C. MNL's Board of Directors passed a resolution to hold the 2020 May AGM virtually in accordance with *The Corporations Act* and based on legal recommendations.

The By-Laws of Municipalities Newfoundland and Labrador are required to be amended to be explicit about the ability to authorize annual general meetings of the corporation by electronic means as follows:

Article VI: Meetings, Section 1: Meetings of the Membership

Moved that *Article VI, Section 1* be amended with the addition of: "In accordance with *The Corporations Act, RSNL 1990 c C36* (the "*Corporations Act*"), meetings of the membership may be held by electronic means."

As amended, in its entirety Section 1 will read:

"The annual meeting of the members of the MNL shall be held each year at such time and place as may be determined by the Board of Directors for the purpose of hearing and receiving the financial reports and statements and any other documentation as required to be read and laid before the members at any annual meeting, electing directors, appointing, if necessary, the auditor and fixing or authorizing the Board of Directors to fix his remuneration and for the transaction of such other business as may properly be brought before the meeting. In accordance with *The Corporations Act, RSNL 1990 c C36* (the "*Corporations Act*"), meetings of the membership may be held by electronic means."

Motion 5-AGM-2020

Moved by: Mayor Tony Keats, Seconded by Mayor Frank Butt

Carried The changes to the MNL By-Laws were accepted as presented.

7.0 Advocacy Report

Deputy Mayor Sheilagh O’Leary, Advocacy Committee Vice-Chair presented the Advocacy Report to the membership. The report focused on five areas of concentration throughout 2020: COVID-19 supports to municipalities, municipal fiscal stability, regionalization, innovative municipal infrastructure, and a seat at the table. The report addressed each briefly and gave commentary on the continued advocacy required in these areas and others moving forward.

The full report can be found on the MNL website.

8.0 2020 Resolutions

1-2020	Elimination of Income Tax on Council Remuneration - Town of Cupids	Carried
2-2020	Regionalization - Town of Cupids	Carried
3-2020	Municipal Cost Recovery – First Lien - Town of Carbonear	Carried
4-2020	Caretaker Convention Guidelines - Town of Gander	Carried
5-2020	Reduction of administrative burden costs for capital works project funding - Town of Flower’s Cove	Carried
6-2020	Municipal Business Tax Exemption for Home-Based Artists in the province - Town of Portugal Cove-St. Philip’s	Carried
7-2020	Illegal All-Terrain Vehicle Use - Town of Flower’s Cove	Carried
8-2020	Rules for Public Servants in Provincial/Federal/Municipal Elections - Town of Flower’s Cove	Carried
9-2020	Regional Air Transportation Connectivity - Town of Gander	Carried
10-2020	RCMP Funding - Town of St. George’s	Carried

9.0 MNL Board Elections

Board Elections Results:

Avalon Director	Councillor Tina Neary, Town of Portugal Cove-St. Philip’s
Central Director	Councillor Amy Coady-Davis, Town of Grand Falls-Windsor - Acclaimed
Eastern Director	Councillor Keith Keating, Town of Marystown
Labrador Director	Councillor Robert Boudreau, Town of Cartwright - Acclaimed
Northern Director	Mayor Dale Colbourne, Town of St. Lunaire-Griquet - Acclaimed
Small Towns Director	Mayor Harold Murphy, Town of Parker’s Cove
Western Director	Mayor Roger Barrett, Town of Reidville

10.0 Other Business

There was no other business.

Mr. Craig Pollett, MNL’s Chief Executive Officer, was presented with a certificate for his 20 years of service to Municipalities Newfoundland and Labrador and the municipal sector.

11.0 Conduction Motions and Adjournment

Motion 6-AGM-2020

Carried

Moved by Councillor Keith Keating, Seconded by Mayor Jeff Parker

The meeting was adjourned until the election of President and Vice President in June.

The 70th Annual General Meeting of Municipalities Newfoundland and Labrador was adjourned on Saturday, May 8th at 12:15 pm.