

British Columbia Onsite Sewage Association
Board of Directors Meeting Minutes
July 22, 2009 – REVISION 4.0
Held at the Coast Tsawwassen Inn, Delta, BC

Present in Person:

Robert Feldhaus, Frank Hay, John Hayton, Braden Marshal, Steve Warren, Tim Wilson

Present by Telephone

Ian Ralston

Absent with Regrets

Colin Boog, Stephanie Unrau,

Staff

John Rowse, Executive-Director

1. Quorum & Call to Order

Seven (7) Board Members out of 9 are present. Quorum declared and meeting called to order at 9:20 AM by Chairman, Frank Hay.

2. Notice of Motions by Email

Resolution

No. 177

Moved by Frank Hay, Seconded by Steve Warren

BE IT RESOLVED that the minutes of the Board of Directors April 29, 2009 be adopted

CARRIED

3. Action Items from Past Meetings

All of the listed items in the minutes of April 29, 2009 were completed.

4. May 30 & 31, 2009 Board Workshop

The workshop report as circulated to the Board several weeks ago was discussed.

5. Vision Statement

Pursuant to the workshop report, no Vision Statement, as was to have been prepared by Colin Boog, was presented to the Board. The Board considered several vision statements. The Board developed the following statement:

“The BC Onsite Sewage Association is to be the industry leader through advocacy, knowledge, education and technical excellence for onsite wastewater sustainability.”

ACTION ITEM

Frank to circulate to Board the statement and seek over the next several days a motion to adopt a Vision Statement.

6. Mission Statement

The draft proposal of the Mission Statement version 2.0, as circulated by email to the Board members about 2 weeks earlier, was discussed.

Resolution

No. 178 Moved by Tim Wilson, Seconded by: Rob Feldhaus
BE IT RESOLVED that the Mission Statement version 2.0 as circulated to the Board be adopted as the Mission Statement for the Association.

CARRIED

(Copy of adopted Mission Statement is included to these meetings below)

7. Core Values

The listing of the Core Values as circulated by Steve Warren's email to the Board members about 2 weeks earlier, was discussed.

Resolution

No. 179 Moved by Rob Feldhaus, Seconded by: Steve Warren
BE IT RESOLVED that the Core Values as circulated to the Board be adopted as the Core Values for the Association.

CARRIED

(Copy of the adopted Core Values is included to these meetings below)

8. Guiding Principles

A set of Guiding Principles Draft 1.0 dated July 4, 2009, as circulated by email to the Board members about 2 weeks earlier, were discussed.

Resolution

No. 180 Moved by Tim Wilson, Seconded by: Braden Marshall
BE IT RESOLVED that the set of Guiding Principles Draft 1.0, dated July 4, 2009 be adopted excluding the sections headed Board & Staff Principles and Guiding Principles of Financial Resources.

CARRIED

(Copy of the adopted Guiding Principles is included with these meetings below)

ACTION ITEM

Frank to prepare for the Board's consideration revised sections of Guiding Principles - Board & Staff Principles and the Guiding Principles of Financial Resources given discussions at the Board.

8. Executive Limitations

The Board discussed the Executive Limitations as part of the Policy Governance Model

ACTION ITEM

John Hayton and Ian Ralston to prepare and submit to the Board a draft set of Executive Limitations within 6 weeks.

9. Executive-Directors Report

John Rowse reviewed with the Board his written report previously emailed to the Board c/w the Member Services & Communications Local Stakeholders Groups interim report.

Resolution

No. 181

Moved by John Hayton, Seconded by: Tim Wilson

BE IT RESOLVED that the Board of Directors expresses its thanks to Karen Halliday for job well done.

CARRIED

ACTION ITEM

Frank Hay, as President, is to send out a formal thank you to Karen.

10. Short/Medium/Long Term Activities & Policy Outcome Tracking

The Board discussed newly tabled draft documents listing activities of the Association and Policy outcomes.

ACTION ITEM

John Rowse to expand on these items to assist the Board in prioritizing the activities and policies.

One of the items discussed was the activity of the TRC reviewing, at the request of others, record of sewerage system filings either before or after the filing is accepted. The general observation initially was that the issue of legal liability would need to investigate and understood and that this is not a role for BCOSSA. Discussion on the concept resulted in that is worth investigating.

ACTION ITEM

John Rowse & Ian Ralston to develop a scope of work for filing review.

John Rowse to follow-up with Cox Taylor

Frank Hay to complete a draft "letter of engagement" for the purpose.

11. Board Meetings Schedule

The Board agreed to conduct monthly meetings mainly through 2-hour conference calls.

The Board meetings shall be the 1st Wednesday of each month from 7 AM to 9 AM conference call, and at the end of each meeting the Board shall determine whether they need to meet face-to-face.

12. Treasurer's Report

Tim circulated the month of June's Statement of Income and Expenses to each member. A copy of the year to June 30 2009 was circulated around the Board.

ACTION ITEM

1. John Rowse to send to Board Members the year to June 30 Consolidated Balance Sheet and the Statement of Income & Expenses.
2. John Hayton to work with John Rowse on a financial reporting process.
3. Tim Wilson to head up a new spending plan (aka budget) in conjunction with John Rowse.

13. Guest Appearance

Daisy Foster the CEO for BCWWA presented to the Board the experience of the BCWWA Board in the developing and implementing the Carver Policy Governance Model with a Q&A period.

Ms. Foster emphasized that the policy governance model is a “system” consisting of accountability and monitoring, and that the “system” should be to do it all or not all.

She outlined reasons to adopt such a model and indicated that the model separates between management and the governance of an organization wherein governance is setting strategic direction, and management provides monitoring reports with hard data to advise the Board of the targets being met.

Ms. Foster outlined 4 workshops that could be considered by the BCOSSA with each being one day or less in duration. The workshops could be broken down into:

1. 4 –5 hour introduction to the Policy Governance Model.
2. Governance Process (conflict of interest – code of conduct) and top management person and Board.
3. Ends and Means
4. Monitoring / evaluation / agendas

Cost per workshop would be in the range of \$2,100. Ms. Foster offered to conduct the first one at no charge.

Q&A responses were:

- A. That each new Board have a governance orientation prior to the first Board meeting. Candidates for Board or Chairs of committees could be required to participate in a governance orientation prior to election or selection.
- B. Staff / Volunteers as chairs committees work under the direction of the Executive-Director as the Executive-Director is accountable to the Board for outcomes of the work of the committees.
- C. Governance committees report to the Board (i.e auditors / governance process development) and working committees (i.e. technical etc) report to the Executive-Director.
- D. The need for a Policy Governance approach was primarily triggered by a need for long term policy and a lack of accountability.

14. Adjournment

Board adjourned at 1:50 PM

ACTION ITEMS SUMMARY

Frank Hay	Draft Vision Statement to be sent to Board
Frank Hay	Prepare for the Board's consideration revised sections of Guiding Principles – Board & Staff Principles and the Guiding Principles of Financial Resources given discussions at the Board
Frank Hay	Thank you letter to Karen Halliday
John Rowse & Ian Ralston (Step 1 of Filing Reviews of RSS)	Scope of Work to be developed to conduct Record of Sewerage System Filing
John Rowse (Step 2 of Filing Reviews of RSS)	Check legal liability with Cox Taylor for BCOSSA to conduct RSS filing reviews.
Frank Hay (Step 3 of Filing Reviews of RSS)	Letter of engagement for RSS filing review
John Hayton & Ian Ralston	to prepare and submit to the Board a draft set of Executive Limitations within 6 weeks
John Hayton	Work with John Rowse on a new financial reporting process.
Tim Wilson	Head up a new spending plan (aka budget) in conjunction with John Rowse.
John Rowse	Send to Board Members the year to June 30 Consolidated Balance Sheet and the Statement of Income & Expenses.
John Rowse	To expand on Short/Medium/long Term activities and Policy Tracking items to assist the Board in prioritizing the activities and policies.

Adopted Mission Statement

Our members employ best management practices for onsite wastewater systems to provide permanent sustainable infrastructure solutions for integrated watershed management.

Expansion of the Statement

The outcome is to demonstrate to provincial and local governments that they can select the use of onsite systems in land use planning and development because our members use the most current best management practices in the

- assessing of site and soil conditions of a parcel of land,
- planning, designing and constructing of a treatment and dispersal system,
- conducting ongoing maintenance of the systems and,
- selecting and use of products, technologies and methodologies,

and, that with our members being trained, educated and accountable that the onsite treatment systems, provide to the public safe, sustainable and permanent systems that protect the public health, the environment and the investments made by the public in the development of their land,

and, that integrated watersheds are better protected by managed onsite system that are the true recyclers of treated wastewater back into the environment for re-use by the public,

and, that managed onsite systems are therefore a valid infrastructure that better serve the public interests both financially and environmental and should be able to receive federal and provincial infrastructure grants to encourage their use on public and private lands.

Adopted Core Values

Accountability	Advocacy	Collaboration
Commitment	Education	Excellence
Knowledge	Honesty	Industry Leadership
Member-focused Dedication		Trust

Adopted Guiding Principles

Over-Archiving Guiding Principles

1. Conduct all of the affairs of the Association that will serve and meet the needs and interests of the general public by protecting public health, the environment and the investment made by the public in their land development and use.
2. Conduct the educational and training programs with academic rigor to elevate the industry members to achieve excellence in the delivery of their goods and services to public.

Association-Wide Guiding Principles

3. Conduct all relationships and transaction with fairness, courtesy and good faith.
4. Recognize the value of others and give credit where it is due.
5. Accept, as well as give, honest and fair comment.
6. Enhance the reputation of the industry with others.
7. Know and understand the local and provincial, laws, and regulations applicable to the industry.
8. Promote public knowledge and appreciation of the onsite wastewater industry.
9. Protect the Association from misrepresentation and misunderstanding.
10. Act honestly and lawfully, in all transactions.
11. Promote the integrity and public trust in the industry.
12. Give each member full respect and courtesy.
13. Maintain confidentially where and when required.
14. Strive to maintain and advance skills and knowledge of the industry.
15. Promote the Association's interests to the public, local and provincial governments in a manner that supports the industry and association.
16. Use creativity and innovation.
17. Promote system-wide transparency that provides members with comprehensive information.
18. Promote health, wellness and work safe practices.

Guiding Principles of External Relationships

19. Participate in open dialogue and communications with all levels of governments in Canada to encourage the advancement of the industry in cooperation with the particular government's objectives.
20. Source valid research and technical papers to advance the scientific and technical knowledge of the industry.
21. Identify research opportunities to advance the scientific and technical knowledge of the industry.
22. Advocate on behalf of the membership and the industry at large to organizations outside of the Association.
23. Participate in open dialogue and communications with other associations anywhere to encourage the advancement of the industry.
24. Participate in open dialogue and communications with any technical body to encourage the advancement of the industry in BC as well as Canada.