



**ARROW
UTILITIES**

Meeting Minutes January 26, 2024, Board Meeting

Date:	January 26, 2024	
Time:	09:00 a.m.	
Location:	ARROW Utilities – Kisiskaciwan	
Attendees:	Ken Mackay – Chair Gordon Harris – Vice-Chair Bill Hamilton Stuart Houston Rick Smith Kristina Kowalski Robert Parks Neal Comeau Lynn Bidney Willis Kozak Stephen Dafoe William Choy	City of St. Albert City of Fort Saskatchewan City of Leduc City of Spruce Grove Leduc County Parkland County Strathcona County Sturgeon County Town of Bon Accord Town of Gibbons Town of Morinville Town of Stony Plain
Regrets:	Steven vanNieuwkerk	City of Beaumont
Staff Attendees:	Kate Polkovsky Cindy de Bruijn Paul Krueger Dwayne Cikaluk Wade Teveniuk Colleen Moody	Chief Executive Officer Director of Comms & SR Director of Corporate Services Director of Operations Director of Regulatory Services Executive Assistant

Call to Order	Chair Ken Mackay called the meeting to order at 09:03 a.m.	
Adoption of Agenda	CM01-24 MOVED BY Kristina Kowalski THAT the agenda as distributed be adopted.	APPROVED UNANIMOUSLY
Adoption of November 24, 2023, Meeting Minutes,	CM02-24 MOVED BY Lynn Bidney THAT the amended meeting minutes of the November 24, 2023, meeting be adopted. SECOND William Choy.	APPROVED UNANIMOUSLY

**MEMBER
MUNICIPALITIES**

CITY OF
BEAUMONT

CITY OF LEDUC

CITY OF FORT
SASKATCHEWAN

CITY OF
SPRUCE GROVE

CITY OF
ST. ALBERT

TOWN OF BON
ACCORD

TOWN OF
GIBBONS

TOWN OF
MORINVILLE

TOWN OF
STONY PLAIN

LEDUC COUNTY

PARKLAND
COUNTY

STRATHCONA
COUNTY

STURGEON
COUNTY





<p>Closed Session-CEO Performance Committee</p> <p>Advocacy Committee Update</p>	<p>CM03-24 MOVED BY Kristina Kowalski THAT the Board move into closed session at 09:10 am.</p> <p>CM04-24 MOVED BY Stephen Dafoe THAT the Board come out of closed session at 09:39 am.</p> <p>CM05-24 MOVED BY Gordon Harris THAT the closed session report be received as information.</p> <p>MOTION BY William Choy THAT a letter of support of funding for each municipality directed from ARROW Utilities Chairperson to Mayor and Council.</p>	<p>APPROVED UNANIMOUSLY</p> <p>APPROVED UNANIMOUSLY</p> <p>APPROVED UNANIMOUSLY</p> <p>APPROVED UNANIMOUSLY</p>
<p>Board Committees</p>	<p>CM06-24 MOVED BY William Choy THAT the Advocacy and Communications Committee Report be received as information.</p>	<p>APPROVED UNANIMOUSLY</p>
<p>Committees Terms of Reference</p>	<p>CM07-24 MOVED BY Bill Hamilton THAT the Terms of Reference for the following Committees be approved.</p> <p>Advocacy and Awareness Committee</p> <p>Board Development Committee</p> <p>Audit and Finance Committee</p> <p>Governance and Human Resource Committee</p>	<p>APPROVED UNANIMOUSLY</p>



<p>Committee Membership</p>	<p>CM08-24 MOVED BY Robert Parks THAT the membership in the following Committees be put in place.</p> <p>Advocacy and Awareness Kristina Kowalski Neal Comeau Rick Smith Steven vanNieuwkerk Stuart Houston</p> <p>Board Development Lynn Bidney Rick Smith Stephen Dafoe William Choy Willis Kozak</p> <p>Audit and Finance Gordon Harris Robert Parks Stephen Dafoe Stuart Houston William Choy</p> <p>Governance and Human Resource Ken Mackay Bill Hamilton Gordon Harris Kristina Kowalski Robert Parks</p>	<p>APPROVED UNANIMOUSLY</p>
<p>2024 Board Workshop</p>	<p>CM09-24 MOVED BY Bill Hamilton THAT the Board cancel travel plans to host the 2024 annual workshop in Kelowna and instead host the session at a local venue.</p>	<p>APPROVED UNANIMOUSLY</p>



Administrative Reports	CM10-24 MOVED BY Willis Kozak THAT the Administrative Reports be received as information.	APPROVED UNANIMOUSLY
Budget and Capital Updates	CM11-24 MOVED BY Stephen Dafoe THAT the Budget and Capital Update report be received as information.	APPROVED UNANIMOUSLY
Audit Plan	CM12-24 MOVED BY Robert Parks THAT The Audit Plan Report be received as information.	APPROVED UNANIMOUSLY
Closed Session-Draft Air Products Tri-party Servicing Agreement	CM13-024 MOVED BY Lynn Bidney THAT the Board move into closed session at 11:39 am.	APPROVED UNANIMOUSLY
	CM14-24 MOVED BY Robert Parks THAT the Board come out of closed Session at 12:02 pm.	APPROVED UNANIMOUSLY
	CM15-24 MOVED BY Robert Parks THAT the closed session report be received as information.	APPROVED UNANIMOUSLY
Borrowing Debenture	CM16-24 MOVED BY Robert Parks That the Borrowing Debentures for the 2024 Capital Program be approved with the additions of paragraph #9. <ol style="list-style-type: none"> 1. THAT for the purpose of constructing the Train 4 Plant MBR Upgrade project that the sum of \$31,250,000 be borrowed from the Province of Alberta by way of debenture on the credit and security of the Commission. 2. THAT the debentures to be issued under this authorization shall not exceed the sum of \$31,250,000 and may be in any denomination 	11 in favour with one opposed (Parks)



	<p>not exceeding the amount authorized and shall be dated having regard to the date of borrowing.</p> <ol style="list-style-type: none">3. THAT debentures shall bear interest during the currency of the debentures at a rate not exceeding 8% per annum, or the interest rate fixed from time to time by the Province of Alberta, per annum, payable semi-annually.4. THAT debentures shall be issued in such manner that the principal and interest will be combined and be made payable in, as nearly as possible, equal semi-annual or annual installments over a period not exceeding 20 years in accordance with the debenture schedule.5. THAT debentures shall be payable in lawful money of Canada at the Toronto Dominion Bank or at such other bank or financial institution as the Commission may authorize as its banking agency during the currency of the debenture.6. THAT the Chairperson and Chief Executive Officer of the Commission shall authorize such bank or financial institution to make payments to the holder of the debentures on such date and in such amounts as specified in the repayment schedule forming part of each debenture.7. THAT the debentures shall be signed by the Chairperson and Chief Executive Officer of the Commission or their designates.8. THAT there shall be levied and raised in each year of the currency of the loan a wastewater rate to all Commission members, sufficient to provide an annual amount adequate to pay the principal and interest falling due to such year to repay the loan.	
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	<p>9. THAT the 200% borrowing limit is not exceeded until provincial approval is obtained.</p> <p>10. THAT the resolution comes into force on the date it is passed.</p>	
Fort Saskatchewan Sherritt Billing	CM17-24 MOVED BY Robert Parks THAT ARROW provides a response to the City of Fort Saskatchewan that the billing for Sherritt over the period of 2018-2020 has been examined and will not be reconsidered.	11 in favour with one opposed (Harris)
Notices of Motion	<p>MOVED by Neal Comeau THAT Councillor Parks motion to be referred to the Governance and Human Resource Committee for review.</p> <p>MOVED by William Choy THAT the proposed motion from Stuart Houston be referred to the Governance and Human Resource Committee for review.</p>	<p>APPROVED UNANIMOUSLY</p> <p>APPROVED UNANIMOUSLY</p>
Closing Remarks/Adjournment	Chair Ken Mackay adjourned the meeting at 13:07 p.m.	
Next Meeting	March 22, 2024.	