

TRIO Board of Directors Meeting

June 6, 2019
9:00 AM

Holiday Inn
St. John's, NL

DIRECTORS PRESENT	ALSO PRESENT	REGRETS
Dennis Kelly, President John Dawson, Vice President* Tony Pollard, Director Brian Peckford, Director Keith Keating, Director Trina Appleby, Director <i>* By teleconference</i>	Terry Taylor, General Manager Mary Galway, Manager, Risk & Insurance Programmes Doug Brake, Mercer Lori Park, Mercer	Carol Ann Smith, Director Steve Kent, Director

1. Call to order and Opening Remarks

Dennis Kelly called the meeting to order at 9:08 AM and welcomed everyone present. Upon her arrival, D. Kelly also extended a warm welcome to Trina Appleby as the appointed Director for MNL .

2. Approval of Agenda

Motion:	Keith Keating/Tony Pollard
CARRIED	That the agenda be approved

3. Adoption of previous meeting's minutes

Motion:	John Dawson/Brian Peckford
CARRIED	That the minutes of the meeting of February 7, 2019 be adopted.

4. T. Taylor presented his report which was accepted by the Board.

5. Group Plans Report

a) M. Galway reported that Eastport had withdrawn from the plan. She has provided one other town with a quotation.

b) New Items

M. Galway reported that she had sent promotional brochures highlighting the MRS programme and the First Responders programme to all municipalities.

6. Board Administration Action Items

- a) T. Taylor reported that an agreement had been reached with MNL concerning TRIO’s continued presence at the new MNL office.

- b) T. Taylor reported that he, Mary Galway and Susan Norman (Stewart McKelvey) had met with the Chief Procurement Officer to discuss what TRIO’s role might be under the *Public Procurement Act*. TRIO has suggested that if TRIO fully complies with the provisions of the Act, then its municipal clients should also be considered to be in full compliance, thus relieving them of the responsibility to issue individual RFPs. While nothing has yet been decided, the nature of the discussions seemed positive. A final decision will be made by the Minister in due course.

7. New Business

- a) T. Taylor indicated that registrations were now being accepted for the October 2019 CPBI-Atlantic conference in Charlottetown.

Motion:	John Dawson/Keith Keating
CARRIED	That Dennis Kelly, Mary Galway and Terry Taylor are authorized to attend the 2019 CPNI-Atlantic conference.

8. Communications & Marketing Committee

- a) The Board accepted the report of marketing activities since February 2019

- b) T. Taylor reported that he addressed the Urban Caucus meeting at the MNL symposium, outlining to the members the results and changes resulting from the 2018 Strategic Planning process and the health care plan market study.

9. Strategic Plan Items

- a) The Board discussed the proposed bylaw changes. The potential of a Board member serving a total of 19 years was identified. That would represent 9 years as an elected member and 10 years as a Director-at-Large, appointed by the Board. While the Board recognized this as a possibility, the Board’s ability to self-determine the appointments of Directors-at-Large would, in all likelihood, act as a deterrent to such an extended period of service.

This led to a discussion about the process by which Directors-at-Large should be identified and appointed. It was felt that a more rigorous and inclusive method should be employed, one that involved a process akin to that established by the Independent Appointments Commission.

Motion:	Trina Appleby/Keith Keating
CARRIED	<ul style="list-style-type: none">• That the General Manager submit recommendations to implement an inclusive process by which applicants for the position of Director-at-Large can be identified and vetted• That the communication facilities of MNL and PMA be used to announce that TRIO is seeking such applicants

10. Board Administration

- a) The Board was presented with the revenue/expenses report for the period January 1- May 1, 2019, 2018.

Motion:	Tony Pollard /Keith Keating
CARRIED	The Board accept the report as presented

- b) The Board reviewed the invoices for Q4-2018 and Q1-2019 as presented by Mercer Canada.

Motion:	Tony Pollard /Keith Keating
CARRIED	The Board accept the invoices as presented

- c) The Board reviewed the agenda for the Special Meeting and the Annual General Meeting. Some suggestions were made on how to answer questions about the appointment process for Directors-at-Large should they be asked.
- d) The Board discussed the need for the August meeting. It was noted that the agenda for this meeting was lighter than usual and it looked like an agenda for an August meeting would be similarly sparse.

Motion:	Tony Pollard /Keith Keating
CARRIED	<ul style="list-style-type: none">• That the Board meeting for August 2019 be cancelled• That the necessity for an August meeting in future years be determined at the June meeting in those years.

- e) The Board accepted the cheque register as presented.

11. Changes to Pension Plan Participants

T. Taylor announced that Petty Harbour-Maddox Cove, Cartwright and Bryant's Cove had joined the plan. Port Aux Basques is joining on July 1.

12. Outstanding Action Items

None

13. Business Arising from Previous Meetings

- a) T. Taylor reported that the increase in the 2019 Special Payments had not resulted in any negative backlash.

14. New Business

- a) The Board reviewed the current asset mix of the pension plan assets.

Due Diligence Items

- a) Recurring Items
The Board received the contributions report. Delinquent participants are being addressed.

b) Plan Amendments

There were no plan amendments

c) Items Assigned to This Meeting

i. Monitor Investment Performance

D. Brake reviewed the investment performance in 2018 and contrasted it to the investment performance in previous years as well as that in Q1-2019

ii. Consider Frozen Assets Upgrade

This item was deferred to the next meeting

15. The next meeting will be on November 13, 2019 in St. John's.

16. The meeting adjourned 10:44AM