

NO: **R068**

COUNCIL DATE: **April 22, 2013**

REGULAR COUNCIL

TO: **Mayor & Council**

DATE: **April 15, 2013**

FROM: **City Manager**

FILE: **7150-20 (E-Comm)**

SUBJECT: **Designates for Election to the E-Comm Board and Representative for the City related to the E-Comm Annual General Meeting**

RECOMMENDATION

It is recommended that Council:

1. approve Fire Chief Len Garis as a designate for election to the E-Comm Board;
2. approve the individual chosen by the City of White Rock Council and the Township of Langley Council as a designate for election to the E-Comm Board;
3. designate Fire Chief Len Garis as the City of Surrey's representative to the 2013 Annual General Meeting of the Shareholders of E-Comm; and
4. authorize the City Clerk to forward a copy of Council's resolution to the Corporate Secretary of E-Comm and to forward a copy of this report and the related Council resolution to the Township of Langley and the City of White Rock as information.

BACKGROUND

In a letter, dated March 28, 2013 (copy attached), the Corporate Secretary for E-Comm has requested that the City of Surrey in consultation with the Township of Langley and the City of White Rock designate members for election to the E-Comm Board of Directors for 2013/2014. Pursuant to the E-Comm Members Agreement, the three municipalities are entitled to designate two individuals for election to the Board.

By agreement between the municipalities, Surrey Fire Chief Len Garis has served as a representative to the Board since its inception in 1998. Past practice has been that the Township of Langley and the City of White Rock alternate from year to year in designating the second representative to the Board. This year it is White Rock's turn to designate an individual to the Board.

DISCUSSION

Both the Township of Langley and the City of White Rock have advised that they are satisfied with Chief Garis being designated for election to the Board.

The City of White Rock and the Township of Langley are currently in discussion with respect to whom they will designate for election to the Board; however, they expect to make that decision shortly. To respond to the request from the E-Comm Corporate Secretary in a timely manner, it is recommended that Council approve Chief Len Garis as a designate for election to the E-Comm Board and further advise that the City of Surrey will endorse the other designate for election to the Board as selected by the Councils of the City of White Rock and the Township of Langley.

The Corporate Secretary of E-Comm has advised in the attached letter that the City of Surrey is responsible for designating one individual to attend the Annual General Meeting (AGM) of the E-Comm Shareholders for purpose of voting the City's shares. The AGM is being held on June 20, 2013. The primary order of business at the AGM is the election of the E-Comm Board. In previous years the City has designated Chief Garis to represent the City at the AGM. This is considered reasonable for 2013 as well.

Murray Dinwoodie
City Manager

Attachment: Letter from E-Comm, dated March 28, 2013

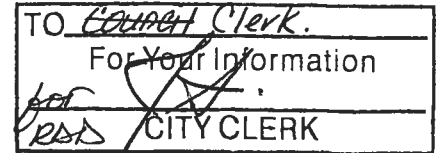
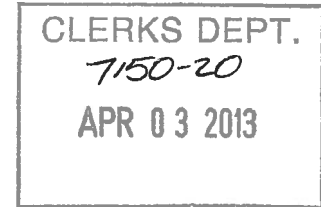
c.c. Fire Chief Len Garis

March 28, 2013

Mayor Dianne Watts and Council
City of Surrey
14245 - 56th Avenue
Surrey, BC
V2X 3A2

Dear Mayor Watts and Council,

RE: E-Comm Board of Directors Designate — 2013/2014 Year



The Annual General Meeting (the "Meeting") of the Shareholders (Members) of E-Comm *Emergency Communications for Southwest British Columbia Inc.* ("E-Comm") will be held on Thursday, June 20, 2013 and, at that time, the Board of Directors will be appointed by the shareholders for the 2013/2014 year.

At present, Councillor Charlie Fox and Surrey Fire Chief Len Garis, represent the Township of Langley, and the Cities of Surrey and White Rock on our Board of Directors after being collectively nominated by your shareholder grouping in 2012. Pursuant to Section 4.2.1.5 of the E-Comm Members' Agreement, the above entities are entitled to designate two mutually-agreed upon individuals for election to the Board of Directors of E-Comm.

The Board of E-Comm is focused on good governance and we are looking for effective directors for the benefit of all shareholders. An effective director will have competencies in many, or most, of the following areas: Knowledge of E-Comm or the public-safety industry, knowledge of the role of a board, analytical skills including financial acumen, leadership skills, good communication skills, sound judgment, high integrity and the ability to influence others.

The E-Comm Board of Directors meets five times per year and provides oversight of the business and affairs of the company. Two additional sessions are also held annually for strategic planning and board education. There are three standing committees of the board (Governance, Audit and Human Resources and Compensation), each meeting five times per year. Participation on committees is voluntary, but recommended.

Although shareholders are required to elect directors every year at our Annual General Meeting, there is no limit on the number of terms any one director can serve. Indeed, we believe that it is in all shareholders' best interest when a director can serve multiple terms.

Because your municipality/organization is among a designated group of Members, **we respectfully request that you confer with the others members of your grouping to establish a mutually-agreeable nominee prior to informing us of your nominee.** This will help to ensure a smooth nomination process.

We request that you advise the undersigned with written confirmation by May 30, 2013, of the name and contact information of your mutually-agreed upon nominees to the E-Comm Board.

Please note that nominating a director is a separate process from designating a representative to vote your shares at the Annual General Meeting (AGM). As such, I will be contacting the City of Surrey again at the end of May with information on the AGM and requesting that you designate one individual to attend the Annual General Meeting of the Shareholders for the purposes of voting the City of Surrey's shares.*

Yours truly,



Jody Robertson
Corporate Secretary

t | 604.215.4956
jody.robertson@ecomm911.ca

*Our records indicate the following shares are held by the group to which you belong:

| | Class A | Class B |
|-----------------------|----------|----------|
| Township of Langley | - | 3 |
| City of Surrey | 2 | 1 |
| City of White Rock | 2 | - |

contact information for Jody Robertson, Corporate Secretary:

mail 3301 East Pender Street Vancouver, BC V5K5J3 email jody.robertson@ecomm911.ca tel 604.215.4956