



IN CAMERA

ADMINISTRATIVE REPORT

Report Date: April 22, 2014
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Meeting Date: April 29, 2014

TO: Vancouver City Council
FROM: Mayor Robertson
SUBJECT: E-Comm Board of Directors Appointment for 2014-2015 Term

IN CAMERA RATIONALE

This report is recommended for consideration by Council in the In Camera agenda as it relates to Section 165.2(1) of the *Vancouver Charter*: (a) personal information about an identifiable individual who holds or is being considered for a position as an officer, employee or agent of the city or another position appointed by the city.

RECOMMENDATION

THAT Council reappoint Dr. Penny Ballem as the City's representative to the E-Comm Board of Directors for the 2014-2015 term.

REPORT SUMMARY

This report requests that Council reappoint Dr. Penny Ballem as the City's E-Comm Board of Directors member for the 2014-2015 term.

COUNCIL AUTHORITY/PREVIOUS DECISIONS

There is no applicable Council Authority or previous decisions relevant to this report.

REPORT

Background/Context

The City is a key member in E-Comm, a non-profit corporation providing emergency dispatch and radio services to its public sector members. As a shareholder in the Corporation, the City can appoint its representative at any time under the by-laws of E-Comm.

At the Annual General Meeting of the shareholders of E-Comm on June 19, 2014, the Board of Directors is to be appointed by the shareholders for the 2014-2015 term. The City of Vancouver is entitled to designate one individual for election to the Board of Directors of E-Comm. Dr. Penny Ballem currently represents the City of Vancouver on the Board.

Strategic Analysis

The E-Comm Board is primarily a stakeholder Board. All but four Directors are nominated by the shareholder municipalities and government agencies. The current Board is a mix of elected and appointed officials representing:

- Maple Ridge / Pitt Meadows
- White Rock / Surrey / Township of Langley - two representatives
- New Westminister / Port Moody / Port Coquitlam / Coquitlam / Belcarra
- West Vancouver / North Vancouver District and City / Lions Bay
- Police Boards -West Vancouver / Port Moody / Transit Police / Abbotsford / New Westminister
- Emergency Health Services Commission
- Delta Police Board
- Vancouver Police Board
- Royal Canadian Mounted Police
- Ministry of Justice and Attorney General
- Corporation of Delta
- City of Vancouver
- City of Richmond
- Metro Vancouver

The Chair of the Board is an independent director, and there are three other independent directors from the business community.

The Board member can be a member of staff, an elected official, or someone independent of the City. E-Comm is a not-for-profit, provincially incorporated company, that is owned by its shareholders and is generally subject to the laws governing private corporations in addition to the Emergency Communications Corporations Act.

Even though Directors are designated by the various shareholders, every Director has a legal obligation to act at all times in the best interests of the Corporation. Directors are required to sign a Code of Conduct and Conflict of Interest Guidelines.

Currently, the City has the largest financial and operational investment in E-Comm of any shareholder. Thus, it is important for the City to have a representative on the Board who takes an active role in understanding issues, influencing financial decisions, and guiding the general management and evolution of the company. Decisions made now will impact future costs, participation and overall success of the company.

Implications/Related Issues/Risk (if applicable)

Financial

The enhanced functioning of E-Comm is of paramount importance given increased competition for dispatch services and increased concerns of an earthquake. It will be critical for the CEO and senior team to work with the Board to ensure that the business works efficiently, effectively and continues to be a service of choice for dispatch across the region while bringing additional cities into the same radio network. Failure of this could require a larger financial subsidy from the City of Vancouver and other member municipalities and could reduce lower mainland municipalities' ability to communicate during an emergency.

CONCLUSION

The City is a key member in E-Comm, a non-profit corporation providing emergency dispatch and radio services to its public sector members. As a shareholder in the Corporation, the City can appoint its representative at any time under the by-laws of E-Comm. Dr. Penny Ballem currently represents the City of Vancouver on the Board. It is recommended that Council reappoint Dr. Ballem for the upcoming 2014-2015 term.

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