

NO: R073

COUNCIL DATE: April 25, 2022

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## REGULAR COUNCIL

TO: **Mayor & Council** DATE: **April 21, 2022**

FROM: **General Manager, Corporate Services** FILE: **0540-20**

SUBJECT: **E-Comm 9-1-1 Board of Directors Designate for Election and Designate to the 2022 Annual General Meeting**

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## RECOMMENDATION

The Corporate Services Department recommends that Council:

1. Approve Terry Waterhouse, General Manager, Community Services, as a designate for election to the E-Comm Board of Directors (the "Board");
2. Endorse the individual chosen by the City of White Rock as a designate for election to the Board;
3. Designate Terry Waterhouse, General Manager, Community Services, as the City of Surrey's representative to the 2022 Annual General Meeting ("AGM") and generally for any required business prior to the 2023 AGM of the Shareholders of E-Comm; and
4. Authorize the City Clerk to forward a copy of the resolution to E-Comm, the City of Langley, City of White Rock and the Township of Langley.

## INTENT

The purpose of this report is to request Council's approval to designate a City of Surrey representative for election to the Board, endorse the individual chosen by the City of White Rock as a designate for election to the Board and designate a City of Surrey representative to the 2022 AGM to the Shareholders of E-Comm, and to represent the City generally for any required business prior to the 2023 AGM.

## BACKGROUND

E-Comm is the largest emergency communications centre in British Columbia with the largest multi-jurisdictional radio network of its kind in the province. In addition, E-Comm owns and operates one of the largest multi-agency public safety radio networks in North America and is the first point of contact for 9-1-1 callers in Metro Vancouver as well as 25 other regional districts and communities across the province. E-Comm receives approximately 2 million 9-1-1 calls each year, comprising 99% of the province's annual 9-1-1 call volume.

The City of Surrey, White Rock, Langley and the Township of Langley are in the same "Class A" E-Comm shareholders grouping (the "Grouping").

Pursuant to the E-Comm Members Agreement, the four municipalities in the Grouping are entitled to designate two individuals for election to the Board. The seat rotation is outlined in Corporate Report 2019-No. R079; 2019 - E-Comm 9-1-1: Board of Directors Seat Rotation and Designate for Election and Designate to the 2019 Annual General Meeting (Appendix "I"). As per the Grouping's decision, the two Board seats have been designated based on approximate population representation. Accordingly, one seat is dedicated to the City of Surrey with the remaining three municipalities sharing the second seat on a rotational basis. The General Manager, Community Services has represented the City on the E-Comm Board of Directors and at the at the AGM of the Shareholders of E-Comm for the past five years.

## **DISCUSSION**

In a letter from E-Comm dated March 25, 2022 (attached to this report as Appendix "II"), it is requested that the name of the mutually agreed nominees to the Board be submitted to E-Comm by May 13, 2022. It is recommended that Council approve Terry Waterhouse, General Manager, Community Services, as a designate for election to the Board for the 2022/2023 term. It is further recommended that the City advise E-Comm that the City of Surrey will endorse the other designate for election to the Board as selected by the Council of the City of White Rock and approved by the City of Langley and the Township of Langley.

In addition to the above, the Corporate Secretary of E-Comm has advised that the City of Surrey is responsible for designating one individual to attend the AGM of the E-Comm Shareholders for the purpose of voting the City's shares. The primary order of business at the AGM is the election of the E-Comm Board and it is recommended that Terry Waterhouse, General Manager, Community Services represent the City at the AGM. Mr. Waterhouse will also represent the City for any required business, including attendance at any special meetings called until the next AGM in 2023.

## **LEGAL SERVICES REVIEW**

Legal Services has reviewed the report and has no concerns.

## **SUSTAINABILITY CONSIDERATIONS**

The work of this report supports the objectives of the City's Sustainability Charter 2.0. In particular, this work relates to the Sustainability Charter 2.0 theme of Public Safety. Specifically, this work supports the following Desired Outcomes ("DO"):

- Community Safety and Emergency Services Do2: Police and fire services provide timely and reliable responses across the City; and
- Community Safety and Emergency Services Do5: Surrey is recognized and perceived as a leader in establishing and maintaining collaborative partnerships for community safety and well-being.

## CONCLUSION

It is recommended that Council pass a resolution to approve Terry Waterhouse, General Manager, Community Services, as a designate for election to the Board, endorse the individual chosen by the City of White Rock as a designate for election to the Board, designate Terry Waterhouse, General Manager, Community Services, as the City of Surrey's representative to the 2022 AGM and any required business prior to the 2023 AGM of the Shareholders of E-Comm; and that the resolution be sent to E-Comm, the City of Langley, the City of White Rock and the Township of Langley.

Rob Costanzo  
General Manager, Corporate Services

Appendix "I": Corporate Report No. R079; 2019 - E-Comm 9-1-1: Board of Directors Seat Rotation and Designate for Election and Designate to the 2019 Annual General Meeting  
Appendix "II": Letter dated March 25, 2022 from E-Comm

<https://surreybc.sharepoint.com/sites/corporateservicesadmin/corporate-reports/2022-reports/04-25-2022/e-comm/2022-e-comm-9-1-1-designate.docx>  
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## CORPORATE REPORT

NO: R079

COUNCIL DATE: May 13, 2019

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### REGULAR COUNCIL

TO: Mayor & Council

DATE: May 8, 2019

FROM: General Manager, Corporate Services

FILE: 7150-20 (E-Comm)

SUBJECT: E-Comm 9-1-1: Board of Directors Seat Rotation and Designate for Election and Designate to the 2019 Annual General Meeting

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### RECOMMENDATION

The Corporate Services Department recommends that Council:

1. Approve the following rotation of the two shared E-Comm 9-1-1 ("E-Comm") Board of Director seats beginning with the 2019 E-Comm Annual General Meeting and continuing forward:
  - City of Surrey – one dedicated, continuing Board of Director seat;
  - City of Langley – two-year term (beginning the 2019 Annual General meeting);
  - City of White Rock – two-year term (beginning the 2021 Annual General meeting); and
  - Township of Langley – four-year term (beginning the 2023 Annual General meeting).
2. Approve Terry Waterhouse, General Manager, Policing Transition, as a designate for election to the E-Comm Board of Directors ("Board");
3. Endorse the individual chosen by the City of Langley as a designate for election to the Board;
4. Designate Terry Waterhouse, General Manager, Policing Transition, as the City of Surrey's representative to the 2019 Annual General Meeting ("AGM") of the Shareholders of E-Comm; and
5. Authorize the City Clerk to forward a copy of the resolution to E-Comm, the City of Langley, City of White Rock and the Township of Langley.

### INTENT

The purpose of this report is to request Council's approval of the proposed seat rotation for the E-Comm Board, designate a City of Surrey representative for election to the Board, endorse the individual chosen by the City of Langley as a designate for election to the Board and designate a City of Surrey representative to the 2019 AGM to the Shareholders of E-Comm.

## BACKGROUND

E-Comm is the largest emergency communications centre in BC. E-Comm owns and operates one of the largest multi-agency public safety radio networks in North America and is the first point of contact for 9-1-1 callers in Metro Vancouver and 25 other regional districts and communities across BC. E-Comm is the largest multi-jurisdictional radio network of its kind in BC and is responsible for approximately 1.6 million 9-1-1 calls a year, which is 99% of the province's 9-1-1 call volume.

The City of Surrey, the City of White Rock and the Township of Langley have been in the same "Class A" E-Comm shareholders grouping (the "Grouping") since 1998. Since 1999, the City of Surrey has exclusively occupied one of the two Board seats, while the Township of Langley and the City of White Rock alternated the second seat from year to year.

In 2018, the City of Langley also became a Class A shareholder and joined the Grouping. Pursuant to the E-Comm Members Agreement, the four municipalities in the Grouping are entitled to designate two individuals for election to the Board. At that time, the Grouping determined that the City of Surrey would retain one seat on the Board and would endorse the individual chosen by the City of White Rock, the City of Langley and the Township of Langley to occupy the second seat.

## DISCUSSION

In early 2019, the four municipalities in the Grouping determined that the sharing of the two allotted Board seats would be most equitable based on approximate population representation. A schedule has been set out that dedicates one seat to the City of Surrey with the remaining three municipalities sharing the second seat on a rotational basis beginning at the 2019 Annual General meeting ("AGM") scheduled for June 20, 2019.

The schedule for the shared seat is as follows:

- City of Langley – two-year term (beginning at the 2019 AGM);
- City of White Rock – two-year term (beginning at the 2021 AGM); and
- Township of Langley – four-year term (beginning at the 2023 AGM).

In a letter from E-Comm dated March 29, 2019 (attached to this report as Appendix "I"), it is requested that the name of the mutually agreed nominees to the Board be submitted to E-Comm by May 17, 2019. It is recommended that Council approve Terry Waterhouse, General Manager, Policing Transition, as a designate for election to the Board for the 2019/2020 term. It is further recommended that the City advise E-Comm that the City of Surrey will endorse the other designate for election to the Board as selected by the Council of the City of Langley and approved by the City of White Rock and the Township of Langley.

In addition to the above, the Corporate Secretary of E-Comm has advised that the City of Surrey is responsible for designating one individual to attend the AGM of the E-Comm Shareholders for the purpose of voting the City's shares. The primary order of business at the AGM is the election of the E-Comm Board and it is recommended that Terry Waterhouse, General Manager, Policing Transition represent the City at the AGM.

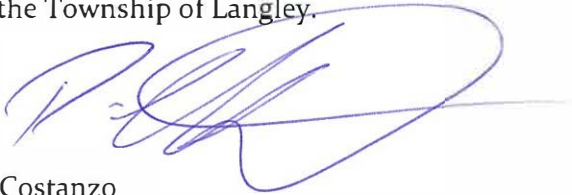
## SUSTAINABILITY CONSIDERATIONS

The work of this report supports the objectives of the City's Sustainability Charter 2.0. In particular, this work relates to the Sustainability Charter 2.0 theme of Public Safety. Specifically, the proposed seat rotation supports the following Desired Outcomes ("DO"):

- Community Safety and Emergency Services Do2: Police and fire services provide timely and reliable responses across the City; and
- Community Safety and Emergency Services Do5: Surrey is recognized and perceived as a leader in establishing and maintaining collaborative partnerships for community safety and well-being.

## CONCLUSION

It is recommended that Council pass a resolution to confirm the arrangement for sharing two seats on the E-Comm Board of Directors, approve Terry Waterhouse, General Manager, Policing Transition, as a designate for election to the Board, endorse the individual chosen by the City of Langley as a designate for election to the Board, designate Terry Waterhouse, General Manager, Policing Transition, as the City of Surrey's representative to the 2019 AGM of the Shareholders of E-Comm; and that the resolution be sent to E-Comm, the City of Langley, the City of White Rock and the Township of Langley.



Rob Costanzo  
General Manager, Corporate Services

Appendix "I": Letter dated March 29, 2019 from E-Comm

VIA EMAIL – c/o [clerks@surrey.ca](mailto:clerks@surrey.ca)

March 25, 2022

Mayor Doug McCallum and Council  
 City of Surrey  
 13450 104 Avenue  
 Surrey, BC V3T 1V8

Dear Mayor McCallum and Council,

**RE: E-Comm Board of Directors Designate — 2022-2023 Term**

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The Annual General Meeting (the “Meeting”) of the Shareholders (Members) of E-Comm *Emergency Communications for British Columbia Inc.* (“E-Comm”) will be held on Thursday, June 23, 2022 and, at that time, the Board of Directors (the “Board”) will be elected by the Members for the 2022-2023 term.

Nominee for the coming term to be selected

The Members’ Agreement among E-Comm’s shareholders sets out how the Board of Directors is to be elected. For your reference, we attach a copy of section 4.2 of the Members’ Agreement, headed “Designation and Election of Directors” which contains the applicable provisions.

Your organization falls into the group which is described at subsection 4.2.1.5. Pursuant to Section 4.2.1.5 of the E-Comm Members’ Agreement, your Designated Group of Members is entitled to nominate two mutually agreed upon individuals for election to the Board of Directors of E-Comm. At present, your grouping is comprised of these municipalities:

	Class A	Class B
City of Langley	1	-
Township of Langley	1	2
<b>City of Surrey</b>	<b>2</b>	<b>1</b>
City of White Rock	2	-

The current representatives for your Designated Grouping are Ed Wolfe, City of White Rock and Terry Waterhouse, City of Surrey.

Because your municipality is among a Designated Group of Members who must mutually agree upon your nominees, **we respectfully request that you confer with the other members of your grouping to confirm your selections for the coming term and provide the names of such individuals not later than May 13, 2022.** This will help to ensure a smooth nomination process.

Who is eligible?

The Board of E-Comm is committed to good governance and seeks directors who possess the experience, skills, and attributes to effectively serve the interests of all shareholders and our other stakeholders. An effective director will have competencies in many, or most, of the following areas: knowledge of the fields of emergency communications, police, fire, ambulance or public-safety, 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. Further, the Board of Directors believes that its composition should reflect the rich diversity of the communities that E-Comm serves.

#### Commitment

The E-Comm Board of Directors meets five times per year and provides oversight of the business and affairs of E-Comm. Meetings are held during regular working hours, typically commencing in the morning and running until mid or early afternoon at E-Comm's Vancouver centre. Two additional Board sessions are also held annually for strategic planning and board education. There are three standing committees of the board (Finance, Governance and Public Affairs, 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, we hope that nominees are willing to serve for not less than two years, in part because a learning curve, before a director might feel fully engaged and contributing, is acknowledged. We encourage directors to serve additional terms. There are no term limits in place, although we strive to balance the value of experienced Directors with that of newcomers.

#### Next steps

**We kindly request that the City of Surrey, following discussion within your Designated Grouping, advise E-Comm (to the attention of the writer) with written confirmation by Friday, May 13, 2022, of the name and contact information of your nominee to the E-Comm Board for the 2022-2023 term.** The question and answer document enclosed in this package includes a sample motion confirming your nomination, if required.

Kindly note that an orientation session for new E-Comm Board Directors will be held on Wednesday, July 6, 2022 between 9am – 3pm; we ask that you please communicate this date with your nominee as soon as possible so that they may hold the time in their calendar. This session is only required should your Designated Grouping choose to nominate individuals other than the current directors Terry Waterhouse and Ed Wolfe.

Please note that nominating a director is a separate process from designating a representative to vote your share at the Annual General Meeting (AGM) in June. As such, I will be contacting you again in mid-May with the Notice of AGM and will request that you designate one individual to attend the Annual General Meeting of the Shareholders for the purposes of voting the City of Surrey shares. If you prefer, you can designate your nominee to vote your share.

Yours truly,



Krystal Boros  
Acting Corporate Secretary

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cc Terry Waterhouse, City of Surrey  
Chief Ed Wolfe, City of White Rock  
Jennifer Ficocelli, City of Surrey, City Clerk