

**Board of Directors Meeting  
Minutes – Approved**

<b>DATE:</b> Thursday, April 9, 2020	<b>TIME:</b> 8:59 a.m. – 1:52 p.m.
<b>Meeting conducted online</b>	
<p><b>Chair:</b> Glenda Gies <b>Directors:</b> Tom Wright (Vice Chair), Mary Shenstone (Secretary), Ken Kawall (Treasurer), David Brezer, Saqib Cheema, Andrea Nemtin, Robert Poirier, Rajesh Sharma</p> <p><b>Guests:</b> Krista Friesen, Resource Recovery Policy Branch, MECP</p> <p><b>RPRA:</b> Frank Denton, Wilson Lee, Pat Moran, Sandra Montague, John Pinard, Geoff Rathbone</p> <p><b>Board Secretariat:</b> Andrea Abraham</p>	

**1.0 Call to Order**

With a quorum present, the meeting was called to order at 8:59 a.m.

**1.1 Adoption of the Agenda**

**Motion:** To adopt the meeting agenda as presented.

**It was duly Moved, Seconded and Carried.**

**1.2 Declaration of Real, Potential or Apparent Conflict of Interest**

No conflicts were declared.

**2.0 Board In Camera Session**

**Motion:** To move In Camera.

**It was duly Moved, Seconded and Carried.**

**Motion:** To move out of In Camera.

**It was duly Moved, Seconded and Carried.**



### **3.0 Board Chair Report**

The Board Chair presented her report, which included a report back on 2020 Board Education topics.

### **4.0 CEO Report on RPR Response to COVID-19**

The CEO presented his report, which focused on the impact of COVID-19, including the Authority's transition to work-from-home for all staff, its ability to deliver on its mandate, and potential additional risks to the Authority and its stakeholders.

The Board discussed the report. There was a discussion about the impact of the pandemic on the Authority's stakeholders, and how IT security is being maintained in a work-from-home environment.

### **5.0 Registrar Report COVID-19 Impacts**

The Registrar presented his report, which focused on implementation of the Registry and compliance functions during the COVID-19 pandemic.

The Registrar informed the Board that, due to timing of regulations, there will be insufficient time to have the Registry ready for Batteries and expected Electronics registration in the fall, so staff are preparing to proceed with a spreadsheet-based registration process for Batteries and Electronics. Aligning Batteries and Electronics registration will allow for better user experience as stewards that supply electronic items with embedded batteries are expected to be obligated under both regulations.

He noted that, similar to other Authority staff, Compliance and Registry Officers have been working from home since March 16, 2020. There have been no issues with securely accessing the Registry database and staff continue to interact with registrants.

The Registrar also discussed the impact of the pandemic on resource recovery programs in the province, and his approach to upcoming reporting obligations and deadlines for Tires.

The Board discussed the report. There was a discussion about the potential impact of the pandemic on producers' ability to achieve performance targets under the RRCEA and meet reporting deadlines.

A question was asked about the work-from-home transition for Compliance and Registry Officers. The Registrar responded that working remotely has gone smoothly but a limitation going forward is that on-site inspections cannot be carried out at this time.

### **6.0 Consent Items**

**Motion:** IT IS RESOLVED:

1. That the Board of Directors approve the following minutes:
  - 6.1 Minutes of the February 19, 2020 Board Meeting

2. That the Board receive the remaining consent items:
  - 6.2 Business Arising
  - 6.3 Correspondence
  - 6.4 Batteries Registry RFP – Pre Reading Material

**It was duly Moved, Seconded and Carried.**

## **7.0 COVID-19 Financial Impacts**

The CEO informed the Board that broad risks in this environment of high uncertainty have been identified. The presentation focused on a subset of the risks and management will report back regularly to the Board as the situation evolves as well as bring reports to the Finance and Technology Committee.

Management presented a sensitivity analysis around potential financial impacts and mitigation approaches.

There was a discussion around fee payments under the WDTA and RRCEA, operational expenses, and planning for potential scenarios. There was also a discussion of more frequent reporting to the Board during the COVID-19 pandemic.

## **8.0 Registry Procurement Strategy Update**

The CIO provided an update on the Registry procurement strategy.

There was a discussion about timing for procurement and development of the Batteries Registry, and the potential Electronics and Hazardous Waste registry projects. The Board posed a number of questions regarding timing, costs and design elements.

## **9.0 Director of Transition Report**

### **a) Ontario Tire Stewardship (OTS) Wind Up**

The Director of Transition provided an update on the OTS wind up. He informed the Board that the court has accepted OTS's request to appoint Grant Thornton Ltd. as the liquidator. In light of the appointment of the liquidator, the OTS administrator, Bruce Campbell, submitted his resignation to the Chair of the Board.

There was a discussion around the OTS surplus and residual funds and timing for the wind up of OTS.

**Motion:**

Whereas the Authority appointed Mr. Bruce Campbell as administrator of Ontario Tire Stewardship (OTS) under s. 43 of the *Waste Diversion Transition Act, 2016*;

IT IS RESOLVED that the Authority accepts the resignation of the OTS Administrator, Mr. Bruce Campbell, and thanks Mr. Campbell and OTS staff who have worked diligently and effectively to ensure the smooth wind up of the Used Tires Program.

**It was duly Moved, Seconded and Carried.**

b) Stewardship Ontario

Blue Box Wind Up

The Director of Transition informed the Board that the Minister granted Stewardship Ontario's request to extend the deadline for submitting a draft Blue Box Wind-Up Plan to the Authority to accommodate deferring the consultation process in light of the COVID-19 pandemic. The Minister continues to expect the Authority to approve the wind-up plan by the end of 2020.

Steward Obligation

The Director of Transition provided an update on the 2019 – 2021 Blue Box Steward Obligation.

He informed the Board that the arbitration hearing with Stewardship Ontario about the 2019 steward obligation was completed and a decision is pending. The judicial review of the 2019 steward obligation brought by the municipalities is outstanding.

The Director of Transition informed the Board that a consultant has been retained to review the cost containment model for the 2020 Steward Obligation, given the anomalies in the model that were previously reported to the Board. It was discussed that Stewardship Ontario, AMO and the City of Toronto chose not to accept the invitation to participate in the review through the Municipal-Industry Program Committee. Staff will report to the Board in June.

The Director of Transition also informed the Board that, as a result of the pandemic, municipalities were given a 30-day extension until May 20 to submit their 2019 Datacall information, which will be used to calculate the 2021 Steward Obligation, and noted that the extension may delay presentation of the staff report on the 2019 Datacall and 2021 Steward Obligation to the Board.



Municipal Hazardous or Special Waste (MHSW) Program Wind-Up Plan

The Director of Transition provided an update on the MHSW Wind-Up Plan. On April 1, 2020, Stewardship Ontario received new Ministerial direction regarding the payment of surplus funds by Stewardship Ontario to the Industry Stewardship Organizations and requiring Stewardship Ontario to submit a revised wind-up plan.

The Director of Transition informed the Board about next steps including the Authority's consultation process on the revised plan, after it is submitted by Stewardship Ontario.

**Motion:**

Whereas the Minister provided new direction with respect to wind up of the MHSW Program that requires consultation by Stewardship Ontario and the Authority;

IT IS RESOLVED that the Board authorizes the CEO to consult on the revised MHSW Wind-Up Plan to address the Minister's direction, once it is received from Stewardship Ontario, subject to agreement by the Board Chair.

**It was duly Moved, Seconded and Carried.**

**10.0 In Camera Discussion**

**Motion:** To move In Camera.

**It was duly Moved, Seconded and Carried.**

**Motion:** To move out of In Camera.

**It was duly Moved, Seconded and Carried.**

**11.0 Other Business**

No new business was brought forward for discussion



**12.0 Adjournment**

The meeting was adjourned at 1:52 p.m.

Glenda Gies

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Chair

Mary Shenstone

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Corporate Secretary