NOVA SCOTIA FEDERATION OF MUNICIPALITIES

Annual General Meeting
Thursday, November 6th, 2025
1:30 p.m. – 3:15 p.m.
Commonwealth Ballroom, Westin Hotel
Minutes

1. **Call to Order**
   President Pam Mood calls the meeting to order at 1:32 and provides instructions to all attendees on how to participate in NSFM's first hybrid Members' Meeting. Policy Advisor, Wesley Petite, is assigned to be the Speaker's List Assistant.

2. **Approval of the Agenda**
   Chair called for a motion to approve the agenda or for attendees to make any additions to the agenda.

   Moved: Lennie White
   Seconded: Ty Walsh
   Motion carried

3. **Review and Approval of the 2024 Audited Financial Statements**
   Chair called Lawerence Lake to the stage to provide a report on the Audited Financial Statements, which were provided in advance and displayed up on the screen.

   Following the presentation, the Chair called for a motion to accept the 2024 Audited Financial Statements as presented.
   Moved by: Amanda Mombourquette
   Seconded by: Wendy Oickle
   Motion carried

4. **Appoint of Auditors**
   Chair called for a motion to re-appoint Morse Brewster Lake as the auditors for the 2025/26 fiscal year.
   Moved by: Scott Christian
   Seconded by: Sean Cameron
   Motion carried

5. **Review and Approval of the 2026 Dues Formula**
   Chair called for a motion that NSFM use the same formula in 2026 as in 2025. This motion was displayed on the screen.

   Whereas the current 2025-2026 NSFM Dues Formula is:

   All units with the exception of those units paying the capped membership fee pay a base fee of $1000; and

A combination of the unit's population and assessment be used to calculate the remaining dues based on 85% population and 15% assessment; and

A capped fee is annually established by the Board; and

Whereas the Board of Directors will establish a 2026-2027 NSFM operating budget in 2026;

Be it resolved that the Board of Directors recommends using the same formula in 2026-2027 as in 2025-2026.

Moved: Matt Ross
Seconded: Therese Cruz
Motion carried

6. **Approval of the 2024 Annual General Meeting Minutes**
   Chair called for Approval of the 2024 AGM Minutes as presented in the AGM meeting materials package.
   Moved: Pam Osborne
   Seconded: Cheryl Fougere
   Motion carried

7. **Property Valuation Service Corporation (PVSC) Update**
   Chair called on CEO of Property Valuation Services Corporation (PSVC), Scott Farmer, to provide a report from PVSC.

8. **Nominations Committee Report and Remarks from Incoming President**
   Chair called Past-President, Brenda Chisholm-Beaton, to the stage as Chair of the 2025 Nominations Committee to present to results of the recent Board of Directors election. Brenda Chisholm-Beaton announced the 2025/2026 NSFM Board of Directors and called the incoming President, David Mitchell, to the stage to give an acceptance speech.

9. **NSFM By-Law Changes**
   The Chair called for the introduction of proposed amendments to the by-laws. The Chair proposed that the 16 proposed motions be discussed and voted on in groups, as organized in the AGM meeting materials package (as shown in Appendix A to these Minutes). Meeting attendees did not object to voting on the proposed by-law changes in groups.

   Motion to approve changes in By-law Change Motion Group: Housekeeping
   Moved by: Linda Gregory
   Seconded by: Alison Graham
   Motion carried

Motion to approve changes in By-law Change Motion Group: Executive Committee Composition and Quorum
Moved by: Ian McGrath
Seconded by: Shaun Hatfield
Motion carried

Motion to approve changes in By-law Change Motion Group: Election of the Board of Directors
Moved by: Cathy Hinton
Seconded by: Doug Glasser
Motion carried

Motion to approve the By-law change to Rights of Members
Moved by: Maddie Charlton
Seconded by: Amanda Mombourquette
Following discussion on the motion, Brenda Chisholm-Beaton made a motion to vote by secret ballot. This motion was seconded by Lennie White. The motion to vote by secret ballot was defeated. Discussion reverted back to the main motion.
Motion defeated

Motion to approve changes in the By-law Change Motion Group: Board Composition
Moved by: David Mitchell
Seconded by: Alec Dove

Discussion on the motion took place. Pam Mood ceded the Chair to Brenda-Chisholm Beaton in order to participate in debate. Brenda remained in the Chair position until the end of the meeting.
Motion defeated

10. **NSFM Advisory Committee Reports**
    Due to time constraints, the Chair announced that Advisory Committee Reports would be circulated to the membership by email.

11. **Adjournment**
    Chair adjourned the meeting at 4:05pm

NSFM By-law Changes (Appendix A)

Housekeeping Group

- Motion #1
- Motion #2
- Motion #4
- Motion #8
- Motion #9
- Motion #10
- Motion #11
- Motion #15
- Motion #16

Motion #1: Amending definition of Member's Meeting in Definitions

Be it resolved that NSFM amend the definition of "Members' Meeting" of its by-laws as follows:

"Members' Meeting" refers to any meeting of all the members of the Federation, including but not limited to~~, the Annual Conferences,~~ Annual General Meetings, and Special Meetings.

Motion #2: Deletion of three definitions in Definitions

Be it resolved that NSFM delete the following definitions of its by-laws: "Regional Municipality", "Rural Municipality", and "Town":

~~"Regional Municipality" means a regional municipality established by, or continued pursuant to, the Municipal Government Act;~~
~~"Rural Municipality" means a county or district municipality;~~
~~"Town" means an incorporated town;~~

Motion #4: Amendment to 3.7 (a) in Elected Municipal Officials

Be it resolved that NSFM amend 3.7 (a) iii. of its by-laws as follows:

shall be eligible for <u>election</u> ~~appointment~~ to the Board in accordance with these by-laws and the Federation's "Elections Policy" .

Motion #8: Amendment to 5.7 (a) in Removal of a Board Member

Be it resolved that NSFM amend 5.7 (a) of its by-laws as follows:
A Board member, who without excuse satisfactory to the <u>President</u> ~~Board~~, is absent from three (3) consecutive meetings of the Board, is deemed to have resigned from the Board.

Housekeeping Group (Continued)

Motion #9: Amendment to 5.8 (a) in Code of Conduct & Conflict of Interest

Be it resolved that NSFM amend 5.8 (a) of its by-laws as follows:

The Board of Directors ~~NSFM~~ Code of Conduct adopted by the Board applies to all Directors, Officers and members of Committees of the Federation.

Motion #10: Amendment to 5.8 (b) in Code of Conduct & Conflict of Interest

Be it resolved that NSFM amend 5.8 (b) of its by-laws as follows:

All Board members shall sign the Board of Directors ~~NSFM "~~Code of Conduct ~~Policy"~~ in order to assume responsibilities as a Board Member.

Motion #11: Amendment to 5.10 (c) in Vacancies

Be it resolved that NSFM amend 5.10 (c) of its by-laws as follows:

In the event that a Board member~~'s~~ position becomes vacant or is left vacant following a regular Board election ~~by reason of 5(10) (a) or if any other Board member resigns or becomes ineligible to serve~~, the vacancy is to be filled by a replacement elected from that member's Electoral Region. If the vacancy is not filled within sixty (60) days, the Board must make a reasonable effort to appoint an eligible replacement. Service as a replacement is not considered a term for purposes of calculating term limits.

Motion #15: Amendment to 6.4 (h) in Quorum

Be it resolved that NSFM amend 6.4 (h) of its by-laws as follows:

Committees: The quorum of such Committees shall be a majority of the Committee members serving, from time to time. ~~A quorum for a Committee is half the appointed membership of the Committee.~~

Motion #16: Amendment to 7 (h) in Committees

Be it resolved that NSFM delete 7 (h) of its by-laws as follows and renumber accordingly:

~~The quorum of such Committees shall be a majority of the Committee members serving, from time to time.~~

Executive Committee Composition & Quorum Group

- Motion #7
- Motion #14

Motion #7: Amendment to 5.5 (c) in Executive Committee

Be it resolved that NSFM amend 5.5 (c) of its by-laws as follows:

When appointing the two Regional Representatives, the Board shall give preference to interested Board members who are from Electoral Regions ~~Executive Committee members appointed by the Board shall be from Electoral Regions~~ other than:
i. The Electoral Regions represented by Officers of the Federation; and
ii. Each other.

Motion #14: Amendment to 6.4 (e) in Quorum

Be it resolved that NSFM amend 6.4 (e) of its by-laws as follows:

Executive Committee: A quorum of the Executive Committee is ~~four (4)~~ three (3) Executive members.

Election of Board of Directors Group

- Motion #12
- Motion #13

Motion #12: Amendment to 6.1 (b) in Board of Directors

Be it resolved that NSFM amend 6.1 (b) of its by-laws as follows:

Immediately following the election of the Board ~~Annual General Meeting~~, the Board must meet in order to set the dates for its future meetings, make any necessary appointments and conduct any matters that must be considered by the Board.

Motion #13: Amendment to 6.2 (c) in Annual Conference

Be it resolved that NSFM delete 6.1 (c) vi. of its by-laws as follows and renumber accordingly:

~~Declare the new Board members, who shall assume office immediately upon the adjournment of the Annual Meeting; and~~

Rights of Members Motion

- Motion #3

Motion #3: Deletion of 3.6 (c) in Right of Members

Be it resolved that NSFM amend Section 3.6 (c) of its by-laws as follows:

may send municipal staff to Members' Meetings as advisors to Elected Municipal Officials unless the Board decides that a Members' Meeting calls for discussion among Elected Municipal Officials exclusively. Staff advisors shall not have voting rights but shall be entitled to speak when attending at such meetings;

NSFM By-law Changes (Appendix A)

Board of Directors Composition Group

- Motion #5
- Motion #6

Motion #5: Amendment to 5.2 (a) in Composition

Be it resolved that NSFM amend 5.2 (a) of its by-laws as follows:

The Board of Directors consists of sixteen ~~seventeen~~ (16~~7~~) members:

i. the President,
ii. the Vice President,
iii. the Past President,
iv. two (2) Regional Representatives from the Cape Breton-Strait Electoral Region,
v. two (2) Regional Representatives from the Cumberland-Colchester-Pictou-East Hants Electoral Region,
vi. two (2) Regional Representatives from the Valley Electoral Region,
vii. two (2) Regional Representatives from the Southwestern Electoral Region,
viii. two (2) Regional Representatives from the Southern Shore Electoral Region,
ix. two (2) Regional Representatives from Halifax Regional Municipality,
x. one (1) Regional Representative from Cape Breton Regional Municipality,
xi. ~~a representative appointed by the Association of Municipal Administrators.~~

Motion #6: Amendment to 5.2 (d) in Composition

Be it resolved that NSFM delete 5.2 (d) of its by-laws as follows:

~~The representative appointed by the Association of Municipal Administrators shall be an employee of a Member Unit.~~