

Calgary Metropolitan Region Board
Governance Committee Meeting Agenda

September 2, 2021 – 9:00 AM

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The purpose of this meeting is to convene, discuss and make decisions regarding recommendations to be made to the Calgary Metropolitan Region Board.

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|--|--------------------|-----------|
| 1. Call to Order & Opening Remarks | Clark | |
| 2. Adoption of Agenda
<i>For Decision:</i> Motion to adopt and/or revise the Agenda | All | |
| 3. Approval of Minutes (Attachment)
<i>For Decision:</i> Motion that the Committee approve the Minutes of May 13, 2021 meeting | All | 3 |
| 4. Q2 Actuals (Attachment)
<i>For Recommendation:</i> Motion that the Committee receive for information and recommend for review by the Board the 2021 Q2 Actuals | Copping | 6 |
| 5. 2022 Budget (Attachment)
<i>For Recommendation:</i> Motion that the Committee review and recommend approval to the Board the proposed CMRB 2022 Budget | Copping | 8 |
| 6. Terms of Reference Update (Attachment)
<i>For Recommendation:</i> Motion that the Committee recommend for approval by the Board the draft Terms of Reference for the Governance Committee, the Land Use and Servicing Committee and the Advocacy Committee | Copping/
Graves | 14 |
| 7. Appointment of Auditor (Attachment)
<i>For Recommendation:</i> Motion that the Committee recommend for approval by the Board extension of the audit contract with AVAIL LLP Chartered Professional Accountants for three years, ending after audit 2023 is complete | Copping | 25 |

- 8. Next Meeting: TBD Clark
- 9. Adjournment

Governance Committee Members:

Mayor Peter Brown (Airdrie)	Cllr Jamie Kinghorn (High River)
Cllr George Chahal (Calgary)	Deputy Mayor Matt Rockley (Okotoks)
Reeve Dan Henn (Rocky View)	Reeve Amber Link (Wheatland)
Reeve Suzanne Oel (Foothills)	
Mayor Jeff Genung (Cochrane)	
Mayor Marshall Chalmers (Chestermere) Vice Chair	

Greg Clark, Committee Chair

Upcoming Meetings:

Board Meeting	Friday Sept 10	TBD
	Friday Sept 17	TBD
	Friday Dec 3	TBD
Governance Committee	TBD	TBD
Advocacy Committee	TBD	TBD

Delegates in Attendance:

Mayor Peter Brown – City of Airdrie
Mayor Marshall Chalmers – City of Chestermere (Vice Chair)
Mayor Jeff Genung – Town of Cochrane
Reeve Suzanne Oel – Foothills County
Councillor Jamie Kinghorn – Town of High River
Mayor Bill Robertson – Town of Okotoks
Councillor Jerry Gautreau – Rocky View County
Reeve Amber Link – Wheatland County

CMRB Administration:

Greg Clark, Chair
Jaime Graves, Project Manager-Intermunicipal Servicing
JP Leclair, GIS Analyst
Shelley Armeneau, Office Manager

1. Call to Order

Chair Greg Clark called the meeting to order at 9:30 AM.

2. Approval of Agenda

Moved by Reeve Oel, **Seconded by** Mayor Robertson, accepted by Chair.

Motion: That the Committee approve the agenda.

Motion carried unanimously.

3. Review Minutes

Moved by Councillor Kinghorn, **Seconded by** Councillor Gautreau, accepted by Chair.

Motion: That the Committee approve the Minutes of the April 8, 2021 meeting.

Motion carried unanimously.

4. Q1 Actuals

Moved by Mayor Chalmers, **Seconded by** Councillor Kinghorn, accepted by Chair.

Motion: That the Committee receive for information and recommend for review by the Board the 2021 Q1 Actuals.

Motion carried unanimously.

5. Policy on Closed Sessions

The Committee comprehensively discussed the proposed policy, and the following motion was made:

Moved by Councillor Kinghorn, **Seconded by** Councillor Gautreau, accepted by Chair.

Motion that CMRB Administration amend the Policy on Closed Sessions by adding:

- i) a sub bullet in Section 3(f) Chief Administrative Officers, or their designate;
- ii) clarity to Section 5 that one of the Representatives, or their designate may speak;
- iii) to Section 5 that others may participate at the discretion of the Chair
- iv) Section 6 that the topic of the CMRB closed session may be shared with member municipality councils in a closed session of a member municipality council meeting; and
- v) Section 7 that recording be prohibited for the duration of the closed session;

and the Governance Committee recommend to the Board for approval the draft Policy on Closed Sessions, as amended, subject to confirmation that there is no conflict with other policies.

Motion carried.

6. Meeting Protocols

Members agreed that at this time no policy is required relating to meeting protocols, and that the running of meetings will continue at the discretion of the Chair.

Moved by Mayor Robertson **Seconded by** Councillor Kinghorn, accepted by Chair.

Motion: That the CMRB receive for information the Board and Committee meeting protocols.

Motion carried unanimously.

7. Board Chair Disclosure Update

Chair Clark provided a brief description of the role of the Alberta Association of Former MLAs as requested by a member. The Chair advises he will follow the policy going forward relating to disclosure.

Moved by Mayor Brown, **Seconded by** Reeve Link, accepted by Chair.

Motion: That the Committee receive for information a letter from Chair Clark updating his concurrent roles per the Board Conflict of Interest Policy.

Motion carried unanimously.

8. Next Meeting: TBD
9. Adjourned @ 10:26 AM.

CMRB Chair, Greg Clark

DRAFT

Agenda Item	4
Submitted to	Governance Committee
Purpose	Present to the Governance Committee for Recommendation
Subject	CMRB 2021 Q2 Actuals
Meeting Date	September 2, 2021
<i>That the Committee receive for information and recommend for review by the Board the 2021 Q2 actuals</i>	
<p>Background</p> <ul style="list-style-type: none"> The CMRB has been funded by the Government of Alberta through the Alberta Community Partnership grant program. 	
<p>Attachments</p> <ul style="list-style-type: none"> Q2 Actuals 	

Introduction

CMRB Administration has compiled the Q2 Actuals for review by the Governance Committee.

Recommendation

That the Governance Committee receive for information and recommend for review by the Board the 2021 Q2 Actuals.

	2021 Budget	2021 Q2 Budget	2021 Q2 Actuals	Q2 Variance	YTD Budget	YTD Actual	YTD Variance
REVENUE							
GoA Grant	\$1,500,000.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Interest on GIC	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00	\$0.00
Withdrawal from Reserves	\$650,000.00	\$600,000.00	\$600,000.00	\$0.00	\$600,000.00	\$600,000.00	\$0.00
TOTAL Revenue	\$2,150,000.00	\$600,000.00	\$600,000.00	\$0.00	\$600,000.00	\$600,000.00	\$0.00
EXPENDITURES							
CAPITAL EXPENSES							
Computers & Hardware	\$6,000.00	\$1,500.00	\$0.00	\$1,500.00	\$3,000.00	\$0.00	\$3,000.00
Office Furniture	\$6,000.00	\$1,500.00	\$0.00	\$1,500.00	\$3,000.00	\$0.00	\$3,000.00
Phone/Internet Hardware	\$3,000.00	\$750.00	\$0.00	\$750.00	\$1,500.00	\$0.00	\$1,500.00
TOTAL CAPITAL EXPENSES	\$15,000.00	\$3,750.00	\$0.00	\$3,750.00	\$7,500.00	\$0.00	\$7,500.00
OPERATING EXPENSES							
STAFFING COSTS							
Salary	\$655,000.00	\$164,000.00	\$164,554.93	-\$554.93	\$333,000.00	\$332,938.51	\$61.49
Benefits	\$117,000.00	\$29,250.00	\$28,443.30	\$806.70	\$58,500.00	\$56,886.60	\$1,613.40
Board Chair	\$140,000.00	\$35,000.00	\$35,571.00	-\$571.00	\$70,000.00	\$82,965.00	-\$12,965.00
TOTAL STAFFING COSTS	\$912,000.00	\$228,250.00	\$228,569.23	-\$319.23	\$461,500.00	\$472,790.11	-\$11,290.11
OFFICE LEASE	\$87,000.00	\$21,750.00	\$16,500.74	\$5,249.26	\$43,500.00	\$34,899.41	\$8,600.59
OFFICE OPERATING COST							
General Operating Costs	\$36,000.00	\$9,000.00	\$2,778.92	\$6,221.08	\$18,000.00	\$8,815.63	\$9,184.37
Professional Fees	\$30,000.00	\$7,500.00	\$15,082.87	-\$7,582.87	\$15,000.00	\$15,082.87	-\$82.87
TOTAL OFFICE OPERATION COSTS	\$66,000.00	\$16,500.00	\$17,861.79	-\$1,361.79	\$33,000.00	\$23,898.50	\$9,101.50
TRAVEL COSTS	\$35,000.00	\$8,750.00	\$0.00	\$8,750.00	\$17,500.00	\$0.00	\$17,500.00
MEETING COSTS							
Meeting Venue/Catering	\$55,000.00	\$13,750.00	\$0.00	\$13,750.00	\$27,500.00	\$0.00	\$27,500.00
Per Diem	\$55,000.00	\$13,750.00	\$11,800.00	\$1,950.00	\$27,500.00	\$14,800.00	\$12,700.00
TOTAL MEETING COSTS	\$110,000.00	\$27,500.00	\$11,800.00	\$15,700.00	\$55,000.00	\$14,800.00	\$40,200.00
CONSULTANT COSTS							
Growth/ Servicing Plan	\$250,000.00	\$62,500.00	\$250,000.00	-\$187,500.00	\$125,000.00	\$250,000.00	-\$125,000.00
Regional Initiatives	\$500,000.00	\$125,000.00	\$24,215.63	\$100,784.37	\$250,000.00	\$24,215.63	\$225,784.37
REF Consultants	\$100,000.00	\$25,000.00	\$11,959.35	\$13,040.65	\$50,000.00	\$11,959.35	\$38,040.65
TOTAL CONSULTANT COSTS	\$850,000.00	\$212,500.00	\$286,174.98	-\$73,674.98	\$425,000.00	\$286,174.98	\$138,825.02
CONTINGENCY	\$75,000.00	\$18,750.00	\$8,188.41	\$10,561.59	\$37,500.00	\$8,188.41	\$29,311.59
TOTAL EXPENDITURE	\$2,150,000.00	\$537,750.00	\$569,095.15	-\$31,345.15	\$1,080,500.00	\$840,751.41	\$239,748.59

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Notes:

- 1 There were two Board Chairs for January and February - total compensation will be on budget.
- 2 Annual budget for professional fees is divided evenly through the year - total spend will be on budget
- 3 Annual budget for consulting fees is divided evenly through the year - total spend will be on budget
- 4 contingency budget is being used to pay for the additional work of the Growth and Servicing Plan consultants including additional meetings and public engagement

Agenda Item 4i

Agenda Item	5
Submitted to	Governance Committee
Purpose	For Review
Subject	CMRB 2022 Budget
Meeting Date	September 2, 2021
<i>That the Committee review and recommend approval to the Board the proposed 2022 CMRB Budget</i>	
<p>Background</p> <ul style="list-style-type: none"> • The CMRB is funded by the Government of Alberta through the Alberta Community Partnership (ACP) grant program. • The Government of Alberta’s Budget 2019/2020 reduced funding to the CMRB as per the below chart. • The gift of \$1,800,000.00 from the Calgary Regional Partnership provides a reserve against the reduced funding in upcoming years. 	
<p>Attachments</p> <ul style="list-style-type: none"> • Proposed Budget 2022 • Consultant budget worksheet 2022 	

1. Background

The CMRB is has completed the Growth and Servicing Plans and submitted them to the Minister for approval. The Board has begun discussion of future work, outside of the implementation of the Growth and Servicing Plans, but final decisions have not been made.

The proposed budget, and in particular the line item for “Regional Initiatives” contains flexibility to support the implementation of the Growth and Servicing Plans, as well as other efforts of the Board. This work may include examining: regional economic development, watershed protection and/or any other initiatives as determined by the Board.

In January 2021, the Board approved the Reserve Funds Policy, which indicates that CMRB Administration shall, in each budget year, determine a reserve fund minimum, below which reserve funds are not allowed to fall. The reserve fund minimum will represent six (6) months of the average of budgeted core operating expenses of the current fiscal year and the upcoming fiscal year. The proposed budget respects the Reserve Funds Policy of the CMRB which can be found on the CMRB website [here](#).

2. Funding Summary

Funded Activity	Grant Total
2017/18 CMRB Start-up and Core Administration	\$2,070,000
	(\$1,500,000 + \$570,000 (CRP Surplus))
2019/20 CMRB Core Administration Costs	\$2,000,000
2020/21 CMRB Core Administration Costs	\$1,750,000
Total CMRB Core Administration Approved Funding	\$5,820,000

Future Estimated Funding	
2021/22 CMRB Core Administration Costs	\$1,500,000
	Submitted - subject to Approval
2022/23 CMRB Core Administration Costs	\$1,000,000
	Estimate – subject to Approval
2023/24 CMRB Core Administration Costs	\$1,000,000
	Estimate – subject to Approval

3. CMRB Account Balances at August 24, 2021

Current Account	~ \$418,000.00
GIC	~ \$1,293,000.00
Total	~ \$1,711,000.00

4. Recommendation

That the Committee review and recommend approval to the Board the proposed of 2022 CMRB Budget.

	2020 Actual	2021 Budget	2021 Estimated	2022 Budget	2023 Forecast
REVENUE					
GoA Grant	\$ 1,750,000.00	\$ 1,500,000.00	\$ 1,500,000.00	\$ 1,000,000.00	\$ 1,000,000.00
Interest on GIC	\$ 25,617.15	\$ -	\$ -	\$ -	\$ -
Withdrawal from Reserves	\$ 700,000.00	\$ 650,000.00	\$ 170,000.00	\$ 937,000.00	\$ 937,000.00
TOTAL Revenue	\$ 2,475,617.15	\$ 2,150,000.00	\$ 1,670,000.00	\$ 1,937,000.00	\$ 1,937,000.00
EXPENDITURES					
CAPITAL EXPENSES					
Computers & Hardware	\$ -	\$ 6,000.00	\$ 1,000.00	\$ 6,000.00	\$ 6,000.00
Office Furniture	\$ -	\$ 6,000.00	\$ -	\$ 6,000.00	\$ 6,000.00
Phone/Internet Hardware	\$ -	\$ 3,000.00	\$ -	\$ 3,000.00	\$ 3,000.00
TOTAL CAPITAL EXPENSES	\$ -	\$ 15,000.00	\$ 1,000.00	\$ 15,000.00	\$ 15,000.00
OPERATING EXPENSES					
STAFFING					
Salary	\$ 647,406.15	\$ 655,000.00	\$ 655,000.00	\$ 655,000.00	\$ 655,000.00
Benefits	\$ 110,993.73	\$ 117,000.00	\$ 117,000.00	\$ 124,000.00	\$ 124,000.00
Board Chair	\$ 87,198.80	\$ 140,000.00	\$ 113,000.00	\$ 110,000.00	\$ 110,000.00
TOTAL STAFFING	\$ 845,598.68	\$ 912,000.00	\$ 885,000.00	\$ 889,000.00	\$ 889,000.00
OFFICE LEASE	\$ 78,860.99	\$ 87,000.00	\$ 85,000.00	\$ 87,000.00	\$ 87,000.00
OFFICE OPERATION					
General Operating	\$ 35,487.30	\$ 36,000.00	\$ 36,000.00	\$ 36,000.00	\$ 36,000.00
Professional Fees	\$ 21,423.00	\$ 30,000.00	\$ 30,000.00	\$ 30,000.00	\$ 30,000.00
TOTAL OFFICE OPERATION	\$ 56,910.30	\$ 66,000.00	\$ 66,000.00	\$ 66,000.00	\$ 66,000.00
TRAVEL & STAFF DEVELOPMENT	\$ 4,009.80	\$ 35,000.00	\$ 8,000.00	\$ 30,000.00	\$ 30,000.00
MEETING					
Meeting Venue/Catering	\$ 10,770.42	\$ 55,000.00	\$ 20,000.00	\$ 40,000.00	\$ 40,000.00
Per Diem	\$ 43,989.44	\$ 55,000.00	\$ 55,000.00	\$ 55,000.00	\$ 55,000.00
TOTAL MEETING	\$ 54,759.86	\$ 110,000.00	\$ 75,000.00	\$ 95,000.00	\$ 95,000.00
CONSULTANT					
Growth/ Servicing Plan	\$ 933,959.04	\$ 250,000.00	\$ 250,000.00	\$ -	\$ -
Regional Initiatives	\$ -	\$ 500,000.00	\$ 150,000.00	\$ 600,000.00	\$ 600,000.00
REF Consultants	\$ 44,321.85	\$ 100,000.00	\$ 75,000.00	\$ 80,000.00	\$ 80,000.00
TOTAL CONSULTANT	\$ 978,280.89	\$ 850,000.00	\$ 475,000.00	\$ 680,000.00	\$ 680,000.00
CONTINGENCY	\$ -	\$ 75,000.00	\$ 75,000.00	\$ 75,000.00	\$ 75,000.00
TOTAL EXPENDITURE	\$ 2,018,420.52	\$ 2,150,000.00	\$ 1,670,000.00	\$ 1,937,000.00	\$ 1,937,000.00

Reserves at Year End \$ 2,700,000.00 N/A \$ 2,530,000.00 \$ 1,593,000.00 \$ 656,000.00

Agenda Item 5i

Consultant Budget Worksheet

2022 Potential Regional Initiatives

Below is a list of potential regional initiatives from the commitments of the Board-approved Growth and Servicing Plans, and based on input from the Board from the recent Board survey. High level, budgetary estimates were developed for the initiatives recognizing that much of the scope development requires elaboration.

The estimates presented here are for one year, multi-year projects are estimated to have a higher total cost. These estimates may change as a result but provide a basis for budgeting for the 2022 fiscal year. The total of the below projects is \$483,000 which will leave the incoming Board over \$117,000 of room in the Regional Initiatives budget line to pursue other areas of interest.

1. DEAL dataset Update \$75,000 – One year project

The Digitized Existing and Approved Land Use (DEAL) dataset was prepared by a consultant in 2020 on behalf of the CMRB using 2018 parcel data provided by AltaLIS and 2018 land use data were provided by CMRB member municipalities. Before beginning the implementation work (Chapter 4 of the Board-approved CMRB Growth Plan), this dataset must be updated to include the plans and land uses that have been approved beginning January 1, 2018. CMRB Administration will work with TAG and municipal experts as needed. The support of a consultant may be required to complete this task.

2. Placetype Monitoring \$75,000 – One year project

Growth Plan Section 2.5.1 *Regional Placetypes* highlights the importance of Placetypes to regional planning in the CMR. “Placetypes” are a key element of this regional planning process that “represent development forms, generally described by densities, land use mix, and connectivity, and are used to aid in regional analysis and policy development.” Monitoring the change of placetype proportions and locations over time is an important aspect of Growth Plan Implementation. CMRB Administration will work with TAG and municipal experts to identify an approach to placetype identification/definition, developing a database of placetype locations in GIS, and creating a monitoring program to identify how the Growth Plan policies influence change in placetypes over time. A consultant may be required to support the development of a dataset and monitoring program.

3. KPI Definition \$35,000 – One year project

The CMRB Board has highlighted the importance of monitoring and measuring outcomes related to the implementation of the Growth Plan. CMRB Admin will work with TAG and municipal experts to develop a list of key performance indicators (KPIs) that will identify the effects of Growth Plan policies. In addition, work in this area will develop a protocol for how KPIs can be tracked and how often they must be reported to the Board for its information. This process will begin in 2022 and may require the support of a consultant.

Agenda Item 5

4. Environmentally Sensitive Areas Database \$133,000 – Multi-year project

Chapter 3.3 of the Board-approved CMRB Growth Plan includes policies on regional Environmentally Sensitive Areas. Policy 3.3.2.4 states that “the CMRB shall compile the municipally identified Environmentally Sensitive Areas into a common database for the Region”. Building on the work of the ESA Background Study and direction from the Growth Plan, the objective of the initiative is to review existing information sources; develop a shared, consistent dataset of regionally significant ESAs; support the maintenance of a regional ESA database; and make recommendations about how the dataset will be used to inform regional ESA management.

5. Indigenous Engagement \$15,000 – One year project

Chapter 3 of the Board-approved CMRB Growth Plan includes policy 3.7.1.1 which states that “the CMRB will seek to build meaningful and mutually beneficial long-term relationships with Indigenous Nations and communities in and around the Region.”

At the direction of the Board, CMRB Administration hosted Indigenous Awareness workshops on June 3rd, 11th, and 18th, 2021. Since the final workshop, the Board has been exploring the next steps for engagement. Building relationships will take time. CMRB Administration is seeking approval from the Board to build on previous Indigenous engagement and to retain the assistance of Anne Harding going forward. This process will begin immediately and carry into 2022. This is anticipated to be an ongoing initiative.

6. Regional Economic Development \$100,000 – Multi-year project

The CMRB regulation mandates the CMRB to *promote the economic wellbeing and competitiveness of the Calgary Metropolitan Region*. Chapter 3.2 of the Board-approved CMRB Growth Plan includes policies to support the economic wellbeing of the Region. The CMRB Vision includes:

- The Calgary Metropolitan Region is a globally recognized economy, attracting the best and brightest in a variety of economic sectors to support regional prosperity and a high quality of life.
- The Calgary Metropolitan Region has a strong and coordinated approach to regional economic growth.
- The members of the region support each other and embrace that members share in regional prosperity.

The economic development initiative will be further informed by the work of HATCH and additional direction from the Board following the Board meeting on September 10 and the final HATCH workshop session on September 17, 2021. This initiative is expected to be a multi-year initiative. This process will begin in 2022 and will require the support of consultant(s).

7. Watershed Protection \$50,000 – Multi-year project

As described in the vision elements of the Board-approved CMRB Growth Plan, the CMRB will “work together to ensure our scarce fresh water is shared in a way that meets the needs of our current and future residents and our ecosystem” (page 73). Section 3.4 of the Growth Plan includes policies on water stewardship, watershed protection, stormwater management and water efficiency to realize this vision element. A consultant would be engaged for the watershed protection and water stewardship initiative. The consultant would outline how regions elsewhere have addressed watershed protection and water stewardship, and would facilitate a group of sessions where municipal and CMRB administrations and the Board can develop a common understanding of the best path forward to advance this initiative at the regional scale. This proposed process represents a first step in a multi-year initiative.

Agenda Item	6
Submitted to	Governance Committee
Purpose	For Recommendation
Subject	Committee Terms of Reference
Meeting Date	September 2, 2021
<p><i>Motion that the Committee recommend for approval by the Board the draft Terms of Reference for the Governance Committee, the Land Use and Servicing Committee and the Advocacy Committee.</i></p>	
<p>Background</p> <ul style="list-style-type: none"> • The CMRB Regulation grants the Board the authority to create internal governance policies and processes. The Board has the authority to strike committees and determine their mandate. • Terms of Reference (TOR) were developed for some Committees of the Board as the Board focused on organizational start-up and meeting the requirements of the regulation in the Growth and Servicing Plans. • CMRB Administration was directed to normalize the TOR for committees of the Board for consistency and clarity. The purpose of normalizing the TOR is to articulate roles and responsibilities of the committees and provide details regarding mandate, authority, and membership. • Land Use TAG reviewed earlier versions of the draft TOR and feedback was reviewed and incorporated, where appropriate. • The Board-approved Terms of Reference will be posted to the CMRB website. 	
<p>Attachments</p> <ul style="list-style-type: none"> • Draft Terms of Reference – Governance Committee • Draft Terms of Reference – Land Use and Servicing Committee • Draft Terms of Reference – Advocacy Committee 	

1. Introduction

As the CMRB matures as an organization, the Terms of Reference of committees will be reviewed and adapted, as appropriate. Committees of the Board may, from time to time, consider changes to their Terms of Reference and recommend changes to the Governance Committee for consideration, and for final approval by the Board.

2. Feedback for Discussion

Feedback received from TAG included the following points that CMRB Administration wishes the Committee to be aware of:

- Governance Committee consider that additional municipal administration participation may be beneficial to advancing technical matters, rather than deferring these matters to the technical advisory groups. There may be benefit to striking sub-committees or task force groups that include participation by elected members, as well as municipal administrations, CMRB Administration and other stakeholders. CMRB Administration supports these ideas and potentially implementing them in the future.
- A member municipality recommended reconsidering the need for the Advocacy Committee. Some member municipalities are supportive of having an Advocacy Committee and some are not. Given this, CMRB has developed the following pros and cons for having an Advocacy Committee.

Pros of having an Advocacy Committee	Cons of having an Advocacy Committee
<ul style="list-style-type: none"> - Allows for more broad participation from municipal councils in the work of the CMRB - Discussion, debate and direction from elected members is held in committee, rather than at the Board. This may shorten the duration of Board meetings. 	<ul style="list-style-type: none"> - Additional time commitment from elected members - Additional time commitment from municipal administrations, given their supporting role to Advocacy Committee

Consequently, CMRB Administration wishes to hear the feedback of the Committee on possibly folding the Advocacy Committee at this time.

3. Recommendation

That the Committee recommend for approval by the Board the draft Terms of Reference for the Governance Committee, the Land Use and Servicing Committee and the Advocacy Committee.

Terms of Reference Governance Committee

Authority

The Governance Committee is established by the Calgary Metropolitan Region Board (“the Board”) and reports to the Board through the Committee Chair. The Committee Chair shall provide leadership to the Committee members in fulfilling the mandate set out in these Terms of Reference.

Purpose

The purpose of the Governance Committee (“the Committee”) is to provide a focus on governance that will enhance the Board’s performance. The Committee shall be a standing committee of the Board.

1. Responsibilities of the Governance Committee

The Governance Committee shall oversee, and provide advice and direction, to the Board in three primary areas:

- a. Board governance and operations
- b. Finance
- c. Human Resources.

As well, the Committee will be responsible for such other matters as may be assigned to them from time to time. The Committee Chair shall work with the Chief Officer and the Board Chair in planning Committee meetings and agendas.

a. Board Governance Duties

With assistance from the Board Chair, the Chief Officer, and others as required, the Committee shall review and recommend to the Board:

- i. Policies and procedures by which the Board operates
- ii. Roles and responsibilities for the Board Chair and Chief Officer
- iii. The Terms of Reference for all standing committees of the Board.

b. Finance Duties

With assistance from the Board Chair and the Chief Officer, the Committee shall monitor the financial affairs of the Board, including the preparation of financial statements and annual audits, and shall make such reports and recommendations to the Board as it considers appropriate.

c. Human Resources

With assistance from the Board Chair and the Chief Officer, the Committee will monitor and provide direction regarding the Board's human resources policies and practices. In the event of a need to recruit a Chief Officer or Board Chair, the Committee will oversee the recruitment process, and will make a recommendation to the Board for appointment.

2. Vice-Chair

The Committee shall appoint a Vice-Chair from amongst themselves.

3. Committee Membership

The Committee will be comprised of at least three (3) Board members selected by the Board. Each member municipality may have up to one (1) elected member on the Committee. Alternate members may attend provided they are a member of a participating municipality's council and are well briefed on the current status of the Committee initiatives and agenda. The Chair will be an "ex officio" member of the Committee. The term of membership shall be for the duration of their appointment or office.

Committee members, and their alternate, must review and commit to abide by the provisions of the Code of Conduct Policy.

4. Quorum

Quorum is defined as a simple majority (50% plus one) of the membership of the Committee.

5. Governance

Decisions of the Committee will be determined by a simple majority with each member holding a single vote. Decisions of the Committee will form the basis for recommendations to the Board, which will make the final decision on all matters forwarded by the Committee.

6. Reporting

Periodically, the Chief Officer, Chair, or Vice Chair may report to the Board on matters within the Committee's responsibilities. The Committee shall work and liaise with other committees of the Board, as necessary.

7. Meeting Process

The Committee is required to conduct its meetings in public unless a matter to be discussed is within one of the exceptions to disclosure in Division 2 of Part 1 of the Freedom of Information and Protection of Privacy Act, pursuant to s 708.04 of the Municipal Government Act. In the event that a portion of a meeting is closed to the

public, the Closed Session Policy will apply to Committee members and all other individuals present during the closed portion of the meeting.

Proposed meeting dates will be set according to Committee needs, and every effort will be made to confirm meeting dates at least three weeks in advance. Committee meetings will be recorded and made available to the public by the CMRB website, where possible. Meeting minutes will be kept by CMRB Administration and reviewed by the Committee. Following approval, the minutes will be posted to the CMRB website. The meetings may be viewed by members of the public.

The Chair will determine who may speak during the meeting at their discretion.

8. Support and Resources

The Committee will be supported by the Chief Officer and CMRB Administration, member municipality administrations, external consultants, and professionals as necessary and as directed by the Chief Officer. The Committee will make available to new members of the Committee a suitable onboarding process. The Member Per Diem Policy applies to Committee members.

9. Amendments to the Terms of Reference

The Committee may, from time to time, consider changes to its Terms of Reference and recommend proposed changes to the Terms of Reference to the Board for consideration and approval.

Terms of Reference Land Use and Servicing Committee

Authority

The Land Use and Servicing Committee is established by the Calgary Metropolitan Region Board (“the Board”) and reports to the Board through the Committee Chair. The Committee Chair shall provide leadership to the Committee members in fulfilling the mandate set out in these Terms of Reference.

Purpose

The purpose of the Land Use and Servicing Committee (“the Committee”) is to support the implementation of the Growth and Servicing Plans, and matters related to the Regional Evaluation Framework, once approved by the Minister. The Board may direct the Committee to undertake related additional work or studies. Overall, the Committee is a working committee which makes recommendations to the Board for ultimate approval.

1. Responsibilities of the Land Use and Servicing Committee

The Land Use and Servicing Committee shall oversee, provide advice and recommendations to the Board and CMRB Administration in the areas of:

- a. Implementation of the Growth Plan or Interim Growth Plan
- b. Implementation of the Servicing Plan
- c. Administration of the Regional Evaluation Framework or Interim Regional Evaluation Framework
- d. Other matters, as may be assigned from time to time.

The above responsibilities may require support or study from the administrative working groups, external stakeholders or consultants, from time to time. CMRB Administration will recommend the rationale, objectives, and outcomes of the work as well as recommendations regarding external stakeholder involvement. The Committee will consider the recommendations, refine where required, and provide CMRB Administration approval to proceed with developing the detailed scopes of work, with support from municipal administrations or working groups, where appropriate.

2. Vice-Chair

The Committee shall appoint a Vice-Chair from amongst themselves.

3. Committee Membership

Each member municipality must have one (1) elected member participating and may have up to two (2) elected members participating on the Committee.

Alternate members may attend provided they are a member of a participating municipality's council and are well briefed on the current status of the Committee initiatives and agenda. The Chair will be an "ex officio" member of the Committee. The term of membership shall be for the duration of their appointment or office.

Committee members, and their alternate, must review and commit to abide by the provisions of the Code of Conduct Policy.

4. Quorum

Quorum is defined as a simple majority (50% plus one) of the membership of the Committee.

5. Governance

Decisions of the Committee will be determined by a simple majority with each municipality holding a single vote. Decisions of the Committee will form the basis for recommendations to the Board, which will make the final decision on all matters forwarded by the Committee.

6. Reporting

Periodically, the Chief Officer, Chair, Vice Chair or CMRB Administration may report to the Board on matters within the Committee's responsibilities. The Committee shall work and liaise with other committees of the Board, as necessary.

Draft work products undertaken with the Committee's approval will be reviewed by the Committee. If deemed acceptable by the Committee, the Committee will recommend the draft work product for review and decision by the Board.

7. Meeting Process

The Committee is required to conduct its meetings in public (either virtually or in-person) unless a matter to be discussed is within one of the exceptions to disclosure in Division 2 of Part 1 of the Freedom of Information and Protection of Privacy Act, pursuant to s 708.04 of the Municipal Government Act. In the event that a portion of a meeting is closed to the public, the Closed Session Policy will apply to Committee members and all other individuals present during the closed portion of the meeting.

Proposed meeting dates will be set every two months, or according to Committee needs. CMRB Administration will circulate a schedule of meeting dates late in the calendar year for the upcoming year. Every effort will be made to circulate changes to those dates at least three weeks in advance. Committee meetings will be made public on the CMRB website, where possible. Meeting minutes will be kept by CMRB Administration and reviewed by the Committee at the following Committee

meeting. Following approval, the minutes will be posted to the CMRB website. The meetings may be viewed by members of the public.

The Chair will determine who may speak during the meeting at their discretion.

8. Support and Resources

The Committee will be supported by the Chief Officer and CMRB Administration, member municipality administrations, external consultants, and professionals, as necessary and as directed by the Chief Officer. The Committee will make available to new members of the Committee a suitable onboarding process. The Member Per Diem Policy applies to Committee members.

9. Amendments to the Terms of Reference

The Committee may, from time to time, consider changes to its Terms of Reference and recommend changes to the Governance Committee for consideration, and for final approval by the Board.

DRAFT

Terms of Reference Advocacy Committee

Authority

The Advocacy Committee is established by the Calgary Metropolitan Region Board (“the Board”) and reports to the Board through the Committee Chair. The Committee Chair shall provide leadership to the Committee members in fulfilling the mandate set out in these Terms of Reference.

Purpose

The purpose of the Advocacy Committee (“the Committee”) is to promote the common interests of the Calgary Metropolitan Region to other orders of government and external bodies which will enhance the Board’s pursuit of achieving its Vision. The Committee shall be a standing committee of the Board.

1. Responsibilities of the Advocacy Committee

The Advocacy Committee shall provide advice and recommendations to the Board in three primary ways:

- a. Discuss significant matters external to the CMR but having impact to the Calgary Metropolitan Region
- b. Guide the preparation of messaging on impactful matters external to the CMR
- c. Recommend action to the Board

As well, the Committee will be responsible for such other matters as may be assigned to them from time to time. The Committee Chair shall work with the Chief Officer in planning Committee meetings and agendas.

a. Discussion

With assistance from the Board Chair, the Chief Officer, member municipality and CMRB Administrations, and others as required, the Committee shall review and discuss matters referred by other committees of the Board or by two or more member municipalities. If the topic is determined to be of interest by the Committee, the Committee will direct CMRB Administration to gather information and report back to the Committee. The intended outcome is to promote the collective interests of the Board to external organizations.

b. Messaging

CMRB Administration will summarize pertinent information, with support from municipal administrations or working groups, where appropriate. The Committee shall consider the information available on the topic, and may give direction to

CMRB Administration regarding messaging that member municipalities can support. Advocacy work product may take many forms which may include:

- i. Letter
- ii. Visual slides and key speaking points
- iii. Report
- iv. Workshops
- v. Other, as determined by the Committee
- vi. None, no further work and no recommended action

c. Recommend Action

The Committee may review the advocacy work product and refer to the Board for approval. The Committee may recommend appropriate action to the Board.

2. Vice-Chair

The Committee shall appoint a Vice-Chair from amongst themselves.

3. Committee Membership

The Committee will be comprised of at least three (3) Board members on a volunteer basis. Each member municipality may have up to one (1) elected member on the Committee. Alternate members may attend provided they are a member of a participating municipality's council and are well briefed on the current status of the Committee initiatives and agenda. The Chair will be an "ex officio" member of the Committee. The term of membership shall be for the duration of their appointment or office.

Committee members, and their alternate, must review and commit to abide by the provisions of the Code of Conduct Policy.

4. Quorum

Quorum is defined as a simple majority (50% plus one) of the membership of the Committee.

5. Governance

Decisions of the Committee will be determined by a simple majority with each member holding a single vote. Decisions of the Committee will form the basis for recommendations to the Board, which will make the final decision on all matters forwarded by the Committee.

6. Reporting

Periodically, the Chief Officer, Chair, or Vice Chair may report to the Board on matters within the Committee's responsibilities. The Committee shall work and liaise with other committees of the Board, as necessary.

7. Meeting Process

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9. Amendments to the Terms of Reference

The Committee may, from time to time, consider changes to its Terms of Reference and recommend changes to the Governance Committee for consideration, and for final approval by the Board.

Agenda Item	7
Submitted to	Governance Committee
Purpose	For Decision
Subject	Appointing an Auditor for the CMRB
Meeting Date	September 2, 2021
<p><i>That the Committee recommend for approval by the Board extension of the audit contract with AVAIL LLP Chartered Professional Accountants for three years, ending after audit 2023 is complete.</i></p>	
<p>Background</p> <ul style="list-style-type: none"> • Audited financial statements are required as part of the annual report which the CMRB is mandated to provide to the Minister of Municipal Affairs. • Avail LLP has provided Audit services to the CMRB for three years. They provide efficient, cost-effective service. • In discussions with Avail LLP, the terms of the contract, and the fee, will remain the same. • The additional service contained in the proposal is a required LAPP audit. 	
<p>Attachments</p> <ul style="list-style-type: none"> • Proposal from Avail LLP Chartered Professional Accountants 	

Recommendation

That the Committee recommend for approval by the Board extension of the audit contract with AVAIL LLP Chartered Professional Accountants for three years, ending after audit 2023 is complete.

Proposal for external audit and related services for:
CALGARY METROPOLITAN REGION BOARD
for the years ending December 31, 2021 to 2023

Attention: Board of Directors
c/o: Jordon Copping
Chief Officer

Submitted by: Calvin Scott, CPA, CA, AMSF
Partner
calvin.scott@availcpa.com

Avail CPA
100, 530 8 Street South
Lethbridge, AB T1J 2J8
(403) 382-6800
availcpa.com

August 24, 2021



Agenda Item 7i

August 24, 2021

Jordon Copping
Chief Officer
Calgary Metropolitan Region Board
Suite 305, 602 – 11th Street Southwest
Calgary, Alberta T2R 1J8

Dear Jordon,

As our agreed-upon audit term is coming to an end, I would like the opportunity to submit a short proposal. Our team has thoroughly enjoyed working with the Board. If there was anything during the term of our engagement that could be improved, we would appreciate hearing any feedback to create an even better process moving forward.

Included in this proposal are distinguishing factors that show how Avail's audit is unmatched in the industry. Also included are additional services that Avail has to offer that could benefit the Board.

Local firm with national-level capabilities. As a firm local to southern Alberta, we pride ourselves on having an unrivaled knowledge of the regions business landscape. Our membership with RSM Canada Alliance extends our professional network across all of Canada, allowing for the same resources as a national firm.

The experience you are looking for. The team members chosen for your audit were specifically selected based on a high degree of familiarity with municipal audits, the satisfaction from our current audit clients, and their outstanding communication and collaborative workstyle. We are confident that we will provide the best audit experience for you.

We are timely. Our risk-based audit approach includes interim testing and is backed by the latest software, reducing time required on-site.

We approach audits differently. Every Avail audit is focused on the following principles: minimal disruption to your operations, continuity of the audit team from year-to-year, finding value added opportunities beyond compliance, meeting deadlines, and being available to you year-round.

If you have any questions about the audit or this proposal, please don't hesitate to contact me.

Thank you sincerely,



Calvin Scott, CPA, CA, AMSF
Partner
Avail CPA

Thank you


We are pleased to provide our proposal for audit and related services for the Calgary Metropolitan Region Board (“the Board”) once again. We have provided audit and related services to your Board in the past and are confident we will continue to provide an unrivaled audit experience for you. We have developed a detailed knowledge of the operations and requirements of your organization, as well as a thorough understanding of the related audit and accounting requirements.

Executive summary

We understand the specific services and needs required for your audit including:

- Annual review of the accounting systems and internal controls of the Board;
- Annual audit of the financial statements in accordance with Canadian accounting standards;
- Preparation of the financial statements for the Board in accordance with Canadian public sector accounting standards;
- Preparation of a management letter including our observations related to any internal control weakness identified and suggestions for improvement;
- Annual audit of the Local Authorities Pension Plan (LAPP);
- Discussions relating to audit, financial, and other routine accounting matters as requested during the year;
- Virtual attendance at a Board/Committee meetings to present the results of the audit, the auditors' report, the financial statements, and management letter issues;

We propose a total fee of **\$11,500** for 2021 for the services identified above. For subsequent years, please refer to Appendix A. Any extra services, such as accounting assistance or preparation of working papers or statements, would be billed separately according to the nature of the work performed and would be discussed and agreed upon prior to the engagement.



All fees billed by Avail contain the following guarantee:

“If you do not feel you have received fair value, contact us within 15 days of receiving this invoice to review the services and fees, and we will refund any portion of our fee you suggest.

And we guarantee to do so with a smile!”



About us

What Avail is all about

Avail is a unique CPA firm in that we have been providing not-for-profit and public sector audit and related services in Southern Alberta for over 85 years. We are locally owned with 13 partners and over 100 team members among our various offices.

We are proud of our heritage as the largest independent CPA firm in Southern Alberta. To maintain our independence yet still obtain the advantages of a large network of firms, we are members of the RSM Canada Alliance. This organization consists of many accounting firms throughout North America and we use our combined strength to provide clients the same scope as a national firm.

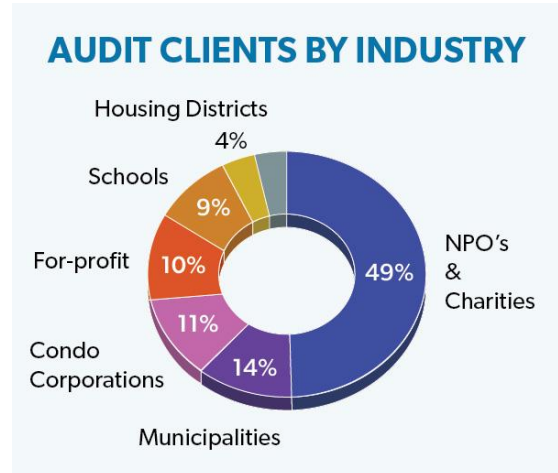
Our audit practice represents over 15,000 hours annually providing substantial opportunity for the development of our audit team members. We provide services in all core areas and have developed specialties in the areas of board governance, internal controls, organizational policies and procedures, IT, virtual accounting, business advisory, human resources, and taxation.

The relationship between the auditor and the Board is important to us. We feel that by acting in partnership with our clients, we can create value which goes beyond the standard audit.

Keeping current

The area of not-for-profit reporting is complex. Often management needs someone with whom they can discuss changes in reporting requirements. The team at Avail must also keep current to provide value to our clients and timely answers to your questions. We do this through participation in accredited courses, thorough training of team members ahead of the audit and instruction for new team members during the audit.

The Avail municipal audit team meets throughout the year to discuss changes in reporting and other audit matters. Additionally, an internal course is provided to audit team members to ensure that all are familiar with common issues and problems. These team members regularly communicate with one another during the audits so they can learn from the experiences of each audit.



The audit approach

As a client of Avail, you have a good understanding of our approach. We will continue to meet as necessary to discuss the financial statements, the management letter and the post audit letter and answer any questions related to the audit process.

We rely on an extensive understanding of your operations throughout all levels of the Board (including the board of directors), identify risks related to the financial statements and designing audit procedures to address each risk. We focus our audit work on areas that have a higher risk of being materially misstated.

After the completion of the audit, we will once again meet to review the audit process, the financial statements and provide you with the following:

- audited consolidated financial statements
- financial information return
- management letter
- post-audit letter

Routine discussions and advice

To ensure that we are available on a continuous basis, we encourage management to seek our advice for routine accounting matters throughout the year. Generally, this advice can be provided by a quick phone call or conversation. There is no additional fee for such routine advice. Assistance provided during the year that is not routine to an audit, will be discussed prior and billed separately.



Delivery dates

Tentative list of delivery dates for the 2021 audit, subject to management input and approval:

Item	Deadline
Draft trial balance and general ledger provided to auditor	February 1, 2022
Complete set of year-end working papers provided to auditor	February 7, 2022
Audit field work commences	February 14, 2022
Completion of audit field work	February 16, 2022
Draft financial statements and notes to management	February 28, 2022
Financial statements and management letter discussed with management	March 7, 2022
Presentation to the audit committee	March 15, 2022
Presentation to the board	April 15, 2022

The audit schedule shall be completed jointly with cooperation of the Board staff each year and approved by audit committee, as necessary. Throughout the audit process, management will receive regular email, phone or virtual communication from our team informing you of our audit progress.

Other items

Contingency arrangements

Depending on the current state of the COVID-19 pandemic, it may be necessary to make contingency arrangements such as performing more of the audit work remotely and/or scheduling alternate team members where necessary. Due to the size of our firm and the number of experienced team members we have at each level, we will be able to adapt to the situation as necessary to meet your requirements. We have already adjusted our audit practices significantly since the start of the pandemic last March and will continue to adapt as the situation changes. Our ability to perform virtual auditing is limited only by the willingness and ability of our clients to provide digital or electronic accounting records in an acceptable format.



Appendix A – Investment and fees

We anticipate that we would invest approximately 75 hours per year for planning and carrying out the audit, documenting your systems, completing the management letter, meeting with management and the Board and providing other routine assistance related to the audit.

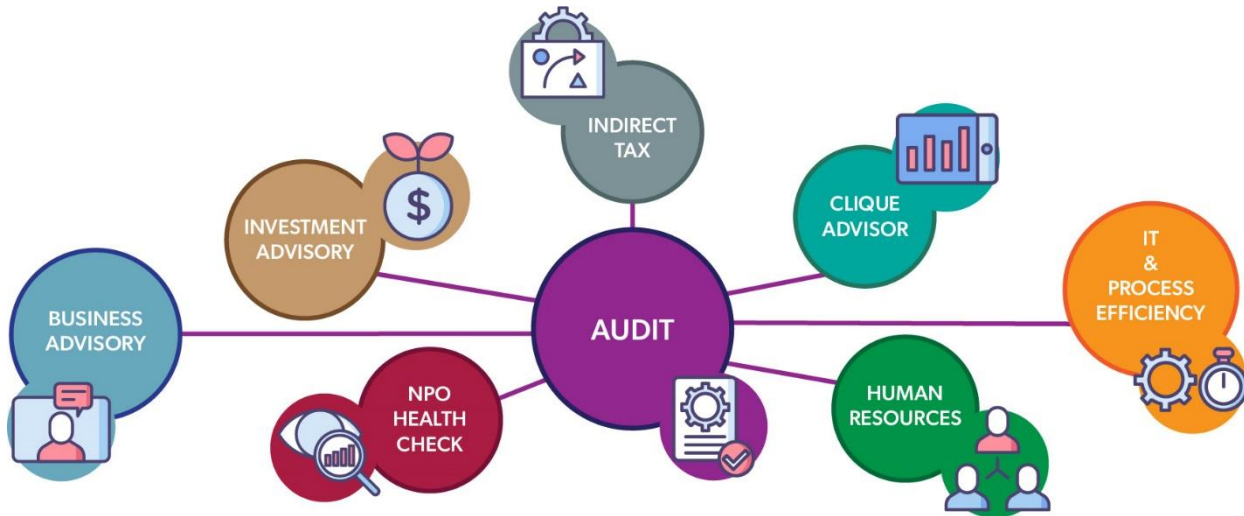
AUDIT SERVICES AND FEES				
		2021	2022	2023
Primary audit	<ul style="list-style-type: none"> Audit of books and records Audit of financial statements Audit of the financial information return Preparation of management letter Presentation at a meeting with management and/or members of Board 	\$10,000	\$10,000	\$10,000
LAPP	<ul style="list-style-type: none"> Audit of the Local Authorities Pension Plan and preparation of the auditor's report 	\$1,500	\$1,500	\$1,500
Discussions and advice relating to the audit or other routine financial matters		included	included	included
TOTAL:		\$11,500	\$11,500	\$11,500

The above does not include additional meetings with Board (in-person or virtual), reconciliation or adjustment of general ledger accounts, or the preparation of working papers. Beyond the term indicated above, this agreement will automatically renew on an annual basis. We anticipate that our fees beyond the three-year engagement will increase by a cost of living factor. We will provide a commitment that our audit fees will not increase by more than 5% unless the scope of the audit or services provided change. Should the nature of the audit or requirements change, we will provide an estimate of any adjustment for your consideration. There are no additional costs related to administrative or out of pocket costs.

Proposed hourly rates excluding GST are as follows:

POSITION TITLE	RATE PER HOUR (IN CAD \$)
Partner	\$325
Manager	\$210
CPA	\$170
CPA Candidate	\$110
Administration	\$90

Appendix B – Additional services



At Avail, we take a unique approach to servicing our clients by providing a positively different experience. We continually work on our systems and techniques to create audit efficiencies, which allow us to spend less time at your location performing audit work.

Our quick turnaround time and fee guarantee allows the Board to have the highest quality product, received on time and before the deadline, while ensuring that you have received fair value for your dollar.

Beyond the audit, our team provides a wide array of additional offerings to help your organization be the best it can be.

Business Advisory

Just like top athletes need coaches to win a championship, organizations can use a trusted advisor to get beyond a plateau. Having an experienced outside advisor will help your team implement its vision, strategy, and improvement plans. The advisory team can provide executive coaching, leadership training, strategic planning, management facilitation, and problem solving advisory.

A popular advisory service is our NPO succession planning, which ensures the organization continues operating smoothly in the event a key individual leaves your organization.

Indirect Tax

Our tax team invests significant time staying up to date with both current and complex GST provisions. Should the need arise, this team will ensure your Board is compliant with the Excise Tax Act and can advise on the best business decisions affecting any GST issues that may arise for the Board.



NPO Health Check

The members of our Avail NPO insight team apply their extensive experience to assist not-for-profit clients with a top to bottom review of their organization. This helps identify opportunities for improvement and ensures the organization is operating at their full potential.

The Health Check comprises a complete review of operations including internal controls, policies and procedures, Board reporting, IT and HR systems, and ensures your organization is in line with industry best practices.

Human Resources

Our Chartered Professionals in Human Resources (CPHR) assists and focuses employers through every step of the employee lifecycle (policy creation/review, hiring, firing, retention, recruitment, compensation, etc.). Let our CPHR advisor create a productive and rewarding workplace with increased job satisfaction, production, and profits.

IT and Process Efficiency

Our passion lies in using technology to eliminate the painful parts of accounting and finance for everyone. We have teams dedicated to ensuring your organization is operating at its most efficient levels with process improvements and automation throughout your organization. This team will also assist in reviewing and assessing your current IT environment to help ensure your organization is safe and protected from IT threats.

Investment Advisory

Our in house Certified Financial Planner can help with an independent review of the Board's current investments and investment policies. We can also review and provide options for employee benefit plans, health spending plans, and employee life insurance options so you can be confident your employees are receiving the best of care.

Clique Advisor

At Avail, we're thrilled to bring you 'CliQue Advisor' – the exciting new software that helps your organization monitor and improve its financial wellness. CliQue Advisor helps clients become proactive in achieving their financial goals by monitoring and alerting you of opportunities. This allows the advisor to monitor progress and assist where needed.

Complimentary introductory meetings are available with each of the service lines to help identify and assess your needs. Any additional engagements would be billed separately. References for any service lines are available upon request.

Here's to
continuing
something
wonderful.

