

MUNICIPAL COUNCIL
March 20, 2012

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Minutes of the **regular session** of **Municipal Council** held on **March 20, 2012**, at the Municipal Administration Building, Annapolis Royal, N.S. at 10:00 a.m.

Present: Warden Reginald Ritchie, Deputy Warden Patrick McWade; Councillors: Marilyn Wilkins, Brian “Fuzzy” Connell, Wayne Fowler, Paul McDonald, Tom Vitiello, Burt McNeil, Frank Chipman, Martha Roberts, and Ron Trimper.

Staff: CAO Brenda Orchard, A/Deputy CAO Dawn Campbell, Executive Assistant/Municipal Clerk Carolyn Young, several members of the public.

Minutes

MOTION 120320.01 Minutes – Regular Session, February 21, 2011

It was moved by Councillor Fowler, seconded by Councillor Trimper, that the minutes of the regular session of Council held on February 21, 2012, as circulated. Motion carried unanimously.

Additions/Deletions to the Agenda

It was the consensus of Council to add the following items to the end of the agenda: 8(A) Rails to Trails, 8(B) Hockeyville, 8(C) Nova Scotia Power, 8(D) Gambling Addiction, and 8(E) RFD Water Rate Study.

PRESENTATIONS

Re: Annapolis-Digby Economic Development Agency – Managing Director Liz Morine, and several members of the Board were in attendance. A copy of the business plan had been circulated, and a presentation was given on the past 6 months and an action plan for the next twelve months.

It was moved by Councillor Connell, seconded by Councillor Roberts, to receive letters received in support of the Annapolis Digby Economic Development Agency for information. Motion carried unanimously.

MOTION 120320.02 ADEDA Partnership – Rescind Motion to Withdraw

Councillor Wilkins moved, seconded by Councillor Connell, to rescind the motion to withdraw from the ADEDA partnership made at the September 21, 2010 regular meeting of Municipal Council. Motion carried unanimously.

Re: RCMP Building Cornwallis Park – Cornwallis Park Community Association Chair Alex Morrison and Vice Chair Peter Nordland, to request the following with regards to the RCMP building:

- That Council continue to endorse the need for an RCMP presence in the western end of the county,
- That Council continue to provide financial support to the present RCMP office. If this financial support is deemed not to be possible, then I recommend the following,
- That Council provide space in one of its own buildings at Cornwallis Park, preferably in the building in which ADEDA is currently a tenant, and
- That Council delay cancellation of funding until a new office can be obtained, until the appropriate equipments can be moved from the current location, and until the general public is made aware of the new office. We also ask that any new location be appropriately signed to ensure public awareness.

Refer to April 5th special COTW budget discussion.

Re: Lawrencetown Arena – Ms. Lynn Roscoe, provided a brief history of the 40 year old arena and the many programs that are run there. They are requesting \$60,000 funding over three years.

Refer to April 5th special COTW budget discussion.

BUSINESS ARISING

Re: S8 Regulating Uncased Air Rifles Air Guns Sling Shots and BB Guns Bylaw Repeal – Final Reading

MOTION 120320.03 S8 Regulating Uncased Air Rifles Air Guns Sling Shots and BB Guns Bylaw Repeal – Final Reading

In accordance with First Reading given on January 17, 2012, Deputy Warden McWade moved, seconded by Councillor Roberts, that Municipal Council give final reading to repeal the *S8 Regulating Uncased Air Rifles Air Guns Sling Shots and BB Guns Bylaw*. Motion carried unanimously.

Re: M9 Tax Deed Bylaw Amendment – Final Reading

MOTION 120320.04 M9 Tax Deed Bylaw Amendment – Final Reading

In accordance with First Reading given on January 17, 2012, it was moved by Deputy Warden McWade, seconded by Councillor McDonald, that Municipal Council give final reading to amend the *M9 Tax Deed Bylaw* by correcting the statutory reference to “*Municipal Government Act*” and by deleting the words “*the greater of sixty dollars (\$60) or*”. Motion carried unanimously.

Re: S1 Fire Prevention Bylaw Repeal Final Reading

MOTION 120320.05 S1 Fire Prevention Bylaw Repeal – Final Reading

In accordance with first reading given on February 21, 2012, Deputy Warden McWade moved, seconded by Councillor Chipman, that Municipal Council give final reading to repeal the *S1 Fire Prevention Bylaw*. Motion carried, 10 in favour 1 against (Wilkins).

Re: Valley Waste-Resource Management 2012/13 Operating and Capital Budgets

MOTION 120320.06 Valley Waste-Resource Management 2012/12 Operating and Capital Budgets - Approve

Deputy Warden McWade moved, seconded by Councillor Connell, that Municipal Council approve the 2012/13 Valley Waste-Resource Management Authority Operating Budget as presented, and that Municipal Council approve of the 2012/13 Valley Waste-Resource Management Authority Capital Budget as presented, and that Municipal Council approve the guarantee of the Municipality’s share (\$141,890) of the Valley Waste-Resource Management Authority Borrowing Resolution - subject to uniform assessment figures.

It was moved by Councillor Connell, seconded by Councillor Fowler, to table to April 5th budget discussion. Motion carried, 10 in favour, 1 against. (McWade)

Re: TCTS Transit Agreement -

MOTION 120320.07 Trans County Transportation Society Transit Agreement

It was moved by Deputy Warden McWade, seconded by Councillor Wilkins, that Municipal Council approve the agreement between the Trans County Transportation

Society and the Municipality of the County of Annapolis as circulated, to provide for the provision of a public transportation service by Annapolis County. **(See Schedule A)**

Councillor Connell gave an overview of discussions by the transit committee. This system should run for a year, fares remain, bus continue on same routes/times (as determined by public input) to prove itself.

After discussion **the Question was called**. Motion carried, 6 in favour, 5 against (Fowler, Chipman, Trimper, McWade, Ritchie)

PRESENTATIONS (cont'd)

Re: Department of Health & Wellness (Re: Active Living Coordinator Position) – Mike Trinacity provided background on the position of Active Living Coordinator (ALC), noting that in the past the ALC didn't participate in running programs, as there is a need to balance community participation.

The Department of Health & Wellness is about physical activity, sport, and recreation (3 separate streams). The role of Active Living Coordinator is centered on physical activity. This means the position may not necessarily be filled by a Recreation staff person. This position (ALC) was not to replace Recreation staff, only to enhance physical activity. In other municipalities this staff person reports to the Director of Planning or CAO.

It was moved by Councillor Connell, seconded by Councillor McDonald to refer to April 5th special COTW budget discussion. Motion carried unanimously.

REPORTS AND RECOMMENDATIONS

Re: Municipal Solicitor

○ ***W. Bruce Gillis, Q.C.***

- Boundary change, correspondence with Town of Bridgetown & NS UARB
 - Annapolis County Municipal Housing Corporation
 - Transit service agreement
 - Madore Meats – follow up
 - Sprott – follow up
 - Conference with Warden & CAO – several issues
 - Tax Sale
 - Olscamp – follow up
- **Role of CAO/Staff/Council** – in the past councils played a management role. With the *Municipal Government Act*, the CAO role was introduced. Councillors do not have a role in the day to day operations; CAO (S 30) carries those general duties. The *Act* also gives duties to the Director of Finance, not only to carry out council's wishes, but to make recommendations to council to make informed decisions. Budget, comes from Director of Finance. Going against recommendations can sometimes lead to legal implications.

ACMHC – created by the Municipality, Municipality appoints to the board and can amend the general creation. After that, the ACMHC runs its own show. Councillors sitting on that board do not represent Council, they represent the Board.

On other boards, such as ADEDA, DADC, Valley Waste, the councillor represents the county and its interests. The document that creates the body is the defining factor.

Contracted agencies – we don't run them, we hire them. (i.e. - Transit).

LUNCH

It was move by Councillor McNeil, seconded by Councillor Fowler, to adjourn for lunch at 1:20 p.m. Motion carried unanimously. All returned at 2:25 p.m. as previously stated.

Re: Municipal Solicitor (cont'd)

- **Bear River Waste Water** – solicitor reviewed 1998 agreement. Determine if we can calculate depreciation from 1998 to date, can we invoice them? The agreement expired years ago. McInnis will provide options on the Bear River plant.
- **Blaine Schumacher, CD**
 - Kings Transit
 - Litigation matters
 - HR Matters

It was moved by Councillor Fowler, seconded by Councillor Connell, to approve the reports for February as presented/circulated. Motion carried unanimously.

NEW BUSINESS

Re: Borrowing Resolution 2012/13

MOTION 120320.01 Borrowing Resolution 2012/13

Councillor Connell moved, seconded by Councillor McDonald, in accordance with the recommendation of staff, that Municipal Council set the operating line of credit for 2012/13 at \$5,000,000 (five million). Motion carried unanimously. **(See Schedule B)**

Re: Special Committee of the Whole (February 20th meeting)

• **Cost of Assessment Services**

MOTION 120320.02 Cost of Assessment Services - Letter

Pursuant to the recommendation of Committee of the Whole and pursuant to **Resolution 9A – Assessment Services** (passed at 2010 UNSM Annual Conference), Deputy Warden McWade moved, seconded by Councillor Connell, that a letter be sent to the Minister of Service Nova Scotia & Municipal Relations (SNSMR), The Property Valuation Services Corporation (PVSC), and the Union of Nova Scotia Municipalities (UNSM), requesting a Task Force be established to determine a permanent and equitable cost allocation model for property valuation services, as agreed to by the Minister in the response to the resolution as circulated. Motion carried unanimously.

Re: Committee of the Whole (March 13th meeting)

• **Economic Analysis – Raven Haven**

MOTION 120320.03 Economic Analysis – Raven Haven

In accordance with the recommendation of Committee of the Whole, it was moved by Deputy Warden McWade, seconded by Councillor Wilkins, that Municipal Council authorize

staff to contract with Acadia University to conduct an economic analysis at Raven Haven this summer at no cost. Motion carried unanimously.

- ***Preliminary Electors' List***

MOTION 120320.04 Preliminary Electors' List

Upon recommendation of Committee of the Whole, Deputy Warden McWade moved, seconded by Councillor McNeil, that Municipal Council authorize the Chief Administrative Officer to enter into an Information Sharing Agreement with Elections Nova Scotia (ENS) to provide a list of electors from the permanent list of electors for the 2012 Municipal Election in the Municipality of the County of Annapolis. Motion carried unanimously.

- ***In-Trust Accounts - ACMHC***

MOTION 120320.05 In-Trust Accounts – Annapolis County Municipal Housing Corporation

In accordance with the recommendation of Committee of the Whole, it was moved by Deputy Warden McWade, seconded by Councillor McDonald, that Municipal Council divest itself of the following three reserve accounts and give the money directly to the Annapolis County Municipal Housing Corporation; Acc#200-122-0 ARC Replacement Reserve, Acc#200-124-6 Supervised Apartments Operating Reserve, and, Acc#200-123-8 Supervised Home Replacement Reserve. Motion carried unanimously

- ***2012/13 Sewer Charge***

MOTION 120320.06 2012/13 Sewer Charge

Pursuant to the recommendation of Committee of the Whole, Deputy Warden McWade moved, seconded by Councillor McNeil, that Municipal Council increase the 2012-13 sewer charge by 5.9% (from \$243.45 to \$257.91) to accommodate the expenses from PWOPS; inflationary increases on electricity and salaries amounting to \$30,358 and increase to Capital Replacement Reserve of \$6,816 (due to increased value of assets of the sewer systems from \$12,113,973 to \$12,871,285). Motion carried, 10 in favour 1 against (Chipman)

- ***Harbour Authority Delaps Cove Grant***

MOTION 120320.07 Harbour Authority Delaps Cove - Grant

In accordance with the recommendation of Committee of the Whole, Deputy Warden McWade moved, seconded by Councillor Vitiello, that Municipal Council authorize a payment in the amount of \$5,000 under the *Harbour Authorities & Societies Capital Assistance Program (Small Capital Projects)* to the Harbour Authority of Delaps Cove to assist with the cost of completion of the lower section of their skid-way (\$50,000 project total). Motion carried unanimously.

- ***AM-1.4.12 Tax Exemption and Reduction Policy - Amend***

MOTION 120320.08 AM-1.5.12 Tax Exemption and Reduction Policy - Amend

Pursuant to the recommendation of Committee of the Whole, it was moved by Deputy Warden McWade, seconded by Councillor McNeil, that in accordance with seven days' notice given Municipal Council amend *AM - 1.4.12 Tax Exemption and Reduction Policy* as discussed (per draft circulated except keep RCMP Cornwallis Office on Schedule A-1 and change the owner's name to Cornwallis Park Community Association). Motion carried unanimously.

- ***Graves Valufoods Cornwallis***

MOTION 120320.09 Graves Valufoods Cornwallis

It was moved by Deputy Warden McWade, seconded by Councillor Fowler, that Municipal Council to authorize the CAO to conduct a market assessment to determine fair market value for rent of the 5500 square foot space at the Lifeplex Mall and then commence renegotiation of the rental agreement with Graves Valufoods Cornwallis. Motion carried unanimously.

- ***AM-1.4.14 Low-Income Tax Exemption Policy - Approve***

MOTION 120320.10 AM-1.4.14 Low-Income Tax Exemption Policy - Approve

Deputy Warden McWade moved seconded by Councillor Vitiello, that in accordance with seven days' notice given, Municipal Council approve *AM-1.4.14 Low Income Tax Exemption Policy* as circulated. Motion carried unanimously.

- ***Special Olympics – Letters***

MOTION 120320.11 Special Olympics - Letters

According to the recommendation of Committee of the Whole, Deputy Warden McWade moved, seconded by Councillor Trimper, that Municipal Council send congratulatory letters to Mr. Tim Prosser and Ms. Eileen Ramsay regarding their successes at the 2012 Canadian Special Olympics and their perennial achievements. Motion carried unanimously.

- ***Community Program Officer – Letters***

MOTION 120320.12 Community Program Officer - Letters

In accordance with the recommendation of Committee of the Whole, McWade Vitiello that letters be sent, under the Warden's signature, to the three towns and the school board asking that they include a contribution amount for the Community Program Officer's position in their upcoming budgets. Motion carried unanimously.

CORRESPONDENCE

Re: Federation of Canadian Municipalities (February 13th) – in response to letter dated November 2011 regarding the centralization of federal government services. Councillor Vitiello moved, seconded by Councillor McNeil, to receive for information. Motion carried unanimously.

Re: Service Nova Scotia & Municipal Relations (February 17th) – in response to letter dated January 19, 2012 outlining issues raised during meeting with Minister MacDonell on January 17th. It was moved by Councillor Fowler, seconded by Councillor McDonald, to receive for information. Motion carried unanimously.

Re: Annapolis Valley Health (February 17th) – requesting financial support for the start up costs to support and engage future Family Practitioners in the Annapolis Valley. Councillor McNeil moved, seconded by Councillor Trimper, to receive for information. Motion carried unanimously.

Re: Property Valuation Services Corporation (February 23rd) – advising the PVSC has approved the 2012/13 budget (maintained at 2011/12 figure of \$17.1 million). It was moved by Councillor Connell, seconded by Councillor McDonald, to receive for information. Motion carried unanimously.

Re: Health & Wellness (February 24th) – in response to letter dated January 13th regarding the purchase of patient beds and cardiac monitors. Councillor Wilkins moved, seconded by Councillor McNeil, to receive for information. Motion carried unanimously.

Re: Destination Southwest Nova Association (March 2nd) – request to update Council and discuss the development of tourism in the region.

It was moved by Councillor Connell, seconded by Councillor Vitiello, to respond to Destination Southwest Nova Association thanking for information and informing that the Municipality has a staff person to oversee tourism development for the municipality. Motion carried unanimously.

Re: Lawrence Garner (March 9th) – regarding concerns with the direction of Council and the Administration and concerns with service delivery. Deputy Warden McWade moved, seconded by Councillor Connell, to receive for information and respond accordingly. Motion carried unanimously.

Re B. MacIntosh (March 9th) – letter of apology. It was moved by Councillor Chipman, seconded by Councillor Fowler, to receive for information and to respond accordingly. Motion carried unanimously.

ADDITIONS

Re: Rails to Trails – Councillor Connell circulated (for information) pictures substantiating the beneficial work that has been done on the trail systems.

Re: Hockeyville – Councillor Roberts moved, seconded by Councillor Vitiello, that a letter of support and congratulations be sent on reaching one of the top 5 in Canada. Motion carried unanimously.

Re: Nova Scotia Power – for information – they are holding a Power Reliability Meeting on Friday March 30th at 6:30 in Kentville.

Re: Gambling Addiction – a brochure was circulated for information.

Re: RFD Water Rate Study

MOTION 120320.13 Water Rate Study

Deputy Warden McWade moved, seconded by Councillor Fowler, that municipal council approve contracting G.A. Isenor Consulting Limited to undertake a Water Utility Rate Study and present the final report to Council and the Nova Scotia Utility Review Board for a price not to exceed \$12,000 to be funded from the Water Operating Reserve. Motion carried unanimously.

Re: Economic Development – The Economic Development Officer (EDO) noted budget lines that may be unspent at fiscal year-end (approximately \$12,000). There is a need for a display booth for the new logo and other items for projects currently underway. A trade show booth has been budgeted for in the upcoming budget, but could be purchased this year (approximated \$2,500).

It was moved by Councillor Wilkins, seconded by Councillor Connell, to authorize the expenditure for a trade show booth out of the 2011/12 budget instead of 2012/13. Motion carried unanimously.

Adjournment

Upon motion of Councillor Chipman, seconded by Councillor Wilkins, the meeting adjourned at 3:20 p.m.

Warden

Municipal Clerk

SCHEDULE A
Municipal Council, March 20, 2012

THIS AGREEMENT is made this _____ day of _____, A.D., 2012.

BETWEEN:

TRANS COUNTY TRANSPORTATION SOCIETY, a
body corporate under the *Societies Act*, with head office at
26 Bay Road, Bridgetown, Annapolis County, Nova Scotia

hereinafter referred to as “TCTS”

OF THE FIRST PART,

- and -

THE MUNICIPALITY OF THE COUNTY OF ANNAPOLIS, a body corporate under the provisions of
the *Municipal Government Act* with Head Office at
Annapolis Royal, in the County of Annapolis and Province
of Nova Scotia

hereinafter referred to as “Annapolis County”

OF THE SECOND PART,

THE PARTIES HERETO AGREE AS FOLLOWS:

Purpose

1. This Agreement is to facilitate the provision of a public transportation service by Annapolis County pursuant to _55, _60 and _61 of the *Municipal Government Act* as may appear.

Term

2. This Agreement shall be for a term beginning with the 19th day of July 2012 and ending the 31st day of March 2017.

Definitions

3. (a) “Annual Management Fee” is a fee which shall reimburse TCTS for a portion of its expenses related to the general operation carried out under this Agreement including the salaries of the General Manager, Operations Manager and Office Manager and office expenses, and shall be set annually by agreement between the parties and included in the annual budget estimates.

(b) “Net Operating Results” means operating costs minus operating revenues.

(c) “Operating Costs” shall include, but are not limited to, the following expenditures incurred for the services provided under this Agreement:

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- Wages and benefits (including vacation and/or vacation pay) of employees of TCTS for the Annapolis County service;
 - Assessments under the Workers' Compensation Act, employment insurance, Canada Pension Plan contributions, vacation pay, or paid vacations and other statutory requirements, sales and other taxes;
 - Bus rentals, where TCTS supplies replacement busses during repairs;
 - Uniforms and other permissive employee benefits;
 - Bus maintenance and repair expenses, including employee salaries and benefits;
 - Advertising and promotional costs;
 - Fuel used for the operation of the busses which will be purchased exclusively by the use of a Fleet Card acquired from a conventional petroleum retailer located in the County of Annapolis;
 - Cost of bus stop signs;
 - All costs associated with any legal action or proceeding or professional advice related to the service;
 - Annual Management Fee, and
 - Premiums for liability, errors and omissions, and any other insurance.
- (d) "Operating Revenues" shall consist of user-pay fares, advertising revenues and any other revenue that is directly and solely related to the service as determined by the parties and is identified within the budget, and shall include any grants or subsidies received by TCTS including grants or subsidies which may be provided in whole or in part as a result of the service which are directly or indirectly related to the provision of the service under this Agreement, but not any grants which apply only to other services or operations of TCTS.
- (e) "Route" means those transit routes and schedule attached to this Agreement as Schedule "A" (Greenwood to Bridgetown/Bridgetown to Cornwallis) and as may be amended from time to time according to the terms of this Agreement.
- (f) "Service" means a public transportation or transit service provided pursuant to the *Municipal Government Act*, §55, between Greenwood, Middleton, Lawrencetown, Bridgetown, Annapolis Royal and Cornwallis and other points in Annapolis County as determined from time to time by the parties in accordance with the Route. For clarification, the Service does not include responsibility for snow and ice removal, salting or sanding at bus stops.

Responsibilities of TCTS

4. TCTS shall provide Service in accordance with its operational policies, as amended from time to time.

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5. On or before February 1st in every year of the Agreement, TCTS shall submit annual budget estimates for the upcoming period April 1st to March 31st for the Service to Annapolis County for approval. Annapolis County is deemed to have approved the budget estimates by March 31st, unless prior notice is provided pursuant to the terms of this Agreement to terminate the Agreement.
6. TCTS shall maintain accurate records in the form of a Project Account for the Service, showing Operating Revenues and Operating Costs related to the Service. TCTS shall make the records available to Annapolis County at all reasonable times upon request. TCTS shall provide quarterly financial reports and ridership data for the Service to Annapolis County within 30 days of the end of each fiscal quarter of TCTS's general operations.
7. Operating Revenues and Operating Costs will be attributed to the Project Account on a monthly basis.
8. In the event that the actual Operating Costs are less than the estimated Operating Costs during TCTS's fiscal year, TCTS shall pay the difference to Annapolis County within 60 days of the date of the year-end audit report. Any amount owed by TCTS to Annapolis County may be set off against any amount owed by Annapolis County to TCTS and/or set off against the next Net Operating Results payment by Annapolis County to TCTS, whether or not the next Net Operating Results payment is due and payable.

Responsibilities of Municipal Unit

9. Annapolis County shall pay the Net Operating Results to TCTS as follows:
 - (a) on the first day of each quarter in every year of the Agreement, one-quarter of the estimated Net Operating Results as shown in the annual budget estimates for that year; and
 - (b) within 60 days of being notified by TCTS, the amount equal to the actual Net Operating Results minus the estimated Net Operating Results for the end of TCTS's fiscal year (March 31st).
10. All vehicles and infrastructure approved by Annapolis County shall be delivered, supplied, constructed, installed and maintained and owned solely by Annapolis County.

Routes and Schedules

11. Annapolis County and TCTS shall adopt the Routes and schedules, which may be amended from time to time by mutual agreement between the parties.

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Passenger Fares

12. Passenger fares associated with the Service shall not be changed by TCTS without 60 days prior written notice to and approval by Annapolis County.

Capital Purchases

13. TCTS will recommend capital purchases for vehicles and equipment to Annapolis County for consideration and the decisions thereon shall be made by Annapolis County. Wherever possible maintenance to vehicles and infrastructure will be carried out at locations within Annapolis County. Annapolis County will pay the actual costs of maintenance and TCTS will obtain preferred rates and priority access, wherever possible.

Advertising and Revenues

14. (a) TCTS will be responsible for marketing and promoting the use of the Service and will present Annapolis County with a marketing strategy each year.
- (b) TCTS will promote and sell ads on the busses.
- (c) One advertising space shall be reserved for the use of Annapolis County and one space for not-for-profit agencies or organizations operating within the County for special events after consultation with Annapolis County staff.
- (d) The words “Annapolis County Transit” will appear on the sides of all busses and there will be an advertising space on the back of every bus for Annapolis County’s use.

Transfer Arrangements

15. The parties shall make arrangements with Kings Transit for a transfer system to allow riders to transfer from the Annapolis County Transit routes to Kings Transit routes.

Grants

16. The disposition of any Government or other grants or subsidies referred to in Paragraph 3(d) shall be determined by Annapolis County.

Board Participation

17. Annapolis County shall appoint one member to the Board of TCTS.

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Mandatory Employment Related Costs

18. (a) TCTS will pay mandatory employment related costs for drivers and employees and report those costs as part of the monthly reports and provide proof of payment.
- (b) In hiring for drivers for the Service, first priority will be given to existing drivers employed on the present Annapolis County routes managed by Kings Transit and, if hired, existing drivers will receive their existing pay levels but these will not be increased unless the pay of other drivers rise above them.

License

19. TCTS will forthwith make application to the Nova Scotia Utility & Review Board for an amendment to their license to allow for the fixed route Service described herein.

Interim Costs

20. Annapolis County will pay to TCTS start-up costs of \$40,000.00.
- Annapolis County's contribution to the Management Fee will be pro-rated from July 19th, 2012 to March 31st, 2013.

Termination

21. This Agreement may be terminated during the Term thereof by either party by providing the other party with six (6) month's written notice.

Notice

22. Notice to any party shall be given in writing at the usual place of business of the party addressed to the following:

In the case of Annapolis County: Chief Administrative Officer
The Municipality of the County of Annapolis
PO Box 100
Annapolis Royal, NS
B0S 1A0

In the case of TCTS:
General Manager
Trans County Transportation Society
26 Bay Road
Bridgetown, NS
B0S 1C0

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Notice shall be effective when personally delivered or sent by fax on a business day. A notice sent by pre-paid post shall be deemed to be effective on the third business day after its mailing.

Dispute Resolution

23. If any disagreement arises between the parties as to the proper interpretation of this Agreement that cannot be resolved through mediation, the parties shall submit the area of disagreement to binding arbitration, in the manner provided by the *Commercial Arbitration Act*, from which Arbitrator's decision no appeal shall be permitted.

Miscellaneous

24. This Agreement shall enure to the benefit of and be binding upon the respective successors and assigns of the parties.
25. The parties agree that this is the entire Agreement between them with respect to the Service, and this Agreement may only be altered in writing by agreement of the parties.

IN WITNESS WHEREOF the parties have caused this Agreement to be executed by their respective officers duly authorized and its corporate seal affixed the day and year first above written.

SIGNED, SEALED AND DELIVERED) TRANS COUNTY

In the Presence of:) **TRANSPORTATION SOCIETY**

)

) Per: _____

)

) Per: _____

Witness)

)

)

**THE MUNICIPALITY OF THE
COUNTY OF ANNAPOLIS**

)

)

Per: _____

)

) Per: _____

Witness)

SCHEDULE B
Municipal Council, March 20, 2012

Account No. _____

(FOR BANK USE ONLY)

NOVA SCOTIA
MUNICIPAL CORPORATION-BORROWING RESOLUTION
(Made in Duplicate)

To authorize the borrowing of certain moneys from the **ROYAL BANK OF CANADA** to meet the current expenditure of the Corporations of the Municipality of the County of Annapolis (hereinafter called "the Corporation") for the year 2011.

WHEREAS it is necessary to borrow the sum of \$ 5,000,000.00 from the **ROYAL BANK OF CANADA** to meet the now current expenditure of the Corporation until such time as the taxes to be levied therefore can be collected.

BE IT THEREFORE RESOLVED by the Municipal Council of the Corporation as follows:

1. That the Warden with the Treasurer of the Corporation, be and they are hereby authorized under the seal of the Corporation to borrow from the **ROYAL BANK OF CANADA** the sum of Five Million dollars as the same may be required from time to time to meet the now current expenditure of the Corporation which said expenditure has been duly authorized by the Council.

2. That the said Warden with the Treasurer aforesaid, be, and they are hereby authorized to pay or allow to the said bank interest on the said sum of Five Million dollars at the rate of Prime - 0.25 per cent per annum, which may be paid or allowed in advance by way of discount or otherwise howsoever as they may deem best.

3. That the said sum of \$ 5,000,000.00 so to be borrowed shall be made payable on or before the first day of April next; and the promissory note or notes of the Corporation, if any, given therefore, if made payable before the said first day of April next may be renewed by the said Warden and Treasurer from time to time, but no renewal thereof shall fall due later than the said first day of April next.

4. That the promissory note or notes of the Corporation, sealed with the corporate seal and signed by the Warden and Treasurer of the Corporation be given from time to time as required, in security for the amounts borrowed from time to time under the provisions of this resolution.

5. That the giving of such renewal note or notes, as aforesaid, shall not be deemed satisfaction to the said bank of the said advance or interest, but as evidence only of indebtedness.

Passed in open council this 20th day of March, 2012.

(CORPORATE SEAL)

Reg. C. Little
Warden/Mayor

Candace Young
Clerk

CERTIFICATE

I hereby certify that the foregoing is a true copy of a resolution of the council of the Municipal Corporation of the Municipality of the County of Annapolis passed at a meeting of said council duly called and held on the 20th day of March, 2012, at which a quorum of the council was present and voting.

(FOR BANK USE ONLY)

Prepared By	Checked By
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Candace Young
Clerk