

Benoit's Rescind Motion Defeated

By Maurice Rees

District 9 councillor, Marie Benoit's plea to fellow councillors to rescind December 12th motion to reformulate RECC Board of Directors to a six-member board comprised only of three councillors from Truro and three from Colchester was refused on procedure, but she was able to put forward a motion equating the same result, if it passed. After discussion, her motion was defeated by a vote of 7-5.

With emotions intense and importance of the RECC to the community and to ensure total accuracy the Shoreline Journal contacted all 12 elected representatives around the table asking them to forward to any prepared speaking notes they prepared in advance of the meeting.

Councillors Johnson, District 5 and Weatherby, District 1, replied they did not prepare notes and spoke "off the cuff" and eloquently they did.

District 8 Councillor Lisa Patton quickly replied with her speaking notes. They were very professionally prepared. Because Patton advocated council should ensure community volunteers should form and run the board, with elected officials representing the owners (Truro & Colchester) serving as non-voting members who are there as



Councillor Marie Benoit

overseers in governance / advisory and discussion proceedings, but non-voting. Her submission, with a bit of editing would be ideal as an outline for active community groups. We have used them unedited in separate article.

District 7 councillor, Sherry Martell agreed to submit her notes, because of her extensive experience on registration (joint stock / government), policy and governance, she was using as a personal guide. Her speaking points have been used as a basis for a separate article, elsewhere this issue.

The following is a large portion of Benoit's prepared speaking remarks for the January 15 committee meeting: **Rationale for Rescission (aka New Information)**

A. Response to Public Mandate. Since October 23, we have engaged extensively with our constituents through letters, emails, phone calls, and the Town of Truro's Public Engagement Survey. The message is clear: The proposed internal governance model is not supported by the community. This facility was built through the generosity of donors, sponsors, and taxpayers; we have a duty to listen when they speak.

B. The Requirement for Joint Agreement. The RECC is a joint asset. Governance changes cannot proceed unilaterally. At present, the Town of Truro and the Municipality of Colchester are not aligned. Proceeding with a model that lacks mutual agreement creates a path of uncertainty and legal entanglement that serves neither municipality.

C. At a public meeting on the 12th there was a very generous monetary donation offered to go towards a model that I believe deserves to have further exploration with the owners to come up with a possible solution moving forward for the greater good of all involved.

(Marie Benoit is Colchester Councillor District 9 and can be reached at: mbenoit@colchester.ca)

PATTON: Advocates Community-Led Governance Model

By Lisa Patton

(The following submission is District 8 Councillor, Lisa Patton's prepared remarks she used to speak in opposition to the December 12 meeting decision for the new RECC Board of Directors to be comprised of a total of six councillors - 3 from Truro and 3 from Colchester, without any community volunteers sitting on the board of the \$53-Million facility co-owned 50/50 by Colchester and Truro).



Councillor Lisa Patton

As my colleagues have stated, the RECC was built by the Community for the Community, beginning with the all important IGNITE THE SPIRIT Campaign. This society began as a fundraising committee whereby THE COMMUNITY raised 5.5 million to jump start the idea of having a world class multi-purpose facility that caters to community and has the capacity to host events where we can so proudly welcome the world to the Central Nova Scotia region!

10% of the funds raised for the RECC building came from community so we cannot shut community out by putting only elected officials on the decision-making Board.

Benefits of the Community-Led Governance Model: We do not have to choose between oversight and success—we can achieve both through a citizen-led Board:

1. Elimination of Conflicts of Interest: Removing elected officials and senior staff from voting roles eliminates the inherent conflict of being simultaneously accountable to Council and responsible for the fiduciary oversight of an arms-length organization.

2. Improved Fiduciary and Legal Protection: Independent Boards are a recognized best practice in the sport and entertainment sector, reducing municipal liability regarding employment contracts and operational risks.

3. Strategic Stability: Citizen Boards focus on long-term sustainability and community outcomes, unaffected by electoral cycles or shifting political relationships.

4. Community Inclusion: This model ensures the Board includes experts from the business, tourism, and health sectors, as well as In-

digenous partners, keeping the RECC a truly community-driven asset.

5. Proposed Path Forward (Interim Solution)

To ensure immediate stability while we "untangle" these complexities, I recommend: Reinstating the interim board for a period of one year; Implementing necessary internal controls for oversight and transparency immediately and Amending the operating agreement to ensure full compliance and defined reporting structures.

Let us not dismantle progress. By supporting the model presented by community leaders like Stephanie Jones and the Rath family, we ensure the RECC remains a proven success while maintaining the oversight our taxpayers expect.

I want to encourage that Council advocate for the Community-Led Governance Model, whereby independent citizen representatives serve as voting members of the Society's Board of Directors, with Municipal oversight maintained through defined capital planning and operational grant agreements. Oversight needs to happen - absolutely no question but it can be accomplished cooperatively.

(Lisa Patton is Colchester Councillor District 8 and can be reached at: lpatton@colchester.ca)

Martell: November 17 RECC Actions Invalid

Continued from page 1

society and its board. Martell went on to explain there is a legal requirement in the Societies Act that if directors change then notice must be given to Registry of Joint Stocks (RJS) within a period of 14 days to be compliant with the law.

Martell expressed concern based on the following activities around the Society's board table: The first resignation from the board was provided to the board by Stephanie Jones on November 4th followed by Andrew Lake on November 5th, Ron Smith on November 8th and others after. She indicated all 8 of the citizen reps have resigned and at no point within the past 70 days does she have any evidence that an effort been made to be compliant with the Society's Act.

Martell went on to express concern it is well known societies must have a registered recognized agent. Ron Smith's resignation on November 10th effectively ended that role for the board. Under RJS regulations, the Society was required by law to immediately appoint a recognized agent. There has been no apparent effort made to reinstate a recognized agent, and based on extensive experience, Martell does not believe, at this point, the board

would be capable in doing so.

Failure to report director changes or maintain a recognized agent are both contraventions of the Act which can result in monetary penalties and potentially lead to the society being struck from the registry and dissolved. RJS is very clear any director or officer who knowingly permits this failure is also liable for a similar penalty.

Martell lashed out, expressing her personal concern, "I am still on the board and council's decisions have put me in this position. To know the Act is not being followed by the Society and Council's unwillingness to listen and act to protect me, and the other 3 remaining directors, is unfathomable".

With decades of experience dealing with this and similar matters, Martell continued with a detailed explanation of Quorum requirements: The society bylaws require there be 12 board members. If there are vacancies the Society must be actively trying to be fill them. The board cannot operate without quorum, which on a board of 12 would be 7 people.

To further explain the seriousness, Martell chose to read Section 16 of the by-law: Quorum shall consist of a majority of the members. No business

shall be conducted at any meeting unless a quorum is present to open the meeting and, upon request, before any vote.

continued on page 9



MAGNOLIA
CLASSIC CABINETRY

www.magnoliaclassiccabinetry.ca or email: info@magnoliaclassiccabinetry.ca or call us: 1-902-843-4140



LEDWIDGE LUMBER
Forests Our Future

Maritime Grown & Produced from a Renewable Resource

Always purchasing studwood & stumpage, paying premium prices for spruce & fir

Contact Rob at 902-221-0324 or Shawn at 902-221-1263

195 Old Post Rd. Enfield, NS www.ledwidelumber.com



RE/MAX
Fairlane Realty

Each office independently owned & operated.

902 956-3158
Ted.Taggart@remax.net



Ted Taggart
REALTOR®

Ted-Taggart.remaxtruro.ca
Office: 902-893-7500
791 Prince St, Truro NS B2N 1G7