



**NIAGARA PENINSULA CONSERVATION AUTHORITY
SPECIAL BOARD MEETING MINUTES**

Friday April 21, 2017; 2:00 pm
250 Thorold Road West,
Phoenix Room, lower level

MEMBERS PRESENT: S. Annunziata (Chair)

S. Beattie
F. Campion
D. DiFruscio
B. Hodgson
A. Jeffs

J. Kaspersetz (Vice-Chair)

J. Maloney
T. Quirk
R. Shirton
B. Timms

MEMBER REGRETS: B. Baty (Regrets)

P. Darté
J. Diodati
D. Joyner

STAFF PRESENT:

P. Graham, Acting CAO/Secretary-Treasurer
D. Barrick, Director, Corporate Services
M. Brickell, Director, Operations and Strategic Initiatives
M. Reles, Communications Specialist
L. Conte, Administrative Assistant, Office of CAO & Board

VISITORS / GUESTS:

Allan Benner-The Standard;
Lynda Goodridge,
Mike Haines-Office of MPP Forster,
Renate Hodge,
Janet Kellam,
Dawn Pierrynowski,
Carla Rienzo,
Scott Rosts-Niagara this Week
Lee Say Lor

NOTE: The archived recorded meeting is available on the NPCA website. The recorded video of the Full Authority meeting is not considered the official record of that meeting. The official record of the Full Authority meeting shall consist solely of the Minutes approved by the Full Authority Board. *NPCA Board of Directors Policy Handbook Regulation #2, Meeting Procedures Sec.17.0*

PUBLIC SESSION

Chair welcomed members, guests and public gallery to the Special Board Meeting of the Full Authority which commenced at 2:07 pm

Chair Annunziata thanked the Board for their cooperation and time and recognized that their professionalism and dedication is appreciated. "It's never an easy task to rearrange schedules and appointments so your attendance here this afternoon reflects that ongoing dedication."

For context, Chair Annunziata provided the following preamble;

"As Chair it's not only my role to provide guidance and leadership when the board assembles in order to conduct the important business of the Authority in an efficient and professional manner. It is also my role to ensure the conduct, behavior and integrity of the Authority which includes staff and members are held to account and perform at the highest standard in the context of our procedural bylaws, our code of conduct and the motions, resolutions and directions put forward by this board. I share that responsibility with our CAO. It's something I take very, very seriously."

DECLARATION OF CONFLICT OF INTEREST

None.

ADOPTION OF AGENDA

Resolution No. FA-87-17

Moved by: J. Kaspersetz

Seconded by: T. Quirk

THAT the agenda be adopted as presented

CARRIED

BUSINESS:

1. Update RFP process

Chair Annunziata stated;

"The reason we are here, and further to the short preamble just put forward, I'm informing the board of what I'm characterizing as alleged improprieties that have had the individual and cumulative effect of compromising the integrity of the RFP process. I have confirmed the legitimacy of the source and qualified the information that has been brought to my attention and I look forward to sharing it with this board in the appropriate forum.

So in reaching this conclusion I asked a simple question, are the facts as such that an average person in the community could reasonably conclude that the process has been influenced or corrupted in any way? I believe they have, and in my opinion, certainly worthy

of further scrutiny. The collateral damage is that there could be no confidence in the legitimacy of the RFP process, and that's disappointing. As such, I will be bringing forward to this board, two recommendations. Those recommendations have been distributed and will require a mover and seconder. Once on the floor, they are debatable and questions may be asked through the Chair.

As per the rules and procedures respecting notice, it will require two-thirds of this membership's vote in order to pass. I will ask for a recorded vote and I look forward to your advice and as always, I will respect the will of the board."

Recommendations as follows:

Whereas the Board has clearly stated that an independent consultant be selected, free from Board interference or influence;

Whereas a Board member has interfered in the procurement process, thereby tainting the public perception of an objective selection process;

Therefore, be it resolved that the Board exercise its right to halt immediately and abandon the current RFP selection process and the Board indicate such to our partners at the Region of Niagara, City of Hamilton and Haldimand County.

Furthermore,

That the Board immediately repeal the Hodgson Motion in its entirety,

And in its place, direct the Chair to re-engage the Auditor General's office within the legislative framework.

Moved by: T. Quirk
Seconded by: J. Kaspersetz

Chair noted that the "recommendations are on the floor for questions or comments, in a general nature. In a more detailed manner, this is an issue that meets the requirements of a closed session; an identifiable individual and we are dealing with an ongoing procurement process whereby four individuals have met the threshold. Under those circumstances, any details disclosed will be in closed session".

- Some members were unclear about the "legislative framework" and what the motion is specifically asking of the Auditor General. Members agreed to include the following friendly amendment:

Motion Amended:

Moved by: T. Quirk
Seconded by: F. Campion

Furthermore,

That the Board immediately repeal the Hodgson Motion in its entirety, and in its place, direct the Chair to re-engage the Auditor General's office within the legislative framework **to provide value for money audit of the NPCA or any other such audit as allowed under the legislation.**

Recorded Vote (below)

Recorded Vote:

<u>NAME</u>	<u>YES</u>	<u>NO</u>
BATY, Brian		ABSENT
BEATTIE, Stewart	X	
CAMPION, Frank	X	
DARTE, Pat		ABSENT
DIFRUSCIO, Dominic	X	
DIODATI, Jim		ABSENT
HODGSON, Bill	X	
JEFFS, April	X	
JOYNER, Douglas		ABSENT
KASPERSETZ, James	X	
MALONEY, John	X	
QUIRK, Tony	X	
SHIRTON, Rob	X	
TIMMS, Bruce	X	
ANNUNZIATA, Sandy Chair	X	

11

Resolution No. FA-88-17 – AS AMENDED

Whereas the Board has clearly stated that an independent consultant be selected, free from Board interference or influence;

Whereas a Board member has interfered in the procurement process, thereby tainting the public perception of an objective selection process;

Therefore, be it resolved that the Board exercise its right to halt immediately and abandon the current RFP selection process and the Board indicate such to our partners at the Region of Niagara, City of Hamilton and Haldimand County.

Furthermore,

That the Board immediately repeal the Hodgson Motion in its entirety, and in its place, direct the Chair to re-engage the Auditor General's office within the legislative framework to provide value for money audit of the NPCA or any other such audit as allowed under the legislation.

MOTION CARRIED AS AMENDED

- Member Quirk commented that the reason he supported an operational review and assessment was that it would form the first step of the next Strategic Plan.

Staff Direction to report back to board on how to proceed with an Operational Assessment of the current Strategic Plan.

ADJOURNMENT

There being no further business to consider, the special board meeting was adjourned at 2:30 pm with the following resolution;


Resolution No. FA-89-17


Moved by: J. Kaspersetz

Seconded by: R. Shirton

THAT the Full Authority Meeting be adjourned.

CARRIED


Lisa Conte
Administrative Assistant,
Office of CAO and Board


Sandy Annunziata,
Chair,
Niagara Peninsula Conservation Authority