

NPCA 65th Annual General Meeting

April 19, 2024, 10:30 a.m.

Carolinian Hall

3350 Merrittville Hwy., Thorold, ON

MINUTES

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 Administrative By-law*

CALL TO ORDER – ROLL CALL

Chair Foster called the meeting to order at **10:37 a.m.**

MEMBERS PRESENT:

- R. Foster, Chair
- S. Beattie
- D. Huson
- J. Metcalfe, Vice-Chair
- M. Seaborn
- M. Tadeson
- D. Cridland
- B. Grant
- P. O'Neill
- B. Clark

STAFF PRESENT:

- C. Sharma, CAO / Secretary – Treasurer
- E. Baldin, Manager, Land Planning
- W. Baldin, Manager, Digital Transformation & IT
- A. Christie, Director, Conservation Areas
- C. Coverdale, Financial Analyst
- M. Davis, Manager, Office of the CAO & Board
- D. Deluce, Senior Manager, Environmental Planning & Policy
- M. Ferrusi, Manager, People & Performance
- L. Gagnon, Director, Corporate Services
- E. Gervais, Manager, Corporate Support Services
- N. Green, Manager, Climate Change & Special Programs
- B. Lee, GIS Administrator
- L. Lee-Yates, Director, Planning and Development
- S. Miller, Senior Manager, Infrastructure, Engineering & Asset Management
- E. Navarro, Communications & Marketing Specialist
- J. Perera, Procurement Specialist
- R. Petruzzo, Multimedia Marketing Specialist
- A. Powell, Manager, Conservation Areas Programs & Services

T. Proks, Source Water Protection & Hydrogeology Specialist
G. Shaule, Administrative Assistant

GUESTS PRESENT: David Marks, KPMG

1. APPROVAL OF AGENDA

Resolution No. FA-30-24

Moved by: John Metcalfe

Seconded by: Michelle Seaborn

THAT the Agenda for the Niagara Peninsula Conservation Authority's 65th Annual General Meeting held on Friday **BE AMENDED** by moving Item 12.1 Report No. FA-16-24 RE: 2023 Audited Financial Statements & Audit Findings Report to immediately follow Item 9.1.

CARRIED

2. DECLARATIONS OF CONFLICT OF INTEREST

None.

3. CONCLUSION OF 2023 BUSINESS

Chair Foster acknowledged Open House and 65th Anniversary celebration in the morning was a nice tie into the work completed over the past few years. The NPCA has made significant strides in achieving goals outlined in the Strategic Plan.

Chair Foster further recognized the importance of the declaration and inception of the NPCA 65 years ago and noted that he takes great pride in having the opportunity to serve as Chair. Gratitude was extended to the Vice Chair Metcalfe and the Board for their support over the years.

Resolution No. FA-31-24

Moved by: Brian Grant

Seconded by: Diana Huson

THAT the Board of Directors **CONCLUDE** the business of 2023;

AND FURTHER THAT the Chair and Vice Chair seats **BE DECLARED** vacant.

CARRIED

CAO/Secretary-Treasurer, Chandra Sharma, assumes the role of Chair to preside over the Election of Officers.

4. ROLL CALL 2024 BOARD MEMBERS

MEMBERS PRESENT: Robert Foster
Stew Beattie
Brad Clark

Donna Cridland
Brian Grant
Diana Huson
John Metcalfe
Patrick O'Neill
Michelle Seaborn
Mark Tadeson

5. ELECTIONS / APPOINTMENTS OF OFFICERS

5.1. Appointment of Scrutineers

In the event of multiple nominees requiring a vote for the position of Chair or Vice Chair, scrutineers are appointed for oversight of the ballot tallying process.

Resolution No. FA-32-24

Moved by: Diana Huson

Seconded by: Brian Grant

THAT in the event of a vote, Melanie Davis, Manager, Office of the CAO & Board and Lise Gagnon, Director, Corporate Services will act as scrutineers.

CARRIED

5.2. Election of Officers

5.2.1. Chair of the Authority

Nomination

Moved by: Robert Foster

THAT Board Member John Metcalfe **BE NOMINATED** as Chair of the Board of Directors of the Niagara peninsula Conservation Authority for 2024.

Two additional calls for nomination were announced, with none put forward the nominations for the NPCA Board Chair closed.

Resolution No. FA-33-24

Moved by: Patrick O'Neill

Seconded by: Stew Beattie

THAT John Metcalfe **BE APPOINTED** as Chair of the Niagara Peninsula Conservation Authority Board of Directors for 2024.

CARRIED

5.2.2. Vice Chair of the Authority

Nomination

Moved by: Mark Tadeson

THAT Board Member Stew Beattie **BE NOMINATED** as Chair of the Board of Directors of the Niagara Peninsula Conservation Authority for 2024.

Two additional calls for nomination were announced, with none put forward the nominations for the NPCA Board Vice-Chair were closed.

Resolution No. FA-34-24

Moved by: Donna Cridland

Seconded by: Brian Grant

THAT Stew Beattie **BE APPOINTED** as Vice Chair of the Niagara Peninsula Conservation Authority Board of Directors for 2024.

CARRIED

Upon completion of the election of officers, CAO/Secretary-Treasurer, Chandra Sharma, yields the floor to John Metcalfe presume the role as Chair for the remainder of the meeting.

5.2.3. Appointment to Conservation Ontario for 2024

Resolution No. FA-35-24

Moved by: Brian Grant

Seconded by: Patrick O'Neill

THAT John Metcalfe, Chair of NPCA for 2024, or Vice Chair Stew Beattie, acting as his/her designate, **BE** the Authority's voting delegate to Conservation Ontario.

AND FURTHER THAT the Chief Administrative Officer **BE** the alternate delegate.

CARRIED

5.2.4. Appointment to Niagara Peninsula Conservation Foundation

Resolution No. FA-36-24

Moved by: Michelle Seaborn

Seconded by: Brian Grant

THAT the following Board Members **BE APPOINTED** to the Niagara Peninsula Conservation Foundation for 2024:

Donna Cridland,
Diana Huson, and
Mark Tadeson.

CARRIED

5.2.5. Appointment to Finance Committee

Resolution No. FA-37-24

Moved by: Stew Beattie

Seconded by: Donna Cridland

THAT the following Board Members **BE APPOINTED** to the Finance Committee for 2024:

Brian Grant,
Robert Foster,
Patrick O'Neill, and
Diana Huson.

CARRIED

5.2.6. Appointment to Governance Committee

Resolution No. FA-38-24

Moved by: Diana Huson

Seconded by: Brian Grant

THAT the following Board Members **BE APPOINTED** to the Governance Committee for 2024:

Michelle Seaborn,
Donna Cridland, and
Robert Foster.

CARRIED

5.2.7. Signing Officers

Resolution No. FA-39-24

Moved by: Donna Cridland

Seconded by: Robert Foster

THAT the Authority's Chair **John Metcalfe**, Vice Chair **Stew Beattie**, the Chief Administrative Officer/Secretary-Treasurer Chandra Sharma, and the Director Corporate Services, Lise Gagnon, or any two of them **ARE** hereby **AUTHORIZED** to sign, make, draw, accept, endorse and deliver cheques, promissory notes, bills of exchange, orders for the payment of money and such agreements and instruments as may be necessary or useful in connection with the operation of the said account;

AND FURTHER THAT any one of the above-mentioned officers **IS** hereby **AUTHORIZED** for and in the name of the Organization to endorse and transfer to the Bank for deposit or discount with or collection by the Bank (but for the credit of the Organization only) cheques, promissory notes, bills of exchange, orders for the payment of money and other instruments, to arrange, settle, balance and certify all books and accounts with the Bank and to sign receipts for vouchers.

CARRIED

6. APPROVAL OF MINUTES

Resolution No. FA-40-24

Moved by: Michelle Seaborn

Seconded by: Stew Beattie

THAT the minutes of the Full Authority Meeting dated March 22, 2024, the Full Authority Meeting – Closed Session dated February 16, 2024 be **APPROVED**.

CARRIED

8. CORRESPONDENCE

8.1. Correspondence from the Regional Municipality of Niagara, dated March 22, 2024, regarding Development Applications Monitoring Report – 2023 Year End

Resolution No. FA-41-24

Moved by: Brian Grant

Seconded by: Patrick O'Neill

THAT the Correspondence from the Regional Municipality of Niagara, dated March 22, 2024, regarding Development Applications Monitoring Report – 2023 Year End **BE RECEIVED.**

CARRIED

9. PRESENTATIONS

9.1. 2023 Audited Financial Statements & Audit Findings Report

Director, Corporate Services, Lise Gagnon, introduced David Marks, Partner, Audit, of KPMG to present the results of the 2023 Audited Financial Statements.

Discussion regarding the components of the category of Other Revenue in the Financial Statements, consisting of Ontario land securement, capital projects, seasonal staff grants, landowner contributions, and asset disposal. Discussion held regarding operating surplus related to vacancies and federal funding leveraged.

Resolution No. FA-42-24

Moved by: Diana Huson

Seconded by: Michelle Seaborn

THAT the Presentation regarding the 2023 Audited Financial Statements & Audit Findings Report **BE RECEIVED.**

CARRIED

12.1. Report No. FA-16-24 RE: 2023 Audited Financial Statements & Audit Findings Report

Resolution No. FA-43-24

Moved by: Robert Foster

Donna Cridland

THAT Report No. FA-16-24 RE: 2023 Audited Financial Statements **BE RECEIVED;**

AND THAT the 2023 Audited Financial Statements and the 2023 Audit Findings Report attached hereto as Appendices 1 and 2 respectively **BE APPROVED.**

9.2. NPCA Employee Service Recognition – 2023

Misti Ferrusi, Manager, People & Performance acknowledged the dedication of staff in striving to achieve the NPCA’s mission, and introduced managers to award the following staff with their respective service milestones:

Eric Gervais, Manager, Corporate Support Services, five years of service.

Brian Lee, GIS Administrator, five years of service.

Thomas Proks, Source Water Protection & Hydrogeology Specialist, five years of service.

Rob Shoalts, Manager – Land Care, twenty-five years of service.

10. DELEGATIONS

None.

11. CONSENT ITEMS

None.

12. DISCUSSION ITEMS

12.2. Report No. FA-17-24 RE: 2024 Budgets and Municipal Levies

Resolution No. FA-47-24

Moved by: Brian Grant

Seconded by: Donna Cridland

THAT Report No. FA-17-24 RE: 2024 Operating and Capital Budgets – FINAL **BE APPROVED**;

AND THAT in accordance with the Board approved Reserves Policy, the amount of \$1,848,946 **BE ALLOCATED** from Reserves (Capital and Operating) to fund ongoing initiatives carried over from 2023 as per details provided in this report;

AND FURTHER THAT the 2024 Unfunded Budget Priorities list attached as Appendix 1 **BE ADOPTED** and staff **BE AUTHORIZED** to update the list and address critical pressures as funding becomes available through external funding sources and/or within the approved budget.

CARRIED

12.3. Report No. FA-22-24 RE: Financial Report – Q1 – 2024

Director, Corporate Services, Lise Gagnon provided an overview of the above mentioned. Discussion regarding fluctuation in funding timelines and vacancy challenges’ impact on budget variance.

Resolution No. FA-48-24

Moved by: Robert Foster

Seconded by: Stew Beattie

THAT Report No. FA-22-24 RE: Financial Report – Q1 – 2024 **BE RECEIVED.**

CARRIED

12.4. Report No. FA-21-24 RE: Completion of Land Acquisitions

Discussion of the progress on expanding conservation areas with the support of funding partners and the value of land securement funding that is presented to municipal councils through the budget process. The Board acknowledged staff efforts in seeking out support to complete these acquisitions.

Resolution No. FA-49-24

Moved by: Donna Cridland

Seconded by: Brian Grant

THAT Report No. FA-21-24 RE: Completed Acquisitions in Niagara Region and Haldimand County **BE RECEIVED;**

AND FURTHER THAT Report No. FA-21-24 **BE CIRCULATED** to the City of Niagara Falls, Haldimand County, Regional Municipality of Niagara, Town of Grimsby, and Town of Lincoln.

CARRIED

12.5. Report No. FA-19-24 RE: Lyons Creek East Sediment Management Options – RFP Contract Award

Resolution No. FA-50-24

Moved by: Donna Cridland

Seconded by: Mark Tadeson

THAT Report No. FA-19-24 RE: Contract Award – Lyons Creek East Sediment Management Options Project **BE RECEIVED;**

AND THAT a contract award to Geosyntec Consultants Inc. in the amount of \$251,898 (plus non-recoverable HST) **BE APPROVED;**

AND THAT a contingency of 10% or \$25,190 **BE ALLOCATED** to address any unanticipated costs during the project implementation process;

AND FURTHER THAT staff **BE AUTHORIZED** to execute all necessary documents to award the contract.

CARRIED

12.6. Report No. FA-18-24 RE: Delegation of Authority – Section 29 of the Conservation Authorities Act

Resolution No. FA-51-24

Moved by: Brian Grant

Seconded by: Stew Beattie

THAT Report No. FA-18-24 RE: Delegation of Authority – Section 29 of the *Conservation Authorities Act* **BE RECEIVED;**

AND THAT the Board **DELEGATE AUTHORITY**, under Section 28.4 of the *Conservation Authorities Act*, to the CAO/Secretary-Treasurer, Director, Conservation Areas, Director, Planning and Development, Manager, Land Planning and Manager, Conservation Area Programs and Services as signatories on Section 29 permits beginning April 20, 2024, for the terms of their employment with the Niagara Peninsula Conservation Authority (NPCA).

CARRIED

13. COMMITTEE REPORTS

13.1. Finance Committee Minutes dated April 3, 2024

13.1.1. Report No. FC-02-24 RE: Financial Report – Q4 – 2023

Resolution No. FA-52-24

Moved by: Michelle Seaborn

Seconded by: Patrick O'Neill

THAT THE Finance Committee Minutes dated April 3, 2024 **BE APPROVED.**

CARRIED

14. MOTIONS

None.

15. NOTICES OF MOTION

None.

16. NEW BUSINESS

16.1. Verbal update RE: Niagara Peninsula Conservation Foundation

- NPCF engaged in an Earth Day micro-campaign in addition to a scrap metal drive with Bell Media Radio in St. Catharines on April 22.
- Pelham Advocates Tree and Earth Day Rally on April 20, joined by Adam Shoalts and local youth group Green Herons.
- Online fundraising channel is now available for businesses that is being promoted through social media and other media channels.
- NPCF education bursary for high school students is open for applications until May 31, with a \$5,000 bursary to be awarded.
- It was recently announced that NPCF is one of four recipients of the Gotler Family Foundation for the We Are One World Innovation Grant.
- Discussion of the importance of Board Members amplifying the initiatives of NPCF to promote the reach.
- Member Cridland acknowledged that National Volunteer Week is coming to an end and expressed gratitude for the volunteers across the watershed for their support throughout the year.

17. CLOSED SESSION

Resolution No. FA-53-24

Moved by: Stew Beattie

Seconded by: Michelle Seaborn

THAT the Board move into **CLOSED SESSION** at 11:40 a.m.

CARRIED

Resolution No. FA-54-24

Moved by: Diana Huson

Seconded by: Patrick O'Neill

THAT the Board move into **OPEN SESSION** at 12:00 p.m.

CARRIED

Resolution No. FA-55-24

Moved by: Michelle Seaborn

Seconded by: Brian Grant

THAT staff **PROCEED AS DIRECTED** in Closed Session regarding Confidential Report No. FA-20-24.

CARRIED

18. ADJOURNMENT

Resolution No. FA-56-24

Moved by: Diana Huson

Seconded by: Brian Grant

THAT the meeting be **ADJOURNED** at 12:05 p.m.

CARRIED