

Governance Committee Agenda
February 16, 2024, following Full Authority meeting.
Ball's Falls Centre for Conservation
3292 Sixth Avenue, Jordan, ON
AGENDA

1. APPROVAL OF AGENDA

2. DECLARATIONS OF CONFLICT OF INTEREST

3. APPROVAL OF THE MINUTES

3.1. Minutes of the Governance Committee Meeting dated November 9, 2023

Page 1

3.2. Closed Session Minutes from Governance Committee Meeting dated November 9, 2023. (Confidential – distributed separately)

4. CORRESPONDENCE

5. PRESENTATIONS

6. DELEGATIONS

7. CONSENT ITEMS

7.1. Verbal Update on Salary Disclosures by Melanie Davis, Manager, Office of the CAO & Board

7.2. Verbal Update on Integrity Commissioner Services RE: Code of Conduct by Melanie Davis, Manager, Office of the CAO & Board

8. DISCUSSION ITEMS

8.1. Report No. GC-01-24 RE: Delegation of Responsibilities under the *Municipal Freedom of Information and Protection of Privacy Act*

Page 4

8.2. Report No. GC-02-24 RE: Governance Committee – 2024 Work Plan

Page 7

9. NEW BUSINESS

10. CLOSED SESSION

11. ADJOURNMENT

**Virtual Governance Committee
MINUTES
Niagara Peninsula Conservation Authority
November 9, 2023, 4:00 p.m.**

MEMBERS PRESENT: R. Foster
D. Cridland
M. Seaborn, Governance Committee Chair
P. O'Neill
J. Metcalfe

MEMBERS ABSENT: B. Clark
S. Beattie

STAFF PRESENT: C. Sharma, Chief Administrative Officer /
Secretary - Treasurer
L. Gagnon, Director, Corporate Services
M. Ferrusi, Manager, People and Performance
G. Shaule, Administrative Assistant, Corporate
Resources

ALSO PRESENT: Elizabeth Hill – Managing Partner, Pesce &
Associates

Chair Seaborn called the meeting to order at 4:01 p.m.

1. APPROVAL OF AGENDA

Resolution No. GC-12-2023
Moved by John Metcalfe
Seconded by Rob Foster

**THAT The Governance Committee Meeting Agenda dated Thursday
November 9 ,2023 BE APPROVED**

CARRIED

2. DECLARATIONS OF CONFLICT OF INTEREST

3. APPROVAL OF THE MINUTES

3.1. Minutes of the Governance Committee Meeting dated September 15, 2023

3.2. Closed Session Minutes from Governance Committee Meeting dated September 15, 2023.

Resolution No. GC-13-2023

Moved by Patrick O'Neill

Seconded by Donna Cridland

THAT the following Governance Committee Minutes BE APPROVED:

- **Minutes of the Governance Committee Meeting dated September 15, 2023; and**
- **Closed Session Minutes from Governance Committee Meeting dated September 15, 2023.**

CARRIED

4. CORRESPONDENCE

5. PRESENTATIONS

6. DELEGATIONS

7. CONSENT ITEMS

8. DISCUSSION ITEMS

9. NEW BUSINESS

10. CLOSED SESSION

Resolution No. GC-14-2023

Moved by Rob Foster

Seconded by John Metcalfe

THAT The Governance Committee HEREBY PROCEEDS into closed session at 4:03 p.m. for the purpose of discussion on matters related to Human Resources.

CARRIED



10.1 Confidential Presentation by Pesce & Associates RE: Comprehensive Compensation Review & Assessment – in conjunction with item 10.2: Report No GC-05-23.

10.2 Confidential Report No. GC-05-23 RE: Comprehensive Compensation Review & Assessment

Resolution GC-16-2023

Moved by Patrick O'Neill

Seconded by Donna Cridland

THAT The Governance Committee HEREBY PROCEEDS into open session at 4:35 p.m.

11. ADJOURNMENT

The Governance Committee Meeting was ADJOURNED at 4:35 p.m.

Report To: Governance Committee

Subject: Delegation of the Responsibilities under MFIPPA

Report No: GC-01-24

Date: February 16, 2024

Recommendation:

THAT Report No. GC-01-24 regarding the delegation of responsibilities under the *Municipal Freedom of Information and Protection of Privacy Act* **BE RECEIVED**;

AND THAT the responsibilities of the Head under the *Municipal Freedom of Information and Protection of Privacy Act* be delegated to the Manager, Office of the CAO & Board, who shall serve as the Freedom of Information (FOI) Coordinator;

AND THAT staff prepare correspondence outlining the delegation of responsibilities to be sent to the Information and Privacy Commissioner of Ontario for their records;

AND FURTHER THAT the FOI Coordinator complete an annual statistical report to be provided to the Board for information, and report to the Governance Committee on FOI and privacy matters as deemed necessary or appropriate.

Purpose:

The purpose of this report is to delegate the responsibilities of an FOI Coordinator for the Niagara Peninsula Conservation Authority as outlined in the *Municipal Freedom of Information and Protection of Privacy Act* in accordance with Section 7.5 of the Administrative By-Law.

Background:

On February 28, 2018, the NPCA Board via resolution, appointed its Chair as Head of the institution for the purposes of MFIPPA and further authorized the Head to delegate the responsibilities of the position to other individuals.

At its meeting of February 4, 2019, the Governance Committee drafted revisions to the NPCA Administrative By-law recommending the formation of a MFIPPA Review Committee to act as Head of the institution to review and make decisions on FOI requests and address privacy concerns raised under MFIPPA and PIPEDA.

At its meeting of March 27, 2019, following input from staff, the Governance Committee directed that the Clerk investigate alternative internal mechanisms or processes to satisfy the legislative requirements of MFIPPA.

At the July 24, 2019 meeting, the Governance Committee assigned the responsibilities of the Head under MFIPPA to the Interim Clerk as recommended in GC-08-19.

Discussion:

The Administrative By-law was revised to include section 7.5 which indicates the Board of Directors, in consultation with the CAO/Secretary-Treasurer will appoint a staff person as FOI Coordinator for the purposes of receiving, reviewing, and responding to FOIs to maintain compliance with MFIPPA.

The duties of the FOI Coordinator have been identified as responsibilities of the Manager, Office of the CAO & Board. Some of the responsibilities of the FOI Coordinator include:

- developing and monitoring procedures for administering the Act, including tracking requests, statistical reporting and ensuring adherence to legislative requirements;
- developing policy recommendations related to FOI training and orientation;
- consulting with staff and legal advisors on the interpretation and administration of the Act;
- ensuring appropriate communication with the Board regarding the release of information under the Act that may solicit requests for public comment;
- making decisions on FOI requests and communicating outcomes and rationale to requestors; and
- designing measures to ensure the privacy requirements of the Act are honoured.

To ensure timely submission of the annual statistical report to the Integrity and Privacy Commissioner, staff recommends the responsibilities of the Head be delegated as outlined in the Administrative By-law as outlined in this report.

Financial Implications:

There are no financial implications related to the recommendations outlined above.

Links to Policy/Strategic Plan

Recommendations included in this report support the strategic pillar *Organizational Excellence* by promoting accountability and equitable access to information. Designating an FOI Coordinator for the Authority ensures that improved access to, and protection of, information are high priorities while providing clarity to the watershed community.

Related Reports and Appendices:

Report No. GC-08-19 RE: Delegations of the Responsibilities under MFIPPA

Authored by:

Original signed by:

Melanie Davis
Manager, Office of the CAO & Board

Submitted by:

Original signed by:

Chandra Sharma
Chief Administrative Officer/Secretary-Treasurer

Report To: Governance Committee

Subject: Governance Committee – 2024 Work Plan

Report No: GC-02-24

Date: February 16, 2024

Recommendation:

THAT Report No. GC-02-24 RE: Governance Committee – 2024 Work Plan **BE RECEIVED;**

AND THAT the Governance Committee – 2024 Work Plan attached as Appendix 1 **BE APPROVED.**

Purpose:

The purpose of this report is to identify governance objectives and timelines for approval through the establishment of a Work Plan for the 2024 Governance Committee.

Background:

The Governance Committee began receiving an annual report that included a proposed Work Plan in 2021 to clearly communicate the integration of Board objectives into day-to-day operations of the NPCA.

At the June 16, 2023 Governance Committee meeting, the Committee received and approved the 2023 proposed Work Plan with amendments. This included a provision for a meeting on November 17 and a deferral of workplan items identified for the September 2023 meeting, except for an Insurance Update and Compensation Review. Items identified to be deferred included:

- Conservation Authority Act Amendments – Municipal MOUs;
- NPCA Policies for the Administration of O. Reg 155/06 and the *Planning Act*;
- Marketing Strategy;
- Indigenous Engagement Guidelines;

- Digital Transformation Plan;
- Asset Management Plan; and
- Administrative By-law (if required).

The item pertaining to the Municipal MOU's has been presented directly to the Authority due to their time sensitive nature related to *Conservation Authorities Act* transition requirements. The item on NPCA Policies was placeholder due pending amendments to the Conservation Authorities Act related to work permits, enforcement, and offences which are still pending.

Discussion:

It has become common practice for the Governance Committee to receive a proposed Work Plan outlining items for review and approval at the first meeting of the year. Attached as Appendix A is the proposed 2024 work plan for the Committee's consideration.

The 2024 proposed work plan has been developed through a thorough review of previously approved work plans and Board direction, feedback from Board members through assessment tools summarized in Report No. GC-05-22, strategic plan priorities, legislative requirements, and documented procedures.

The proposed work plan for the 2024 Governance Committee includes a review of the Standing Committee's Terms of Reference. With the last revision and approval occurring in 2020, it would be prudent for staff to scan for best practices that could enhance efficiency and productivity at Standing Committees. It is further recommended that the Administrative By-law is reviewed in tandem to ensure alignment between the Authority's governing documents.

The work plan includes several other items identified as priorities as per NPCA Strategic Plan.

Items previously deferred by the Committee at the June 16, 2023 meeting were reviewed internally to identify appropriate timelines for bringing work forward. Indigenous Engagement Guidelines and the Digital Transformation Plan will be brought to the Committee for a progress update and opportunity to provide feedback in relation to Board Governance and Policy Conformity, with final proposals being presented to the Full Authority Board for approval.

Should any outstanding amendments to the *Conservation Authorities Act* related to work permits, enforcement, and offences be proclaimed and come into effect, staff will develop a workplan for updating the NPCA Planning and Development Policies and Procedural Manual that will be presented to the Governance Committee for their input and direction.

Financial Implications:

There are no financial implications pertaining to the approval of the 2024 Work Plan.

Links to Policy/Strategic Plan

Approving a Governance Committee Work Plan supports the advancement of the 2021-2031 strategic plan by promoting Organizational Excellence. Providing clear guidance for progress and reporting to Committees allows for thorough development of internal workplans and prioritization of workflow.

Recommendations contained herein also support the Strategic Plan's Core Value of conducting business with transparency to achieve high quality Customer Service.

Related Reports and Appendices:

Appendix 1: 2024 Proposed Work Plan

Report No. GC-05-20 RE: Board Evaluation Process

Report No. GC-02-21 RE: Governance Committee – 2021 Work Plan

Report No. GC-02-22 RE: Governance Committee – 2022 Work Plan

Report No. GC-05-22 RE: Board Evaluation Summary

Report No. GC-02-23 RE: Governance Committee – 2023 Work Plan

Authored by:

Original signed by:

Melanie Davis

Manager, Office of the CAO & Board

Reviewed and Submitted by:

Original signed by:

Chandra Sharma

Chief Administrative Officer/Secretary-Treasurer

Appendix 1 to Report No. GC-02-24 RE: Governance Committee – 2024 Work Plan

Governance Committee Annual Work Plan - 2024

DRAFT - SUBJECT TO APPROVAL	Quarter 1			Quarter 2			Quarter 3			Quarter 4		
	JANUARY	FEBRUARY	MARCH	APRIL	MAY	JUNE	JULY	AUGUST	SEPTEMBER	OCTOBER	NOVEMBER	DECEMBER
Governance Committee		16-Feb			17-May					18-Oct		
Full Authority Board		16-Feb	22-Mar	19-Apr	17-May	21-Jun	19-Jul		20-Sep	18-Oct	15-Nov	
1. Work Plan												
Workplan Approval		X										
2. Legislative Updates												
Administrative By-Law Review					X					X		
Delegation of Authorities of the Head under MFIPPA		X										
Standing Committee Terms of Reference					X							
3. Board Training												
Board Needs Assessment					X							
Training Schedule (if required)										X		
5. Corporate Policies and Procedures												
Records Management and Retention Policy										X		
Code of Conduct Integrity Commission item		X										
6. Strategic Plan												
Indigenous Engagement Guidelines					X							
Asset Management Plan										X		
Digital Transformation Plan					X							
Government Relations Strategy										X		
7. Other												
Salary Disclosure		X										
FOI Statistical Reporting					X							
Insurance Update										X		