

**GOVERNANCE COMMITTEE
ONLINE VIDEO CONFERENCE
MEETING MINUTES
Thursday, June 24, 2021
9:30 a.m.**

MEMBERS PRESENT: R. Foster, Chair
B. Clark
J. Ingrao
B. Johnson
B. Mackenzie
M. Woodhouse

MEMBERS ABSENT: R. Brady

STAFF PRESENT: C. Sharma, Chief Administrative Officer / Secretary - Treasurer
G. Bivol, Clerk
M. Ferrusi, Manager, Human Resources

Chair Foster called the meeting to order at 9:30 a.m..

1. APPROVAL OF AGENDA

Recommendation No. GC-06-2021

Moved by Member Clark
Seconded by Member Ingrao

THAT the Governance Committee agenda dated June 24, 2021 **BE APPROVED** as presented.

CARRIED

2. DECLARATIONS OF CONFLICT OF INTEREST

None declared.

3. APPROVAL OF THE MINUTES

a) Minutes of the NPCA Governance Committee meeting dated March 11, 2021

Recommendation No. GC-07-2021
Moved by Member Woodhouse
Seconded by Member Ingrao

THAT the minutes of the meeting of the NPCA Governance Committee dated March 11, 2021 **BE ADOPTED**.

CARRIED

4. CORRESPONDENCE

None.

5. PRESENTATIONS

None.

6. DELEGATIONS

None.

7. Consent Items

None.

8. DISCUSSION ITEMS

- a) Report No. GC-05-21 RE: Freedom of Information Statistical Report 2020 - It was requested that notation be made at the Board meeting with respect to the downward trending legal costs affiliated with Freedom of Information Requests and appeals.

Recommendation No. GC-08-2021

Moved by Member Woodhouse

Seconded by Member Ingrao

THAT Report No. GC-05-21 RE: Freedom of Information Statistical Report 2020 **BE RECEIVED**.

CARRIED

- b) Conservation Authorities Act Regulations – Workplan (as provided under separate cover) – Lengthy discussion ensued. With respect to the legislative requirements under Bill 229 for Board Chair/Vice Chair rotations, the C.A.O. was directed to present options to the Board for their input and direction regarding a ministerial exemption.

Recommendation No. GC-09-2021

Moved by Member Woodhouse

Seconded by Member Ingrao

1. **THAT** Report No. GC-06-21 RE: NPCA Actions Resulting from Conservation Authorities Act Update and Updated Regulations **BE RECEIVED**.
2. **THAT** the recommended actions **BE CONSIDERED** in the Governance Committee Workplan for years 2021 and 2022.
3. **AND FURTHER THAT** a decision **BE MADE** regarding Term of Chair and Vice Chair based on amended CAA Section 17 (1.1) in advance of the 2022 Annual Meeting and any exceptions to this provision be formally requested for approval by the Minister and included in the updated Administrative By-Law.

- c) Board Training Needs - Presented by CAO Sharma, Members offered suggestions and identified gaps in training. Discussion ensued. CAO Sharma confirmed that training would be offered on changes to the Conservation Authorities Act including regulatory roles, Section 28, and Conservation Authority responsibilities relating to mandated services and Members' obligations. Ms. Sharma suggested that this could also be presented to the Board as pilot training to be incorporated into new Member orientation.
- d) Process for Delegations to the Board - Board Chair Brenda Johnson brought forward the suggestion that delegations could go to Committees instead of the Board and identified other areas for improvement in the delegation process. The Clerk was directed to research best practices and report back to the Committee.

9. NEW BUSINESS

- a) Board Highlights – Discussion was heard regarding the continuation of the Board Highlights document prepared after each Board meeting. Committee Members endorsed the current practice.

10. ADJOURNMENT

At the direction of the Committee Chair, the meeting adjourned at 10:35 a.m..

Robert Foster,
Committee Chair

Chandra Sharma, MCIP, RPP
Chief Administrative Officer /
Secretary - Treasurer