



**NIAGARA PENINSULA CONSERVATION AUTHORITY (NPCA)
SPECIAL – FULL AUTHORITY
MEETING MINUTES**

Monday, January 7, 2019
2:30 p.m.
Ball's Falls
Centre for Conservation – Glen Elgin Room
3292 Sixth Avenue, Jordan, ON

MEMBERS PRESENT: J. Kaspersetz (Vice-Chair)
S. Beattie
D. Bylsma
P. Chiocchio
B. Clark
B. Corbett
R. Foster
K. Gibson
B. Greenwood
D. Huson
T. Insinna
J. Jordan
R. Shirton
B. Steele
T. Whalen
G. Zalepa

MEMBERS ABSENT: B. Heit
B. Johnson

STAFF PRESENT: D. Barrick, Interim Chief Administrative Officer/Secretary-Treasurer
K. Caputo, Director, Communications & Administration
G. Furtney, Interim Senior Director, Corporate Resources
D. MacKenzie, Director, Planning & Regulations
M. Reles, Senior Manager, Communications (Designated Clerk)

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 Section 14.5*

The Acting Board Chair called the meeting to order at 2:29 p.m. and welcomed those Board, staff and community members present.

1. ADOPTION OF AGENDA

1.1 Adoption of Agenda

1.1.1 Addition of items

Resolution No. FA-01-19

Moved by Board Member Clark

Seconded by Board Member Beattie

1. That the Agenda **BE AMENDED to include a formal censure of Board Member Kasperetz, to be dealt with prior to Agenda Item #3.1**

The Clerk advised the Board Chair that as per the NPCA Administrative By-Law Section 6.10 of Meeting Procedures, an addition to a Special Full Authority Board meeting would require two-thirds majority.

Further, the Clerk advised the Board Chair that as per NPCA Administrative By-Law Section 3 of Motions, a censure motion must receive two-thirds majority.

The Board Chair called the question respecting Resolution No. FA-01-19, and declared that having received the approval of two-thirds majority of the Board members of the meeting, it was,

CARRIED

Resolution No. FA-02-19

Moved by Board Member Chiocchio

Seconded by Board Member Foster

1. That the Agenda **BE AMENDED to include the election of interim officers of the authority**

The Clerk advised the Board Chair that as per the NPCA Administrative By-Law Section 6.10 of Meeting Procedures, an addition to a Special Full Authority Board meeting would require two-thirds majority.

The Interim CAO advised the Board that the NPCA Administrative by-law and the Conservation Authorities Act will require the Board to conduct an election of officers again at the Annual General Meeting on January 16, 2019 should the motion carry.

The Board Chair called the question respecting Resolution No. FA-02-19, and declared that having received the approval of two-thirds majority of the Board members of the meeting, it was,

CARRIED

Resolution No. FA-03-19

Moved by Board Member Corbett

Seconded by Board Member Steele

1. That the Agenda **BE APPROVED as amended.**

CARRIED

2. ELECTION OF INTERIM OFFICERS

As per NPCA Administrative by-law, Appendix 3 – Procedure for Election of Officers, the CAO/Secretary Treasurer, or designate, assumes the role of Chair for the Election of Officers. Interim CAO David Barrick assumed the role.

2.1 Appointment of Scrutineers

Resolution No. FA 04-19

Moved by Board Member Shirton

Seconded by Board Member Bylsma

That Ms. Krystle Caputo and Mr. Michael Reles **BE APPOINTED** as Scrutineers for the purposes of the 2019 Selection of the Niagara Peninsula (NPCA) Board Chair and Board Vice-Chair.

CARRIED

2.2 Call for Nominations for NPCA Board Chair

David Barrick, Interim Chief Administrative Officer/Secretary-Treasurer, called for the first time for the nominations of the position of Chair of the Niagara Peninsula Conservation Authority – Full Authority Board.

Resolution No. FA 05-19

Moved by Board Member Gibson

That Board Member Bylsma **BE NOMINATED** as Chair of the Niagara Peninsula Conservation Authority – Full Authority Board.

David Barrick, Interim Chief Administrative Officer/Secretary-Treasurer, called for the second time for the nominations of the position of Chair of the Niagara Peninsula Conservation Authority – Full Authority Board.

Member Corbett moved that Member Clark be nominated for the position of Chair of the Niagara Peninsula Conservation Authority Board, however, the nomination was declined.

David Barrick, Interim Chief Administrative Officer/Secretary-Treasurer, called for the third time for the nominations of the position of Chair of the Niagara Peninsula Conservation Authority – Full Authority Board.

Resolution No. FA 06-19

Moved by Board Member Greenwood

That Board Member Chiocchio **BE NOMINATED** as Chair of the Niagara Peninsula Conservation Authority – Full Authority Board.

Member Shirton moved that Member Kaspersetz be nominated for the position of Chair of the Niagara Peninsula Conservation Authority Board, however, the nomination was declined.

David Barrick, Interim Chief Administrative Officer/Secretary-Treasurer, called for

the final time for the nominations of the position of Chair of the Niagara Peninsula Conservation Authority – Full Authority Board.

2.3 Motion to Close Nominations for NPCA Board Chair

There being no further nominations, it was:

Resolution No. FA-07-19

Moved by Board Member Corbett

Seconded by Board Member Steele

That Nominations for NPCA Board Chair **BE CLOSED**.

CARRIED

2.4 Voting for Position of NPCA Board Chair

Scrutineers, K. Caputo and M. Reles handed out the ballots and then collected all the ballots; left the meeting room for the purpose of counting ballots. Upon returning, scrutineers provided the results to the Chair, D. Barrick who announced;

That, Member D. Bylsma has been **APPOINTED** Chair of the Authority.

2.5 Call for Nominations for NPCA Board Vice-Chair

David Barrick, Interim Chief Administrative Officer/Secretary-Treasurer, called for the first time for nominations for the position of Vice-Chair of the Niagara Peninsula Conservation Authority – Full Authority Board.

Resolution No. FA-08-19

Moved by Board Member Corbett

That Board Member Clark **BE NOMINATED** as Vice-Chair of the Niagara Peninsula Conservation Authority – Full Authority Board.

Resolution No. FA-09-19

Moved by Board Member Zalepa

That Board Member Huson **BE NOMINATED** as Vice-Chair of the Niagara Peninsula Conservation Authority – Full Authority Board.

David Barrick, Interim Chief Administrative Officer/Secretary-Treasurer, called a second time for nominations for the position of Vice-Chair of the Niagara Peninsula Conservation Authority – Full Authority Board.

Member Shirton moved that Member Steele be nominated for the position of Vice-Chair of the Niagara Peninsula Conservation Authority Board, however, the nomination was declined.

David Barrick, Interim Chief Administrative Officer/Secretary-Treasurer, called a third time for nominations for the position of Vice-Chair of the Niagara Peninsula Conservation Authority – Full Authority Board.

Resolution No. FA-10-19
Moved by Board Member Steele

That Board Member Chiocchio **BE NOMINATED** as Vice-Chair of the Niagara Peninsula Conservation Authority – Full Authority Board.

David Barrick, Interim Chief Administrative Officer/Secretary-Treasurer, called a final time for nominations for the position of Vice-Chair of the Niagara Peninsula Conservation Authority – Full Authority Board.

2.6 Motion to Close the Nominations for NPCA Board Vice-Chair

There being no further nominations, it was:

Resolution No. FA-11-19
Moved by Board Member Steele
Seconded by Board Member Whalen

That Nominations for NPCA Board Vice-Chair **BE CLOSED**.

CARRIED

2.7 Voting for the Position of NPCA Board Vice-Chair

Scrutineers, K. Caputo and M. Reles handed out the ballots and then collected all the ballots; left the meeting room for the purpose of counting ballots. Upon returning, scrutineers provided the results to the Chair, D. Barrick who announced;

That, Member D. Huson has been **APPOINTED** Vice-Chair of the Authority.

3. DECLARATION OF CONFLICT OF INTEREST

There were no declarations of Conflict of Interest.

4. ADMINISTRATIVE BUSINESS

4.1 Motion to Censure

4.1.1 Motion to censure Member Kaspersetz

Resolution No. FA-12-19
Moved by Board Member Clark
Seconded by Board Member Beattie

That NPCA Full Authority Board **CENSURE** member Kaspersetz for his recent reposting of a racist comment of Facebook, as it is not reflective of the values of the NPCA, the City of Hamilton, Region of Niagara, and Haldimand County.

The Board Chair called the question respecting Resolution No. FA-12-19, and declared that having received the approval of two-thirds majority of the Board members of the meeting, it was,

CARRIED

4.2 Correspondence

Resolution No. FA-13-19

Moved by Board Member Corbett

Seconded by Board Member Gibson

That the following correspondence items **BE RECEIVED** for information.

4.2.1 Court Order Justice Ramsay, dated December 21, 2018 RE: NPCA and the appointment of the Niagara Region's representatives to the NPCA Board, effective Dec. 6, 2018, and

4.2.2 Court Order Justice Ramsay, dated January 2, 2019 RE: January 7, 2019 Special Meeting

CARRIED

5. BUSINESS FOR INFORMATION

Resolution No. FA-14-19

Moved by Board Member Insinna

Seconded by Board Member Greenwood

That the following items **BE RECEIVED** for information:

5.1 Financial Reserve Report – Month Ending November 2018
Report No. 01-19

CARRIED

6. BUSINESS – IN CAMERA

6.1 Motion to Move in to Closed Session

Resolution No. FA-15-19

Moved by Board Member Foster

Seconded by Board Member Shirton

That the NPCA Full Authority meeting **DO NOW MOVE** in to Closed Session, as per NPCA Administrative Bylaw section 11.1, for the purposes of:

A Meeting or part of a Meeting may be closed to the public if the subject matter being considered is: (b) personal matters about an identifiable individual(s), including NPCA employees; (d) labour relations, Human Resource, or employee negotiations; (f) advice that is subject to solicitor-client privilege, including communications necessary for that purpose;

6.2 Motion to Reconvene in Open Session

Resolution No. FA-16-19

Moved by Board Member Shirton

Seconded by Board Member Kaspersetz

That the Niagara Peninsula Conservation Full Authority Board meeting **RECONVENE** in Open Session.

CARRIED

6.3 Business Arising from Closed Session

6.3.1 Resolution No. FA-17-19

Moved by Board Member Kaspersetz

Seconded by Board Member Huson

1. That staff **PROCEED** as directed in Closed Session.

CARRIED

Resolution No. FA-18-19

Moved by Board Member Clark

Seconded by Board Member Zalepa

2. That staff **PROCEED** to draft the terms of reference to be approved by the Board regarding the formation of a governance committee comprised of 4-5 members to review NPCA policies, roles, and responsibilities

CARRIED

Resolution No. FA-19-19

Moved by Board Member Steele

Seconded by Board Member Greenwood

3. That staff **ADD** appointments to a CAO selection committee at the upcoming AGM.

CARRIED

Resolution No. FA-20-19

Moved by Board Member Corbett

Seconded by Board Member Kaspersetz

4. That the Board **DIRECTS** the Interim CAO to freeze all hiring, firing, promotion, and changes to organizational structure unless approved by the Board until a permanent CAO is appointed, and;
5. that the Board **DIRECTS** staff to provide a confidential memo to the board that includes information on all contracts, hires, obligations, promotions, changes to organizational structure at the next Full Authority meeting.

CARRIED

Resolution No. FA-21-19

Moved by Board Member Foster

Seconded by Board Member Steele

That the NPCA Full Authority Annual General Meeting schedule **BE RECONSIDERED**.

The Board Chair called the question respecting Resolution No. FA-21-19, and declared that having received the approval of two-thirds majority of the Board members of the meeting, it was,

CARRIED

Resolution No. FA-22-19
Moved by Board Member Steele
Seconded by Board Member Huson

That the Annual General Meeting to be held on January 16, 2019 **BE RESCHEDULED** for 7 pm.

Recorded vote on Resolution FA-22-19, members voted as follows:

Yes (4): Board Members Foster, Greenwood, Huson, Steele.

No (11): Board Members Beattie, Bylsma, Chiocchio, Clark, Corbett, Gibson, Insinna, Kaspersetz, Shirton, Whalen, Zalepa.

The Board Chair called the question on Resolution FA-22-19 and declared it was,

DEFEATED

7. ADJOURNMENT

There being no further business, the Full Authority meeting adjourned at 6:38 p.m.

Dave Bylsma
Board Chair
Niagara Peninsula Conservation Authority

Michael Reles
Designated Clerk
Niagara Peninsula Conservation Authority