



— NIAGARA PENINSULA —
CONSERVATION FOUNDATION

**NIAGARA PENINSULA CONSERVATION FOUNDATION
BOARD OF DIRECTORS MEETING**

NPCF-01-2020

NPCA Office – 3rd Floor Boardroom
250 Thorold Road W, Welland, Ontario

February 10, 2020

10:15 a.m. to 1:00 p.m..

MINUTES

MEMBERS PRESENT:

T. Insinna
R. Foster
M. DeFruscio
D. Gayle Wood
C. Sharma

NPCA STAFF PRESENT:

R. Bisson
B. Lee

CALL TO ORDER

The meeting was called to order at 10:23 a.m. by Chair Tom Insinna and all in attendance were welcomed to this first Board Meeting for 2020.

(1) ADOPTION OF AGENDA

There were no additions to the agenda identified nor changes in the order of agenda outlined.

Moved by: M. DeFruscio

Seconded by: Rob Foster

Resolution NPCF-01-2020

THAT: the agenda of the NPCF Board of Directors Meeting NPCF-01-2020 dated February 10, 2020 be approved as printed.

CARRIED

(2) DECLARATIONS OF CONFLICTS OF INTEREST

There were no declarations of interest at the meeting.

**(3) APPROVAL OF THE FOUNDATION BOARD OF DIRECTORS MINUTES –
DECEMBER 12, 2019**

Moved by: Rob Foster

Seconded by: Gayle Wood

Resolution NPCF-02-2020

THAT the minutes of the December 12, 2019 meeting of the Board of Directors be approved.

CARRIED

Moved by: Chandra Sharma

Seconded by: Rob Foster

Resolution NPCF-03-2020

THAT the minutes of the December 12, 2019 Board of Directors Meeting Closed Session meeting be approved.

CARRIED

The Board of Directors briefly discussed the upcoming changes to the Not For Profit Corporations Act. Updated By-Laws will be required as well as more accountability and transparency.

The Board agreed that the Foundation website should be updated and agendas and minutes should be published in the site commencing in 2019.

The Board further discussed that Communications Policy and Protocol should also be developed for the Foundation in the future.

(4) DEPUTATIONS

Mr. Brian Lee, NPCA GIS Analyst provided the Foundation with an overview of the new email addresses for the NPCF as well as access to the NPCF Cloud Based System.

Rob Foster agreed to provide Chair Insinna and Secretary-Treasurer Wood with initial training on this system as well as update the Foundation's website.

(5) ITEMS FOR APPROVAL

5.1 Board Member Oath

Moved by: Rob Foster

Seconded by: Chandra Sharma

Resolution NPCF-04-2020

THAT the Foundation approve a Board Member Oath and that each Member be requested to sign the Oath when appointed to the Board.

CARRIED

(6) BUSINESS FOR INFORMATION

6.1 Strategic Plan

Board members were provided with a hard copy of the approved Strategic Plan – 2020 to 2022.

6.2 Draft NPCA/NPCF Memorandum of Understanding

Gayle Wood and Chandra Sharma advised that they are discussing the draft MOU prior to its presentation to the NPCA Board of Directors.

6.3 Presentation to the NPCA

The Foundation will provide a presentation to the NPCA Board in April regarding the new Strategic Plan and a focus for the future.

6.4 WomEnchant

The WomEnchant Winter Solstice event resulted in a net revenue to the Foundation of \$2,804.00.

The Board discussed other signature events. It was determined that the Board needed to focus on priorities for fundraising and an agreement on fundraising projects for the Authority.

6.5 Activity Updates

Renee Bisson, NPCA Manager, Communications and Public Engagement updated the Board on the state of Nevada tickets. Renee advised that the Foundation has exited from the Vineland tickets but is still engaged in the Port Colborne tickets which should be phased out by mid-summer 2020.

Renee advised that the Comfort Maple pens will be available in color in the future. A piece of Comfort maple wood could also be presented at the NPCA Biennial Tour participants by the Foundation as a memento.

WomEnchant will be presented with a volunteer award at the NPCA Awards Ceremony on February 26, 2020 by the Foundation Chair.

Renee will prepare a list of donors for the Chair.

7 NEW BUSINESS

7.1 Foundation Meet and Greet Event

Rob Foster has secured Bench Brewery for a “Meet and Greet” on April 29, 2020. The Foundation will invite past donors and potential new donors to the event. Tom, Rob and Gayle will meet in the future to plan this event.

The Chair called for a recess of the meeting from 12:00 noon to 12:30 p.m. The meeting reconvened at 12:30 p.m.

7.2 Foundation Website

Rob Foster will work on the Foundation website to update it and provide a section for Foundation Agendas and Minutes.

7.3 Foundation By-Laws

The Board requested the Secretary-Treasurer to update the Foundation By-Laws for future review.

8. CLOSED SESSION

Moved by: Gayle Wood

Seconded by: Rob Foster

Resolution NPCF-05-2020

THAT the Board move into closed session to discuss potential new Board Member Recruitment.

CARRIED

Moved by: Rob Foster

Seconded by: Gayle Wood

Resolution NPCF-07-2020

THAT the Foundation rise from Closed Session.

CARRIED

There being no other business, the Chair called for adjournment.

Moved by: Rob Foster

Resolution NPCF-08-2020

That: the Foundation's Board of Directors Meeting NPCF-01-2020 adjourn at 1:30 p.m.

CARRIED



Tom Insinna, Chair



D. Gayle Wood, Secretary-Treasurer