



— NIAGARA PENINSULA —
CONSERVATION FOUNDATION

**BOARD OF DIRECTORS
MEETING FND–BOD-01-21
Thursday February 11 2021
10:00 a.m. to 12:00 p.m.
Video Meeting**

**In accordance with Ontario Regulation
107/20 made under
*The Emergency Management and Civil Protection Act***

MINUTES

Chair Insinna called the February 11th 2021 meeting of the Niagara Peninsula Conservation Foundation to order at 10:03 a.m. with an indigenous acknowledgement.

The Niagara Peninsula Watershed is located on the traditional territory of indigenous peoples dating back countless of generations. We want to show our respect for their contributions and recognize their role in treaty-making in what is now Ontario.

ROLL CALL

The Chair welcomed the Board and staff to the meeting and conducted a roll call.

Board of Directors:

Mickey Difruscio
Robert Foster
Tom Insinna
Mary Sergenese
Chandra Sharma
Gayle Wood

NPCA/NPCF Staff

Lise Gagnon, NPCA Director, Corporate Services, NPCF Assistant Treasurer
Andrea Crosby-DiCenso, NPCA Executive Coordinator

1. ADOPTION OF AGENDA

The Chair advised that Lise Gagnon would provide an update on the year end financials under Other Business. There were no other additions or changes in order requested to the agenda.

Moved by: Member Sergenese
Seconded by: Member Foster

Resolution No. FND-BOD-01-21

That the Agenda for the NPCF Board of Directors' Meeting held February 11, 2021 be approved, as amended to include a verbal report on the year end position.

CARRIED

2. DECLARATION OF CONFLICTS OF INTEREST

There were no declarations of conflicts at this meeting.

3. APPROVAL OF FOUNDATION MINUTES

The Chair advised that the Closed Session Minutes of the December 10, 2020 meeting would be discussed in Closed Session at the February 11, 2021 meeting.

3.1 Minutes of the NPCF Board of Directors Meeting dated December 10, 2020

Moved by: Member Wood
Seconded by: Member Sharma
Resolution No. FND-BOD-02-21

That the minutes of the NPCF Board of Directors' meeting held December 10, 2020 be approved as printed.

CARRIED

4. UPDATE FROM THE CHAIR

The Chair thanked the Board Members, on behalf of his family, for sending flowers and their condolences on the loss of his father-in-law.

The Chair briefly reviewed the Foundation's history over the past two years of re-

establishing our organization. He indicated that we are moving forward to our next chapter, seeking new Directors, and addressing financial issues in order to become Niagara's environmental charity of choice.

5. CORRESPONDENCE

5.1 Letter from Ms. Elizabeth Turner, November 8, 2020

Moved by: Member Wood
Seconded by: Members Sergenese
Resolution No. FND-BOD-03-21

That the correspondence from Ms. Elizabeth Turner, dated November 8, 2020 regarding her late father, The Honourable John Turner, be received for information.

CARRIED

The Board requested the Chair to respond to the Letter from Ms. Turner and advise her of our commitment to honour her father with future education awards in his name. Member DiFruscio requested a moment of silence to remember the Honourable John Turner.

6. DEPUTATIONS AND PRESENTATIONS

There were no deputations or presentations scheduled for this meeting.

7. ITEMS FOR APPROVAL

7.1 Review of the Greater Toronto Region Conservation Foundations

The Chair requested that Member Wood, Managing Director/Secretary-Treasurer overview Report No. FND-BOD-01-2021 regarding Greater Toronto Area Conservation Foundations.

The Board discussed the report and there was a request to defer it to the April 8, 2021 Board Meeting for further discussion,

Moved by: Member Foster
Seconded by Member Sharma
Resolution No. FND-BOD-04-21

That Report No. FND-BOD-01-2021 on the *Review of Greater*

Toronto Area Conservation Foundations dated February 11, 2021 be deferred for discussion at the April 8, 2021 Board of Directors' Meeting.

CARRIED

7.2 Education Bursary – Terms of Reference

The Chair requested the Executive Coordinator to review Report No. FND-BOD-02-2021 regarding Terms of Reference for the Education Bursary.

**Moved by: Member Sergenese
Seconded by: Member Sharma
Resolution No. FND-BOD-05-21**

That Report No. FND-BOD-02-2021 on the Education Bursary Terms of Reference be approved; and

Further that Board Member Sergenese, the NPCF Executive Coordinator and the Manager, Conservation Area Services and the Chair, as an ex officio member, form the Education Bursary Committee.

CARRIED

8. BUSINESS FOR INFORMATION

8.1 Executive Coordinator's 2021 Workplan

The Chair requested the Executive Coordinator's to review her 2021 Workplan which is based on the budget and fundraising strategy approved by the Board in 2020.

**Moved by: Member Wood
Seconded by: Member Foster
Resolution No. FND-BOD-06-21**

That the Board of Directors receive the Executive Coordinator's 2021 Workplan.

CARRIED

8.2 Executive Coordinator's Report

The Chair requested the Executive Coordinator to review her report on activities which was attached to the agenda as Report No. FND-BOD-03-2021.

**Moved by: Member Foster
Seconded by: Member Sergenese
Resolution No. FND-BOD-07-21**

That the Executive Coordinator's Report FND-03-2021 on activities and upcoming events dated February 11, 2021 be received for information.

CARRIED

9. NEW BUSINESS

9.1 April 8, 2021 Board of Directors Meeting

The April 8, 2021 meeting will be an Annual Meeting followed by a Board of Directors' Meeting. Prior to the Board Meeting. Members will be requested to provide a list of potential names for Board recruitment as well as a list of potential corporate sponsors prior to the April meeting. The Executive Coordinator will prepare an amalgamated list for discussion at the next meeting.

9.2 Foundation Year End Position

The NPCA Director, Corporate Services/Assistant Treasurer to the Foundation provided a verbal report on the year end position. She advised that the information is almost ready for the Auditor.

Moved by: Member Foster

Seconded by: Member DiFruscio

Resolution No. FND-BOD-08-21

That the verbal report on the year-end financial position by the NPCA Director, Corporate Services/NPCF Assistant Treasurer be received.

CARRIED

10. CLOSED SESSION

10.1 Consideration of the Closed Session minutes from December 10, 2020.

Moved by: Member Wood

Seconded by: Member Sergenese

Resolution No. FND-BOD-09-21

That the Board move into Closed Session at 11:40 a.m. to discuss the December 10, 2020 Closed Session Minutes.

CARRIED

Moved by: Member Foster
Seconded by: Member Sergenese
Resolution No. FND-BOD-10-21

That the Board rise from Closed Session at 11:45 a.m. and report progress.

CARRIED

Moved by: Member Sharma
Seconded by: Member Sergenese
Resolution No. FND-BOD-11-21

That the minutes of the Closed Session Meeting held December 10, 2020 be approved as printed.

CARRIED

11. ADJOURNMENT

Moved by: Member Sharma
Resolution No. FND-BOD-12-21

That the February 11, 2020 NPCF Board of Directors' Meeting be adjourned at 11:46 a.m.; and

Further that the Board reconvene at 10:00 a.m. on April 8, 2021 for the Annual Meeting, followed by a Board of Directors' Meeting, or at the of the Chair.

CARRIED



Tom Insinna, Chair



D. Gayle Wood, Managing Director/
Secretary-Treasurer