



**SPECIAL BOARD OF DIRECTORS  
MEETING – FND – BOD-05-20  
Thursday September 10, 2020  
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 (Details to follow)***

**MINUTES**

The Chair called the meeting to order at 10:02 a.m., declared a quorum, welcomed everyone to the meeting and acknowledged the Indigenous Territory on which the meeting was taking place.

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“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.”

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The Chair introduced the Board Members as well as NPCA and Foundation Staff Members:

**Board Members:**

Robert Foster, Vice Chair  
Gayle Wood, Managing Director/Secretary-Treasurer  
Chandra Sharma, Board Member and NPCA CAO/ST  
Mickey DiFruscio, Board Member

**Conservation Authority Staff Members:**

Lise Gagnon, Director, Corporate Services and Assistant Treasurer to the Foundation  
Gina Shaule, Administrative Assistant  
Adam Christie, Director Strategic Initiatives and Operations

**Foundation Staff Member:**

Andrea Crosby-DiCenso, Executive Coordinator

The Chair extended a warm welcome to Andrea Crosby-DiCenso, Executive Coordinator, to her first Foundation meeting since 2019. Further the Chair thanked the NPCA staff members for their contributions to the meeting.

The Chair advised that the meeting was authorized by Ontario Regulation 107/20 under The Emergency Management and Civil Protection Act and outlined procedures for the meeting.

## 1.ADOPTION OF AGENDA -

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### 1.1 Addition of Items

The Chair requested to add the correspondence from Member DiFruscio, which was circulated September 9, 2020, as item 5.2 of the agenda.

### 1.2 Change in Order of Items

There were no requests to change the order of the agenda.

### 1.3 Motion to approve Agenda

**Moved by: Member Foster**

**Seconded by: Member Sharma**

**Recommendation No. FND-BOD- 48-20**

**That the Agenda for the NPCF Special Board of Directors' Meeting held September 10, 2020 be approved, as amended, to include correspondence from Member DiFruscio as item 5.2.**

**CARRIED**

## 2. DECLARATION OF CONFLICTS OF INTEREST

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There were no declarations of interest at the meeting.

## 3. APPROVAL OF FOUNDATION MINUTES

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**Moved by: Member Sharma**

**Seconded by Member DiFruscio**

**Recommendation No. FND-BOD-49-20**

**That the minutes of the NPCF Board of Directors meeting held August 13, 2020 be approved as printed.**

**CARRIED**

## 4. UPDATE FROM THE CHAIR AND EXECUTIVE COMMITTEE

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Chair Insinna indicated how important it is that the Executive Coordinator has returned to the Foundation in order to focus on grants and fundraising. He indicated that, thanks to the dedicated work of the Board and staff, the Foundation has turned a significant corner. With a new Strategic Plan, By-Laws, Annual Report and Audit we are ready to expend Foundation funds on important conservation projects and move forward. Our focus now will be on fundraising for salaries, administrative support and projects.

## 5. CORRESPONDENCE

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Member Wood reviewed the correspondence. Member DiFruscio thanked the Board for their well wishes on his birthday and for their continued support in his recovery. In addition to his donation in the memory of Margaret Reed, Member DiFruscio also advised that he donated 75 milkweed pods to Pollinator Gardens.

**Moved by: Member Wood**

**Seconded by: Member Sharma**

**Recommendation No. FND-BOD-50-20**

**That the correspondence listed in the September 10<sup>th</sup> meeting agenda, and that added to the agenda of the NPCF, be received for information.**

**CARRIED**

## 6. DEPUTATIONS AND PRESENTATIONS

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There were no depositions or presentations for this meeting.

## 7. ITEMS FOR APPROVAL

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### 7.1 Foundation 2020 Budget

Lise Gagnon presented the Foundation's 2020 Budget. She advised that she will be reviewing auditors for the upcoming year. Member Sharma indicated that she will investigate who covers insurance for the Foundation.

**Moved by: Member Sharma**

**Seconded by Member Wood**

**Recommendation No-FND-BOD-51-20**

**That the Board of Directors approve the NPCF 2020 Budget as presented by Ms. Lise Gagnon at the September 10, 2020 Special Meeting.**

**CARRIED**

## 7.2 Proposed Nevada Funded Projects

Adam Christie overviewed a presentation regarding proposed Nevada funded projects. The Board of Directors complimented Adam and the staff team on an excellent presentation and indicated their support for moving forward with the projects.

**Moved by Member DiFruscio**  
**Seconded by: Member Foster**

**Recommendation No. FND-BOD-52-20**

**That the Board of Directors approve the proposed Nevada funded projects as outlined in the presentation by Adam Christie at the September 10, 2020 Special Board Meeting.**

**CARRIED**

## 8. BUSINESS FOR INFORMATION

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### 8.1 Update from the NPCF Executive Coordinator

Andrea Crosby-DiCenso provided the Board with an update of her work over the last month (28 hours in accordance with her part-time contract) which included:

- Taking two courses – one on grant writing and the other on strategies for not-for-profits.
- Focusing on having at least one small 3<sup>rd</sup> party event before the end of the year, such as WomEnchant.
- Delivering a Draft Fundraising Strategy for 2020-2021 to the October 8<sup>th</sup> Foundation Meeting.
- Working on a coordinated donor's list and identifying past, large sponsors for potential re-engagement.

She thanked Adam, Lise and Member Wood for their assistance over the past month.

**Moved by: Member Sharma**  
**Seconded by: Member DiFruscio**

**Recommendation No. FND-BOD-53-20**

**That the verbal report from Andrea Crosby-DiCenso, NPCF Executive Coordinator, regarding her activities be received for information.**

**CARRIED**

### 8.2 Board Discussion Regarding Fundraising for 2020/ 2021

The Chair asked Member Wood to start the discussion by reminding the board and staff of fundraisers that we have committed to for 2020.

The Chair then asked the Members and staff for their ideas for fundraising which were recorded to incorporate into a Draft Fundraising Strategy for consideration at the October Board Meeting. The following ideas were offered:

**2020 Ideas:**

WomEnchant  
Bench Brewery Event  
Breakfast with the Chair  
Director's Donation Challenge  
Thanksgiving Festival 50/50 Raffle

**2021 Ideas:**

Calamus Winery partnership  
Re-approach previous sponsors  
Wild Pig Roast (after pandemic)  
Regional Chair's Outdoor Education Fund  
Memorial Benches  
Drive In concert at Ball's Falls (plus food drive)  
Staff Monthly Payroll Deduction  
Christmas at Ball's Falls – Drive through with lighting  
Capital Campaign for The Gallery  
Camping for Conservation  
Drive Through Classic Car Show  
Bounty of Niagara's Farmers Market.

## 9. NEW BUSINESS

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Member DiFruscio requested that a discussion be scheduled with the Chair, Vice Chair, Managing Director and himself to review a project idea.

## 10. CLOSED SESSION

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**Moved by: Member Wood**  
**Seconded by: Member Foster**

**Recommendation No. FND-BOD-54-20**

**That the NPCF meeting move into Closed Session for the purpose of:**

**9.1 Consideration of the Closed Session minutes from August 13, 2020**

**9.2 Human Resource matters.**

**CARRIED**

**Moved by: Member DiFruscio**  
**Seconded by: Member Wood**

**Recommendation No. FND-BOD-55-20**

**That the meeting reconvene in Open Session and report progress.**

**CARRIED**

**Moved by Member Wood  
Seconded by Member Foster**

**Recommendation No. FND-BOD-56-20**

**That the minutes of the NPCF Closed Session Meeting held August 13, 2020 be approved as printed.**

**CARRIED**

**Moved by Member Wood  
Seconded by Member Sharma**

**Recommendation No. FND-BOD-57-20**

**That the Human Resource discussion and actions discussed in Closed Session be approved.**

**CARRIED**

## **11. ADJOURNMENT**

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The Chair thanked the Board members and staff for their participation and preparation for the meeting and requested a motion to adjourn.

**Moved by Member Foster**

**Recommendation No. FND-BOD-57-20**

**That the September 10, 2020 NPCF Special Board of Directors' Meeting be adjourned at 11:57 a.m. to be reconvened on October 8, 2020 at 10:00 a.m. or at the call of the Chair.**

**CARRIED**



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**Tom Insinna  
Chair**



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**D. Gayle Wood  
Managing Director/Secretary-Treasurer**