



— NIAGARA PENINSULA —  
CONSERVATION FOUNDATION

## FDN-BOD-05-22

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**Date | Time** 12/19/2022 1:00 PM | **Location** Virtual Meeting

The Niagara Peninsula watershed is situated within the traditional territory of the Haudenosaunee, Attiwonderonk (Neutral), and the Anishinaabeg, including the Mississaugas of the Credit—many of whom continue to live and work here today. This territory is covered by the Upper Canada Treaties (No. 3, 4, and 381) and is within the land protected by the Dish with One Spoon Wampum agreement. Today, the watershed is home to many First Nations, Métis, and Inuit peoples. Through the 2021-2031 Strategic Plan, we re-confirm our commitment to shared stewardship of natural resources and deep appreciation of Indigenous culture and history in the watershed.

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### 1. ADOPTION OF AGENDA

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- 1.1 Addition of items
- 1.2 Change in order of items
- 1.3 Motion to approve agenda

**Recommended:**

**THAT the agenda for the NPCF Board of Directors' Meeting FDN-BOD-05-22 held December 19, 2022, BE APPROVED as presented.**

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### 2. DECLARATION OF CONFLICT OF INTEREST

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- 2.1 Call for declarations.

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### 3. APPROVAL OF FOUNDATION MINUTES

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- 3.1 Approval of the NPCF Board of Directors Meeting's minutes dated November 3, 2022 Pg. 1

**Recommended:**

**That the minutes of the NPCF Board of Directors' Meeting FDN-BOD-04-22 held November 3, 2022, BE APPROVED as printed.**

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### 4. COMMENTS FROM THE CHAIR

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- 4.1 Foundation Chair Tom Insinna will provide comments to the Board of Directors.

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## 5. COMMENTS FROM NPCA CHIEF ADMINISTRATIVE OFFICE

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- 5.1 NPCA Chief Administrative Officer Chandra Sharma will provide the Niagara Peninsula Conservation Authority updates.

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## 6. CORRESPONDENCE

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## 7. DEPUTATIONS AND PRESENTATIONS

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## 8. ITEMS FOR INFORMATION

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## 9. DISCUSSION ITEMS

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- 9.1 NPCF Report to the Board of Directors RE: Contract Award – KPMG LLP – External Audit Services Pg. 7

**Recommended:**

- 1. THAT NPCF Report to the Board of Directors entitled Contract Award – KPMG LLP – External Financial Audit Services BE RECEIVED.**
- 2. THAT the Board APPROVES the NPCA External Financial Audit Services contract award to KPMG LLP for an annual upset limit of \$10,000 (plus non-recoverable HST) with an annual price escalation of 2% for a 3-year term (2022-2024) with two (2) one-year extensions.**
- 3. THAT staff BE AUTHORIZED to execute all necessary documents as appropriate.**

- 9.2 Appointment of Auditors for 2022

**Recommended:**

**THAT KPMG LLP BE APPOINTED as the 2022 Auditors for the Niagara Peninsula Conservation Foundation.**

- 9.3 Draft of Fundraising Strategy Planning Study Report (Appended as confidential, this document will be circulated under separate cover.)

**Recommended:**

- 1. THAT the final Draft of Fundraising Strategy Planning Study Report (appended as confidential) BE APPROVED.**

**2. AND FURTHER THAT the Foundation sub-committee established at meeting # FDN-BOD-04-22 on November 3, 2022 WORK with staff to finalize and launch the Campaign Implementation Plan in 2023.**

9.4 Appointment to the NPCF Board of Directors

**Recommended:**

**THAT with conclusion of the term for the Board of Directors of the NPCA, Board Member Donna Cridland BE REAPPOINTED to the NPCF Board of Directors as a citizen member effective January 1, 2023.**

9.5 2023 NPCF Board of Directors Meeting Schedule

Pg. 9

**Recommended:**

**THAT the meetings of the NPCF Board of Directors in 2023 BE SET for:  
Thursday, February 2, 2023;  
Thursday, April 6, 2023;  
Thursday, July 6, 2023; and  
Thursday, November 2, 2023.**

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10. ITEMS FOR INFORMATION

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11. NEW BUSINESS

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12. CLOSED SESSION

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13. ADJOURNMENT

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**Recommended:**

1. THAT the FND-BOD-05-22 meeting held December 19, 2022, BE ADJOURNED at x p.m..
2. AND FURTHER THAT the Board RECONVENE at the Chair's call.



— NIAGARA PENINSULA —  
CONSERVATION FOUNDATION

## **BOARD OF DIRECTORS MEETING**

**FND-BOD-04-22**

**November 3, 2022**

**11:00 a.m. to 12:30 p.m.**

**Video Meeting**

**DRAFT MINUTES**

Chair Insinna called the meeting to order at 11:00 a.m. and recognized both Board members and NPCA staff present.

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### **ATTENDANCE**

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#### **BOARD OF DIRECTORS**

Tom Insinna, Chair

Mike Balsom, Director

Donna Cridland, Treasurer

Barbara Greenwood, Vice-Chair

Diana Huson, Director

Rob Foster, NPCA Chair

#### **NPCA**

Adam Christie, Director, Land Operations

Lise Gagnon, Director, Corporate Services, NPCF Assistant Treasurer

Rebecca Hull, Manager, Strategic Business Planning and Public Relations, NPCF Assistant Secretary

Renee Bisson, Program Manager, Grant Centre & Fund Development

Eric Baldin, Manager, Land Planning

Leilani Lee-Yates, Director, Watershed Management

Alicia Powell, Manager, Conservation Area Services

Gina Shaule, NPCA Administrative Assistant

Chandra Sharma, CAO

#### **OTHERS PRESENT**

John Armstrong, Armstrong Strategy Group

Don Stewart, Armstrong Strategy Group

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## 1. ADOPTION OF AGENDA

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- 1.1 Addition of items
- 1.2 Change in order of items
- 1.3 Motion to approve agenda

**Resolution No. BOD-34-22:**

**Moved by: D. Cridland**

**Seconded by: M. Balsom**

**THAT the agenda for the NPCF Board of Directors' Meeting FDN-BOD-04-22 held November 3, 2022, BE APPROVED.**

**CARRIED**

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## 2. DECLARATION OF CONFLICT OF INTEREST

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There are no declarations of conflict of interest during this meeting.

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## 3. APPROVAL OF FOUNDATION MINUTES

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- 3.1 Approval of the NPCF Board of Directors Meeting's minutes dated July 7, 2022.

**Resolution No. BOD-35-22:**

**Moved by: D. Huson**

**Seconded by: D. Cridland**

**THAT the minutes of the NPCF Board of Directors' Meeting FDN-BOD-03-22 held July 7, 2022, BE APPROVED.**

**CARRIED**

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## 4. COMMENTS FROM THE CHAIR

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- The Chair thanked all staff who ran and participated in the Thanksgiving Festival
- He asked Directors to recommend more Foundation members for appointment to the Board (by at least two members)
- He noted that he would attend the NPCA Full Authority meeting in December to provide an NPCF presentation.

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## 5. COMMENTS FROM NPCA CHIEF ADMINISTRATIVE OFFICER

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- Requested that Directors continue their involvement in the Foundation needs sentence form
- Exciting times to come with the upcoming implementation of the fundraising strategy

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## 6. CORRESPONDENCE

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There is no correspondence to be considered during this Meeting.

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## 7. DEPUTATIONS AND PRESENTATIONS

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- 7.1 Fundraising Strategy presentation by Armstrong Strategy Group (*For Approval – To be circulated under separate cover*).

**Resolution No. BOD-36-22:**

**Moved by: D. Cridland**

**Seconded by: D. Huson**

**THAT the progress report presentation for the NPCF fundraising strategy BE RECEIVED.**

**FURTHER THAT the Foundation Board of Directors APPROVES the short-term recommendations and next steps below:**

- a) A sub-committee of the Foundation Board BE ESTABLISHED to work with staff and the consultant through November 2022-January 2023 to finalize the Case for Support, Fundraising Strategy, and Campaign Plan.**

**CARRIED**

Subcommittee volunteers to meet regularly with NPCA (one meeting in December, every two weeks in January/February): D. Cridland, R. Foster, D. Huson, T. Insinna, M. Balsom.

**Resolution No. BOD-38-22:**

**Moved by: D. Cridland**

**Seconded by: M. Balsom**

- b) THAT progress on Fundraising Strategy and proposed launch of a fundraising campaign in 2023 BE PRESENTED to the NPCA Board by the NPCF Chair at their December 16, 2022, NPCA Board update presentation.**

**CARRIED**

**Resolution No. BOD-39-22:**

**Moved by: D. Cridland**

**Seconded by: M. Balsom**

- c) THAT in advance of the Full Capital Campaign Launch in 2023, an annual giving Holiday appeal letter BE SENT in December 2022, including some of the ongoing priorities such as land securement and restoration.**

**CARRIED**

**Resolution No. BOD-40-22:**

**Moved by: B. Greenwood**

**Seconded by: M. Balsom**

- d) THAT The Final Fundraising Strategy and associated Campaign Plan BE BROUGHT back to the next meeting of the NPCF in February 2023 for the approval of the Campaign Implementation Plan.**

- 7.2 Land Securement Strategy presentation by Eric Baldin, NPCA, Manager, Land Planning.

**Resolution No. BOD-41-22:**

**Moved by: B. Greenwood**

**Seconded by: M. Balsom**

**THAT the presentation by Eric Baldin, NPCA, Manager, Land Planning (RE: Land Securement Strategy 2022-2023), BE RECEIVED.**

**FURTHER THAT the Foundation Board of Directors ACKNOWLEDGES the staff's preliminary recommendations for NPCF Capital and Annual Giving Campaigns.**

CARRIED

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## 8. ITEMS FOR INFORMATION

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- 8.1 Lise Gagnon, NPCA Director, Corporate Services, provided a verbal report regarding the interim financial report.

**Resolution No. BOD-42-22:**

**Moved by: D. Cridland**

**Seconded by: D. Huson**

**THAT the verbal update on NPCF finances provided by NPCA Director, Corporate Services, Lise Gagnon, BE RECEIVED.**

**FURTHER THAT an electronic copy of the interim financial report BE CIRCULATED to the Board of Directors following the November 3 meeting.**

CARRIED

**Resolution No. BOD-43-22:**

**Moved by: M. Balsom**

**Seconded by: D. Huson**

**THAT the 2022 Budget BE APPROVED by the Board of Directors.**

CARRIED

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## 9. DISCUSSION ITEMS

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- 9.1 Alicia Powell, Manager of Conservation Areas Programs and Services, provided a verbal report to the Board of Directors debrief on the Thanksgiving Festival.

- 9.2 Alicia Powell, Manager of Conservation Areas Programs and Services, provided a verbal report to the Board of Directors relating to the Holiday Trail.

**Resolution No. BOD-44-22:**

**Moved by: D. Cridland**

**Seconded by: M. Balsom**

**THAT the verbal update on the Thanksgiving Festival and Holiday Trail provided by Alicia Powell, Manager of Conservation Areas Programs, BE RECEIVED.**

**FURTHER THAT the Foundation Board Members CONSIDERS appropriate mechanisms for NPCF’s involvement during the Holiday Trail.**

**CARRIED**

- 9.3 Rebecca Hull, Manager of Strategic Business Planning, discussed creating a holiday giving campaign.

**Resolution No. BOD-45-22:**

**Moved by: D. Cridland**

**Seconded by: B. Greenwood**

**THAT the verbal update about creating a holiday giving campaign by Rebecca Hull, Manager of Strategy Business Planning, BE RECEIVED.**

**FURTHER THAT the Foundation Board of Directors APPROVES running a “green holiday” giving campaign for the month of December.**

**CARRIED**

- 9.4 Rebecca Hull, Manager of Strategic Business Planning, discussed the development of the draft workplan for 2023 with input from the Board of Directors.

**Resolution No. BOD-46-22:**

**Moved by: D. Cridland**

**Seconded by: D. Huson**

**THAT the verbal update about the draft 2023 workplan by Rebecca Hull, Manager of Strategy Business Planning, BE RECEIVED.**

**THAT the NPCA staff DEVELOP a workplan for 2023 by December 16 for circulation to the Board of Directors and implementation.**

**FURTHER THAT the Foundation Board of Directors ESTABLISHES the following 2023 meeting schedule being Thursdays on the second week of the month in February, April, July, and November.**

**CARRIED**

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## 10. NEW BUSINESS

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None.

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## 11. CLOSED SESSION

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None.



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## 12. ADJOURNMENT

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**Resolution No. BOD-47-22:**

**Moved by: D. Huson**

**Seconded by: B. Greenwood**

**THAT the FND-BOD-04-22 meeting held November 3, 2022, BE ADJOURNED at 1:10 p.m.**

**AND FURTHER THAT the Board RECONVENE at the Chair's call.**

**CARRIED**

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**Report To: Board of Directors**

**Subject: Contract Award – KPMG LLP – External Audit Services**

**Date: December 19, 2022**

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**Recommendation:**

1. **THAT** Report “Contract Award – KPMG LLP – External Financial Audit Services” **BE RECEIVED**.
2. **THAT** the Board **APPROVES** the NPCF External Financial Audit Services contract award to KPMG LLP for an annual upset limit of \$10,000 (plus non-recoverable HST) with an annual price escalation of 2.0% for a 3-year term (2022-2024) with two (2) one-year extensions.
3. **THAT** staff **BE AUTHORIZED** to execute all necessary documents as appropriate.

**Purpose:**

The purpose of this report is to request Board of Director’s approval for a contract award for External Audit Services for an annual upset limit of \$10,000 (plus non-recoverable HST) to KPMG LLP with an annual price escalation of 2.0% for a 3-year term (2022 to 2024) with two (2) one-year extensions. This approval is required to comply with provisions in both the NPCA Procurement and Delegation of Authority Policies.

**Background:**

Historically, NPCF’s external audits and financial statements were completed by Root Bissonnette Walker from 2017 to 2021, and Grant Thornton from 2012 to 2016.

On September 9<sup>th</sup>, 2022, NPCA issued a competitive procurement RFP No. NPCA-2022-018 entitled External Audit Services, for both the NPCA and NPCF, hoping to realize economies for both organizations. The RFP closed on October 7<sup>th</sup>, 2022, and 1 compliant bid was received and evaluated in accordance with the provisions of the RFP. KPMG LLP was the successful proponent.

**Discussion:**

The maximum cost of external audit services for the three-year base period is \$30,475 (plus non-recoverable HST) with a cumulative annual price escalation of 2.0% (2022 to 2024).

A maximum upset limit has been provided, however pricing has been structured to allow for reductions in annual cost should NPCF select to complete draft financial statements and annual information returns (T3010) internally.

KPMG LLP has been NPCA’s provider of external audit services since 2017, is based in the Niagara Region, and has provided satisfactory service in the last 5 years.

**Financial Implications:**

The operating impact of the contract award for 2022 partially included in the approved Operating Budget; a residual balance will need to be absorbed through cost savings from other budget line items. Provisions for future years will be included in Operating Budgets for 2023 and 2024. If available extension periods are exercised, a budget provision will be included in each fiscal year operating budgets.

**Authored by:**

*Original Signed by:*

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Eric Gervais, CSCMP  
NPCA Procurement Specialist, Corporate Services

**Reviewed by:**

*Original Signed by:*

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Lise Gagnon, CPA, CGA  
NPCF, Assistant Treasurer  
NPCA, Director, Corporate Services

**Submitted by:**

*Original Signed by:*

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

January						
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### 2023 Holidays for Canada

- Jan 1 New Year's Day
- Feb 2 Groundhog Day
- Feb 14 Valentine's Day
- Mar 13-17 March Break
- March 17- St. Patricks day
- Apr 7 Good Friday
- Apr 9 Easter Sunday

- May 14 Mother's Day
- May 22 Victoria Day
- Jun 18 Father's Day
- Jul 1 Canada Day
- Aug 7 Civic Holiday
- Sep 4 Labour Day

- Sep 30 National Day for Truth and Reconciliation
- Oct 9 Thanksgiving
- Oct 31 Halloween
- Nov 11 Remembrance Day
- Dec 25 Christmas Day
- Dec 26 Boxing Day