



— NIAGARA PENINSULA —
CONSERVATION FOUNDATION

**BOARD OF DIRECTORS MEETING
FND–BOD-07-21
November 25, 2021
10:00 a.m. to 11:30 a.m.
Ball's Falls Centre for Conservation**

MINUTES

Chair Insinna called the meeting to order at 10:14 a.m. and welcomed everyone to the first hybrid in-person/virtual meeting of the Foundation since the pandemic began. The Chair provided an indigenous acknowledgement and recognized both Board Members and NPCA staff present.

“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

Board of Directors:

Donna Cridland (virtual)
Mickey DiFruscio (virtual)
Robert Foster, Treasurer
Tom Insinna, Chair
Gayle Wood, Vice Chair/Secretary

REGRETS

Mike Balsom

NPCA

Brenda Johnson, Chair
Chandra Sharma, CAO/Secretary-Treasurer
Lise Gagnon, Director, Corporate Services, NPCF Assistant Treasurer
Adam Christie, Director, Land Operations
Rebecca Hull, Manager Strategic Business Planning and Public Relations
Gina Shaule, NPCA Administrative Assistant

1. ADOPTION OF AGENDA

- 1.1 Addition of Items
- 1.2 Change in Order of Items
- 1.3 Motion to approve Agenda

Resolution No. FND-BOD-60-21

Moved by: D. Cridland
Seconded by: M. DiFruscio

That the Revised Agenda for the NPCF Board of Directors' Meeting FND-BOD-07-21 held November 25, 2021 be approved as printed.

CARRIED

2. DECLARATION OF CONFLICT OF INTEREST

No conflicts of interest were declared.

3. APPROVAL OF FOUNDATION MINUTES

- 3.1 Minutes of the NPCF Board of Directors Meeting dated October 14, 2021

Resolution No. FND-BOD-61-21:

Moved by: R. Foster
Seconded by: D. Cridland

That the minutes of the NPCF Board of Directors' Meeting FND-BOD-06-21 held October 14, 2021 be approved as printed.

CARRIED

4. COMMENTS FROM THE CHAIR

Foundation Chair Insinna had the opportunity to attend a cheque presentation at Binbrook Conservation area, when Chair Johnson donated part of her honorarium to the Glenbrook Conservation Club.

The Chair thanked Gayle Wood for her three-year service to the Foundation.

Further the Chair wished all well for a happy holiday season.

5. COMMENTS FROM THE NPCA CHIEF ADMINISTRATIVE OFFICER

The Chief Administrative Officer/Secretary, Chandra Sharma requested to provide her updates and her presentation on the Authority's approved Strategic Plan under agenda item 9.1.

6. CORRESPONDENCE

6.1 Correspondence from Niagara Collage

Attached to the agenda is correspondence from Niagara College, dated August 2021, thanking the Foundation for their educational scholarship contributions and including a Financial Summary.

Resolution No. FND-BOD-62-21:

Moved by: G. Wood
Seconded by: R. Foster

That the correspondence from Niagara College dated August 2021 regarding the Foundation's educational scholarship funds be received.

CARRIED

7. DEPUTATIONS AND PRESENTATIONS

Adam Christie, NPCA Director, Land Operations provided a presentation regarding a request to utilize Nevada funding for conservation area signage. Priority focus for conservation areas will be Louth, Stevensville, Cave Springs, and Wainfleet Wetlands. Mr. Christie was requested to provide a copy of the presentation to be attached to the minutes.

Chair Johnson requested that in addition to the Foundation logo, the sign include a link to donating to the Foundation. Member Foster requested that staff investigating using QR codes in this regard.

Resolution No. FND-BOD-63-21:

Moved by: G. Wood
Seconded by: M. DiFruscio

That the NPCA presentation regarding proposed funding for conservation areas signage be received; and

Further that the Niagara Peninsula Conservation Foundation approve the transfer of \$68,567. plus accrued interest of Nevada funding to the Niagara Peninsula Conservation Authority for the installation of conservation area signage, taxes and

contingency over 2022 and 2023; and

Further that NPCA staff provide an annual completion report to the Foundation in November 2022 and November 2023 regarding the signage; and

Further that the Foundation's logo be included on the conservation area signage, including information on donating to the Foundation.

CARRIED

8. COMMITTEE UPDATES

8.1 The Gallery at Ball's Falls Centre for Conservation Capital Campaign

Gallery Capital Campaign Chair, Rob Foster indicated that he will meet with Adam Christie in December regarding the Capital Campaign for The Gallery Project at Ball's Falls Centre for Conservation. Chair Foster advised that he has also pursued both funding for the Gallery Project as well as new members for the Capital Campaign Committee. Further, he advised that Bench Brewery will be pleased host a fundraising event for the campaign.

9. ITEMS FOR APPROVAL

9.1 NPCA Strategic Plan

NPCA CAO Sharma provided a presentation on the Authority's new Strategic Plan. The Foundation Board congratulated CAO Sharma, her team, and the Authority Board on the approval of their excellent Strategic Plan.

Resolution No. FND-BOD-64-21:

Moved by: M. DiFruscio
Seconded by: R. Foster

That the NPCF receive the Niagara Peninsula Conservation Authority's Strategic Plan 2021-2031; and

FURTHER that the NPCF consider the 10-year priorities within the Strategic Plan for future fundraising initiatives.

CARRIED

9.2 Draft Interim Fundraising Plan

Vice Chair Wood and CAO Sharma reviewed a Draft Interim Fundraising Plan for 2022 for discussion and input from the Board of Directors. CAO Sharma presented the concept of hiring a fundraising professional to assist the Foundation.

Resolution No. FND-BOD-65-21:

Moved by: R. Foster
Seconded by: D. Cridland

THAT the Draft Interim Fundraising Strategy be received and accepted, and

FURTHER that a proposal be brought back to the Board at the first meeting in 2022 for a formal long term fundraising strategy engaging fundraising professionals in Niagara.

CARRIED

10. ITEMS FOR INFORMATION

10.1 Foundation Financial Reporting

NPCA Director, Corporate Services/Foundation Assistant Treasurer, Lise Gagnon provided an update on the **2021 Budget, Year to Date as well as a Statement of Operations and Fund Balances, October 2021** to the Board of Directors relating to the finances. The two documents are attached to the minutes.

Resolution No. FND-BOD-66-21:

Moved by: R. Foster
Seconded by: M. DiFruscio

That the financial update provided by NPCA Director, Corporate Services/Foundation Assistant Treasurer, Lise Gagnon, be received for information.

CARRIED

11. NEW BUSINESS

11.1 Agenda and Minutes Electronic Management System for 2022

CAO Sharma provided an update on the Authority's electronic management system for agendas and minutes to be implemented in 2022.

11.2 Timelines for the NPCF Annual Report and Audit

CAO Sharma updated the Board regarding the timelines to draft the Foundation's 2021 Annual Report and commence the 2021 Audit with the Foundation's Auditors.

11.3 Election of Officers

With the departure of Gayle Wood from the Board of Directors, NPCA CAO Sharma conducted an election for the positions of Vice Chair and Secretary effective December 3, 2021 to the

Annual Meeting in 2022. The appointment of an Assistant Secretary will also be made. Member Foster recommended that Secretary and Treasurer roles be merged, and that Member Cridland be appointed Vice Chair.

11.4 Partnership with Brock University

Member Foster raised the issue of the Town of Lincoln working with Brock University and suggested that the Foundation investigate a partnership. CAO Sharma responded that the Authority is working on this.

Gayle will send templates to Rob. Chair Insinna presented Gayle with a token of thanks.

Resolution No. FND-BOD-67-21:

Moved by: R. Foster

Seconder by: G. Wood

**That Member Cridland be appointed as Vice Chair until the 2022 Annual Meeting.
CARRIED**

Resolution No. FND-BOD-68-21d

Moved by: G. Wood

Seconder by: D. Cridland

**That Member Foster be appointed as Secretary-Treasurer until the 2022 Annual Meeting.
CARRIED**

Resolution No: FND:BOD-66-21

Moved by: M. DiFruscio

Seconded by: R. Foster

**That Rebecca Hull be appointed as Assistant Secretary to the NPCF.
CARRIED**

12. CLOSED SESSION

There are no Closed Session items identified for the agenda.

13. ADJOURNMENT

Resolution No. FND-BOD-67-21:

Moved by: G. Wood

That Foundation Meeting FND-BOD-07-21 held November 25, 2021 be adjourned at 11:46 a.m.; and

Further that the Board reconvene at the call of the Chair.



Tom Insinna
Chair



D. Gayle Wood
Vice Chair/Secretary