



— NIAGARA PENINSULA —
CONSERVATION FOUNDATION

BOARD OF DIRECTORS MEETING

FND–BOD-02-21

April 8, 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 Board of Director's Meeting of the Niagara Peninsula Conservation Foundation to order at 10:21 a.m. and read the 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 introduced the Board of Directors, Guests and Foundation and Authority staff.

Board of Directors:

Donna Cridland
Mickey DiFruscio
Robert Foster
Tom Insinna
Mary Sergenese
Gayle Wood

NPCA/NPCF Staff

Chandra Sharma, NPCA Chief Administrative Officer/Secretary Treasurer
Lise Gagnon, NPCA Director, Corporate Services, NPCF Assistant Treasurer

Andrea Crosby-DiCenso, NPCF Executive Coordinator
Adam Christie, NPCA Director, Land and Operations

GUEST

Brenda Johnson, NPCA Chair

1. ADOPTION OF AGENDA

The Chair requested that Item 8.3 be moved to the Closed Session.

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

Moved by: Member Sergenese
Seconded by: Member Cridland

Resolution No. BOD-13-21

That the Agenda for the NPCF Board of Directors' Meeting held April 8, 2021 be approved as amended to consider agenda Item 8.3 in Closed Session.

CARRIED

2. DECLARATION OF CONFLICT OF INTEREST

There were no declarations of interest at the meeting.

3. APPROVAL OF FOUNDATION MINUTES

- 3.1 Minutes of the NPCF Board of Directors Meeting dated February 11, 2021

Moved by: Member Foster
Seconded by: Member Wood

Resolution No. BOD-14-21

That the minutes of the NPCF Board of Directors meeting held February 11, 2021 be approved as printed.

CARRIED

4. COMMENTS FROM THE CHAIR

Chair Insinna reflected on the Foundation's 2020 success and looked forward to the recruitment of new

Board members in 2021. He was impressed that the Foundation Board and staff had addressed a number of strategic actions as outlined in the Foundation's Strategic Plan. He thanked both Board Members and staff for their time and energy in 2020. Now is the time to focus on fundraising.

5. COMMENTS FROM THE NPCA'S CHIEF ADMINISTRATIVE OFFICER / SECRETARY-TREASURER

NPCA's Chief Administrative Officer/Secretary-Treasurer, Chandra Sharma, reflected that the Authority had an excellent year despite COVID challenges. She reiterated that the success of the Foundation and the Authority are linked together. CAO Sharma presented slides on the Authority's 2020 accomplishments.

6. CORRESPONDENCE

There was no correspondence to consider at this meeting.

7. DEPUTATIONS AND PRESENTATIONS

There were no depositions or presentations scheduled for this meeting.

8. ITEMS FOR APPROVAL

8.1 The Gallery at Ball's Falls Centre for Conservation – Case for Support and Case Statement

The Foundation's Executive Director reviewed the ***Case for Support and Case Statement for The Gallery Project at Ball's Falls Centre for Conservation.***

The Gallery Project will occur in three Phases. ***Phase I – Design*** - is fully funded and will be completed in May 2021. ***Phase II – Build – (Exhibits)*** - is partially funded and requires a Foundation Capital Campaign from May to December 2021 for around \$35,000. ***Phase III – Waterscape Feature*** - is scheduled as a Capital Campaign for 2022.

Member DiFruscio indicated that he would donate \$100.00 to the 2021 Campaign for The Gallery.

Moved by: Member Foster
Seconded by: Member Sergenese

Resolution No. BOD-15-21

That the Board of Directors approve The Gallery Project Case for Support and Case Statement and initiate a \$35,000 fundraising campaign for 2021; and

Further That the Project Team develop a workplan for the 2021 Capital Campaign by April 30th for circulation to the Board of Directors and implementation.

CARRIED

8.2 Grant Management Strategy

The Foundation's Executive Director outlined the Grant Management Strategy for the Board's consideration.

**Moved by: Member Wood
Seconded by: Member Cridland**

Resolution No. BOD-16-21

That the Board of Directors approve the Grant Management Strategy dated April 8, 2021.

CARRIED

8.3 Greater Toronto Area Conservation Foundation Review

Agenda item 8.3 was considered under Agenda Item 11 – Closed Session.

9. BUSINESS FOR INFORMATION

9.1 First Quarter Financial Report

Lise Gagnon, NPCA Director, Corporate Services and Foundation Assistant Treasurer advised that the Q1 Financial Report will be distributed in April.

9.2 Executive Coordinator's First Quarter Report and Website Tour

The Executive Coordinator overviewed her First Quarter Report and provided a tour of the updated Foundation website.

**Moved by: Member Sergenese
Seconded by: Member Foster**

Resolution No. BOD-17-21

That the Executive Coordinator's First Quarter Report for 2021 be received.

CARRIED

9.3 Board Member Handbook

The Executive Coordinator overviewed the Board Member Handbook. It was suggested that the wording be changed to reflect "programs in the past."

**Moved by: Member Cridland
Seconded by: Member Sergenese**

Resolution No. BOD-18-21

That the Board Member Handbook be received for information, wording revised to reflect past programs and posted on the Foundation's website.

CARRIED

10. NEW BUSINESS

There was no new business addressed at the meeting.

11. CLOSED SESSION

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

Resolution No. BOD-19-21

That the NPCF Board move into Closed Session at 11:30 a.m. for the purpose of:

11.1 Considering matters regarding identifiable individuals.

CARRIED

**Moved by Member Foster
Seconded by Member Sergenese**

Resolution No. BOD-20-21

That the Board of Directors reconvene in Open Session at 12:30 p.m. and report progress.

As discussed in Closed Session, the Chair will work with the Authority to develop an updated Memorandum of Understanding for Board approval by October 2021 which will address the recommendations outlined in the Report on GTA Conservation Foundations.

Further a Special Meeting will be held at the Call of the Chair in May to discuss Board recruitment.

12. ADJOURNMENT

As the Board adjourned, the Chair thanked the Board for their confidence to elect him as 2021 Chair and thanked the Authority Board and Authority and Foundation staff.

Moved by: Member Sergenese

Resolution No. BOD-21-21

That the FND-BOD-02-21 meeting be adjourned at 12:40 p.m.; and

Further that the Board reconvene at the call of the Chair in May for a Special Meeting to consider Board recruitment.



**Tom Insinna
Chair**



**D. Gayle Wood
Vice Chair/Secretary**