



— NIAGARA PENINSULA —  
CONSERVATION FOUNDATION

**BOARD OF DIRECTORS MEETING  
FND–BOD-06-21  
October 14, 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 meeting to order at 10:01a.m. and provided the following indigenous acknowledgment. The Chair also indicated that he will be receiving the indigenous acknowledgment statement used by Niagara Region for future reference.

***“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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**ROLL CALL**

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The Chair outlined that the meeting had a quorum and welcomed the Board Members and NPCA staff. NPCA CAO, Chandra Sharma, introduced Rebecca Hull as the new Manager, Strategic Business Planning and Public Relations, who will be devoting 30% of her time to the Foundation. Ms. Hull introduced herself and her background experience.

**Board of Directors:**

Mike Balsom, Member  
Donna Cridland, Member  
Mickey DiFruscio, Member  
Tom Insinna, Chair  
Gayle Wood, Vice Chair/Secretary

**Regrets:**

Robert Foster, Treasurer

## NPCA Staff

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

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### 1.1 Addition of Items

Member Wood requested an additional item be considered under “New Business” on the Ontario Not for Profit Corporations Act (ONFPCA).

### 1.2 Change in Order of Items

### 1.3 Motion to approve Agenda

**Resolution No.      BOD-52-21**  
**Moved by:            Mike Balsom**  
**Seconded by:        Gayle Wood**

**That the Agenda for the NPCF Board of Directors’ Meeting held October 14, 2021 be approved, as amended to include an item under New Business on the ONFPCA.**

**CARRIED**

## 2. DECLARATION OF CONFLICT OF INTEREST

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There were no declarations of interest at the meeting.

## 3. APPROVAL OF FOUNDATION MINUTES

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### 3.1 Minutes of the NPCF Board of Directors Meeting dated August 12, 2021

### 3.2 Closed Session Minutes of the Board of Directors Meeting dated August 12, 2021

**Resolution No:      BOD-53-21**  
**Moved by:            Mickey DiFruscio**  
**Seconded by:        Donna Cridland**

**That the minutes of the NPCF Board of Directors meeting held August 12, 2021 be approved as printed.**

**CARRIED**

**Resolution No.:** BOD-54-21  
**Moved by:** Gayle Wood  
**Seconded by:** Mike Balsom

**That the minutes of the NPCF Board of Directors Closed Session meeting held August 12, 2021 be approved as printed.**

**CARRIED**

#### **4. COMMENTS FROM THE CHAIR**

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The Foundation Chair noted that he will be providing the Niagara Peninsula Conservation Authority's Board of Directors with his annual presentation at their Board of Directors' meeting on October 15, 2021.

The Chair advised of the need for new recruits to the Board of Directors and that he was currently having discussions with potential members. He asked Board Members to consider providing recommendations regarding new members.

Chair Insinna thanked the NPCA staff and Member Wood for their assistance during the transition of the Foundation since the departure of the Executive Coordinator.

#### **5. COMMENTS FROM THE NPCA CHIEF ADMINISTRATIVE OFFICER**

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Chief Administrative Officer/Secretary-Treasurer, Chandra Sharma thanked the Foundation Board for their continued partnership with the Conservation Authority.

CAO Sharma advised that the NPCA's new Strategic Plan will be presented to her Board on October 15, 2021 and that would like to present the final document to the Foundation Board at their December 9, 2021 meeting.

The CAO advised that the NPCA Director, Corporate Services and Foundation Assistant Treasurer, Lise Gagnon, is developing a new Budget Information System which she recommended should be applied to the Foundation.

CAO Sharma further advised that the Authority is introducing a new Records Management System to move corporate files into a digital format. Foundation files will also be incorporated into this system. Member Wood thanked CAO Sharma and advised that the Foundation spent the last two years updating their files which should be in good shape to be incorporated into the new Authority system.

#### **6. CORRESPONDENCE**

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##### **6.1 Letter from the Office of Niagara Regional Chair Bradley**

Chair Insinna advised that a letter was received from Ms. Bridget Nuttall, Executive Assistant to Regional Chair Jim Bradley, advising that the NPCF was selected as a recipient of proceeds, in the amount of \$10,000, from the 2021 Regional Chair's Charity

Golf Tournament.

Chair Insinna has provided Regional Chair Bradley with a letter thanking him and the Region for selecting the NPCF as a charity of choice to receive proceeds from the 2021 Charity Golf Tournament.

**Resolution No.:** BOD-55-21  
**Moved by:** Donna Cridland  
**Seconded by:** Mike Balsom

**That the \$10,000 received from the Niagara Region's Charity Golf Tournament be directed to the Foundation's Capital Campaign for The Gallery Project at Ball's Falls Centre for Conservation.**

**CARRIED**

## **7. DEPUTATIONS AND PRESENTATIONS**

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There were no deputations or presentations scheduled for this meeting.

## **8. COMMITTEE PRESENTATIONS**

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

In the absence of Campaign Co-Chair, Rob Foster Chair Insinna advised that Board that just shy of \$42,000 has been raised in 2021 toward the \$60,000 target for Phase 2 of the Capital Campaign for The Gallery Project at Ball's Falls Centre for Conservation.

**Resolution No.:** BOD-56-21  
**Moved by:** Mickey DiFruscio  
**Seconded by:** Donna Cridland

**That the Board receive the verbal update from Chair Insinna on behalf of Campaign Chair, Rob Foster, regarding the Gallery Campaign at Ball's Falls Centre for Conservation.**

**CARRIED**

The Board of Directors agreed that Chair Insinna will provide Gallery Campaign Chair Foster with a copy of Resolution No. BOD-55-21 and request him to host another Campaign Committee Meeting in October to address how the additional \$18,000 of the 2021 campaign will be raised. The Chair will request Campaign Chair Foster to reach out to the Auditors for a donation as well as request NPCA staff to launch a media campaign, Member Cridland volunteered to be on the Capital Campaign Committee.

## **9. ITEMS FOR APPROVAL**

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There were no items requiring approval on the agenda.

## 10. ITEMS FOR INFORMATION

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### 10.1 Foundation Financial Reporting

NPCA Director, Corporate Services, and Assistant Foundation Treasurer, Lise Gagnon provided a verbal report to the Board of Directors relating to the finances. Ms. Gagnon outlined that she provides two reports to the Foundation on a quarterly basis – a fund balance report and an operational position vis a vis the approved budget.

Board Members asked several questions of clarification. Chair Insinna indicated that he would call the three Education Bursary receipts that still need to forward information to the Foundation.

It was noted that a report to request Nevada funding will be presented to the Board at their December 9, 2021 meeting.

**Resolution No.:** BOD-57-21  
**Moved by:** Mike Balsom  
**Seconded by:** Donna Cridland

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

**CARRIED**

### 10.2 NPCF Transition – Status of NPCF Activities

The Vice Chair reviewed a Briefing Note appended to the agenda regarding the status of Foundation activities, programs, and projects in light of the departure of the Executive Coordinator.

**Resolution No.:** BOD-58-21  
**Moved by:** Gayle Wood  
**Seconded by:** Donna Cridland

**That the Briefing Note to Chair Insinna and CAO Sharma dated September 26, 2021, regarding the status of Foundation activities, programs and projects be received.**

**CARRIED**

## 11. ITEMS FOR DISCUSSION

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### 11.1 Greater Toronto Area (GTA) Conservation Foundation Review

The Vice Chair reviewed the report on the GTA Conservation Foundations which was originally considered in February 2021. Members discussed the merits of the report and the Board agreed that Chair Insinna should meet with NPCA Chair Johnson and CAO Sharma to discuss how to move consideration of this report forward.

## 12. NEW BUSINESS

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Vice Chair Wood advised the Board that the Ontario Not for Profit Corporations Act will be proclaimed on October 19, 2021 and the Foundation will have three years to bring itself into alignment with the Act. Vice Chair Wood indicated that Bylaw #8 for the Foundation moved the organization into alignment with the Act but should be reviewed again in the future.

## 13. CLOSED SESSION

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There are no Closed Session items identified for the agenda.

## 14. ADJOURNMENT

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**Resolution No.:** BOD-59-21  
**Moved by:** Mickey DiFruscio

**That the FND-BOD-06-21 meeting be adjourned at 11:53 a.m.; and**

**Further that the Board reconvene at 10:00 a.m. on December 9, 2021 or at the call of the Chair.**



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**Tom Insinna, Chair**



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