

RIDEAU VALLEY CONSERVATION AUTHORITY
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APPROVED MINUTES

Board of Directors **1/17** **January 26, 2017**

Present:	Anne Barr	Pat Barr
	Gerry Boyce	Judy Brown
	Brian Campbell	Barclay Cormack
	Joe Gallipeau	Erin Greco
	Ed Hand	Victor Heese
	Pieter Leenhouts	Dale McLenaghan
	Scott Moffatt	Sharon Mousseau
	Lyle Pederson	Ralph Pentland
	Ray Scissons	Tom Scott
Staff:	Ferdous Ahmed	Gary Boutilier
	Sommer Casgrain-Robertson	Scott Danford
	Terry Davidson	Ewan Hardie
	Glen McDonald	Michelle Paton
Guests:	Gail Brooks	Glenn Brooks
Regrets:	Jeff Banks	Vince Carroll
	Andy Jozefowicz	Gerald Schwinghamer

1.0 Agenda Review

Lyle Pederson called the meeting to order at 7:13 pm and reviewed the Agenda.

2.0 Adoption of Agenda

Motion 1-170126	Moved by:	Sharon Mousseau
	Seconded by:	Pat Barr

That the Board of Directors of the Rideau Valley Conservation Authority adopts the Agenda as circulated.

Motion Carried

3.0 Declaration of Interest

No declarations of interest were declared.

4.0 Approval of Minutes of November 24, 2016

Motion 2-170126 **Moved by:** Victor Heese
Seconded by: Erin Greco

That the Board of Directors of the Rideau Valley Conservation Authority approves the Minutes of the Board of Directors Meeting #8/16, November 27, 2016 as circulated.

Motion Carried

5.0 Business Arising from the Minutes

There was no Business Arising from the Minutes.

6.0 Amendment to Administrative Resolutions and Procedures for Board Meetings

Motion 3-170126 **Moved by:** Sharon Mousseau
Seconded by: Victor Heese

That the Board of Directors of the Rideau Valley Conservation Authority amend Sections 4.5 and 4.6 of their Administrative Resolutions and Procedures for Board Meetings to eliminate the five year tenure period for Vice-Chair of the Board.

Motion Carried

7.0 Annual General Meeting

a) Election of Chair and Vice-Chair

Lyle Pederson surrendered the Chair to Sommer Casgrain-Robertson, RVCA's General Manager. Ms. Casgrain-Robertson conducted the election for Chair of the Rideau Valley Conservation Authority Board of Directors for 2017.

Ed Hand nominated Lyle Pederson for Chair of the Rideau Valley Conservation Authority. Mr. Pederson agreed to let his name stand.

Ms. Casgrain-Robertson called for further nominations three times.

Motion 4-170126

Moved by:

Ray Scissons

Seconded by:

Pieter Leenhouts

That nominations for Chair be closed

Motion Carried

Lyle Pederson was declared Chair of the Rideau Valley Conservation Authority for 2017. Mr. Pederson accepted the role and reviewed some of the RVCA's successes in 2016 including the hiring of a new Finance Manager, drafting of a strategic plan, submission of EBR comments on the *Conservation Authorities Act* review and provincial wetland strategy. Mr. Pederson also expressed thanks to staff on behalf of the Board for their hard work and for bringing a variety of important issues before the Board for consideration.

Lyle Pederson conducted the election for Vice-Chair of the Rideau Valley Conservation Authority Board of Directors for 2017.

Sharon Mousseau nominated Ed Hand for Vice-Chair of the Rideau Valley Conservation Authority. Mr. Hand agreed to let his name stand.

Mr. Pederson called for further nominations three times.

Motion 5-170126

Moved by:

Barclay Cormack

Seconded by:

Erin Greco

That nominations for Chair be closed

Motion Carried

Ed Hand was declared Vice-Chair of the Rideau Valley Conservation Authority.

b) Appointment of Executive Committee

Motion 6-170126

Moved by:

Ralph Pentland

Seconded by:

Joe Gallipeau

That the Chair, Vice-Chair, Andy Jozefowicz, Sharon Mousseau and Ray Scissons be named to the RVCA Executive Committee for the year 2017.

c) Appointments to Conservation Ontario

Motion 7-170126 **Moved by:** Ray Scissons
Seconded by: Pat Barr

That the Chair be appointed as the RVCA's Conservation Ontario representative for 2017 and that the Vice-Chair and General Manager be appointed as alternates.

d) Appointment of Auditors

Motion 8-170126 **Moved by:** Pat Barr
Seconded by: Sharon Mousseau

That the firm of Allan and Partners be retained to provide auditing services to the RVCA for the year 2017;

That a Request for Proposals for audit services be conducted in 2017 and the results of the RFP process be presented to the Board for selection; and,

That the selected audit firm be engaged to audit the fiscal year ending December 31, 2018.

Carried

A member recommended that a written policy for reviewing audit services be drafted. Sommer Casgrain-Robertson agreed and advised that a significant amount of policy work would be brought to the Board in 2017. Another member further recommended that the RFP process be applied to all major suppliers.

e) Appointment of Legal Advisors

In response to questions from members, Sommer Casgrain-Robertson provided an overview of RVCA's history with Bell Baker, Bird Richard, and Wilson Law Partners. Lyle Pederson pointed out that with the increasing amount of litigation that conservation authorities are being faced with, it is important to have a high level of confidence in your legal counsel.

Motion 9-170126

Moved by:

Judy Brown

Seconded by:

Erin Greco

That the firm of Bell Baker, Barristers and Solicitors, be retained as legal advisors for the RVCA for the year 2017 and that the firm of Bird Richard be retained for employment issues and the firm of Wilson Law Partners be retained for land transfers; and furthermore that other legal counsel be retained as required.

Carried

f) Appointment of Land Appraisers

Sommer Casgrain-Robertson confirmed that land appraisers perform very specialized work and when the RVCA requires such services it is important that the firm have experience with the Ecological Gifts program which can be complicated.

Motion 10-170126

Moved by:

Tom Scott

Seconded by:

Pat Barr

That the firms of S. Rayners & Associates of Kingston and Rivington & Associates of, Perth be appointed as the land appraisers for the RVCA for the year 2017.

Carried

g) Borrowing By-Law

Lyle Pederson recommended that the motion authorizing the signing officers of the RVCA to borrow up to a maximum of \$750,000 be amended to address the issue of repayment.

Motion 11-170126

Moved by:

Joe Gallipeau

Seconded by:

Pieter Leenhouts

That the proposed motion be amended to read "*That, in 2017, the signing officers of the RVCA be authorized to borrow up to a maximum of \$750,000, which may be required for the purpose of the RVCA to implement its programs, until payment to the RVCA of any grants, levies or other revenues. If required, the loan will be repaid out of the 2017 operating budget.*"

Carried

Motion 12-170126

Moved by:

Joe Gallipeau

Seconded by:

Judy Brown

That Motion 11-170126 be approved as amended.

Carried

8.0 Proposed Revisions to 2017 Board Meeting Schedule

Sommer Casgrain-Robertson reviewed the results of the member survey on preferred Board meeting start times. Ms. Casgrain-Robertson also explained the need for a meeting in February.

Motion 13-170126 **Moved by:** Judy Brown
Seconded by: Ray Scissons

That the Board of Directors of the Rideau Valley Conservation Authority approve a 6:30 p.m. start time for all future Board of Directors meetings; and,

That the Board approve the addition of a meeting on Thursday, February 23, 2017.

Motion Carried

9.0 Public Open House and Regulation Limits Mapping for the Rideau River from Hog's Back to Rideau Falls, and for Otter and Hutton Creeks

The current process for approving new or revised regulation limit mapping was discussed by members. Staff were asked to bring a report back to the Board outlining the current process for further discussion.

Staff were asked to notify the real estate and insurance sectors of updated or new mapping in future.

Ferdous Ahmed, RVCA's Senior Water Resources Engineer, confirmed that Flood and Regulation Limits Mapping for the Rideau River from Hogs Back to Burritt's Rapids would be brought to the Board for approval within the next few months.

Motion 14-170126 **Moved by:** Joe Gallipeau
Seconded by: Barclay Cormack

That the Board of Directors of the Rideau Valley Conservation Authority receive this activity report.

Motion Carried

10.0 Strategic Plan Update

Sommer Casgrain-Robertson presented an update on the strategic plan and identified which priorities would be focused on in 2017. Following discussion by members, Staff were asked to bring a report back to the Board in February, along with the revised Strategic Plan, outlining the sequence in which priorities will be implemented over four years and a rationale.

11.0 Meetings

a) RVCA 50th Anniversary Celebration: November 30, 2016
The celebration was attended by approximately 80-100 guests. There was a nice cross-section of guests including City of Ottawa Mayor Jim Watson who visited the Rideau Valley Conservation Centre for the first time.

b) Conservation Ontario Council Meeting: December 5, 2016

Upcoming:

c) Mississippi-Rideau Source Protection Committee Meeting: Thursday, February 2, 2017 (Manotick)

d) RVCA Board of Directors Annual General Meeting: Thursday, February 23, 2017 (Manotick)

Sommer Casgrain-Robertson asked that Board members arrive at 5:30 pm to attend an orientation session on the Rideau Valley Conservation Foundation. A light dinner will follow at 6 pm with the meeting starting at 6:30 pm.

12.0 Member Inquiries

There were no Member inquiries.

13.0 New Business

Pieter Leenhouts advised that a special preview screening of Diana Beresford-Kroeger's documentary "Call of the Forest – The Forgotten Wisdom of Trees" would be presented at 2 pm on Saturday, January 28 at the Auditorium of the North Grenville Community Centre.

14.0 In-Camera Session

Staff were asked to leave the meeting.

Motion 15-170126

Moved by:

Sharon Mousseau

Seconded by:

Ed Hand

That the Board of Directors of the Rideau Valley Conservation Authority move in-camera to provide input into the General Manager's annual performance appraisal undertaken by the Chair.

Motion Carried

Motion 16-170126

Moved by:

Victor Heese

Seconded by:

Barclay Cormack

That the Board of Directors of the Rideau Valley Conservation Authority move out-of-camera.

Motion Carried

There was nothing to report from the in-camera session.

15.0 Adjournment

The Chair adjourned the meeting at 9:10 on a motion by Sharon Mousseau which was seconded by Pieter Leenhouts.

Lyle Pederson
Chair

Michelle Paton
Recording Secretary