



**NOTTAWASAGA VALLEY CONSERVATION AUTHORITY
BOARD OF DIRECTORS 57th ANNUAL GENERAL MEETING
AGENDA No. 01/17**

**Date: Friday January 27, 2017
Time: 10:00 a.m. to 11:00 a.m.**

Location: John L. Jose Learning Centre, Tiffin Conservation Area, Utopia, Ont.

UPCOMING EVENTS

(Visit our website for more information www.nvca.on.ca)

Nature Days for Homeschoolers
Friday, February 17 -- 10:00 a.m. - 3:00 p.m.
Tiffin Centre for Conservation, Utopia

Family Day - Free Admission!
Monday, February 20 -- 10:00 a.m. - 3:00 p.m.
Tiffin Centre for Conservation & other conservation areas

NVCA Board of Directors Meeting
Friday, February 24 -- 9:00 a.m. - 12:00 p.m.
Tiffin Centre for Conservation, Utopia

Save the Date:

Spring Tonic Maple Syrup Festival
Saturday, April 8 & Sunday, April 9 -- 9:00 a.m. - 3:00 p.m.
Tiffin Centre for Conservation, Utopia

NVCA Annual Tree Sale
Saturday, May 13 -- 8:00 a.m. - 12:00 p.m.
Tiffin Centre for Conservation, Utopia

CALL TO ORDER

D. Gayle Wood, Chief Administrative Officer will Chair the meeting until the elections are held.

Recommendation:

RESOLVED THAT: D. Gayle Wood, Chief Administrative Officer be appointed as Chair, Pro Tem until after the election of the 2017 Officers.

1. Declaration of pecuniary and conflict of interest**2. Motion to adopt agenda**

Recommendation:

RESOLVED THAT: the Agenda for Board of Directors 57th Annual General Meeting #01/17 dated January 27, 2017 be adopted.

3. Election of NVCA Officers**Election procedures**

D. Gayle Wood, Chief Administrative Officer will review the election procedures with the Board Members. (Election procedures attached)

4. Appointment of Scrutineers

Recommendation:

RESOLVED THAT: _____ and _____ be appointed as Scrutineers for the duration of the NVCA 2017 elections; and

FURTHER THAT: ballots be destroyed after the election process.

5. Election of Board of Directors Chair, 1st Vice-Chair and 2nd Vice-Chair

- a) Conduct Election of Chair
Nominations for the Position of Chair
- b) Conduct Election of 1st Vice-Chair
Nominations for the Position of 1st Vice-Chair
- c) Conduct Election of 2nd Vice-Chair
Nominations for the Position of 2nd Vice-Chair (if no Past Chair)

6. Appointed 2017 NVCA Officers

Recommendation:

RESOLVED THAT: the Board of Directors has elected and/or appointed for the year 2017 Nottawasaga Valley Conservation Authority Officers as follows:

Chair: _____

1st Vice-Chair: _____

2nd Vice-Chair: _____

7. Acknowledgements

Elected Officers of the NVCA

The newly elected Chair will conduct the remainder of the meeting.

8. Guest Speaker:

"Environment and Climate Change"

Mr. David Phillips, Senior Climatologist for Environment Canada

9. Greetings

- Alex Nuttall, Member of Parliament for Barrie, Springwater and Oro-Medonte
- Chair Dick Hibma, Conservation Ontario

10. 2017 Borrowing Resolution:

Recommendation:

RESOLVED THAT: for fiscal year 2017, the Nottawasaga Valley Conservation Authority borrow, as required on credit, up to \$500,000 for its purposes until payment to the Authority of grants from the Province of Ontario, and levies from its member municipalities are received.

11. Appointment of 2017 Authority Solicitors:

Recommendation:

RESOLVED THAT: the firms of Hicks Morley Hamilton Stewart Storie LLP, be appointed for human resource legal advice, as required for 2017; and

FURTHER THAT: Hill Hunter Losell Law Firm LLP and Beard Winter LLP be appointed to conduct the legal business of the Authority for 2017.

12. Appointment of 2017 Authority Auditors:

Recommendation:

RESOLVED THAT: the firm of KPMG LLP be appointed to conduct the auditing functions of the Nottawasaga Valley Conservation Authority for 2017; and

THAT: staff be directed to review auditing services and issue an RFQ for future auditing services for 2017 to 2021.

13. Appointment of NVCA representative to Conservation Ontario Council

Recommendation:

RESOLVED THAT: the Chair be appointed as the NVCA voting delegate on the Conservation Ontario Council for the year 2017; and

THAT: the Vice Chair and Chief Administrative Officer be appointed as alternates.

14. Appointment of NVCA Board representatives to the NVCA Agricultural Advisory Committee

Recommendation:

RESOLVED THAT: the following Board Members be appointed to the NVCA Agricultural Advisory Committee for 2017

- 1) _____
- 2) _____
- 3) _____

15. Freedom of Information and Privacy Act

Appoint Head of the NVCA for Purposes of the *Municipal Freedom of Information and Protection Act*.

WHEREAS: Members of the Board of the Nottawasaga Valley Conservation Authority may designate an individual to act as Head of the Authority for purposes of the *Municipal Freedom of Information and Protection of Privacy Act*, R.S.O. 1990, c. M.56, s. 3(1); 2002 C. 17, Schedule. F, Table; therefore

BE IT RESOLVED THAT: Sheryl Flannagan, Director of Corporate Services be designated as Head of the Authority for purposes of the *Act*.

Adjourn

RESOLVED THAT: this meeting adjourn at _____ to meet again February 24, 2016 or at the call of the Chair.

2.9 Election of Officers

- 2.9.1 The election of the Chair, Vice-Chair, and if no Past-Chair a 2nd Vice-Chair, shall be held yearly at the Annual Meeting, and Elections shall be held by secret ballot and no directors may vote by proxy.
- 2.9.2 The CAO serves as Chair, Pro Temp for the purpose of Election of Officers.
- 2.9.3 No director shall be elected to hold more than one office.
- 2.9.4 The Past-Chair shall be appointed and must be a current director of the NVCA Board of Directors and the immediate Past Chair.
- 2.9.5 The Past Chair will be appointed for a term no longer than two (2) years.
- 2.9.6 The appointment of scrutineers is required for the purpose of counting ballots should an election be required. All ballots will be destroyed by the scrutineers afterwards. The CAO/Secretary-Treasurer shall call a motion accepting the appointment of two people to act as scrutineers, and a director appointed scrutineer if requested.
- 2.9.7 The election process for the Chair will go first, followed by the Vice-Chair and finally, if required, the 2nd Vice-Chair.
- 2.9.8 Each election will follow the same process as below.
- 2.9.9 The CAO or designate will ask for nominations to each position.
- 2.9.10 Each nominee will be required to accept the nomination. The Director must be present to accept the nomination or an affidavit of acceptance, signed by the Director nominated, must be provided to the CAO, in advance of the meeting, to indicate acceptance of the nomination.
- 2.9.11 The CAO will call for nominees THREE times; when none, will call for the nomination for the position be closed.
- 2.9.12 **If One Nominee**
If only one nominee the individual will be declared into the position by acclamation.
- 2.9.13 **If More than One Nominee**
If more than one nominee, the CAO will allow the individual(s) three minutes to address the BOD, and then will proceed as follows:

- The CAO will ask the scrutineers to distribute the ballots to the directors, and ask the directors to name one individual only
- The scrutineers will collect the ballots, leave the meeting to count the ballots, return and advise the CAO who was elected with more than 50% of the vote

2.9.14 In the Event Nominees Have less than 50% of the Vote

- The nominee with the least number of votes will be dropped from the ballot and the ballots will be distributed to directors again to name one individual. This will continue until a single nominee receives the majority (greater than 50%) of the votes; and/or
- In the event of a tie a second vote will be called and new ballots will be circulated to the BOD for completion
- Should a tie occur two times, pieces of paper with the numbers 1 thru 10 shall be placed in a container and each Nominee shall draw until a Nominee draws the number 7. The Nominee who draws the number 7 shall be elected. A coin toss will determine who draws first and they shall rotate until the number 7 is chosen.

2.9.15 In the event of a vacancy, by death, resignation or otherwise, in the office of the Chair, Vice Chair, Past Chair or 2nd Vice Chair, the Board of Directors shall elect a person to fill the vacant position.