

2. Declarations of Conflict of Interest

The Chair asked members to declare any conflicts under the Board's Governance Policy. There were none.

3. Approval of Agenda

The Chair requested any additions or deletions to the agenda.

BD12, 3184

**MOVED BY: Susan Fielding
SECONDED BY: Maria Topalovic**

THAT the agenda be approved.

CARRIED

4. Delegations

There were none.

5. Consent Items for Applications, Minutes and Correspondence

The following consent items were adopted:

- 5.1. Applications – Development, Interference with Wetlands, Alterations to Shorelines and Watercourses
- 5.2. Approval of Board of Directors Minutes – April 6, 2023
- 5.3. Approved February 9, 2023 Conservation Advisory Board Minutes – for receipt only
- 5.4. Approved March 16, 2023 Budget & Administration Committee Minutes – for receipt only

6. Foundation Briefing

Jennifer Stebbing reported on the following:

The Foundation received a total of \$21,894 in new donations from April 1st to April 30th 2023. They break down as follows:

- \$11,234 to the Area of Greatest Need Fund
- \$6,050 to the Environmental Education Fund
- \$2,500 to the Memorial Bench Fund

The remaining \$2,110 was directed to various projects, including Dundas Valley Trails Fund, Tribute Tree Fund, Dundas Valley CA Fund and the Land Securement Fund.

This brings the fiscal year-to-date fundraising total to \$129,262.

The Foundation's Annual General Meeting of members will take place next week. Staff have begun work on the Annual Report which will be circulated in July.

BD12, 3185

**MOVED BY: Susan Fielding
SECONDED BY: Alex Wilson**

THAT the Foundation Briefing be received.

CARRIED

7. Member Briefing

7.1. 2022 Auditors Report

Melanie Duggard presented a summary of the 2022 auditor's report and answered the members' questions. No matters of concern were identified. The audit resulted in a clean and unqualified opinion.

BD12, 3186

**MOVED BY: Dan Bowman
SECONDED BY: Cynthia Janzen**

THAT the 2022 Auditor's Report be received.

CARRIED

7.2. Audited Financial Statements

Scott Fleming provided an overview of the 2022 audited 12-month financial statements for HCA and Confederation Beach Park and answered the members' questions.

BD12, 3187

**MOVED BY: Susan Fielding
SECONDED BY: Jim Cimba**

THAT the Conservation Advisory Board recommends to the Board of Directors:

THAT to meet annual insurance coverage requirements, the responsibilities of the Project Technical Advisory Committee for the Hamilton and Halton Watershed Stewardship Programs be approved as identified in this report; and further

THAT the members on the Project Technical Advisory Committee be appointed for a three-year term, from April 1st, 2023 to March 31, 2026.

CARRIED

9.2. Budget & Administration Committee – April 20, 2023
(Recommendations)

9.2.1. BA 2308 Information Technology (IT) Modernization Strategy

Scott Fleming provided an overview of the report brought forward from the Budget & Administration Committee.

BD12, 3190 MOVED BY: Alex Wilson
SECONDED BY: Maria Topalovic

THAT the Budget & Administration Committee recommends to the Board of Directors:

THAT the IT Modernization Strategy in Appendix A of this report dated April 20, 2023 be approved and further;

THAT funds from the 2022 budget surplus be allocated to IT infrastructure improvements in the amount \$212,000.00 to fund and expediate additional 2023 IT enhancements that have been identified.

CARRIED

9.2.2. BA 2309 Section 28 Hearings Schedule

Lisa Burnside provided an overview of the report brought forward from the Budget & Administration Committee.

BD12, 3191

**MOVED BY: Jim Cimba
SECONDED BY: Cynthia Janzen**

THAT the Budget & Administration Committee recommends to the Board of Directors:

THAT Section 28 hearings be scheduled on a day separate from regular board meetings and further;

THAT Section 28 hearing dates for the remainder of 2023 be designated on alternate months from the Conservation Advisory Board, those dates being Thursday May 11, Thursday July 13, Thursday September 14, and Thursday November 9, 2023, beginning at 6pm.

CARRIED

10. Other Staff Reports/Memoranda

10.1. Tar & Chip Road Resurfacing Project – Tender Results

Matt Hall presented a summary of the report and answered the members' questions.

A correction to the recommendation in the staff report was noted, the total cost was corrected from \$202,179.95 to \$202,468.88.

BD12, 3192

**MOVED BY: Dan Bowman
SECONDED BY: Craig Cassar**

THAT the construction tender for the 2023 Tar & Chip Road Resurfacing project, be awarded to Cornell Construction Ltd. for a total cost of \$202,468.88 which includes a contingency sum and HST.

CARRIED

10.2. Watershed Conditions Report

Jonathan Bastien presented a summary of the memorandum and answered the members' questions.

BD12, 3193**MOVED BY: Alex Wilson
SECONDED BY: Maureen Wilson****THAT the memorandum entitled Watershed Conditions Report be received.****CARRIED****10.3. Conservation Areas Experiences Update**

Gord Costie provided a summary of the memorandum and answered the members' questions.

BD12, 3194**MOVED BY: Dan Bowman
SECONDED BY: Cynthia Janzen****THAT the memorandum entitled Conservation Areas Experiences Update be received.****CARRIED****11. New Business**

There was none.

12. In-Camera Items**BD12, 3195****MOVED BY: Susan Fielding
SECONDED BY: Maria Topalovic****THAT the Board of Directors moves *in camera* for matters of law, personnel and property.****CARRIED**

During the *in camera* session, one personnel, one negotiation containing confidential financial information, and one personnel and operations matter were discussed.

**12.1. Confidential Report – BA/Apr 01-2023
(Personnel Matter)**

Lisa Burnside provided a summary of the report regarding a personnel matter and answered the members' questions.

BD12, 3196

**MOVED BY: Dan Bowman
SECONDED BY: Jim Cimba**

THAT the confidential report entitled BA/Apr 01-2023 be approved and remain in camera.

CARRIED

12.2. Confidential Report – BA/Apr 02-2023

(Negotiation containing confidential financial information)

Scott Fleming and Gord Costie provided a summary of the report regarding a negotiation matter containing confidential financial information and answered the members' questions.

BD12, 3197

**MOVED BY: Alex Wilson
SECONDED BY: Susan Fielding**

THAT the confidential report entitled BA/Apr 02-2023 be approved and remain in camera.

CARRIED

12.3. Confidential Presentation and Recommendations – BD/May 01-2023

Lisa Burnside and Gord Costie provided a presentation regarding a personnel and operations matter and answered the members' questions.

BD12, 3198

**MOVED BY: Maureen Wilson
SECONDED BY: Jim Cimba**

THAT the confidential presentation entitled BD/May 01-2023 be approved and remain in camera.

CARRIED

BD12, 3199

**MOVED BY: Dan Bowman
SECONDED BY: Maria Topalovic**

THAT the Board of Directors moves out of closed session.

CARRIED

13. Next Meeting

The next meeting of the Board of Directors will be held on Thursday, June 1, 2023 at 6:00 p.m. at the HCA Main Administration Office – Woodend Auditorium, 838 Mineral Springs Road, Ancaster, Ontario.

14. Adjournment

On motion, the meeting adjourned.



Scott Fleming
Secretary-Treasurer