



Budget & Administration Committee Meeting Agenda

Thursday, December 15, 2022

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Budget & Administration Committee Meeting

Thursday, December 15, 2022 at 6:00 P.M.

This meeting will be held in person for Budget and Administration Committee members and designated, limited staff only.

The public may view the meeting live on HCA's You Tube Channel:
<https://www.youtube.com/user/HamiltonConservation>

1. **Welcome** – Santina Moccio
2. **Declaration of Conflict of Interest**
3. **Approval of Agenda**
4. **Delegations**
5. **Consent Items**
 - 5.1. Approval of Budget & Administration Committee Minutes
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6. **Business Arising from the Minutes**
7. **Staff Reports/Memorandums**
 - 7.1 Annual General Meeting 2023 – Lisa Burnside Page 7
8. **New Business**
 - 8.1. Email Voting – Santina Moccio Page 9
9. **In-Camera Items**
10. **Next Meeting – January 19, 2023**
11. **Adjournment**

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Hamilton Conservation Authority Minutes

Budget & Administration Committee

November 17, 2022

Minutes of the Budget & Administration Committee meeting held on Thursday, November 17, 2022 at 6:00 p.m. at the HCA main office, 838 Mineral Springs Road, in Ancaster, and livestreamed on YouTube.

Present: Santina Moccio, in the Chair
Dan Bowman
Jim Cimba
Maria Topalovic – by Webex

Regrets: None

Staff Present: Lisa Burnside, Gord Costie, Scott Fleming, Scott Peck, Jaime Tellier, and Nancy Watts

Others Present: None

1. Welcome

The Chair called the meeting to order and welcomed everyone present.

2. Declarations of Conflict of Interest

The Chair asked members to declare any conflicts under the HCA Administrative By-law. There were none.

3. Approval of Agenda

The Chair requested any additions or deletions to the agenda. Lisa Burnside advised of an additional item under New Business, number 8.1, regarding the date of the upcoming Board of Directors meeting and start time of meetings.

BA 2239**MOVED BY: Jim Cimba****SECONDED BY: Dan Bowman****THAT the agenda be approved, as amended.****CARRIED****4. Delegations**

There were none.

5. Consent Items

The following consent items were adopted:

- 5.1. Approval of Budget & Administration Committee Minutes – September 15, 2022
- 5.2. 3rd Quarter 2022 WSIB Injury Statistics
- 5.3. 2023 B&A Meeting Schedule

6. Business Arising from the Minutes

There was none.

7. Staff Reports/Memoranda**7.1. 3rd Quarter Financial Results - Operating**

Scott Fleming presented a summary of the memorandum.

7.2. 3rd Quarter Financial Results – Capital and Major Maintenance

Scott Fleming provided a summary of the memorandum noting \$2.1 million has been spent as of the end of the third quarter on capital and major maintenance. 61% of that was spent on projects and 39% on major maintenance. Significant capital projects include the entrance road reconstruction at Christie Lake, Tiffany Falls bridge replacement within Dundas Valley, Fifty Point marina channel dredging, construction of rental cabins at Valens Lake, and renovations to the Potts administration offices at Westfield Heritage Village.

Members positively commented on the completion of the cabins and confirmed with staff that projected revenues were part of 2023 operating budget.

7.3. 3rd Quarter Vendor Report

Scott Fleming provided a summary of the memorandum and answered the members' questions. Vendors are listed from largest spending during the Quarter to smallest, with vendors under \$10K omitted. The majority of the large spending relate to ongoing large projects, with some day-to-day operating vendors included as well.

There was discussion regarding procedures for quotations for services. HCA has a purchasing policy that outlines the thresholds when quotations and public tenders are required.

BA 2240

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

THAT the memorandums entitled 3rd Quarter Financial Results – Operating, 3rd Quarter Financial Results – Capital and Major Maintenance, and 3rd Quarter Vendor Report be received.

CARRIED

7.4. 2023 Mileage Rate

Nancy Watts provided a summary of the report noting inflationary pressures and average mileage rate from other conservation authorities in the recommendation to increase the mileage reimbursement rate.

BA 2241

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

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

THAT the mileage rate of 56 cents per kilometre be increased to 58 cents per kilometre effective January 1, 2023.

CARRIED

8. New Business

8.1. Next Meeting of the HCA Board of Directors and Meeting Start Time

Lisa Burnside advised the members, the next Board meeting is scheduled for December 1st, however the City of Hamilton appointments for municipally elected officials to HCA's Board of Directors will be determined at a Council meeting which will not take place until after December 1st. As a result, HCA will be missing five directors from the Board, and quorum may not be possible to hold a meeting. Therefore, staff recommended through the Chair that the December 1st Board meeting be cancelled and a new meeting be scheduled for January 5, 2023 when the new Council members will be appointed.

Members noted that as per HCA's administrative by-law, the Chair can call a meeting of the Board of Directors at any time should an urgent matter arise in December.

It was also raised that there has been discussion in the past to start the meetings of the board of Directors at 6:00 p.m. rather than 7:00 p.m. It was noted we have successfully convened meetings at 6:00 p.m. on several occasions this year. The conclusion of meetings earlier in the evening was appreciated by the members, and would also shorten the length of the work day for staff. It was also remarked that we now have hybrid meeting capabilities to allow flexibility when scheduling for members is challenging as it reduces the need for travel time.

It was noted the Board of Directors must approve these recommendations and given timing, that the motions be sent to the Board of Directors as an email poll.

BA 2242

MOVED BY: Jim Cimba

SECONDED BY: Dan Bowman

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

That the December 1, 2022 HCA Board of Directors meeting be canceled and rescheduled for January 5, 2023 (the first Thursday in January).

CARRIED

BA 2243

MOVED BY: Jim Cimba

SECONDED BY: Dan Bowman

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

THAT HCA Board of Directors meetings will begin at 6pm.

CARRIED

BA 2244

MOVED BY: Jim Cimba

SECONDED BY: Dan Bowman

THAT the above recommendations be sent as an email poll to the Board of Directors in a timely manner.

CARRIED

9. In-Camera Items for Matters of Law, Personnel and Property

There were none.

10. Next Meeting

The next meeting of the Budget and Administration Committee is scheduled for Thursday, December 15, 2022 at 6:00 p.m. at the HCA Main Administration Office – Woodend Auditorium, 838 Mineral Springs Road, Ancaster, Ontario.

11. Next Meeting Adjournment

On motion, the meeting adjourned.

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Report

TO: Budget & Administration Committee

FROM: Lisa Burnside, Chief Administrative Officer (CAO)

MEETING DATE: December 15, 2022

RE: 2023 Annual General Meeting

STAFF RECOMMENDATION

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

THAT the HCA Annual General Meeting (AGM) be postponed until the completion of all appointments from HCA's participating municipalities.

BACKGROUND

Following municipal election cycles, HCA receives municipal appointments for its Board of Director members. However, given the circumstances that half of the City of Hamilton's appointments are citizen members that require additional time to recruit and appoint following the election, HCA does not experience its renewed Board until the Spring following the municipal election. Accordingly, HCA's Administrative by-laws recognize that the Annual General Meeting may be delayed.

The Hamilton Conservation Authority Administrative By-Law under Section C (11) Meeting Procedures – Meeting Schedule and Annual General Meeting, indicates the following:

The Annual General Meeting shall be the February meeting each year. The date of the meeting may be adjusted to allow for consideration for timing of municipal elections and corresponding municipal and citizen appointments.

STAFF COMMENT

HCA has delayed its AGM on occasions in the recent past, usually based on municipal election timing and corresponding municipal and citizen appointments, and staff are once again bringing this recommendation forward.

For the full renewal of the Board after the recent Municipal election, we have once again been advised that citizen appointments to HCA's Board of Directors will not be confirmed by City of Hamilton Council until sometime in late Spring 2023.

Given the interval until the full renewal of the Board of Directors, staff recommend the AGM be postponed until citizen appointments are complete.

STRATEGIC PLAN LINKAGE

The initiative refers directly to the HCA Strategic Plan 2019 - 2023:

- **Strategic Priority Area – Organizational Excellence**

AGENCY COMMENTS

N/A

LEGAL/FINANCIAL IMPLICATIONS

N/A

Report

TO: Budget & Administration Committee

FROM: Santina Moccio, Acting Chair

MEETING DATE: December 15, 2022

RE: Email Voting

RECOMMENDATION

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

THAT the Administrative By-law under Section C - Meeting Procedures related to Electronic Meetings and Participation for electronic votes be revised with the following wording:

The Chair or the Chair's designate may administer a vote on a motion by electronic means if the motion is required on an urgent basis, or for any other reason as deemed necessary by the Chair or the Chair's designate. A deadline will be prescribed within which the votes must be cast, and the motion will pass by a majority vote; and further

THAT staff be directed to amend the Administrative Bylaw with this update.

BACKGROUND & COMMENT

During our recent requirement for an electronic vote it was noticed that the current wording in the by-law is not clear and is prone to several interpretations and misinterpretations. Additionally, votes for the passing of motions should reflect majority regardless of which format is used.

In the past two years over the course of the pandemic, electronic meetings and participation have become commonplace and our by-laws involve updating as required. Accordingly, the revised wording in the recommendation provides clarity on use and adoption of electronic votes.

Therefore, the following section of the administrative by-law is proposed to be amended:

“When the Chair wishes the Board to vote on an urgent motion, and it is impracticable to hold an in-person Board meeting in a sufficiently timely manner, the Chair or his/her designate may administer a vote by telephone or by electronic means (email or otherwise), provided no member of the Board of Directors objects and provided the Chair concludes that it is fair and appropriate to hold such a vote. Unless impracticable, the vote shall be held by telephone conference call or similar method by which all Directors may simultaneously communicate orally with one another. Only in exceptional circumstances should a vote be taken through email. In each case, the Chair shall prescribe the time period within which, and the means by which, the votes must be cast. At the conclusion of the time period, if there are fewer votes cast than are required in order to constitute a quorum at a meeting of the Board of Directors, the vote shall be a nullity. Provided a quorum is achieved, the result of the vote shall be binding, but (except in the case of unanimous votes of approval in writing by all Directors) only until the next Board meeting. If the result of a vote (other than a unanimous vote of approval in writing by all Directors) is not approved at the next Board meeting, or if any Director who did not vote objects at the next Board meeting to the holding of the vote by telephone or by electronic means, or objects to the voting procedure prescribed by the Chair, the vote shall become a nullity, but the same motion may then be voted upon at the meeting in the ordinary course. In the case of unanimous votes of approval in writing by all Directors, the result of the vote shall be binding immediately. All votes by telephonic or electronic means shall be minuted in the same way as votes at in-person Board meetings.”

The following revised clause is proposed:

“The Chair or the Chair’s designate may administer a vote on a motion by electronic means if the motion is required on an urgent basis, or for any other reason as deemed necessary by the Chair or the Chair’s designate. A deadline will be prescribed within which the votes must be cast, and the motion will pass by a majority vote.”