



Office of the Chair

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May 1, 2017

Chair, Alan Caslin
 Niagara Region
 1815 Sir Isaac Brock Way
 PO Box 1042
 Thorold, ON L2V 4T7

Dear Chair Caslin:

Regrettably, I write to inform you of a breach of the Niagara Peninsula Conservation Authority (NPCA) Code of Conduct by a Board Member appointed by the Regional Municipality of Niagara.

At the Full Authority Board Meeting on April 26, 2017, I presented the findings of a third-party investigation into the actions of Member Bill Hodgson. The investigation conducted by Gowling WLG LLP found that Mr. Hodgson violated the Board of Director's Code of Conduct, specifically Article 7.0, Influences on Staff.

The Board policy states that, *"Members shall be respectful of the fact that staff work for the whole corporation and are charged with making recommendations that reflect their professional expertise and corporate perspective, without undue influence from any individual member or faction."*

The findings of the Gowlings Investigation were that the actions of Member Hodgson *"could potentially and reasonably be seen by an objective observer as an attempt to influence the RFP Process as an implicit endorsement in favour of a potential bidder."* Furthermore, the legal opinion provided that the Board of Directors *"acting in their legislative and fiduciary capacity, that they may reasonably conclude on these facts and exercising their best judgment, that a breach of their Code of Conduct has occurred. In such event, it is open to the Board of Directors to adopt a Motion to Censure Member Hodgson for such conduct in accordance with Appendix A, Article C, for 'conduct unbecoming of a Board Member in the fulfillment of his/her [NPCA] duties.'"*

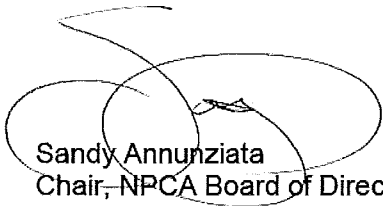
As you are aware by now, the direct result of this breach, caused the Board to halt and immediately abandon an ongoing RFP process. As indicated in the Gowling WLG report, this was *"a reasonable step in these circumstances."*

The NPCA Board of Directors has a duty to demand from its members integrity and honesty at all times when conducting the important business of the Authority. We will continue to observe and uphold our legislative and fiduciary responsibility. As such, at its April 27, Full Authority Board

meeting, the Board voted to censure Member Hodgson for his actions. On behalf of the Board, I am expressing our severe disapproval for Member Hodgson's actions and his contravention of the Code of Conduct.

The NPCA Board will not turn a blind-eye to improprieties or any Code of Conduct violations. I am proud that our members have decided to respond with condemnation and have chosen not to tolerate indecencies such as this.

Sincerely,

A handwritten signature in black ink, appearing to read "Sandy Annunziata", is written over a circular stamp or seal. The signature is fluid and somewhat abstract, with a long, sweeping line extending upwards and to the left.

Sandy Annunziata
Chair, NPCA Board of Directors

cc: Niagara Regional Council,
Mayor Fred Eisenberger, and Council
Mayor Ken Hewitt, and Council
Mayor Sandra Easton, and Council