

**Pilon, Janet**

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**From:** clerk@hamilton.ca  
**Subject:** Niagara Regional Council Resolution respecting Niagara Peninsula Conservation Authority

**From:** Norio, Ann-Marie <Ann-Marie.Norio@niagararegion.ca>  
**Sent:** December-28-18 7:31 PM  
**To:** clerk@hamilton.ca; clerk@haldimandcounty.on.ca; Krystle Caputo <kcaputo@npca.ca>  
**Cc:** Gibbs, Donna <Donna.Gibbs@niagararegion.ca>; Tripp, Ron <Ron.Tripp@niagararegion.ca>; Harrison, Todd <Todd.Harrison@niagararegion.ca>  
**Subject:** Niagara Regional Council Resolution respecting Niagara Peninsula Conservation Authority

Good evening,

Regional Council at its Special meeting held December 28, 2018 passed the following resolution:

That the Confidential Verbal Update Regarding A Matter of Advice that is Subject to Solicitor-Client Privilege - Legal Advice Respecting Appointment Process to NPCA Board and Litigation respecting the Court Application commenced by A Better Niagara, **BE RECEIVED** and the following recommendations **BE APPROVED**;

1. That the Region of Niagara **CONFIRMS SUPPORT** for the relief in the Application commenced by A Better Niagara;

2. That the NPCA representatives appointed by the Region of Niagara **CALL** a special meeting on January 7, 2019 for purposes of:

Electing a Chair and Vice Chair;  
 Reviewing current status and requesting updates from NPCA staff regarding operations, including HR organizational changes and other ongoing matters; and  
 Receiving advice from NPCA's legal counsel regarding HR matters;

3. That Staff **BE DIRECTED** to seek the cooperation of Hamilton, Haldimand and NPCA Staff regarding the special meeting;

4. That Staff **BE DIRECTED** to provide administrative and operational support for the special meeting if required;

5. That Legal counsel **BE DIRECTED** to seek direction from the Court on January 2, 2019 regarding the procedural aspects of the special meeting; status of financial and legal assets and liabilities of NPCA and status of current CAO;

6. That Staff **PROCEED** as directed in closed session.

Formal correspondence respecting Council's direction will be forthcoming.

Ann-Marie

**Ann-Marie Norio, BA, Dipl. M.A., CMM III**

Regional Clerk

Administration - Office of the Regional Clerk

Niagara Region

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**Administration**

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January 2, 2019

Mr. David Barrick  
Acting Chief Administrative Officer  
Niagara Peninsula Conservation Authority  
250 Thorold Road West; 3rd Floor  
Welland, ON L3C 3W2

Ms. Krystle Caputo  
Director of Communications and Administration  
Niagara Peninsula Conservation Authority  
250 Thorold Road West; 3rd Floor  
Welland, ON L3C 3W2

**RE: Niagara Peninsula Conservation Authority Board Special Meeting  
January 7, 2019**

We are writing further to the Order of Justice Ramsay this morning that a Special Meeting of the Niagara Peninsula Conservation Authority (NPCA) Board be held on January 7, 2019 at 2:30 pm at NPCA facilities.

You are in receipt of our email of December 28, 2018 whereby we provided the resolution of Regional Council of December 28, 2018 in this regard, which we have reproduced below in part for your ease of reference:

*That the NPCA representatives appointed by the Region of Niagara **CALL** a special meeting on January 7, 2019 for purposes of:*

*Electing a Chair and Vice Chair;  
Reviewing current status and requesting updates from NPCA staff regarding operations, including HR organizational changes and other ongoing matters; and  
Receiving advice from NPCA's legal counsel regarding HR matters.*

Given that the purpose of the special meeting is to elect the Chair and Vice Chair of the Board; review the current status and activities of the NPCA; and receive legal advice from NPCA's legal counsel regarding HR matters, we trust you will make the necessary arrangements to ensure that appropriate NPCA Staff members, and legal counsel for the NPCA will be present at the meeting and will be prepared to provide to the new Board at the meeting, with updates and information of the NPCA's recent and ongoing activities, recent organizational and personnel changes and its financial affairs from November 1, 2018 to present.

We trust that the NPCA will undertake the necessary operational and administrative actions for this Special Board meeting to be held, including providing notice of the meeting to the public and other NPCA members; NPCA location to hold the special meeting; and technical and administrative support. To assist you in this regard we have enclosed a draft agenda for the Special Meeting.

**We would ask that you please confirm that you are taking the necessary steps in this regard by no later than 1:30 pm today.**

Lastly, in the interim, we ask that the NPCA refrain from taking any substantive actions concerning the affairs of the NPCA until the Board convenes on January 7, 2018.

We have copied the 12 new members of the Niagara Peninsula Conservation Authority ("NPCA") Board of Directors appointed by the Regional Municipality of Niagara (the "Region") as of December 6, 2018. As you are aware these appointments were affirmed by Justice Ramsay in his decision dated December 21, 2018.

We have also copied the Clerks for Hamilton and Haldimand as well as the Board members that have been appointed by those municipalities to date, for their information.

Thank you for your prompt attention herein.

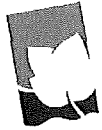
Yours truly,



Ann-Marie Norio  
Regional Clerk

CLK-C 2018-26

Cc: D. Bylsma, Councillor, Niagara Region  
P. Chiocchio, Councillor, Niagara Region  
R. Foster, Councillor, Niagara Region  
K. Gibson, Councillor, Niagara Region  
B. Greenwood, Councillor, Niagara Region  
D. Huson, Councillor, Niagara Region  
T. Insinna, Councillor, Niagara Region  
J. Jordan, Councillor, Niagara Region  
B. Steele, Councillor, Niagara Region  
T. Whalen, Councillor, Niagara Region  
G. Zalepa, Councillor, Niagara Region  
J. Pilon, Acting City Clerk, City of Hamilton  
E. Eichenbaum, Clerk, Haldimand County  
R. Shirton, Councillor, Haldimand County  
B. Corbett, Councillor, Haldimand County  
B. Clark, Councillor, City of Hamilton  
B. Johnson, City of Hamilton



NIAGARA PENINSULA  
**CONSERVATION**  
AUTHORITY

**FULL AUTHORITY  
SPECIAL MEETING**

**Monday January 7, 2019**

**2:30 p.m.**

**Location TBD**

**AGENDA**

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**1. ADOPTION OF THE AGENDA**

**2. DECLARATION OF CONFLICT OF INTEREST**

**3. BUSINESS – ELECTION**

See Election Procedures, NPCA's *Regulation No. 1 – Governance and Administration Policies, Section*, attached.

**3.1. Election of Chair**

**3.2. Election of Vice Chair**

**4. ADMINISTRATIVE BUSINESS**

4.1. Court Order - Justice Ramsay, dated December 21, 2018, respecting a Better Niagara Court Application re NPCA and the appointment of the Niagara Region's representatives to the NPCA Board, effective December 6, 2018.

- Recommended Action: Receive for information

4.2. Court Order – Justice Ramsay, given January 2, 2019, respecting the January 7, 2019 special meeting.

- Recommended Action: Receive for information

**4.3. Authority Current Status and Activities**

NPCA staff update respecting the NPCA's recent and ongoing activities, recent organizational and personnel changes and its financial affairs from November 1, 2018 to present.



NIAGARA PENINSULA  
**CONSERVATION**  
AUTHORITY

## **5. BUSINESS – In Camera**

### **5.1. Motion to move into Closed Session:**

- 5.1.1. A matter of advice that is subject to solicitor-client privilege, including communications necessary for that purpose, receiving verbal legal advice respecting human resources / personnel matters.

## **6. BUSINESS ARISING FROM CLOSED SESSION**

## **7. ADJOURNMENT**

DRAFT



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## **ELECTION PROCEDURES**

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In accordance with NPCA's *Regulation No. 1 – Governance and Administration Policies*,  
Section

**7 – Election of Chair and Vice Chair;**

**7.1 Chair for Election of Officers (Board of Director's Chair and Vice-Chair)**

An individual other than a Member of Niagara Peninsula Conservation Authority will assume the position of Chair for the purpose of Election of Officers. The CAO/Secretary-Treasurer, or designate, assumes this position.

**7.2 Appointment of Scrutineers**

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 appointment of scrutineers requires a mover and seconder by Members of the Authority.

**7.3 Election of Board of Director's Chair and Vice-Chair**

The CAO or designate advises that the election will be conducted in accordance with Section 10 of the Conservation Authorities Act as follows:

- a) Only current members of the Authority may vote.
- b) Nominations will be called three (3) times and will only require a mover. c) The closing of nominations will require both a mover and a seconder.
- d) Each member nominated will be required to accept the nomination. The member must be present to accept the nomination.
- e) In the event of an election, each nominee will be permitted not more than three (3) minutes to speak for the office, in the order of the alphabetical listing of his or her surnames.
- f) Upon the acceptance by nominees for the position of office, ballots will be distributed to the Members for the purpose of election. A Member's choice for a nominee will be written on the ballot and the appointed scrutineers for the counting of the ballots will collect the ballots.

**A majority vote will be required for election.** If there are more than two nominees, and upon the first vote no nominee receives the majority required for election, the name of the person with the least number of votes will be removed from further consideration for the office and new ballots will be distributed. In the case of a vote where no nominee receives the majority required for election and where two or more nominees are tied with the least number of votes, a special vote shall be taken to decide which one of such tied nominees' names shall be dropped from the list of names to be voted on in the next vote.

Should there be a tie vote between two remaining candidates, new ballots will be distributed and a second vote held. Should there still be a tie after the second ballot a third vote shall be held. Should there be a tie after the third vote, the election of the office shall be decided by lot drawn by the CAO.