



**Ontario Invasive Plant Council  
Board of Directors Meeting Minutes  
January 18, 2018  
10-11 am**

<p><b>Present</b>  <b>Iola Price</b>, President &amp; Director at Large  <b>Ken Towle</b>, Vice-President &amp; Conservation Ontario  <b>John Urquhart</b>, OIPC Treasurer &amp; Director at Large  <b>Mhairi McFarlane</b>, Nature Conservancy of Canada  <b>Tanya Pulfer</b>, Ontario Nature  <b>Suzanne Hanna</b>, Ontario Horticultural Association  <b>Sandy Smith</b>, University of Toronto  <b>Chris Craig</b>, Plenty Canada  <b>Cara Webster</b>, City of Toronto  <b>Jon Peter</b>, Royal Botanical Gardens  <b>Diana Mooij</b>, Canadian Food Inspection Agency  <b>Paula Berketo</b>, Ministry of Transportation  <b>Prabir Roy</b>, Parks Canada  <b>Belinda Junkin</b>, Executive Director - Staff  <b>Colin Cassin</b>, OIPC Coordinator - Staff</p>	<p><b>Regrets by Pre-arrangement Notification</b>  <b>Owen Williams</b>, Past President/Secretary &amp; Director-at-Large (Pre-arranged)  <b>John Foster</b>, Director-at-Large (Pre-arranged)  <b>Stephanie Burns</b>, Forests Ontario  <b>Jeanine West</b>, Landscape Ontario  <b>Mike Farrell</b>, Hydro One  <b>Michael Irvine</b>, OMNRF – Crown Forests and Lands Policy Branch – Forest Guides and Silviculture - OMNRF  <b>Francine MacDonald</b>, Biodiversity - OMNRF</p> <p><b>Absent – no notification</b>  <b>Kristin Obeid</b>, OMAFRA  <b>John Benham</b>, Ontario Soil and Crop Improvement Association</p>
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**1. Approval of Agenda**

Motion: Moved by Iola Price that the agenda be approved. Seconded by Sandy Smith. [All in favour.] Carried.

**2. Approval of last meeting minutes (November 2017)**

Motion: Moved by Iola Price (in Owen Williams' absence) that the minutes be approved. Seconded by Suzanne Hanna. [All in favour.] Carried.

**3. Review of last meeting's action items (see background document)**

- ACTION – Carryover - Iola to connect with the person from Volunteer Ottawa responsible for training webinars for those board members interested in more training/training for those who missed the training.

Action Items discussed as part of December Meeting Minutes review.

**4. Financial Update (John Urquhart)**

- Third quarter Financial Statement review will need to be carried over to February.
- John mentioned that we are on still track for a modest surplus.

**5. Staff Reports (Written Report Produced by Colin Cassin)**

- In Colin Cassin's absence, Iola noted that this report could be adopted as read. Colin will join the call after 10:30 am.
- When Colin joined the call, Sandy Smith asked for further information about the Hemlock Woolly Adelgid (HWA) tour. He explained that as part of a 2-day workshop eight months ago in

Windsor, upper and lower tier municipal and government staff had gone to see a HWA-infested site in the Finger Lakes Region of NY State and this new EDRR tour to a site in the USA (near Rochester NY) was to replicate that information-sharing process.

- Sandy Smith, who is on the HWA Working Group noted that last Fall, it was believed that HWA was not present in Canada; we now know that it is widespread in Nova Scotia. We don't want it to 'sneak up on us in Ontario'.
- Lola noted that this division of labour (OIPC doing and organizing work in S. Ontario while the ISC does the same in N. Ontario) was a very effective way of working under the EDRR project.

## **6 Committee Updates – Deferred until February**

## **7 Business Items**

### **7.1 through 7.4**

- Lola reviewed the points outlined under the material sent out under Agenda Item 7
  - Kellie Sherman's move to the Canadian Council on Invasive Species;
  - The appointment of Belinda Junkin as Executive Director;
  - Colin Cassin's acceptance of the position as Coordinator; and,
  - The OIPC's impending move to Time Square, an office building in Peterborough in March.
- Lola thanked Kellie for her two-and a half years with OIPC, noting that she would be working from home and that she was not lost to the invasives world and OIPC.
- Tanya Pulfer asked why Dawn Sucee's position as OFAH representative was vacant; Lola answered that she has taken a position with MNRF and further information was provided by that she is working in MNRF's Hunter Outreach program.

## **8 Business Items**

### **8.1 Election for new Directors-at-Large**

- Lola explained the options regarding the interpretation of the bylaws in regard to the election of Directors-at-Large (D-a-L), especially in regard to D-a-Ls whose 2-year term of office ends March 31 and the table in the document sent with the agenda with three options for the coming two years.
- Lola expressed her belief that the bylaws mean that D-a-Ls whose terms are up must submit a nomination or be nominated and be elected for a new term by the general membership.
- Ken Towle expressed the opinion that key members of the Executive who are vital to the organization at this time might be lost. A general membership vote for option 1 might mean that John Urquhart and Owen Williams might not win a re-election if faced with two popular invasive plant candidates.
- He stated that the bylaws don't say that D-a-Ls must be elected by a vote of the general membership for second (or subsequent) terms – that the wording in Clause 6.7 "terms are renewable" should be taken to mean that the Board could renew their terms without an election by the general membership.
- Ken further asked what would have happened if Lola Price had not been re-elected when she submitted her name as a D-a-L candidate in 2017.

- John Urquhart noted that the OIPC board is unusual in that Directors with Perspective are put forward by their respective organizations and that although their credentials are reviewed by the board, they are not elected by the general membership.
- In the discussion that followed, issues relating to openness and transparency were raised, that this is an issue of bylaw interpretation, that option 3 is a compromise, question as to how are the bylaws changed, that the OIPC does not call for D-a-L candidate nominations with specific skill sets (e.g. fund-raising), that the bylaws allow for the appointment of Director Advisors (Clause 6.10) and that this procedure could be used in the event that a D-a-L was not re-elected; our D-a-L terms run out on March 31.
- Iola noted that in sending out the material for this meeting, the Agenda Item 8.1 document invited board members to send their preferences regarding the 3 options to Iola, John Urquhart and Ken Towle. Discussion continued past the scheduled meeting time and as a result, the vote was not completed. This item was deferred until February.
- ACTION added in production of the Minutes: Board members to read Section 6 of the bylaws in preparation for further discussion in February.

**Meeting Adjourned:** 11:05 am.

**Next meeting:** February 21, 2018.

#### **Relevant Parts of PART 6 – BOARD OF DIRECTORS**

- 6.2 Directors' Qualification:** All Directors must be
- (b) an individual Member of the Corporation; or
- 6.5 Classes and Number of Directors:** The Board of Directors consists of two (2) classes – Voting Directors and Non-Voting Directors acting in an advisory capacity. ....
- A Voting Director**
- (b) Directors-at-Large five (5).
- 6.7 Directors-at-Large:** Directors-at-Large are nominated by the general membership and represent their interests on the Board. Their terms are for two (2) years and are renewable. Efforts will be made to have elections for up to two (2) new Directors-at-Large every year.
- 6.8 Selection of Directors:** An individual becomes a Director through the following process:
- B Individual Member**
- (a) an individual is nominated to serve as a Director-at-Large as per Section 6.7;
- (b) current Members of the Executive review the nominee's qualifications and Curriculum Vitae to ensure concordance with the Corporations mandate;
- (c) a ballot is mailed or sent electronically to all individual Members with the notice of the length of the balloting process; and,
- (d) the nominees with the most votes are elected as Directors, according to the number of Director-at-Large positions available.
- 6.11 Term:** Except as otherwise provided by these bylaws, the term of office of a Director is two (2) years, ending on March 31 and the Directors shall be selected so that their terms are evenly

staggered. If necessary, to ensure that the terms of the Directors are evenly staggered, the Board will follow the provisions as set out in Sections 6.7 and 6.12.

Agenda item No.	Details of Action to be taken	Who - Lead/Assisting	Due
<b>September 2017</b>			
5	Post approved invasive plant management strategies on website when ready	Kellie	When they are ready and available
6.2	Talk with CCC about how OIPC can become more involved in their collective impact project	Owen Williams	Complete
6.2	Look into Great Lakes and IJC funding	Kellie	In progress
7.1	Follow-up with Karen Hartley for written resignation	Iola	ASAP
7.1	Find a replacement for Karen	Iola Price and Francine MacDonald	ASAP
<b>October 2017</b>			
4	Create a list of stakeholders and funders and when and how we need to communicate with them	Kellie	December
10	Create a board member job description that each board member can relay to their supervisor so they know what is required of them by being on the OIPC board	Iola	Almost complete
10	Begin creating an elevator speech and PowerPoint presentation so each board member can use it to show case OIPC	Kellie	December
<b>November 2017</b>			
7.3	Follow-up with Volunteer Ottawa re: training webinar, time, cost etc.	Iola	December
8.1	Setup a meeting with DSV team and will report back.	Owen	December
8.1	Send link to Big Picture Strategy	Owen	December
<b>December 2017</b>			
3	Post some AGM comments on the website	Kellie	January
5	Kellie and Chris to continue potential workshop	Kellie and Chris	Ongoing
<b>January 2018</b>			
3	Follow-up with Volunteer Ottawa re: training webinar, time, cost etc.	Iola	January
5	Letter to Nathalie Des Rosiers offering congratulations on appointment to Ontario Cabinet as Minister of Natural Resources and Forestry Letter to Kathryn McGarry offering congratulations on move to Minister of Transport	Iola (ask John Foster to assist in development of a French version)	January Done

	and note importance of controlling <i>Phragmites</i> and other invasive plants along Ontario's highways		
5	Municipal Strategy Workshop & Hemlock Woolly Adelgid tour. Send information to Board members so that they can forward this information onto key contacts.	Colin	January
8.1	Read Section 6 of the bylaws in preparation for further discussion in February.	Board members	In advance of February meeting

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