



Landscape of Grand Pré Inc. Board of Directors Meeting  
9:00 a.m. to 2:00 p.m. January 23, 2020  
189 Dykeland Street, Wolfville, Nova Scotia

**In attendance:**

Géraldine Arsenault  
Yvon Fontaine  
Beverly Palmeter

Gérald Boudreau  
Emily Lutz  
Ernest Thibodeau

Anne Curry  
Andrew Murphy

**Other attendees:**

Claude DeGrâce, Executive Director (ED)  
Tami McEvoy, Admin. Support (TMc)  
Helen Woodward, Finance Support (HW)

**Regrets:**

Marilyn Perkins  
Mark Bannerman

**Excused:**

Emily Lutz, 12:18 p.m.  
Yvon Fontaine, 1:07 p.m.

- **Welcome, verify quorum, call to order**

Beverly Palmeter, Chair of Landscape of Grand Pré Inc (LGPI), welcomed the attendees and called the meeting to order at 09:10 a.m. having a quorum of directors in attendance. The Chair noted that this meeting had originally been scheduled for December 5, 2019, but had to be cancelled because of a lack of quorum.

The Chair welcomed Ernest Thibodeau as a new director to the Board and invited all the directors to introduce themselves.

- **Review and approval of the agenda**
  1. Welcome, verify quorum, call to order
  2. Review and approval of the agenda
  3. Approval of the minutes of the October 10, 2019, Board of Directors meeting
  4. Actions arising from the minutes
  5. Financial statements to October 31, 2019
  6. Budget for 2020-2021
  7. Executive Director Report
  8. *Presentation by Société Promotion Grand-Pré*
  9. *Governance and Nominating Committee Report*
    - a) Travel and Expense Claim Policy and Procedures (new)
    - b) Financial Management and Procurement Policy (new)
    - c) Communications Policy (review)
    - d) Code of Conduct (review)
  10. Fundraising proposal
  11. Review Board master calendar
  12. Set the date for the Annual Meeting of Members
  13. Set Board meeting dates
  14. Roundtable; general discussion
  15. In-camera – human resources topic
  16. Adjournment

**MOTION:** To approve the agenda as amended in italics (Item #9 to become #8)  
 Moved by Gérald Boudreau, seconded by Anne Curry  
 Motion carried; Resolution 20BOD.JAN23.001

- **Approval of the minutes of the October 10, 2019, Board of Directors Meeting**  
 It was agreed to make the following modifications:
  - #9 and #12 AGM to be changed to AMM, Annual Meeting of Members
  - #13 Add a note in January 23, 2020, minutes that the December 5, 2019, meeting was cancelled due to non-quorum**ACTION:** TMc to make agreed changes to the October 10, 2019, minutes

The directors noted that the minutes were well structured and reflected clearly the decisions of the Board.

**MOTION:** To approve the minutes for the October 10, 2019, Board of Directors meeting as amended.

Moved by Yvon Fontaine, seconded by Emily Lutz

Motion carried; Resolution 20BOD.JAN23.002

- **Actions arising from the minutes**

The Executive Director confirmed the completion of actions from the last Board of Directors meeting.

- The ED asked for clarification with regards to a required action from previous meetings to develop a volunteer team. After further discussion, it was agreed that it would be more prudent to identify what resources are required from volunteers before developing a recruitment strategy. This item is to be removed from the action list and tabled until a later date.
- The ED received approval to apply for a company credit card with a credit limit up to \$12,500, or the minimum limit set by the financial institution if more than approved amount.
- It was agreed that the annual members meeting be referred to as AMM for Annual Meeting of the Members rather than AGM for Annual General Meeting

**ACTION:** ED to arrange some time for a discussion prior to the next Board of Directors meeting to discuss future ideas for LGPI.

**ACTION:** ED to research a possible framework for a policy with regards to volunteering, including the possibility of a volunteer fundraising honorary board.

**ACTION:** ED/TMc to ensure that all reference to the Annual Meeting of the Members will be abbreviated to AMM instead of the AGM previously used.

**ACTION:** ED/GNC to define an Executive Director Policy, it was suggested to compare to the CAO policy for the Municipality of the County of Kings, which is available on their website.

- **Financial statements to October 31, 2019**

Helen Woodward presented the financial statements for the period, followed by discussion.

**MOTION:** To receive the financial statements as presented.

Moved by Andrew Murphy, seconded by Emily Lutz,

Motion carried; Resolution 20BOD.JAN23.003

- **Budget for 2019-2020**

The ED presented the revised budget for the 2019-2020 fiscal period and proposed the budget for the 2020-2021 fiscal period, followed by discussions regarding each line item.

**MOTION:** Based on a revised cash flow, to authorise the ED to reduce the funding request from the Trust to \$50,000 for the balance of the current fiscal year.

Moved by Gérald Boudreau, seconded by Andrew Murphy

Motion carried; Resolution 20BOD.JAN23.004

- b). **Budget for 2020-2021**

The ED presented the proposed budget for the 2020-2021 fiscal period, followed by discussions regarding line items. It was agreed to add a line item of \$5,000 for other support services.

**ACTION:** ED to contact the Trust to discuss the possibility of making regular withdrawals of funds rather than twice yearly.

**MOTION:** To approve the revised budget proposed for 2020-2021 as an interim budget, subject to change.

Moved by Anne Curry, seconded by Emily Lutz

Motion carried; Resolution 20BOD.JAN23.005

## 7. **Executive Director Report**

The ED presented his report, followed by discussion.

**MOTION:** To invite member organizations to recommend individuals for membership on the Technical Advisory and Education and Marketing committees, with the understanding that the Board retains the role of appointing committee membership.

Moved by Emily Lutz, seconded by Yvon Fontaine

Motion carried; Resolution 20BOD.JAN23.006

**MOTION:** To mandate the Governance and Nominating Committee to review the Communications Policy and the Code of Conduct.

Moved by Yvon Fontaine, seconded by Andrew Murphy

Motion carried; Resolution 20BOD.JAN23.007

### **Break for Photos**

**8. Presentation by Société Promotion Grand-Pré**

Gérald Boudreau made a presentation regarding the Société Promotion Grand-Pré. It was followed by a Board discussion.

**MOTION:** To receive the presentation by the Société Promotion Grand-Pré for information purposes only.

Moved by Emily Lutz, seconded by Anne Curry

Motion carried; Resolution 20BOD.JAN23.008

**Break for Lunch 12:20 p.m. - 12:50 p.m.**

**9. Governance and Nominating Committee Report**

Gérald Boudreau presented the Governance and Nominating Committee report.

- **Travel and Expense Claim Policy and Procedures (new)**

**MOTION:** To approve the Travel and Expense Claim Policy and Procedures as presented effective immediately.

Moved by Gérald Boudreau, seconded by Anne Curry

Motion carried; Resolution 20BOD.JAN23.009

**b) Financial Management and Procurement Policy (new)**

Gérald Boudreau presented the proposed Financial Management and Procurement Policy

it was agreed to add the words “or obtaining multiple quotes” to item 6(b).

**ACTION:** ED to amend item 6(b) to the following: - Preparing and issuing requests for proposals (RFPs) or obtaining multiple quotes, where the value of the goods or services exceeds \$3,000.

**ACTION:** ED to switch articles 4 and 5 of the policy.

**MOTION:** To approve the Financial and Procurement Policy as amended effective immediately.

Moved by Gérald Boudreau, seconded by Anne Curry

Motion carried; Resolution 20BOD.JAN23.010

**10. Fundraising proposal**

There was a lengthy discussion with regards to fundraising requirements and initiatives as well as the possibility of recruiting the services of fundraising

professionals for advice on how to proceed.

**ACTION:** ED to invite two fundraising professionals to the next Board of Directors meeting.

**MOTION:** To table the fundraising proposal to a future meeting of the Board.  
Moved by Gérald Boudreau, seconded by Ernest Thibodeau  
Motion carried; Resolution 20BOD.JAN23.011

**11. Review of Board master calendar**

The ED presented the master calendar followed by further discussion.

- It was agreed to schedule quarterly meetings of the Board of Directors.
- It was agreed to add a report regarding progress on the implementation of the strategic plan priorities in the second quarter.

**ACTION:** ED to add item regarding strategic plan priorities to the agenda of future Board meetings.

**ACTION:** ED to add an item to the fourth quarter calendar regarding a recommendation for an audit firm to the Annual Meeting of Members.

**12. Set the date for the Annual Meeting of Members**

It was agreed to postpone setting the date for the AMM until the next Board of Directors meeting.

**ACTION:** ED to add agenda item to next Board of Directors meeting to set a date for the AMM.

**13. Set Board of Director meeting dates for 2020/2021:**

March 4, 2020

June 4, 2020

October 1, 2020

January 21, 2021

**14. Roundtable: general discussion**

**15. *In-camera* – human resources topic**

**MOTION:** To go in to *in-camera*

Moved by Gérald Boudreau, seconded by Ernest Thibodeau

Motion carried; Resolution 20BOD.JAN23.012

**MOTION:** To go out of *in-camera*

Moved by Gérald Boudreau, seconded by Ernest Thibodeau

Motion carried; Resolution 20BOD.JAN23.013

**16. Adjournment**

Motion to adjourn made by Gérald Boudreau.

Meeting adjourned at 1:50 p.m.

Signed by:

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Géraldine Arsenault  
Secretary