



Approved Minutes
Landscape of Grand Pré Inc. Board Meeting
1:00 p.m., September 21, 2023
Visitor Centre, Grand-Pré National Historic Site
Grand Pré, Nova Scotia

In attendance:

Géraldine Arsenault
Gérald Boudreau
Cally Jordan
Emily Lutz
Beverly Palmeter

Regrets:

Mark Bannerman
Marilyn Perkins
Ernest Thibodeau

Others:

Claude DeGrâce, Executive Director (ED)
Tami McEvoy, Administrative Support
Thomas Deal, Financial Support Services
Amy MacDonald, Parks Canada

1. Welcome, verify quorum, call to order

Beverly Palmeter, Chair of Landscape of Grand Pré Inc. (LGPI), welcomed the attendees and called the Board of Directors (Board) meeting to order at 1:05 p.m. having a minimum number of directors in attendance to constitute a quorum for the meeting.

Cally Jordan gifted everyone with a Grand Pré Cookbook, courtesy of the Covenanter Church Committee for having changed the Landscape signs in order to correct the spelling of “Covenanter Church”.

The Chair informed the Board that Yvon Fontaine had resigned from the Board on September 14, 2023, after 5 years of service to the Corporation. She also noted that this would be the last meeting for Gérald Boudreau and Ernest Thibodeau who have contributed significantly to the work of the Board. The Chair expressed her gratitude on behalf of the Corporation for their valued contribution.

2. Review and approval of the agenda

1. Welcome, verify quorum, call to order (5 min)
2. Review and approval of the agenda (3 min)
3. Approval of the minutes of the meeting held on May 24, 2023 (10 min)
4. Actions arising from the minutes (10 min)
5. Review the financial statements to August 31, 2023 (5 min)
6. *Policy regarding minutes (10 min)*
7. Review and approval of the revised management plan (10 min)
8. *In-camera session (30 min)*
9. Executive Director report (15 min)
10. Standing committee reports
 - a. Education and Marketing (10 min)
 - b. Executive (10 min)
 - c. Finance and Audit (10 min)
 - d. Governance and Nominating (1 min)
 - e. Technical Advisory (1 min)
11. Strategic Plan review (10 min)
12. Review the process for the appointment of officers and Board representation on standing committees (10 min)
13. Board Calendar (5 min)
14. Round Table (15 min)
15. Set the date for the next virtual Board meeting (5 min)

It was agreed to move item 10 (Policy regarding minutes) up to item 6 and rearrange the numbering of items accordingly.

MOTION: To approve the agenda as amended.

Moved by Gérald Boudreau, seconded by Cally Jordan

Motion carried; **Resolution 23BOD.Sept.21.001**

3. Approval of the minutes of the meeting held on May 24, 2023

ACTION ED: Strike sentence “The Chair noted that the minutes provide an accurate representation of the decision made by the Board.” on page 5.

ACTION ED: Page 11; Remove movers and seconders for email motions.

ACTION ED: Contact Paul and ask for confirmation regarding the following sentence from page 6, second paragraph, last sentence - “He noted that it had been expected that the funds would have been expended at the end of 10 years” and report to the Board at the next meeting.

MOTION: To approve the minutes for the Board meeting held on May 24, 2023, as modified.
Moved by Gérald Boudreau, seconded by Emily Lutz
Motion carried; **Resolution 23BOD.Sept.21.002**

4. Actions arising from the minutes

The Board reviewed the actions arising from the last meeting held on May 24, 2023.

5. Review the financial statements to August 31, 2023

Thomas Deal presented the financials to the Board and welcomed questions.

Thomas explained that the new RBC Express account is much more efficient and enables online transactions, making it easier to pay contractors and suppliers. He stated that RBC Express has online training resources available for the signatories. It was noted that once the Board has appointed new signing officers, training will be required on the use of RBC Express.

It was suggested that the financial statements should be made available in a more legible format.

MOTION: To receive the financial statements to August 31, 2023, as presented.
Moved by Gérald Boudreau, seconded by Emily Lutz
Motion carried; **Resolution 23BOD.Sept.21.003** (with Cally Jordan abstaining).

~ Break at 2:10 p.m. ~ Thomas excused

6. Policy regarding minutes

The Chair opened the discussion about creating a policy for recording Board meeting minutes. It was agreed that the minutes are currently too detailed and should be a summary of the discussions, motions and actions. Going forward, relevant documentation, such as actions arising from the minutes, standing committee reports and the Executive Director report would be appended to the minutes. It was suggested that minutes be distributed to directors soon after Board meetings.

The Board agreed that the Governance and Nominating Committee would be asked to draft a policy for recording the minutes of Board meetings.

MOTION: That the Governance and Nominating Committee draft a policy with regards to recording the minutes of Board meetings.

Moved by Cally Jordan, seconded by Géraldine Arsenault

Motion carried; **Resolution 23BOD.Sept.21.004**

7. Review and approval of the revised management plan

The Chair informed the Board that the Management Plan has been reviewed by stakeholders and revised where needed. The ED reviewed the entire document and has received good feedback and engagement from the Province of Nova Scotia, the Municipality of the County of Kings, the Mi'kmaq Rights Initiative and Parks Canada. In addition, the Technical Advisory Committee conducted a full review of the document and recommended approval by the Board.

MOTION: To approve the revised Management Plan as presented.

Moved by Emily Lutz, seconded by Cally Jordan

Motion carried; **Resolution 23BOD.Sept.21.005**

8. In-camera session

The Board decided that an in-camera session was not required.

9. Executive Director Report

The Executive Director presented his report. The visitor experience concept was discussed and the ED explained that following discussions with stakeholders, it was felt that additional space was required for interpreting the Outstanding Universal Value of the WHS and to accommodate events and large school groups. The ED indicated that the Department of Canadian Heritage could provide up to 90% of the funding for the development of such a space. It was agreed that this project should continue to be pursued and it was suggested that the ED look into the possibility of partnering with the Société Nationale de l'Acadie, the Société Promotion Grand-Pré and Parks Canada. It was agreed that the ED would meet with Parks Canada as soon as possible.

The ED informed the Board that a tapestry featuring the Landscape of Grand Pré was being donated to LGPI. The tapestry was made in Oaxaca Mexico, and was inspired by the work of Marcel Morin. The tapestry will be delivered by Professor Jack Corbett, Hatfield School of

Government, on October 2, 2023 for an unveiling ceremony on October 5, 2023, at 7:00 p.m. Directors were invited to attend the ceremony.

ACTION ED: ED to further investigate the planning, design and implementation of a visitor experience infrastructure project.

MOTION: That the Board receive the report of the Executive Director with continued support.
Moved by Gérald Boudreau, seconded by Géraldine Arsenault
Motion carried; **Resolution 23BOD.Sept.21.008**

10. Standing committee reports

a. Education and Marketing Committee (EMC)

Amy MacDonald, Chair of the EMC, presented the report of the Education and Marketing Committee that met on June 13, 2023.

MOTION: To receive the report of the Educating and Marketing Committee as presented.
Moved by Gérald Boudreau, seconded by Cally Jordan
Motion carried; **Resolution 23BOD.Sept.21.009**

b. Executive Committee (EC)

The Chair presented the report of the Executive Committee that met on September 13, 2023.

The Chair informed the Board of the recommendation to appoint two new independent directors and introduced a preliminary skills matrix for discussion.

The Chair informed the Board of the sponsorship opportunity with Devour Studios. A discussion followed with regards to the \$3000 cost for advertising and promotion, with an ad, 15 second video and complimentary tickets that could possibly be promoted on social media.

MOTION: That the Board of Directors confirm the decisions of the Executive Committee as outlined in the September 2023 report to the Board.
Moved by Géraldine Arsenault, seconded by Gérald Boudreau
Motion carried; **Resolution 23BOD.Sept.21.010**

MOTION: That the Board receive the report of the Executive Committee as presented.
Moved by Cally Jordan, seconded by Géraldine Arsenault
Motion carried; **Resolution 23BOD.Sept.21.011**

MOTION: To approve a sponsorship of \$3000 to the 2023 Devour - Food Film Fest.
Moved by Gérald Boudreau, seconded by Emily Lutz
Motion carried; **Resolution 23BOD.Sept.21.012**

c. Finance and Audit Committee (FAC)

Emily Lutz, Chair of the FAC, presented the report of the Finance and Audit Committee.

Emily informed the Board that the auditor had praised the work of the Corporation and commended Helen Woodward again for the 2022/2023 financials. The FAC is recommending Kent and Duffett as the Corporation's auditors again for 2023/2024 fiscal year.

MOTION: To approve the modified investment policy as presented.
Moved by Emily Lutz, seconded by Gérald Boudreau (with Cally Jordan abstaining).
Motion carried; **Resolution 23BOD.Sept.21.013**

MOTION: To receive the report of the Finance and Audit Committee as presented.
Moved by Gérald Boudreau, seconded by Cally Jordan
Motion carried; **Resolution 23BOD.Sept.21.014**

~ Emily Lutz excused at 4:20 p.m.

d. Governance and Nominating Committee (GNC)

The GNC did not meet during this period.
Emily Lutz and Gérald Boudreau have stepped down from the committee.

e. Technical Advisory Committee (TAC)

The TAC did not meet during this period.

11. Strategic Plan review

The Chair explained that because of the number of new Directors to the Board, that the strategic plan will be discussed at the upcoming meeting of the Board in order to allow for the strategic direction of the Corporation to be a decision of the new Board.

ACTION ED: Send the 2018/2023 strategic plan to the Board.

12. Review the process for the appointment of officers and Board representation on standing committees

The Chair began the discussion regarding the logistics of onboarding new directors. It was agreed that a separate orientation session be held in an afternoon followed by a Board meeting the following morning.

ACTION ED: To communicate with the new directors and the existing Board to set suitable dates for the orientation session and the Board meeting.

13. Board Calendar

ACTION ED: Add orientation for new directors and new committee members

MOTION: To receive the Board Calendar as amended.

Moved by Cally Jordan, seconded by Géraldine Arsenault

Motion carried; **Resolution 23BOD.Sept.21.015**

14. Round Table

Gérald Boudreau raised the issue of quorum for Board meetings. He suggested that the Board needs to develop a best practice policy with regards to maintaining quorum throughout meetings of the Board.

The Chair again thanked Gérald Boudreau on behalf of the Board for his invaluable contribution to the UNESCO inscription, the Landscape of Grand Pré Society and the Corporation for over a decade, and wished him the very best in his retirement.

Géraldine Arsenault informed the Board that she will be returning to her superintendent position in October after acting as Executive Director for Parks Canada Atlantic.

The Chair let everyone know that Jean Leung will be exhibiting her artwork at the Tides Art Gallery in Kentville from October 4 – 9.

ACTION ED: Circulate the educational video about the dykelands developed recently by the Nova Scotia Department of Agriculture.

15. Set the date for the next Board meeting

ACTION ED: To contact the Board to arrange a suitable time and date for the next meeting of the Board.

16. Adjournment

MOTION: The Chair adjourned the meeting at 4:50 p.m. having completed the agenda Moved by Beverly Palmetter, **Resolution 23BOD.Sept.21.016**

Approved by the Board on November 8, 2023; **Resolution 23BOD.Nov.08.002**

Géraldine Arsenault
Secretary

Supporting Documents:

LGPI BOD Approved meeting minutes, May 24, 2023

Actions arising from the minutes

Executive Director Report, September 21, 2023

Educating and Marketing Committee Report, September 21, 2023

Executive Committee Report, September 21, 2023

Finance and Audit Committee Report, September 21, 2023