



Approved Minutes
Landscape of Grand Pré Inc. Board Meeting
9:00 a.m. – May 24, 2023
Municipality of the County of Kings
181 Coldbrook Village Park Dr., Coldbrook, Nova Scotia

In attendance:

Géraldine Arsenault
Gérald Boudreau
Cally Jordan

Emily Lutz
Beverly Palmetter

Regrets:

Mark Bannerman
Yvon Fontaine
Marilyn Perkins
Ernest Thibodeau

Others:

Claude DeGrâce, Executive Director (ED)
Helen Woodward, Financial Support Services
Thomas Deal, Financial Support Services
Paul Lannan, RBC Dominion Securities Inc.
Scott Conrod, CAO, Municipality of the County of Kings
Ashley Brooker, Municipality of the County of Kings
Katie Ollmann, Municipality of the County of Kings
Amy MacDonald, Parks Canada Agency

1. Welcome, verify quorum, call to order

Beverly Palmetter, Chair of Landscape of Grand Pré Inc. (LGPI), welcomed the attendees and called the Board of Directors (BOD) meeting to order at 9:10 a.m. having a minimum number of

directors to constitute a quorum for the meeting. The Chair welcomed Helen Woodward to her last meeting of the Board and thanked her for delivering quality services to Landscape of Grand Pré Inc. The Chair also welcomed Thomas Deal, financial support services contractor, to his first meeting.

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. *Review the financial statements to March 31, 2023, introduction of new contractor and banking arrangements (20 min)*
4. Approval of the minutes of the meeting held on March 10 and 22, 2023 (5 min)
5. Actions arising from the minutes (10 min)
6. Ratifications of the motions sent to the Board via email (5 min)
7. Introduction of Paul Lannan, Senior Portfolio Manager, RBC Dominion Securities (15 min)
8. *In-camera session (30 min)*
9. Annual Meeting of Members
10. Executive Director report (15 min)
11. Standing committee reports
 - a. Education and Marketing (10 min)
 - b. Executive (1 min)
 - c. Finance and Audit (10 min)
 - d. Governance and Nominating (10 min)
 - e. Technical Advisory (10 min)
12. Policy regarding minutes (10 min)
13. Board Calendar (5 min)
14. Round Table (15 min)
15. Set dates for the next Board meetings (5 min)
16. Adjournment (1 min)

It was agreed to move item number 6 (*Review the financial statements to March 31, 2023, introduction of new contractor and banking arrangements*) to number 3 on the agenda and to adjust the agenda accordingly.

MOTION: To approve the agenda as amended.

Moved by Gérald Boudreau, seconded by Géraldine Arsenault

Motion carried; **Resolution 23BOD.May.24.001**

3. Review the financial statements to March 31, 2023, introduction of new contractor and banking arrangements (20 min)

Helen Woodward presented the financial statements to March 31, 2023. It was noted that funds were received from the Funding Trust and from LGPI's investments.

MOTION: To receive the financial statements to March 31, 2023, as presented.

Moved by Gérald Boudreau, seconded by Emily Lutz

Motion carried; **Resolution 23BOD.May.24.002**

Helen confirmed that she would be providing the paperwork to Kent & Duffett in order for them to prepare the audited financial statements.

Thomas Deal introduced himself indicating that he manages a small company with two employees who work from home.

It was noted that the Valley Credit Union is not set up to permit two signing officers to approve online payments. Thomas Deal explained that while in-person services are superior with the Valley Credit Union, the Royal Bank offers better services relating to Quickbooks Online and for the approval of payments which will result in time savings.

It was noted that the Fruit Growers Association uses Royal Bank Express (RBE) for online payments. Emily Lutz noted that RBE has been found to be very efficient while generating savings in travel expenses. It was also noted that RBE offered online training sessions which were very useful.

MOTION: To move LGPI's banking to the Royal Bank

Moved by Gérald Boudreau, seconded by Cally Jordan

Motion carried; **Resolution 23BOD.May.24.003**

It was noted that the ED would proceed to set up an account with the Royal Bank. Helen agreed that payments would continue to be made by cheque until the account is established.

It was suggested that the Chair send a letter to the Valley Credit Union to thank them for their services.

4. Approval of the minutes of the meeting held on March 10 and 22, 2023

It was noted that in the documentation for the meeting, that the “election of Officers” is to be replaced by “appointment of Officers.”

On page 5, it was agreed that officers were of the Corporation and not of the Board.

On page 6, replace “homeowners” with “landowners.”

On page 7, it was agreed to remove “three days grace.”

On page 11, remove the reference to GPACA.

On page 16, the wording was changed to: “record that there is an inconsistency between the Corporation’s by-laws and the structure of the Finance and Audit Committee.”

The Chair suggested that until a policy decision was made that standing committee reports should be appended to the minutes. No decision was made at this time as there was an agenda item regarding this topic.

In reference to conducting votes via email, it was suggested that for routine matters which do not require discussion, the Corporation could make use of written resolutions which need to be signed by all the directors.

MOTION: To approve the minutes of the March 10 and 22, 2023, Board of Directors meeting as modified.

Moved by Emily Lutz, seconded by Géraldine Arsenault

Motion carried; **Resolution 23BOD.May.24.004**

At 10:30 a.m. Paul Lannan, Senior Portfolio Manager with RBC Dominion Securities, joined the meeting.

The Chair introduced the directors and Mr. Lannan introduced himself to the Board. He noted that he had been fortunate to work with the trustees of the Grand Pré UNESCO Funding Trust for 10 years and that he looked forward to working and supporting the investment objectives of Landscape of Grand Pré Inc.

Paul indicated that LGPI’s portfolio was relatively conservative with a goal of providing income

for the World Heritage Site. He informed the Board that despite 4 bear markets over the past 10 years, the fund had generally recorded positive results. He noted that the world is changing at an increased speed with significant geopolitical challenges. Paul suggested that the past globalization trend may be reverting to deglobalization.

Paul indicated that RBC Dominion Securities looks after investments and manages risk to generate a reasonable degree of growth. The investments are limited to 30% in equities and 70% in fixed income, including bonds, GICs, money market funds and cash. He confirmed that the overall rate of return over the 10-year period had been 3.63%.

Paul was asked if interest from fixed income would increase over the next year. He indicated that the economy is providing challenges. While interest rates have risen, the economy is still quite strong and interest rates may remain high. He noted that GIC's are providing 4-5% return. In terms of investments, Paul tends to invest in companies which generate a growing amount of income.

It was noted that there are investments in equity that are more valuable and that over time equities will generate higher returns. Paul indicated that their Investment Policy Statement (IPS) requires that investments be diversified in different sectors and that one stock cannot constitute more than 10% of the value of the portfolio.

Paul was asked about the Funding Trust's annual return over the past 10 years. As beneficiary of the fund, it was noted that the Board of Directors was entitled to this information. Paul indicated that information on a year-by-year basis was privileged and could not be provided but that he could give a good sense of the performance of the portfolio. He indicated that the 3.6% overall return is not necessarily indicative of the past or future returns.

Paul noted that most years had generated returns of 4% and above and that some years had seen returns of 7-9,5%. He noted that LGPI should not expect 10% increases or 10% decreases in the value of the investments. With a 30/70% split between equities and fixed income, we should anticipate returns to average 4%.

It was suggested that if the Board wishes to pursue this matter, the Trustees of the Funding Trust could be asked to request that the annual rate of return on a year-by-year basis be provided to the Board.

Paul commented on how aggressive were the investments and noted that the whole spectrum of risk is assessed and that he looks at four characteristics to evaluate companies:

- a) Leader within the field;
- b) Great management;
- c) Consistent earnings growth;
- d) Progressive companies with fewer liabilities.

Paul noted that having investments in 15 companies reduces non-systemic risks and that he currently maintains investments in 30 to 40 companies.

Cally Jordan noted that RBC Dominion Securities had put in place a nice portfolio for the Corporation which includes a grouping of companies which produce dividends.

Gérald Boudreau suggested that we could consider investing more than 30% in equities. The Chair noted that the Finance and Audit Committee would be suggesting modifications to the Investment Policy in order to align it with the RBC Dominion Securities IPS. She noted that as we are managing government funds, we need to be conservative.

Paul noted that a higher rate of investment in equities would likely mean more fluctuations. More importantly, he noted that the set fee for a 30/70 portfolio is 0.55% while the fee for equity investments of more than 30% would carry a fee of 1.1% plus HST.

It was agreed that a 0.55% annual fee was quite reasonable.

Paul concluded by thanking the Board for entrusting its funds with RBC Dominion Securities. He indicated that he welcomes queries at any time and that he is available for meetings from time to time and that he appreciated the good working relationship that has developed with the Corporation's Executive Director.

The Chair noted that it was important for LGPI to have a policy in place to guide investments.

The Board expressed its appreciation for the work that had been conducted by the trustees of the Funding Trust and we look forward to continuing with RBC Dominion Securities.

At 11:00 a.m., Scott Conrod, CAO of the Municipality of the County of Kings, accompanied by Katie Ollmann and Ashley Brooker, made a presentation to the Board regarding the extension of the Harvest Moon Trailway from Grand Pré to Hortonville.

Mr. Conrod noted that the project to extend the trail was supported by the Active Transportation Plan (AT), which consists of a 15-year plan detailing AT opportunities across the

Municipality.

Cally Jordan noted that there is more than one community as GPACA serves four communities.

It was noted that projects specifically related to Grand Pré include approved shared road signage and the Harvest Moon Trail extension which is in the planning stage. This project includes:

- 2.136 km (from the Parks Canada visitor centre to Wharf Road)
- Non-motorized, multi-use trail
- Supportive infrastructure (benches, signage, gates, interpretive panels)
- Provides an option for keeping pedestrians off active farming and dyke roads
- Part of the AT plan network improvements
- Connects two historically significant sites to the larger trail system, with economic and environmental benefits

Scott noted that the budget for the project has been set at \$230,451. He indicated that the Municipality's funding request to the province had been refused as funds in the trails program had been expended.

The Chair agreed that the proposed trail extension would provide an option for keeping pedestrians off active farming and dyke roads.

Mr. Conrod was asked what provisions would be made for the trail to cross Grand Pré Road. He noted that arrangements similar to the measures being implemented for highway 358 could apply including an automated feature. He noted that there are no sight-line issues at Grand Pré. Cally noted that when the rail tracks were in place it would slow down traffic which is not the case anymore. She noted that there have been vehicles coming off the dykelands travelling 100 km an hour. Ashley noted that the Municipality has a good working relationship with the provincial Department of Public Works.

In terms of the operations model, Mr. Conrod noted that the Municipality retains both leases and letters of authority and contracts the maintenance of the trail to the Annapolis Valley Trails Coalition.

An agreement was negotiated with the railway company in early 2023 and the project is dependent on capital funding. According to the agreement, the work will need to commence on or before April 1, 2024, and includes capital and operational provisions.

The Municipality's request to the Board includes:

- Consider direct and indirect contributions to the project (may have federal stacking rule implications)
- Provide written correspondence to the Municipality confirming funding details (preferably an upset amount)

The next steps include:

- Applying for third-party funding, e.g., file application with the Atlantic Canada Opportunities Agency, TransCanada Trails Coalition, and others
- Continue dialogue with Landscape of Grand Pré Inc.
- Stakeholder engagement and consultations of landowners

It was suggested Parks Canada could be asked to provide support.

Concerns regarding the speed of traffic on Grand Pré Road were expressed and it was suggested that if a crosswalk is installed some form of automated device (press button) will be required.

The ED noted that there would very likely be interest from the Acadian community in using the extended trail as it would provide access to Horton Landing.

The Chair thanked Scott, Katie and Ashley for their presentation.

Cally indicated that she would like the agenda to be more inclusive of the subject which will be addressed during Board meetings. The ED indicated that the Municipality had only confirmed on May 23 that they wished to make a presentation.

5. Business arising from the minutes

The Board reviewed the following items and Gérald noted that item (h) should refer to the Education and Marketing Committee.

- a) The proposed modifications to the minutes of the November 30, 2023, were made and the minutes were approved by the Secretary.*
- b) Further discussions are required regarding how to record minutes of Board meetings.*
- c) The ED wrote to McInnes Cooper to seek clarification about who has access to LGPI data held by the law firm and how would a director be given access.*
- d) A formal accounting of the Funding Trust was requested and the ED received bank*

statements which were shared with the Board.

- e) At the request of the Board, the ED provided a detailed breakdown of the costs for extending the Harvest Moon Trailway from Grand Pré to Hortonville.*
- f) The ED wrote a thank you letter signed by the Chair and sent to Professor Bissix of Acadia University to thank him and the students for the successful review of the LGPI's Strategic Plan.*
- g) The ED retained the services of a consultant to prepare a summary of the five reports prepared by Acadia University students as part of the Strategic Plan review.*
- h) The Education and Marketing Committee will consider the proposed acquisition of an abandoned railcar when the Committee meets in mid-June.*
- i) The Periodic Report was shared with the Board and then approved by the Chair and forwarded to Parks Canada's National Office.*
- j) The service contract for the Administrative Support Services Contractor was renewed for one additional year.*
- k) A one-year service contract was awarded to Thomas Deal for Financial Support Services.*
- l) The modified ED telework agreement was sent to the Chair for signature.*
- m) Time allocations have been added to agenda items.*
- n) The existing contract with KA Social Media was extended for a period of six months to September 30, 2023, to allow for the implementation of the proposed social media strategy and help promote summer events and activities taking place in the Landscape.*
- o) A contract was awarded to produce a 3–5-minute video featuring the Landscape for projection at Devour Studios.*
- p) The ED has reached out to the Grand Pré & Area Community Association regarding the appointment of a community member to an organizing committee for the proposed Landscape event. It is also possible that Immigration Canada will hold a Citizenship Ceremony in the Landscape in conjunction with the event.*
- q) The ED has requested letters of support from the Wolfville Historical Society, Town of Wolfville, Acadia University and Société Nationale de l'Acadie for the nomination of J.F. Herbin to the Historic Sites and Monuments Board of Canada.*
- r) Replacement signs for the Covenanter Church have been ordered as well as other signs and signposts replacements.*
- s) RBC Dominion Securities has been requested to provide the annual rate of return of the Grand Pré Funding Trust investments over the past 10 years as well as the fees charged.*
- t) The ED has sent an email to McInnes Cooper seeking advice regarding the request that the Treasurer be invited to attend meetings of the Finance and Audit Committee as an ex-officio member of the FAC.*
- u) The Governance and Nominating Committee will review the role of the Finance and Audit Committee regarding the management of LGPI investments.*

- v) *The LGPI initiative to provide financial support to landowners for conducting archaeological resource impact assessments (ARIAs) in the Landscape and its buffer zone has been renewed. Information will be shared with landowners in an upcoming newsletter.*
- w) *The ED contacted the Municipality of the County of Kings, the Société Nationale de l'Acadie and the Société Promotion Grand-Pré seeking nomination for directors. It was requested that nominations be provided by June 30, 2023.*

6. Ratifications of the motions sent to the Board via email

It was suggested that such motions should be adopted through a written resolution of the Board signed by all the directors as per *article 140 (1)* of the Canada Not-for-profit Corporations Act.

The Chair asked if direction had been obtained from McInnes Cooper regarding a vote via email. The ED noted that he had sought direction and read the email he had received:

The board can only approve a resolution at a duly called and constituted meeting by majority vote, or by written resolution signed by all directors. A vote by email wouldn't meet either of those methods. That said, if you happen to get consensus by all directors approving a matter by email, the risk of any objection to proceeding as if it's approved until the next meeting to officially ratify the motion would be fairly low. In a situation where someone has voted against it, I would not recommend proceeding until it can be approved at a meeting by majority vote as that is what is required to be legally approved.

The Board decided that rather than ratify the motions it would be better to simply adopt one motion.

MOTION: That the Board adopt the five motions (as noted below) sent by email to the Board on March 22, 2023.

Moved by Gérald Boudreau, seconded by Emily Lutz

Motion carried; **Resolution 23BOD.May.24.005**

- a) *That Landscape of Grand Pré Inc. send a letter to the Municipality of the County of Kings to support the extension of the Harvest Moon Trailway to Hortonville.***
- b) *That the Board approve a contribution of \$30,000 to the Municipality of the County of***

Kings for the extension of the Harvest Moon Trailway to Hortonville.

c) That the Board approve the ED's Goals and Objectives for 2023/2024.

d) That the Board receive the Board calendar as circulated.

e) That the Board approve the award of a one-year contract to Thomas Deal, beginning April 1, 2023, for the provision of financial support services to Landscape of Grand Pré Inc.

Break for lunch until 1:00 p.m.

Emily Lutz was excused.

11. Standing committee reports (As Amy MacDonald, Chair of the Education and Marketing Committee had joined the meeting, she was invited to present her report).

a. Education and Marketing

Amy MacDonald presented the report of the standing committee.

In response to a question from the Board, Amy noted that Parks Canada had been approached by Landmark East who wished to use the View Park as part of a soap box derby which would be held on Old Post Road. This is still in the planning phases.

It was noted that bike tours were being organized with Parks Canada and the Town of Wolfville and that guests would need to register with the Town.

The Chair noted that the work of the committees is ramping up and thanked Amy for chairing the EMC.

MOTION: That the Board receive the report of the Education and Marketing Committee as submitted.

Moved by Cally Jordan, seconded by Géraldine Arsenault

Motion carried; **Resolution 23BOD.May.24.006**

The report of the Education and Marketing Committee is appended to the minutes.

9. Annual Meeting of Members

It was suggested that the Board should increase its membership to a maximum of 12 directors as provided by the by-laws.

Cally asked if the Corporation had conducted an organized search for new directors. She suggested that we should consult our member organizations to identify potential new directors and suggested that there are ways of drawing new directors. Cally suggested that Zoom meetings are a half measure and suggested we could consider holding meetings on weekends. She indicated that the responsibilities and time commitment of directors could be specified as part of the recruitment process. She noted that some organizations make use of alternate directors but this is not a recommended practice. The Board noted that such a practice had been considered when the Corporation was established and that legal counsel had advised not to make use of alternate directors.

It was suggested that the Board should perhaps consider establishing a policy regarding attendance at Board meetings.

The Board discussed potential dates for the Annual Meeting of Members and it was suggested that the Members should meet first followed by an immediate meeting of the Board to appoint officers and bank signing officers.

The Chair suggested that this would not be possible as there are three directors whose terms expire at the AMM and it would not be known if the nominations would be accepted. She also noted that new nominations could be put forward at the AMM to replace existing directors. Based on the Corporation's by-laws, there are expectations regarding the time frame of meeting notice that needs to be adhered to as well.

It was suggested that the Board could meet in the afternoon of September 21, 2023, and that the AMM be held on the morning of September 22, 2023. The Board would then call a virtual meeting within 2 or 3 weeks in order to appoint officers and bank signing officers.

10. Executive Director report

The ED presented his report. It was noted that the Board should plan for a workshop in early November to review its strategic plan. The Board also noted that there should be opportunities to offer training for new directors at the same time.

It as suggested that the Landscape tapestry weaved by master weavers in Mexico could be displayed temporarily at the Grand-Pré NHS visitor centre. The ED suggested that the tapestry could perhaps be displayed at the Horton Community Centre. It was suggested that there may be an opportunity to display the tapestry during the 2024 Congrès mondial acadien.

The Board reviewed the Operational Plan for 2023/2024. The ED was asked what item was the most important and he indicated that he hoped that progress could be achieved in the implementation of a visitor experience concept for the Landscape.

The Chair noted that there are still people who do not know that the Landscape has been inscribed as a World Heritage Site. She suggested that we should consider selling promotional material.

It was suggested that joint initiatives, such as the development of packages, should be explored with the other two WHS in Nova Scotia.

Géraldine Arsenault suggested that the approach should be to provide a cohesive visitor experience that includes the National Historic Site and the World Heritage Site.

MOTION: That the Board receive the report of the Executive Director as submitted.
Moved by Gérald Boudreau, seconded by Géraldine Arsenault
Motion carried; **Resolution 23BOD.May.24.007**

MOTION: That the Board approve the Operational Plan for 2023/2024 as submitted.
Moved by Gérald Boudreau, seconded by Cally Jordan
Motion carried; **Resolution 23BOD.May.24.008**

11. b) Report of the Executive Committee

As the Committee had not met, there was no report.

c) Report of the Finance and Audit Committee

The Chair of the Board presented the report of the Finance and Audit Committee. She noted that the Committee was in the process of reviewing the Corporation's Investment Policy in order to align it with the RBC Dominion Securities Investment Policy Statement. She also noted that the FAC had looked at its committee structure and had decided that it worked well and would be examined again in one year.

Cally suggested that the Board look at the FAC structure and that the Treasurer be invited to attend the meetings as an ex-officio member of the Committee. The Chair indicated that this issue had been already looked at by two standing committees and after considering the matter, the FAC had concluded that the structure should remain as is and that a review would be conducted in 2024/2025.

It was suggested that McInnes Cooper should provide clarification. As Treasurer, Cally indicated that she would bring financial expertise to the Committee. As an example, she reminded the Board that she had enquired about the RBC Dominion Securities fee structure and it had been determined that it was a great deal. Cally indicated that she could help with financial matters such as investments and believes this is an important issue. As there were a limited number of directors attending the Board meeting, it was suggested that this matter be brought up later.

MOTION: That the Board receive the report of the Finance and Audit Committee as submitted.
Moved by Géraldine Arsenault, seconded by Gérald Boudreau
Motion carried; **Resolution 23BOD.May.24.009**

MOTION: That the Board approve the Finance and Audit Committee 2023/2024 work plan as submitted.
Moved by Gérald Boudreau, seconded by Géraldine Arsenault
Motion carried; **Resolution 23BOD.May.24.010**
The report of the Finance and Audit Committee is appended to the minutes.

d) Governance and Nominating

Gérald Boudreau presented the report of the Governance and Nominating Committee. He informed the Board that the GNC had met on May 12, 2023.

Gérald noted that the GNC had initiated the establishment of a roster of potential new directors and that two nominations had been received. It was noted that the ED had been requested to prepare a Board skills matrix in order to determine the type of individuals the Board should be recruiting.

The Chair of the GNC indicated that the response received from legal counsel on May 2, 2023, regarding the role and appointment of officers would be discussed again at the next meeting of the Committee as the GNC has not completed the review.

MOTION: That the Board approve the Governance and Nominating Committee 2023/2024 work plan as submitted.

Moved by Gérald Boudreau, seconded by Cally Jordan

Motion carried; **Resolution 23BOD.May.24.011**

MOTION: That the Board receive the report of the Governance and Nominating Committee as submitted.

Moved by Gérald Boudreau, seconded by Cally Jordan

Motion carried; **Resolution 23BOD.May.24.012**

The Chair of the GNC informed the Board that Emily Lutz had informed him of her decision to resign from the Governance and Nominating Committee effective immediately. It was indicated that this would be addressed at the next meeting of the GNC.

The report of the Governance and Nominating Committee is appended to the minutes.

e) Technical Advisory

The ED noted that the Committee had invited the Nova Scotia Department of Agriculture to present an update regarding the options being considered as part of the Dykeland System Upgrades Project (DSUP).

The Chair noted that the main item for consideration by the Board resulting from the TAC report was the approval of the revised Management Plan for the World Heritage Site.

As she did not have sufficient time to review the document, Cally suggested that the approval of the revised plan be delayed until the virtual meeting of the Board in July or August 2023. She suggested that background information about the review of the Management Plan be provided to the Board.

MOTION: That the Board approve the Technical Advisory Committee 2023/2024 work plan as submitted.

Moved by Gérald Boudreau, seconded by Géraldine Arsenault

Motion carried; **Resolution 23BOD.May.24.013**

MOTION: That the Board receive the report of the Technical Advisory Committee as submitted.

Moved by Gérald Boudreau, seconded by Géraldine Arsenault

Motion carried; **Resolution 23BOD.May.24.014**

The report of the Technical Advisory Committee is appended to the minutes.

12. Policy regarding minutes

This item was tabled until the next meeting of the Board.

13. Board Calendar

It was noted that the calendar should indicate that officers and bank signing officers are appointed and not elected. It was also suggested that it was important that the Board consider a succession plan for the Executive Director.

The Board asked the ED to review the Code of Conduct as it relates to conducting an annual conflicts disclosure for the Officers and Directors.

MOTION: That the Board receive the 2022/2023 Board Calendar as corrected.

Moved by Gérald Boudreau, seconded by Cally Jordan

Motion carried; **Resolution 23BOD.May.24.015**

MOTION: That the Board receive the 2023/2024 Board Calendar as corrected.

Moved by Gérald Boudreau, seconded by Cally Jordan

Motion carried; **Resolution 23BOD.May.24.016**

14. Round Table

As the allocated time for the meeting had expired, this item was tabled.

15. Set dates for the next Board meetings

The Board agreed that one virtual meeting would be held in July or August 2023 to review and approve the revised Management Plan and approve the audited financial statements.

As per discussions regarding the Annual Meeting of Members, it has been suggested that the Board meet in person during the afternoon of September 21, 2023, followed by the AMM on the morning of September 22, 2023.

16. Adjournment

MOTION: To adjourn the Board of Directors meeting at 3:00 p.m.

Moved by Gérald Boudreau, seconded by Géraldine Arsenault

Motion carried; **Resolution 23BOD.May.24.017**

Approved by the Board on September 21, 2023; **Resolution 23BOD.Sept.21.002**

Signed by: _____
Géraldine Arsenault, Secretary

The reports of business arising from the previous meeting and the standing committees are appended.

**Education and Marketing Committee Report to the Board
Landscape of Grand Pré Inc. – Le Paysage de Grand-Pré inc.
May 24, 2023**

The membership of the Education and Marketing Committee includes:

Amy MacDonald, Chair

Juliana Barnard

Bev Boyd

Marilyn Perkins

Beverly Palmeter, Chair of the Board, ex-officio

Claude DeGrâce, Executive Director, ex-officio

The following is a general summary of the items discussed at the meeting of the Education and Marketing Committee (EMC) which was held via ZOOM on April 18, 2023.

1. Extension of Harvest Moon Trailway to Hortonville

The EMC was informed that the Municipality of the County of Kings had applied for the funds to implement the project. It was noted that LGPI'S approved budget for 2023/2024 included funding for the project but that a Board resolution would be required to approve funding support.

2. Commemoration of J.F. Herbin

Following the Board's support for nominating J.F. Herbin for consideration by the Historic Sites and Monuments Board of Canada, letters of support have been requested from the Wolfville Historical Society, the Town of Wolfville, Acadia University and Société Nationale de l'Acadie.

3. Dykelands awareness update

Beverly Boyd provided a summary of the dykelands awareness subcommittee meeting which took place on April 12, 2023. The subcommittee is thinking more transformative and long term and has suggested working with the Nova Scotia Department of Agriculture through DSUP to consider adapting a section of the dyke wall closest to Wolfville for public use and the development of a visitor experience.

It was also noted that the subcommittee had proposed that a farm safety workshop be held in

conjunction with the Landscape event planned for this summer.

4. Replacement of signs for the Covenanter Church

The ED noted he had received an email from the Chair of Council for Orchard Valley Pastoral charge, under which falls the Covenanter Church in Grand Pré, requesting that all signage pertaining to the Covenanter Church be updated to correctly reflect the proper name of this historic church, which is **Covenanter**, or **Covenanter Church**.

The ECM was informed that replacement signs had been ordered and would be installed over the coming weeks. He also indicated that a replacement sign for Horton Landing had been ordered as well as replacement signs at the western entrance to the dykelands.

5. Visitor experience concept update

The ED informed the EMC that as the process to enter into a long-term agreement with Parks Canada for the construction of an extension to the Grand-Pré NHS visitor centre was delayed, he was proposing that Landscape of Grand Pré Inc. proceed with the other elements of the visitor experience including:

- enhanced interpretive elements for the View Park;
- improvements to the trail from the View Park to the Harvest Moon Trailway;
- the development of a WHS orientation node close to the Grand-Pré NHS visitor centre;
- a working aboiteau display; and
- interpretive signs for the Harvest Moon Trailway.

The EMC expressed support for the proposed incremental approach and suggested that a stakeholder engagement strategy form part of the project. The ED indicated that with the support of the Board, he would be seeking funding for the design phase of the project.

6. Review the social media strategy

Kerra Aucoin Mansfield was invited to join the meeting to present the social media strategy she had developed for the Landscape of Grand Pré WHS.

While it is important to differentiate the WHS from the NHS, it was noted that social media posts could reflect the complementary nature of both designations. Through storytelling, visitors and audiences can learn about the complementary nature of the two designations.

The EMC agreed that LGPI must create more original content and invest in telling our own stories. It was suggested that LGPI should consider contracting with someone to provide these services.

Beverly Boyd suggested that Grand-Pré NHS needs to present a story which is cohesive with the Landscape. While we need to differentiate the two sites, in terms of visitor experience, we need to present an inclusive story.

The ED indicated that he would try to set aside two hours per week to develop original content

for social media.

Kerra noted that social media reach was continuously increasing. It was suggested that members of the EMC could tag the Landscape's Instagram accounts when posting relevant material. Kerra suggested that LGPI should consider combining the English and French social media accounts to facilitate posting information and reaching a larger audience. The EMC was generally supportive of the idea. The ED agreed to check with stakeholders to gauge support for the proposal. The EMC agreed that LGPI's social media presence was an item that required further attention. Kerra offered to meet again with the EMC if required.

7. Development of a video – Devour Studios

The ED informed the EMC that following the approval of funding by the Board, he had invited three videographers to submit proposals to develop a 3–5-minute video for projection at the Devour Studios. LGPI received a proposal from Canopy Creative which met the requirements of the request for proposals. The EMC expressed support for proceeding with a contract for this project. The ED indicated that a storyline would be developed for the video which would attempt to include brief Mi'kmaq, Acadian and local area narration.

The EMC suggested that the footage developed for the video should be used for producing short videos for social media. Amy MacDonald noted that the videographer would need a filming and drone use permits from Parks Canada.

8. Landscape event in 2023

The ED indicated that he would be establishing an organizing committee for a landscape event to be held in late summer 2023. He informed the EMC that the Grand Pré and Area Community Association (GPACA) had reached out to LGPI regarding the organization of a large community picnic at the View Park. The ED will explore the possibility of a partnership with GPACA for this event. He indicated that the event could serve as a setting for part of the video project.

9. Soapbox derby

The EMC was informed that a community member had proposed a fundraising initiative to be held at the View Park and on Old Post Road. Parks Canada and LGPI have been contacted but no decisions have been made.

10. Bike rides from Wolfville

The ED indicated that he had met with Amy Antonick and Luke Moffatt on April 5, 2023, regarding the development of bike tours from Wolfville to the Landscape of Grand Pré and Grand-Pré NHS in 2023. The Town of Wolfville's Parks and Recreation Department has agreed to coordinate four tours in 2023 including registration of participants. Parks Canada is considering the possibility of providing a guide for the four activities and Landscape of Grand

Pré Inc. could cover the associated costs. The EMC agreed that it would be preferable to have a Parks Canada uniformed guide for the bike tours.

11. Development of souvenir items for the Landscape

The ED informed the EMC that he had been in touch with the publisher of the book on the WHS in Canada and that solutions were being explored to correct the misinformation.

The EMC suggested that LGPI should explore the development of a few key products such as water bottles, tee shirts, vests and name tags for giveaways to volunteers and at events.

12. Motions for consideration by the Board:

That the Board receive the report of the Education and Marketing Committee as presented.

Presented by Amy MacDonald

Chair, Education and Marketing Committee

**Finance and Audit Committee Report to the Board
Landscape of Grand Pré Inc. – Le Paysage de Grand-Pré inc.
May 24, 2023**

Members of the Finance and Audit Committee:

Emily Lutz, Chair

Mark Bannerman

Yvon Fontaine

Beverly Palmeter, ex-officio

Claude DeGrâce, Executive Director, ex-officio

Since the last meeting of the Board, the Finance and Audit Committee held one meeting on May 18, 2023.

1. Review the proposed modifications to the Corporation's Investment Policy

In terms of the mandate of the Finance and Audit Committee regarding investments, the Committee has noted that the Board conducted the necessary due diligence when the Investment Policy was approved in September 2022 and it does not believe that changes are required at this time. The FAC agrees that the current membership of the FAC works well and has suggested that a review of the structure of the Finance and Audit Committee could be conducted in 2024/2025.

The Committee reviewed and supported the modifications to the Investment Policy which were proposed by RBC Dominion Securities in terms of terminology and in order to reflect the approved Investment Policy Statement for LGPI's investment account with RBC Dominion

Securities Inc.

It was agreed that the modified Investment Policy would be reviewed by the FAC during this summer's meeting of the Committee at which time the FAC would recommend to the Board the approval of a modified Investment Policy.

2. Review RBC Dominion Securities Inc. March 31, 2023, portfolio report

The Committee reviewed the quarterly report provided by RBC Dominion Securities Inc. The Committee questioned the use of alternative investments and asked the ED to seek clarification from RBC Dominion Securities.

The Committee also asked that the portfolio manager be requested to provide, on a quarterly basis, a measure of how the portfolio is performing as compared to the investment sector benchmark.

3. Review the draft FAC work plan for 2023/2024

The FAC reviewed the draft FAC work plan for 2023/2024 and added the following item:

- *In 2024/2025, the Finance and Audit Committee will review the structure of the Committee.*

The FAC approved the modified work plan for 2023/2024 which is appended to this report.

4. Proposed motion

That the Board receive the report of the Finance and Audit Committee as presented.

Presented by Emily Lutz

Chair, Finance and Audit Committee

May 18, 2023

Finance and Audit Committee
Approved Work Plan for 2023/2024
Landscape of Grand Pré Inc. – Le Paysage de Grand-Pré inc.

In addition to its mandated responsibilities, the Finance and Audit Committee will:

1. Review the 2022/2023 audited financial statements and make a recommendation to the Board.
2. Meet with the auditors to review the audited financial statements.

3. Meet with RBC Dominion Securities Inc. to review investments.
4. Continue to explore options and strategies for the long-term financial sustainability of the Corporation.
5. Provide guidance and oversight for a pre-fund development campaign study to be conducted by a consultant.
6. Provide guidance for seeking and obtain funding to implement an approved visitor experience concept.
7. In 2024/2025, the Finance and Audit Committee will review the structure of the Committee.

**Governance and Nominating Committee Report to the Board
Landscape of Grand Pré Inc. – Le Paysage de Grand-Pré inc.
May 24, 2023**

The standing committee membership includes:

Gérald C. Boudreau, Chair

Cally Jordan

Emily Lutz

Beverly Palmeter (as Chair of the Board)

Claude DeGrâce, ED (ex-officio)

Since our last report to the Board on March 22, 2022, the Governance and Nominating Committee (GNC) held one meeting on May 12, 2023.

1. New director recruitment – Board nominee

The GNC suggested that it would be useful to assess the composition and skills of the current Board (skill matrix) in order to determine the type of individuals we would be looking to recruit. The Committee noted that in terms of Board composition, Gérald Boudreau would not be seeking a renewal of his term and that it was possible that the Société Nationale de l'Acadie would nominate a new person.

The GNC was informed that notices had been sent to the Municipality of the County of Kings, the Société Nationale de l'Acadie and the Société Promotion Grand-Pré inviting them to nominate a director.

It was noted that the GNC had received two CVs as potential candidates for new director recruitment. It was agreed that the establishment of a roster of potential candidates for nomination as directors was important, and that a Board skills matrix would make it easier to identify the types of candidates required.

2. Review the response received from legal counsel on May 2, 2023, regarding the role and appointment of officers

The GNC recommended that the response received from McInnes Cooper on May 2, 2023, form part of the Governance and Nominating Committee report to the Board and that the Board be informed that the GNC is still considering outcomes from the response which is not considered definitive.

3. Review the draft role description for the Treasurer

The GNC was not prepared to adopt the draft role description for the Treasurer as it has been suggested that it is linked to the terms of reference for the Finance and Audit Committee (FAC). It was suggested that the Treasurer needs to be involved in the financial management of the Corporation. It was suggested that the role of the FAC needs to be adjusted and that the Treasurer could be on a finance and investment committee.

4. Review the draft role description for the Secretary

The GNC noted that it was not ready to recommend the adoption of the draft role description for the Secretary.

The GNC asked the ED to share in Word format the draft role descriptions for the Secretary and Treasurer as well as the approved terms of reference for the FAC with the members of the Governance and Nominating Committee for review.

5. Review the draft work plan for 2023-2024

The GNC added the following two items to the draft work plan and recommended that the modified draft work plan be submitted to the Board for approval.

- Review the membership of the standing committees and make recommendations to the Board
- Review the role of the Treasurer and the Finance and Audit Committee

6. Motion for consideration by the Board:

That the Board approve the draft 2023/2024 work plan for the Governance and Nominating Committee as submitted.

To receive the report of the Governance and Nominating Committee as presented.

Respectfully presented by Gérald C. Boudreau, Chair, Governance and Nominating Committee.

Attachments

- McInnes Cooper letter dated May 2, 2023 (attached separately)
- Revised draft work plan

**Landscape of Grand Pré Inc. – Le Paysage de Grand-Pré inc.
Governance and Nominating Committee
Draft work plan for 2023/2024**

1. Complete the review of existing policies and preparation of new policies as instructed by the Board
2. Review the membership of the standing committees and make recommendations to the Board
3. Review the roles of the Treasurer and the Finance and Audit Committee
4. Complete the development of role descriptions for the Treasurer and Secretary
5. Review the by-laws, policies, standing committee terms of reference and roles and responsibilities to ensure there are no discrepancies
6. Coordinate the Board's self-evaluation process
7. Identify and recommend candidates to serve as directors at large
8. Develop a Board competency and attributes matrix
9. Undertake other governance initiatives at the request of the Board.

**Technical Advisory Committee
Report to the Board of Directors
Landscape of Grand Pré Inc. – Le Paysage de Grand-Pré inc.
May 24, 2023**

The membership of the Committee includes:

Tony Bowron

Catherine Cottreau-Robins

Heather MacLeod-Leslie

Laura Mosher

David Smith
Ernest Thibodeau (chair)
Beverly Palmetter, Chair of the Board, ex-officio
Claude DeGrâce, Executive Director, ex-officio

The following is a general summary of items discussed at the Committee meeting which was held via ZOOM on March 9 and April 13, 2023.

1. Nova Scotia Dykeland System Upgrades Project

David Smith informed the TAC that NSDA had received the pre-design DSUP options from the consultants. He indicated that many options were considered but the consultants had focused the report on three preferred options. These will be presented to the Grand Pre Marsh Body landowners at a meeting of Monday, March 13, 2023.

David Smith informed the TAC that he had inspected the Grand Pré dykelands for storm damage and had identified two areas on the eastern track that would need repairs. One area will require minor repairs and the other will require a 5 to 7 days of rock work.

Pam Davidson (communications consultant), Paul Koke and Lyle Russell from the Nova Scotia Department of Agriculture (NSDA) made a presentation to the Committee regarding DSUP.

It was indicated that the DSUP included the construction of upgrades to 60 kilometres of dykes and 5 aboiteaux within the Bay of Fundy Dykeland System to protect 60 communities in Nova Scotia from the impacts of coastal flooding. The project includes \$50 million funding of which 50% is federally funded under the Disaster Mitigation Adaptation Fund (DMAF). DSUP is an 8-year program which will address 4 regional systems: Cobequid Bay, Cumberland Basin, Southern Bight and Annapolis River System.

The project is now in the conceptual design phase and that WSP engineering consultants have developed concept design options after considering various criteria to evaluate a long list of potential design options which included, but not limited to, archaeology, fish passage, infrastructure, land use, capital cost and dyke condition. Additional considerations include but are not limited to vast amount of land utilized as agricultural lands, UNESCO World Heritage Site and signification cultural heritage. A short list of potential options was derived from the long list of options. The short list was then evaluated against various criteria including benefit/cost ratio, environmental value, cultural value, agricultural land, and public support.

The proposed options short list included:

- Option 1 Dyke Reinforcement – involves topping and extending, where necessary, the existing dyke.
- Option 2 Dyke Realignment – involves realigning a section of dyke and topping remaining in present location.
- Option 3 Combination – involves dyke reinforcement and dykeland system management plan (operational and maintenance plan, including surveillance, assessments, repairs, and stakeholder emergency awareness and preparedness during a storm event or possible failure).

Option 3 was deemed the preferred option which will feature topping to dyke tracts by an average of 1.5 to 2 metres of fill. The TAC indicated it was supportive of the choice of option 3 which includes the development of a management plan. It was noted that the dykelands are first and foremost part of a living agricultural landscape. While there may be use restrictions in place, it is to support agriculture and not necessarily the UNESCO World Heritage Site inscription.

The TAC enquired about the possibility of adapting parts of the dyke walls closest to the Town of Wolfville for public use. Considering that the Dykeland System Upgrades Project is underway, the dykelands awareness subcommittee has considered whether portions of the dyke walls closest to the Town of Wolfville could be adapted for public use as an interpretive trail. While the Harvest Moon Trailway is a viable option for recreational use, it has proven to be difficult to change long-established behaviour. Should the adaptation of parts of the dyke walls for public use be deemed viable, it may be possible to leverage funding from other government agencies for the creation of an engaging visitor experience on portions of the dyke walls. It was agreed that separating public and farm use was a good idea.

The TAC enquired about having access to the technical reports prepared as part of DSUP. It was suggested that there would be value in sharing the reports that led to the recommendations to choose option 3 and that the marsh bodies should have access to these reports.

The TAC expressed concern about the construction of a dyke wall along the shore in North Grand Pré. It was noted that this part of the DSUP project may not be viable. It was noted that tide water is currently entering through ditches at the northern edge of the middle dyke. It was noted that by raising the dykes to account for rising tides, the end point of the dyke walls will need to be extended.

The TAC agreed that as the public's wishes are clear, it is better to spend money now for adaptive use than wait and fix it later. It was noted that creating an emotional connection with the dykelands would generate support for the World Heritage Site.

The TAC noted that while the DSUP process is driven by NSDA, the project involves more than agriculture. It was suggested that other departments, such as Tourism Nova Scotia, should

perhaps be involved.

2. Visitor Experience Concept for the Landscape

The ED provided an update. He indicated that since the last meeting of the TAC, he had exchanged correspondence with Parks Canada in an effort to develop an agreement to move forward with the construction of a new building next to the existing Grand-Pré NHS visitor centre in order to present the Outstanding Universal Value of the Landscape. The concept would possibly also include the addition of a small building to provide washroom and shower facilities for those using the current and possibly additional accommodation facilities.

The ED noted that since there had been delays in developing an agreement with Parks Canada regarding the proposed extension to the Grand-Pré NHS visitor centre, LGPI is considering moving forward with other elements of the visitor experience concept such as the View Park and other proposed elements.

3. *Strategy for the Management and Conservation of Archaeological Heritage in the Landscape of Grand Pré*

Heather MacLeod-Leslie informed the TAC that the subcommittee had not finished its work but expected that the review would be completed by the end of March 2023. Because of excessive workloads the subcommittee has been unable to meet but that Parks Canada has sent their revisions which will be incorporated in the master document. The subcommittee plans to meet as soon as members' schedules permit.

4. Financial support for landowners – archaeological assessments

The ED noted that he had received a proposal for a project in the buffer zone located in Lower Wolfville. He indicated that the TAC's recommendation to the Board regarding continued support to landowners for conducting archaeological assessments would be considered when the Board meets on March 10, 2023.

5. Archaeological research program – next steps

Heather MacLeod-Leslie shared information which had been provided by Catherine Cottreau-Robins. The idea is to complete the review of the *Strategy for the Management and Conservation of Archaeological Heritage in the Landscape of Grand Pré* before scheduling additional meetings to get a research program underway. The plan is to have the archaeology management strategy done as it will be a guiding document.

The Committee was informed that Heather MacLeod-Leslie, Catherine Cottreau-Robins and Claude DeGrâce had submitted an abstract for the poster session at the upcoming Canadian Archaeological Association Annual Meeting in Membertou (May 3-6, 2023). It will be a great

opportunity to present on the collaborative and interdisciplinary framework in place for archaeology at this UNESCO landscape. The abstract has been received by the programming chair and we are waiting on the word that it has been accepted.

6. Management plan review

Heather MacLeod-Leslie informed the Committee that she had read the document and suggested the addition of the following sentence in section 11.2 of the Draft Management Plan:

Federal and Provincial governments have a legal duty to consult, in this case, with the Mi'kmaq, when making decisions or contemplating making decisions that could adversely impact Mi'kmaw rights or title.

The Committee agreed with this addition and approved a recommendation that the Management Plan be submitted to the Board for final approval.

7. Periodic reporting to UNESCO

The ED informed the Committee that following the input he had received from committee members, he had completed the 104-page periodic report.

8. Review the draft work plan for 2023/2024

The Committee reviewed and approved the draft work plan for 2023/2024 which had been circulated before the meeting.

9. Land Use By-law text amendment

The ED reviewed the information which he had shared with committee members before the meeting:

Landscape of Grand Pré Inc. has recently been informed of a proposed Land Use By-law text amendment which would provide farm supported use in the entire Historic Hamlet of Grand Pré (A5) Zone.*

**Farm Supported Use, would include, but not be limited to agricultural warehousing, processing, sorting, grading, packing, offices, and transport facilities located on the farm property. This By-law text amendment would apply to about 4-5 active farms in the Historic Hamlet of Grand Pré.*

Laura Mosher shared a map of the Historic Hamlet of Grand Pré to provide a better understanding of what the text amendment would mean.

It was suggested that the requirement of archaeological assessments should be included in the Land Use By-law text amendment. While this will not be possible, it was noted that permitting for any proposed development within the hamlet would still be required and that LGPI's program to support landowners carry out archaeological resource impact assessments would

be available.

As “farm support use” is permitted in the areas surrounding the Historic Hamlet of Grand Pré, the Committee did not express any specific concern about the proposed Land Use By-law text amendment.

10. Financial support for landowners – Archaeological assessments

It was noted that two archaeological research permits had been issued for ARIAs on King Street and Eye Road.

11. Archaeological research program – next steps

Catherine Cottreau-Robins noted that it had been decided to complete the review of the *Strategy for the Management and Conservation of Archaeological Heritage in the Landscape of Grand Pré* before scheduling additional meetings to get a research program underway. Katie informed the TAC that she was working with Heather MacLeod-Leslie and Claude DeGrâce on the development of a poster for the upcoming Canadian Archaeological Association Annual Meeting in Membertou (May 3-6, 2023). The poster will include maps, text, and photos. A meeting will be held shortly to review the progress. Heather indicated that a graphic artist as KMKNO could provide material for the poster.

12. Proposed resolution for consideration by the Board:

That the Board approve the revised Management Plan for the Landscape of Grand Pré World Heritage Site as recommended by the Technical Advisory Committee

That the Board receive the report of the Technical Advisory Committee as presented.

Presented by Ernest Thibodeau

Chair, Technical Advisory Committee

Attachment – 2023/2024 work plan

Work plan
Technical Advisory Committee
Landscape of Grand Pré World Heritage Site
2023/2024

Pursuant to its mandate established by Landscape of Grand Pré Inc., the Technical Advisory Committee (Committee) will provide advice to the Board regarding:

- The protection and conservation of the Outstanding Universal Value (OUV) of the

Landscape of Grand Pré World Heritage Site (WHS);

- The monitoring activities conducted by regulatory authorities to preserve the OUV of the WHS;
- The Nova Scotia Department of Agriculture's Dykeland System Upgrades Project (DSUP) and its potential impact on the OUV and the attributes of the WHS;
- The review of the Strategy for the Management and Conservation of Archaeological Heritage in the Landscape of Grand Pré;
- The LGPI initiative to provide financial support to landowners for conducting archaeological resource impact assessments (ARIAs);
- The development of a visitor experience concept for the WHS;
- The impact of changing federal, provincial, and municipal regulation applicable to the WHS;
- The impact of development proposals and projects on the OUV of the WHS; and
- Research proposals for improving the state of knowledge of the heritage resources of the WHS.

The Committee will review its membership annually and make recommendations to the Board. Finally, the Committee will prepare regular reports to Board regarding its activities and recommendations of the Committee.