

**THE OTTAWA FIELD NATURALISTS' CLUB BOARD OF DIRECTORS (BoD)
MINUTES OF MEETING**

January 18, 2016

Fletcher Wildlife Garden Interpretation Centre, CEF, Ottawa, 7:00 p.m.

Chair: Fenja Brodo

Directors Present: Annie Bélair, Barry Cottam, Ted Farnworth, Diane Kitching, Louis L'Arrivée, Diane Lepage, Ann MacKenzie, Jakob Mueller, Lynn Ovenden, Gordon Robertson, Jeff Saarela, Henry Steger, Ken Young, Eleanor Zurbrigg

Directors Absent: Carolyn Callaghan, Owen Clarkin, Alex MacDonald, Karen McLachlan Hamilton, Rémy Poulin

Guests: Anouk Hoedeman from the Birds Committee

1. Minutes of the December 14, 2015 Meeting

Annie pointed out one typo that was corrected since the last version of the minutes was sent.

Moved by Annie Bélair/Diane Kitching that the December 14th minutes be accepted.

CARRIED

2. Communications

Fenja wrote to the mayor of Ottawa, Jim Watson, to thank him for the modifications to the curb done by the city at Mud Lake to help hatchling snapping turtles.

3. 2014-2015 Annual Reports

All the committees' annual reports for 2014-2015 have been compiled into one document; they will be approved at the Annual General Meeting on March 21.

4. Board Nominations and Resignations

MOTION 1: That the BoD accept the resignation of Julia Cipriani as chair of the Events Committee, of Lynn Ovenden as chair of the Education and Publicity Committee, and of Barbara Chouinard as chair of the Finance Committee.

Moved by Ann MacKenzie/Ted Farnworth

CARRIED

MOTION 2: That the BoD appoint Jakob Mueller as a member of the Board of Directors and chair of the Events Committee, Gordon Robertson as a member of the Board of Directors and chair of the Education and Publicity Committee, Rémy Poulin as chair of the Finance Committee, and Lynn Ovenden and Diane Lepage as a members-at-large on the BoD.

Moved by Ann MacKenzie/Barry Cottam

CARRIED

5. Terms of Reference – Louis L'Arrivée

All the committees have submitted their revised Terms of Reference. Once the formatting is done, all documents will be available on the OFNC website.

6. Nominations for the 2015 OFNC Awards – Eleanor Zurbrigg

The BoD needed to approve all 4 nominations presented by the Awards Committee; Eleanor explained the rationale behind each nomination.

MOTION 1: That the BoD elect Rob Lee as an honorary member of the club.

Moved by Eleanor Zurbrigg/Ann MacKenzie

CARRIED

MOTION 2: That the BoD approve the following nominees for OFNC awards for 2015:

Member of the Year – Lynn Ovenden

George McGee Service Award – Roy John

Conservation Award, Non-Member – Miller Paving Limited

Moved by Eleanor Zurbrigg/Diane Lepage

CARRIED

7. Committee Reports

a) Birds – Anouk Hoedeman

Safe Wings Ottawa has received a \$1000 donation from the owners of Wild Birds Unlimited; this will be used to print business cards and paper bags with instructions.

The Safe Wings Ottawa committee is also in the process of applying for other grants. Anouk brought a description of the applications they wish to submit and asked the BoD to approve.

MOTION 1: That the BoD approve Safe Wings Ottawa's application for a \$1000 grant from Awesome Ottawa.

Moved by Ken Young/Jakob Mueller

CARRIED

MOTION 2: That the BoD approve Safe Wings Ottawa's application for a \$2500 grant from the Community Foundation of Ottawa. This would help connect with other environmental organizations in Ottawa about combining efforts to create a strategy for a bird safe city in coordinating with the city.

Moved by Ken Young/Jakob Mueller

CARRIED

MOTION 3: That the BoD approve Safe Wings Ottawa's application for a \$3000 grant from TD Friends of the Environment. This would help organize 2 large scale educational events to raise awareness and educate the public.

Moved by Ken Young/Jakob Mueller

CARRIED

MOTION 4: That the BoD ask Safe Wings to investigate whether their proposal to apply for a grant from MEC Capacity Building to pay a salary to a coordinator would involve the OFNC becoming an employer.

Moved by Ken Young/Jakob Mueller

CARRIED

MOTION 5: That the BoD approve Safe Wings Ottawa's registration with the Ontario Trillium Foundation in order to apply for grants in the future.

Moved by Ken Young/Jakob Mueller

CARRIED

b) Education and Publicity – Lynn Ovenden

- i. The committee will give a report on the discussions with Kevin Wallace, coordinator of the Bill Mason and MacSkimming Outdoor Education Centres in Ottawa at the February BoD meeting.
- ii. The website working group met on January 12: the logo is still in the process of being designed, and a mock-up of the updated website was presented.

c) Events – Jakob Mueller

- i. The committee is still looking at options for replacing the audio system for the monthly meetings at the Neatby building.
- ii. Even though some field trips already have a limit of participants, the committee is discussing the possibility of limiting the numbers of attendees on more trips. Large groups may cause a bigger disturbance to nature and may lower the level of enjoyment for all participants, but imposing a limit increases the burden on the leader.

d) Finance – Ken Young

The OFNC's relationship with our current bookkeeper has proved unsatisfactory. The Past President and the Treasurer will interview possible replacements. When a satisfactory replacement has been identified, we propose giving the current bookkeeper the two-months' notice required under our contract.

MOTION: That the Treasurer be authorized to terminate the OFNC's contract with Mosher Bookkeeping Inc.

Moved by Ken Young/Ann MacKenzie

CARRIED

e) Fletcher Wildlife Garden – Ted Farnworth

- i. Even though there is now internet with a Wi-Fi connection at the FWG, it is only a basic package from Bell and the committee doesn't want to give the password out; it is only for internet use on the computer by volunteers.
- ii. The study on the sediments in the pond has been received; the committee will share the results at a later meeting.

f) Macoun Club – Diane Kitching

See report in [Annex 1](#).

g) Nominations – Ann MacKenzie

Ann sent the list of officers and committee chairs for 2016 starting in March 2016, as the list must be approved at the Annual General Meeting (March 21).

Annie will send the update BoD contact info sheet.

h) Ontario Nature – Barry Cottam

All are encouraged to send nominations for Ontario Nature's 2015 conservation awards.

i) Publications – Jeff Saarela

- i. CFN 129(4) should be in the mail soon.
- ii. The committee is looking into updating the design (look and feel) and the cost of the CFN and of T&L.
- iii. The call for research grant applications closed last week; the recommendations will be brought to the BoD at the March meeting.
- iv. Bill Halliday, committee member, is taking over (from Jay Fitzsimmons) the job of electronic publishing of the CFN on Open Journal Systems.

8. Discussion on Federal or Provincial Incorporation of the OFNC

As discussed at the November 2015 BoD meeting, Ann asked a lawyer for a legal opinion on the issue of provincial versus federal incorporation for a charitable organisation such as the OFNC, which is currently a provincial not-for-profit corporation and a federally registered charity.

The club has since received the legal opinion, and Ann sent a summary of the pros and cons to all the directors, along with the complete document from the lawyer.

Some deterrent factors to becoming federally incorporated would be the obligation to provide financial statements to Corporations Canada no less than 21 days before the annual meeting, and the threshold to trigger an audit being \$250,000 of revenues as a federal corporation, as opposed to \$500,000 at the provincial level. However, this may not be the case depending on the interpretation of some definitions in the Act. If not, the federal option would be more attractive.

Also, federal incorporation does not mandate proxy or absentee voting at the annual meeting, unlike the provincial requirements. And at the federal level, in terms of liability exposure, both the directors and the officers are protected, whereas at the provincial level, only the directors are. Ken added that a federal incorporation would reduce the club's treasurer's workload.

Still, both Ann and Ken said that this is not a decision to be made quickly, and that they have more questions for the lawyer. In either case, this involves updating the articles and bylaws of the club, which will be a demanding task. The federal regulations for this are now in place but not the provincial regulations.

The BoD needs membership approval before proceeding with a change, so that means that there would need to be a vote at the Annual General Meeting on March 21st. But since the BoD is not ready with a recommendation, it will be done at the 2017 AGM.

9. Motion to adjourn

Moved by Gordon Robertson/Henry Steger that the meeting be adjourned at 9:30 p.m.

CARRIED

Recording Secretary: Annie Bélair

Meetings in 2016:

February 15

March 21: Annual General Meeting followed by BoD meeting

April 18

May 16

June 20

September 19

October 17

November 21

December 12

Fenja Brodo
President
Ottawa Field-Naturalists' Club

Date

Annie Bélair
Recording Secretary
Ottawa Field-Naturalists' Club

Date

MFC Report

The last activity for 2015 was a field trip to Pakenham. A light dusting of snow enabled us to see a few tracks as we made our way to Gerry's cabin, where we found some coyote skulls and a deer's head (with the cranium exposed) that were left out for us to study. We then walked on a bit, had a quick lunch, and resumed our walk at a speed that enabled us to walk much farther around the property than we usually manage to do. This longer walk resulted in the discovery of a porcupine den, complete with a porcupine who decided to leave the den and walk straight to the nearest tall tree that he quickly climbed and then watched us as we watched him. We also had time to indulge in some hide and seek in the marsh grass and test whether some frozen puddles were frozen enough to support us....

Our first activity of 2016 was a workshop on how to identify bird nests, presented by our new leader, Allison Patrick. On January 16, we went to Stony Swamp. In the morning, we skated on the big pond, and after lunch we walked through some pine woods, looking for porcupines. (We found two.).

Diane Kitching

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