

Ottawa Field-Naturalists' Club – Board of Directors Meeting
Zoom Meeting - Monday March 15, 2021 – 7:00 p.m.
Minutes

Chair: Jakob Mueller

Present: Ken Young, Ted Farnworth, Ann MacKenzie, Eleanor Zurbrigg, Annie Belair, Bob Cermak, Elizabeth Moore, Dwayne Lepitzki, Henry Steger, Owen Clarkin, Diane Kitching, Catherine Hessian, Diane Lepage, Janette Niwa (from 7.15 p.m.)

Absent: Gord Robertson

1. Approval of the Agenda – the agenda was approved as circulated
2. Acceptance of Minutes from February 8, 2021
moved by Elizabeth Moore, seconded by Diane Lepage, that the minutes of the February 8, 2021 meeting be approved. **CARRIED**
3. Business arising from the minutes
 - a) Emails to Members – this item was deferred to a future meeting
 - b) Ottawa Urban Boundary expansion & Tewin development proposal – Jakob reported that he and Owen had drafted and put out a press release (previously circulated by email) with a reasoned recommendation that the Tewin lands not be included in the urban boundary expansion. Council had approved the inclusion. The BoD will continue to monitor developments and consider next steps.
4. Communications – Catherine had circulated an email documenting mail received
5. Treasurer's Report – Ann had circulated the following report by email:

“A link to ‘Director’s Handbook 2021’ was sent to all Directors on March 11, 2021. Updates may be added throughout the year but it is our practice to have a major update in the spring of each year to include the most recent documents produced for the Annual Business Meeting in January as well as any other changes that are needed to keep it current.

We met with the CIBC on March 4th to update the signing authorities. Diane Lepage was removed as a signing authority and Jakob Mueller was added. In keeping with the objective of setting in place a back-up to the treasurer, Ken Young was also added as a signing authority with the ability to link to the CIBC account but not to withdraw funds. Ken is also being given the necessary authorities on the financial related software to enable him to process money flow if the treasurer is not available. This process is almost complete.”

Ann Mackenzie **moved**, seconded by Elizabeth Moore, that OFNC make a donation of \$150 to St. Basil's Church in recognition of the fact that we couldn't hold Awards Night there this year.

Action: Jakob will table a vote for the next meeting

6. Issues for Discussion

a) CPAWS proposed meeting Thanksgiving 2021

The Fletcher was approached by the Canadian Parks and Wilderness Society (CPAWS) for permission to hold an outdoor activity at the Fletcher this coming Thanksgiving weekend (See summary of details appended). It was suggested that AAFC permission should be sought but that, as tenants, OFNC should be part of the decision. Ann wondered whether we could partner with CPAWS in some way in the event. Ted suggested that OFNC members could be group leaders.

Action: Ted will follow this up.

b) Inclusion, diversity, and equality statement

The desirability of adopting such a statement has been raised previously. Problems have arisen in birding communities and other naturalist organisations. Jakob had circulated the recently adopted Canadian Herpetological Society (CHS) statement (appended). OFNC has a code of conduct but it is 10 years old and does not address these types of issues. It was suggested that the CHS statement is overly long. Bob noted that the OFO has considered this issue and created a committee chaired by a Board member, but not including any Board members, to advise the Board. Ann raised questions regarding how such a code would be distributed and how it would be enforced. **Action: Jakob** will review and summarise and make suggestions in April.

c) Policy on Applying for a Grant

Ken had considered the February BoD discussion and circulated a draft policy (appended).

Ken Young **moved**, seconded by Ann MacKenzie, that the draft policy on applying for a grant be adopted as an OFNC policy. **CARRIED**

d) Outdoor Education Macskimming

Kevin Wallace had advised Diane L that a building at the Outdoor Education Centre had sustained a fire and they had lost a lot of books. Lynn Ovenden had suggested asking OFNC members to donate nature books. After discussion, it was agreed that, in order to avoid dumping of miscellaneous unwanted books, Kevin should be asked to create a wish list. Jakob further suggested that books should be taken directly to Macskimming rather than having to be sorted by us, e.g. at FWG. It was suggested that, if Macskimming has an open house this fall, this would be a good opportunity to deliver books.

7. Committee Updates

a) Awards

Eleanor reported that the certificates have been printed and frames purchased. We now await an awards event when Covid permits. It was suggested that we should communicate with the recipients re delay in presenting awards.

b) Birds – no report

c) Conservation

Owen reported the following:

- i. He had been attending a concurrent Zoom Meeting discussing the Parliament Hill North Slope Biodiversity Rehabilitation Plan from Public Works. This plan is already in Phase 2. They are planning to put in 70,000 plants this spring. They will cut invasive species

without uprooting. They will work outside of bird breeding season.

ii. Conservation has started a Year Long Bioinventory at Lavigne Natural Park (Bourget) with a community group. They are planning approximately 10 monthly visits.

iii. They have surveyed a private property at western edge of Carp Ridge with high quality forest featuring sloping terrain. They plan to return to survey for amphibians in spring or early summer of 2021.

iv. Jakob has submitted a proposal to survey Voyageur Provincial Park for salamanders, which would build on their work surveying for Red Spruce at the park in 2020.

v. They are in the early stages of planning for collaboration, initiated by Henry Robertson, with a community group based out of Plantagenet (Escarpaction).

d) Education & Publicity - no report

e) Events – Jakob: nil to report

f) Finance – Ken Young had circulated the following report by email

“The Finance Committee met on February 19 and discussed the following issues.

1. Ethical investment policy

We are not yet in a position to propose a policy to the Board. The issue requires further research.

2. Policy on authorizing grant proposals

We are presenting a policy proposal at the March Board meeting.

3. Insurance

We received our annual insurance renewal. We are currently insured for:

- General Liability - Bodily or Mental Injury & Property Damage (Premium for 2021 is \$946)
- Non-profit Organizations Directors' & Officers' Liability (Premium is \$781)

The coverage for these items is, for the most part, \$5 million.

The broker noted that there is a new exclusion: no coverage for COVID-19 related claims. If we were sued for negligence related to COVID-19, we would be on our own. This highlights the importance of following public health guidelines.

The insurance broker suggests that we consider additional coverages.

Accident Compensation Coverage

Accident Compensation coverage compensates volunteers who sustain serious injuries (permanent disability or death) from an accident that occurs while carrying out duties on behalf of the organization. The coverage is only \$25,000, and the committee feels that the OFNC is better off simply self-insuring for that amount.

Publisher's Errors & Omissions Liability

This would protect us against claims of e.g., libel or plagiarism. Ann checked with the Publications Committee and they do not feel that it is necessary.

“Cyber” insurance

This protects against damages caused by various network- and computer-related failures. Specific threats are defined, as follows:

- A.** Data Compromise Response Expenses: if “personally identifying information” is released, covers expenses such as IT and legal expenses; costs to notify those impacted; cost of services to those affected; and PR to repair our sullied reputation.
- B.** Computer Attack: pays to replace and restore data and systems if damaged as a result of hacking, virus or malware, and/or a denial of service incident.
- C.** Cyber Extortion: pays for the cost of a negotiator or investigator and covers an approved payment to end a cyber extortion threat.
- D.** Data Compromise Liability: pays for defence and settlement costs if sued as a result of a breach of personal information.
- E.** Network Security Liability: if there is a claim that our negligence resulted in our computer system facilitated losses in others’ computer systems (e.g., propagation of malware, or abetting a DOS attack).
- F.** Electronic Media Liability: Coverage that helps pay for defence and settlement costs if we are sued for posting information on a website that results in the infringement, defamation or a violation of the right to privacy of a third party.
- G.** Identity Recovery: pays expenses to recover after an identity theft incident.

The basic coverage has a limit of only \$25,000, with a premium of \$472 for the coverages listed above. The committee feels that the premium is not worth the coverage offered. For the most part, we get insurance to pay for all the legal costs associated with a suit, not because we think that we will be negligent. The coverage of \$25,000 would not pay for much of a legal process.

Another major problem is that the OFNC does not have an office with a computer system where all records are stored. The OFNC’s records are scattered across the private computers of a number of volunteers. There is no central computer system to protect.

Therefore the committee recommends that we do not purchase this coverage.

4. Compensation of directors

The committee wants to ensure that the Club follows any legal requirements relating to the remuneration of directors. A member of the committee, Bob Bergquist, investigated the situation. In summary, what we need to avoid are the following:

- having employees on the Board of Directors;
- compensating directors for being a director, in any form.

We generally avoid having employees at all, so it should be easy to ensure that we don’t have any on the Board.

We do remunerate some directors, but only for specific services rendered, such as editorial services. Last year, the Editors of the CFN and T&L were on the Board of Directors, and were remunerated for providing editorial services. But neither they nor anyone else has been remunerated for being a director.

It should be noted that neither of them was elected to the Board at the 2021 ABM, so the issue is currently moot.

5. Financial reporting to the Board of Directors

The committee discussed various types of financial information that could be provided to the Board in order to keep the Board informed about the state of the Club's finances. Frankly, we are not sure what could be provided that is both practical to produce, and useful for the purpose. However, we will initially provide something six months into the fiscal year, which would be for the April Board meeting."

g) Fletcher Wildlife Garden – Ted had circulated the following report by email

"Activities related to growing plants for the annual plant sale are ongoing.

A contract with a local company for maintenance and repairs of the underground watering system for the Back Yard Garden was renewed for 2021."

Ted also reported that there has been a rash of comments on Facebook about dogs not on leash. He is planning strategy meeting. People are encouraged to phone 311 but response time is lengthy. Jakob strongly advised against shaming on Facebook. In Ontario it is legal to take pictures in public and these can be submitted to by-law.

h) Macoun Club

Diane K reported that walks are being led by one of three leaders every weekend, with 4 or 5 kids and some parents – usually approx. 10 people in total. There is still a lot of snow in the study area. A week ago, snow shoes were needed. The groups have seen porcupines and lots of animal tracks. Rob and the other leaders have noted that the general public are wandering a lot off trail and building fires and moving rocks etc. There is no significant policing from NCC. Bob suggested calling them and Janette suggested taking photos and emailing NCC.

i) Membership – Henry: nil to report

j) Ontario Nature - Regional meeting is April 17.

k) Publications

Annie reported that the April-June issue of T&L, comprising 56 pages, is at the printers. She has a good number of articles already for the next issue. Annie ran out of copies of the current T&L, reflecting lots of new members.

Dwayne followed up his report to the meeting with the following summary:

"CFN:

- 134(4), Oct-Dec 2020, began to be posted last Friday, 13 March

- all articles and notes + cover image currently available online
- awaiting completion of index for volume 134, then pagination will be finalized, Book Reviews/New Titles, News and Comment, and full cover will be posted
- expected to be around 110 journal pages long, >400 pages for volume 134
- short-list of manuscripts for Fletcher Award (best paper) is being compiled
- files will then be sent to Gilmore, after receiving quote for printing
- will be very colourful with 3 authors paying for colour
- 250 copies will be printed, the typical print run
- encountered delays in getting government copyright forms signed: Ontario and Fisheries and Oceans
- 1 article had to be pulled, along with the originally chosen cover image
- won't be able to use the cover image for 135(1), January-March 2021, as already have a cover
- pre-payment already received for an article currently in copyedit that will be in 135(1)
- 3 other manuscripts have or are undergoing formal copyedit; another minor tweaks from author before being sent for formal copyedit
- tribute for one article in 134(4), the last one written by an author who has now died, not received in time for 134(4), so will be in 135(1)
- draft ABM Minutes, Committee Reports, Award notices expected in 135(1)
- unsure if my edits to draft reports were the reports that were approved at the ABM so will need to check files
- changes to at least one committee report received a little while ago

- Jeff Saarela suggested software program Antidote might be useful for copyediting, trial version tried by at least one of the copyeditors"

l) Safe Wings Ottawa

Janette reported that Dr. Ian Cameron has signed on as vet of record (a vet is required for Safe Wings to hold a rehab certificate). The Ottawa U project for which they obtained a grant is proceeding well. TVA is filming a small component. There has been no decision on the annual bird display. They are looking for an arena to do a virtual display. In response to a question from Bob, Janette confirmed that their remit is limited to dealing with birds injured in collisions and not other sick birds.

8. Adjournment – There being no further business, the meeting was adjourned.

Recording Secretary: Elizabeth Moore

Upcoming Meeting Dates

May 17, 2021
June 21, 2021

September 20, 2021
October 18, 2021
November 15, 2021

Jakob Mueller
President
Ottawa Field-Naturalists' Club

Date

Elizabeth Moore
Recording Secretary
Ottawa Field-Naturalists' Club

Date

Appendices

1. CPAWS event
2. Canadian Herpetological Society Code of Conduct
3. Policy on Applying for a Grant

CPAWS EVENT

Notes from telephone conversation with John McDonnell, CEO CPAWS (Canadian Parks and Wilderness Society)

- CPAWS would like to hold a “Thanks to Nature” event at three locations around Ottawa on the Thanksgiving weekend, 2021
- Similar events have been held in 2018 and 2019; the 2020 was cancelled due to COVID
- The theme for 2021 will be “nature in an urban area”
- This involves inviting the general public, particularly families, to walk around a “wilderness” area and to stop at “stations” including – hug a tree, a wishing tree, signing nature’s guest book, a slowdown station
- At this time he has no good idea as to how many people would attend such an event
- CPAWS would have staff/volunteers to oversee and manage the event
- We talked about parking issues, the need to on site toilet facilities, restrictions imposed because of COVID – signs about masking, distancing, handwashing station, etc.
- CPAWS has insurance to cover such an event
- Access to the Resource Centre not necessary
- A possible plan B would be to hold a virtual event
- The need for OFNC approval



Canadian Herpetological Society
Société d'Herpétologie du Canada

Code of Conduct

Ratified October 2020

The Canadian Herpetological Society (CHS) is committed to providing a safe, productive and welcoming environment that fosters open dialogue and the exchange of ideas, promotes equitable treatment of all participants, and is free of discrimination and harassment.

This code of conduct applies to all CHS business, communications, and events, including, but not limited to, conferences, meetings, electronic communications (e.g., email, social media) and informal meetings or events, such as socials that precede the annual conference and conference field trips. Consequently, all CHS members and participants at CHS-led or sponsored events are expected to follow this code of conduct.

Society inclusiveness and equity

Society opportunities, awards, and all other activities will be inclusive and equally available to all members and event participants, according to the specific criteria and conditions set out in the CHS governing documents or other policy. The Board of Directors (BOD) will consider and promote inclusivity and equity in all society business and communications including, but not limited to:

- BOD and committee membership,
- Selection of award recipients,
- Selection of conference keynote speakers, and
- Selection of local organizing committee and conference venue.

Expectations

Society members and event participants are expected to:

- Treat everyone with respect, dignity, and equity,
- Uphold the highest standards of scientific integrity and professional behaviour,
- Respect the rules, property, and policies of the event venue, and
- Adhere to federal, provincial, and local laws during CHS conferences, field trips and other events, including respecting private property.

POLICY ON APPLYING FOR A GRANT

MARCH 2021

Proposal from the Finance Committee for the March 2021 Board of Directors meeting

ISSUE:

What process is required to apply for a grant from a third party on behalf of the OFNC and who signs the application or grant form?

BACKGROUND:

Frequently one of the committees of the club wishes to apply for a grant to receive money for a specific project. The funds and the activity are in addition to the normal budget and programs of that committee but should be complementary.

Each granting agency is unique with respect to their application process and information requested. All applications describe the project that will be undertaken and the associated estimated budget. Frequently the budget includes a payment to a coordinator as well as expenses for items required. There is always a deadline for submission of applications. A certificate of insurance is normally requested as part of the grant. A report of some sort at the end is a standard requirement.

CONSIDERATIONS:

- A. Legal and Financial Commitment - A grant is a legal contract between the granting agency and the OFNC. They all require a signature from someone authorized by the legal entity of the grant recipient (OFNC) to commit the organization to the terms of the grant. The granting agency agrees to provide funds (usually at the beginning but sometimes after the fact with receipts). In return the club agrees to fulfill the project described within the time period and with the necessary report. Non-fulfillment of our obligations requires a return of funds. As such, accepting a grant is accepting a liability on behalf of the club.
- B. Tracking and Cash Flow - Every grant requires considerable tracking in our financial systems and often spans at least two fiscal years. Part of considering a grant project is looking at how the cash will flow and to whom. The club can only pay based on receipts or invoices unless it is an honorarium to a coordinator. These practical logistics need to be reviewed by the treasurer prior to going ahead with a grant.

- C. Reputation of the OFNC – Any grant project will be considered an activity of the OFNC and reflect positively or negatively on its reputation in the community. Grants are usually applied for by a member of a committee for a project related to the work of that committee. It is important that the activity reflect well on the club.
- D. Timeliness - Most grant applications are prepared under strict deadlines. Both the application/agreement and the project description with its budget can be long and complex with considerable legalese in the agreement. As such circulating it to board members with an expectation that it would be read, comprehended and voted on in a couple of days is not realistic. The signature itself has been a real signature that is scanned and returned. Multiple signatures complicate this process.

POLICY

- A. All grant proposals must be sponsored by a committee of the OFNC.
- B. The proposal will be sent to the Treasurer and the President and Vice President. It may be sent by the Chair of the committee or by the project coordinator if the chair is copied on the email. If the committee does not have a chair then the Board representative for that committee will act in lieu.
- C. The treasurer will review the proposal regarding the financial aspects, cash flow and payment processes, insurance and any other administrative aspects.
- D. The President and/or Vice President will review the proposal with respect to its compatibility with the club's objective, mission and current activities.
- E. Alternatively, the Chair has the option of referring the proposal to the Board as a whole for discussion and approval at its next regularly scheduled meeting.
- F. Once the Chair has received support in writing from these reviews or from the Board they are authorized to approve and sign the proposal on behalf of the club.
- G. If the proposal was not referred to the Board for consideration then the Chair, or the representative on the Board for that committee, will notify the Board prior to its next meeting with a description of the project, budget, project leader and key timelines. This notification will form part of the minutes as an information item.

APPROVED BY THE BOARD (date)