



**BOARD OF DIRECTORS ANNUAL GENERAL MEETING**

Meeting No. 03/25  
 Thursday, March 20<sup>th</sup>, 2025 – 9:00 a.m.

Watershed Room, SNC



**Directors Present:**

Steve Densham, Stormont Dundas Glengarry, Chair  
 Catherine Kitts, City of Ottawa, Second Vice-Chair  
 Genevieve Lajoie, Prescott Russell (*electronic participation*)  
 Mathew Luloff, City of Ottawa (*electronic participation*)  
 Linda Payant, City of Ottawa  
 Bill Smirle, Stormont Dundas Glengarry  
 Tom Smyth, Stormont Dundas Glengarry  
 François St. Amour, Prescott Russell  
 Deb Wilson, Leeds Grenville  
 Adrian Wynands, Leeds Grenville, Vice Chair

**Regrets:**

Mike Tarnowski, Prescott Russell

**Staff Present:**

Carl Bickerdike, Chief Administrative Officer  
 Johanna Barkley, Director of Finance  
 Ronda Boutz, Secretary-Treasurer  
 Jennifer Boyer, Managing Director, Approvals  
 Michelle Cavanagh, Team Lead, Special Projects  
 James Holland, Senior Planner  
 Hannah Jackson, Accounting and Resources Specialist  
 Sandra Mancini, Managing Director, Natural Hazards and Infrastructure  
 John Mesman, Managing Director, Property, Conservation Lands and Community Outreach  
 Eric McGill, Corporate Counsel  
 Gregory Payne, Permitting Officer  
 Pat Piitz, Team Lead, Property  
 Marieh Rajaie, Water Resource Specialist - Engineering  
 Monique Sauve, Chief Building Official

**Guests:**

Ben Mann, Baker Tilly  
 Craig Calder, CAO/Clerk, Township of North Stormont  
 George Darouze, MPP, Carleton  
 Emily DeRochie, St. Lawrence River Institute  
 Dorothy Hamilton, OWA-SDG and Watershed Advisory Committee  
 Alain Jacquement, Watershed Advisory Committee  
 Jeff Ridal, St. Lawrence River Institute  
 Cindy Saucier, Watershed Advisory Committee



**TRADITIONAL LAND ACKNOWLEDGEMENT**

John Mesman, Managing Director, Property, Conservation Lands and Community Outreach, read an Indigenous land acknowledgement.

**CHAIRS REMARKS**

Steve Densham, Chair, called the SNC Board of Directors Annual General meeting of March 20<sup>th</sup>, 2025 to order at 9:00 a.m. Chair Densham welcomed guests to the meeting.

**APPROVAL OF SNC BOARD OF DIRECTORS ANNUAL GENERAL MEETING AGENDA AND SUPPLEMENTAL AGENDA**

RESOLUTION NO. BD-048/25

Moved by: Bill Smirle  
 Seconded by: Adrian Wynands

RESOLVED THAT:

The Members approve the March 20<sup>th</sup>, 2025 Board of Directors Annual General Meeting main and supplemental agendas as amended:

- a. Supplemental Agenda Item 2.a., Closed Session – Request for Approval: Negotiations Related to Leased Facility be moved to follow main Agenda item 13.b., Closed Session - Request for Approval: SNC Property Legal Matter (Verbal).

CARRIED

**DECLARATION OF CONFLICT OF INTEREST**

Chair Steve Densham declared a conflict of interest on Supplemental Agenda Item 2.a) Request for Approval: Negotiations Related to Leased Facility.

**REQUEST FOR APPROVAL:**

**BOARD OF DIRECTORS MEETING MINUTES OFFEBRUARY 20<sup>TH</sup>, 2025**

RESOLUTION NO. BD-049/25

Moved by: François St. Amour  
 Seconded by: Deb Wilson

RESOLVED THAT:

The Members approve the Board of Directors Meeting Minutes of February 20<sup>th</sup>, 2025 as submitted.

CARRIED



**GUEST SPEAKER: JEFF RIDAL, EXECUTIVE DIRECTOR, RIVER INSTITUTE**

Jeff Ridal, Executive Director for the River Institute provided a PowerPoint presentation on the River Institute and its programs and projects.

**RECOGNITION FOR YEARS SERVICE: GEORGE DAROUZE, 10 YEARS**

The Board of Directors recognized and thanked George Darouze for his dedicated service to South Nation Conservation.

**The Board of Directors meeting recessed at 9:53 a.m.  
The Board of Directors meeting reconvened at 10:05 a.m.**

**NEW BUSINESS**

**REQUEST FOR APPROVAL: SNC ADMINISTRATIVE BY-LAWS AMENDMENT**

RESOLUTION NO. BD-050/25

Moved by: Adrian Wynands  
Seconded by: Bill Smirle

RESOLVED THAT:

The Board of Directors approve amendments to South Nation Conservation’s Administrative By-laws.

CARRIED

**REQUEST FOR APPROVAL: 2025 BOARD OF DIRECTORS ELECTIONS  
(AND PROCEDURES)**

RESOLUTION NO. BD-051/25

Moved by: Deb Wilson  
Seconded by: Matt Luloff

RESOLVED THAT:

The Board of Directors appoint Carl Bickerdike, Chief Administrative Officer as the Acting Chair; and

FURTHER THAT:

The South Nation Conservation Administrative By-laws state: “All elections shall be in accordance with the Procedures for Election of Officers (Appendix B)” and relevant *Conservation Authorities Act* requirements be adhered to.

CARRIED



Carl Bickerdike, Acting Chair, declared all positions vacant, according to SNC's Administrative By-laws.

**First call for nominations for Chair:**

Moved by: François St. Amour

Steve Densham be nominated for the position of Chair, South Nation Conservation.

Steve Densham accepted the nomination for position of Chair, South Nation Conservation.

**Second call for nominations:** None

**Third call for nominations:** None

RESOLUTION NO. BD-052/25

Moved by: Adrian Wynands  
Seconded by: Deb Wilson

RESOLVED THAT:

Nominations be closed for the position of Chair.

CARRIED

**First Call for nominations for Vice Chair:**

Moved by: Deb Wilson

Adrian Wynands be nominated for position of Vice-Chair, South Nation Conservation.

Adrian Wynands accepted the nomination for position of Vice-Chair, South Nation Conservation.

**Second Call for Nominations:** None

**Third Call for Nominations:** None

RESOLUTION NO. BD-053/25

Moved by: Linda Payant  
Seconded by: Bill Smirle

RESOLVED THAT:

Nominations be closed for the position of Vice-Chair.

CARRIED

**First Call for nominations for Second Vice-Chair:**

Moved by: Adrian Wynands

Catherine Kitts be nominated for position of Second Vice-Chair, South Nation Conservation.

Catherin Kitts accepted the nomination for the position of Second Vice-Chair, South Nation Conservation.



**Second Call for Nominations:** None

**Third Call for Nominations:** None

RESOLUTION NO. BD-054/25

Moved by: Steve Densham  
Seconded by: François St. Amour

RESOLVED THAT:

Nominations be closed for the position of  
Second Vice-Chair.

CARRIED

RESOLUTION NO. BD-055/25

Moved by: Bill Smirle  
Seconded by: François St. Amour

RESOLVED THAT:

For the year 2025, and until the Annual  
General Meeting of 2026:

- i. Steve Densham be elected as Chair of SNC,
- ii. Adrian Wynands be elected as Vice-Chair of SNC,
- iii. Catherine Kitts be elected as Second Vice-Chair of SNC, and

FURTHER THAT:

The Chair, Vice-Chair, and Second Vice-Chair  
be appointed the Executive Committee of SNC.

CARRIED

The Chair, Vice-Chair, and Second Vice-Chair assumed their offices.

**REQUEST FOR APPROVAL: CONSERVATION ONTARIO VOTING DELEGATES**

RESOLUTION NO. BD-05625

Moved by: Linda Payant  
Seconded by: Deb Wilson

RESOLVED THAT:

The Board of Directors appoint the Vice-Chair  
as the Conservation Ontario Council voting  
delegate; and

FURTHER THAT:

The Board of Directors appoint the Chair as  
first alternate and Chief Administrative Officer  
as second alternate.

CARRIED



**REQUEST FOR APPROVAL: 2024 YEAR END, AUDITED FINANCIAL STATEMENTS AND AUDIT LETTERS**

RESOLUTION NO. BD-057/25

Moved by: Adrian Wynands  
Seconded by: Geneviève Lajoie

RESOLVED THAT:

The Board of Directors approve and file the 2024 Draft Financial Statements, Audit Reporting Letter, Letter of Representation and signatures by Management and Chair: and

FURTHER THAT:

The Board of Directors approve the 2024 reserve transfer to the Operating Reserve of \$28,694.

CARRIED

**REQUEST FOR APPROVAL: 2024 SNC ANNUAL REPORT**

RESOLUTION NO. BD-058/25

Moved by: Bill Smirle  
Seconded by: Linda Payant

RESOLVED THAT:

The Board of Directors approve the 2024 Annual Report; and

FURTHER THAT:

The Board of Directors direct staff to circulate copies to member municipalities, local MPs and MPPs, Conservation Authorities, and various stakeholders.

CARRIED

**UPDATE: 2024 CONSERVATION AREAS VISITOR REPORT:**

RESOLUTION NO. BD-059/25

Moved by: Catherine Kitts  
Seconded by: Deb Wilson

RESOLVED THAT:

The Board of Directors receive and file the 2024 Conservation Areas Monitoring Report; and

FURTHER THAT:

The Board of Directors recommend that staff continue to monitor Conservation Areas to inform the management of these public spaces.

CARRIED



**UPDATE: WATERSHED ADVISORY COMMITTEE MEMBERSHIP**

RESOLUTION NO. BD-060/25

Moved by: Adrian Wynands

Seconded by: Tom Smyth

RESOLVED THAT:

The Board of Directors receive and file the Watershed Advisory Committee update.

CARRIED

**REQUEST FOR APPROVAL: STUMPAGE SALE CONTRACT NO. 13/23/30-2022 AMENDMENT**

RESOLUTION NO. BD-061/25

Moved by: Linda Payant

Seconded by: François St. Amour

RESOLVED THAT:

The Board of Directors approve amending the stumpage contract with 1704650 Ontario Ltd. (CMT Logging), for SNC Properties 13, 23, and 30 (North Stormont), to extend the completion date to March 31, 2026.

CARRIED

**REQUEST FOR APPROVAL: CAMP SHELDRIK MANAGEMENT AGREEMENT**

RESOLUTION NO. BD-062/25

Moved by: Adrian Wynands

Seconded by: Bill Smirle

RESOLVED THAT:

The SNC Board of Directors approve negotiating renewal of the Camp Sheldrick Management Agreement with Scouts Canada; and

FURTHER THAT:

The Agreement be brought back to the Board of Directors for approval.

CARRIED

**REQUEST FOR APPROVAL: FUNDING SUBMISSION**

RESOLUTION NO. BD-063/25

Moved by: Adrian Wynands

Seconded by: Tom Smyth

RESOLVED THAT:

The Board of Directors approves funding application submissions to the following programs:



<b>Project</b>	<b>Funding Request</b>
1. Flood Hazard and Identification Mapping Program: Lepage Creek and Tributary	\$400,000
2. Ontario Power Generation's Power for Change Project: Creating Resilient Forests in Eastern Ontario - A Tree Planting Initiative	\$400,000
<b>Total</b>	<b>\$800,000</b>

CARRIED

**REQUEST FOR APPROVAL: VEHICLE PURCHASE**

RESOLUTION NO. BD-064/25

Moved by: Adrian Wynands  
Seconded by: Deb Wilson

RESOLVED THAT:

The Board of Directors approve the purchase of a light duty truck to an upset limit of approximately \$75,000 plus HST.

CARRIED

**REQUEST FOR APPROVAL: MONIES RECEIVED AND DISBURSEMENT REGISTER FOR FEBRUARY 2025**

RESOLUTION NO. BD-065/25

Moved by: François St. Amour  
Seconded by: Linda Payant

RESOLVED THAT:

The Board of Directors receive and file the money received report for February 2025; and

FURTHER THAT:

The Board approve the Disbursement Register of \$1,000,479.73 for February 2025.

CARRIED

**UPDATE: TECHNICAL REVIEWS**

RESOLUTION NO. BD-066/25

Moved by: Tom Smyth  
Seconded by: Catherine Kitts

RESOLVED THAT:

The Board of Directors receive and file the Technical Reviews update for February 2025.

CARRIED



**UPDATE PLANNING ACTIVITY**

RESOLUTION NO. BD-067/25

Moved by: Tom Smyth  
Seconded by: François St. Amour

RESOLVED THAT:

The Board of Directors receive and file the Planning Activity update for February 2025.

CARRIED

**UPDATE: SECTION 28.1 PERMITS ISSUED**

RESOLUTION NO. BD-068/25

Moved by: Adrian Wynands  
Seconded by: Deb Wilson

RESOLVED THAT:

The Board of Directors receive and file the update on permits issued under Section 28.1 of the *Conservation Authorities Act* for February 2025.

CARRIED

**UPDATE: ENFORCEMENT OF PARTS VI AND VII OF THE ACT**

RESOLUTION NO. BD-069/25

Moved by: François St. Amour  
Seconded by: Bill Smirle

RESOLVED THAT:

The Board of Directors receive and file the update on reported *Conservation Authorities Act* regulation concerns received in the month of February 2025.

CARRIED

**UPDATE: ON-SITE SEWAGE PERMITS RECEIVED**

RESOLUTION NO. BD-070/25

Moved by: Adrian Wynands  
Seconded by: Linda Payant

RESOLVED THAT:

The Board of Directors receive and file the on-site sewage permits received for February 2025.

CARRIED



**SUPPLEMENTAL AGENDA**

**REQUEST FOR APPROVAL: OTTAWA STEWARDSHIP AGREEMENT**

RESOLUTION NO. BD-071/25

Moved by: Adrain Wynands  
 Seconded by: François St. Amour

RESOLVED THAT:

The Board of Directors approve entering into a multi-year contribution agreement with the City of Ottawa for the completion of stewardship projects on three SNC properties, at a value of \$285,000.

CARRIED

**REQUEST FOR APPROVAL: DISBURSEMENTS FOR 2025 PARTNERSHIP PROGRAMS**

RESOLUTION NO. BD-072/25

Moved by: François St. Amour  
 Seconded by: Tom Smyth

RESOLVED THAT:

The Board of Directors approves undertaking and disbursement of funds for the following Partnership Programs in 2025:

Program	2024 Encumbered Funds <sup>1</sup>	2025 Funds
1. Eastern Ontario Water Resources Program (EOWRP)		
a. United Counties of Prescott and Russell (UCPR) Floodplain Mapping Project	\$25,000	\$25,000
b. EOWRP Grant: Salt Responsibly Campaign	\$3,972	\$0
2. UCPR Woodlot Advisory Service	\$0	\$20,000
3. SDG Woodlot Advisory Service	\$0	\$20,000
4. City of Ottawa Special Levy Programs		
a. Ottawa Rural Clean Water Program	\$268,137	To be confirmed <sup>2</sup>
b. Ottawa Tree Replacement Program	\$17,868	To be confirmed <sup>2</sup>
<b>Total</b>	<b>\$314,977</b>	<b>\$65,000</b>

<sup>1</sup> Funding approved in 2024 and carried forward to 2025 budget for project completion.

<sup>2</sup> 2025 special levies approval pending, report will be brought back to the Board following City Council approval.

CARRIED



**UPDATE: FLOOD FORECASTING AND WARNING – SPRING FRESHET CONDITIONS**

Kat Watson, Coordinator - Early Warning Systems and Watershed Plans, and Phillip Dagenais, Water Resources Specialist – Monitoring, presented the members with an update on the Flood Forecasting and Warning and the 2025 Spring Freshet Conditions.

**CORRESPONDENCE**

a. George Darouze Letter: Resignation from SNC Board of Directors

**DATES OF UCOMING MEETINGS, THIRD THURSDAY, AT 9:00 A.M. UNLESS INDICATED OTHERWISE:**

- April 17<sup>th</sup>, 2025 (OGRA March 30<sup>th</sup> – April 2<sup>nd</sup>)
- May 15<sup>th</sup>, 2025
- June 19<sup>th</sup>, 2025
- July – no scheduled meeting

**FUTURE MOTIONS OF THE BOARD AND/OR DISCUSSION OF SNC ISSUES**

None.

**CLOSED SESSION**

RESOLUTION NO. BD-073/25

Moved by: Bill Smirle  
 Seconded by: Adrian Wynands

RESOLVED THAT:

The Board of Directors meeting move into Closed Session for the following reports below:

- a. Request for Approval: Land Acquisition 2025-OTW-01
- b. Request for Approval: SNC Property Legal Matter (verbal)
- c. Request for Approval: Negotiations related to leased facility

CARRIED

**The Board of Directors convened closed session at 11:20 a.m.**

**Having declared a conflict of interest, Chair Densham left the Closed Session for Supplemental Agenda item 2a); Vice-Chair Wynands assumed the role of Chair.**

**OPEN SESSION**

RESOLUTION NO. BD-074/25

Moved by: Bill Smirle  
 Seconded by: Deb Wilson



RESOLVED THAT: The Board of Directors move into open Session.

CARRIED

**The Board of Directors reconvened open session at 12:25 p.m.**

**REQUEST FOR APPROVAL: LAND ACQUISITION**

RESOLUTION NO. BD-075/25

Moved by: Adrian Wynands  
Seconded by: Catherine Kitts

RESOLVED THAT:

The Board of Directors direct staff to follow up with potential partners to acquire property 2025-OTW-01; and

FURTHER THAT:

The Board delegate authority to the Executive Committee to approve proceeding with the acquisition, subject to external funding, to the upset limit as discussed.

CARRIED

**REQUEST FOR APPROVAL: SNC PROPERTY LEGAL MATTER (VERBAL)**

RESOLUTION NO. BD-076/25

Moved by: Tom Smyth  
Seconded by: Adrian Wynands

RESOLVED THAT:

The Board delegate authority to the Chief Administrative Officer, in consultation with the Chair and after considering legal advice, to accept a settlement offer they deem in the best interests of the Authority.

CARRIED

**REQUEST FOR APPROVAL: NEGOTIATIONS RELATED TO LEASED FACILITY**

The Chair declared a conflict of interest on this item, Vice-Chair Wynands chaired the discussion and resolution vote.

RESOLUTION NO. BD-077/25

Moved by: Deb Wilson  
Seconded by: Tom Smyth

RESOLVED THAT:

The Board of Directors approve option 2 with upset limits and adjustments to reserve as discussed.

CARRIED



**ADJOURNMENT**

RESOLUTION NO. BD-078/25

Moved by: Tom Smyth

Seconded by: Bill Smirle

RESOLVED THAT:

The Board of Directors Annual General Meeting of  
March 20<sup>th</sup>, 2025 be adjourned at 12:29 p.m.

CARRIED

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Steve Densham,  
Chair.

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Carl Bickerdike,  
Chief Administrative Officer.

/rb