



Annual General Meeting Agenda Canadian Museum of History Zoom registration link

:https://us02web.zoom.us/meeting/register/tZEqdO-grj0iEtbV0YZxJXHUStcDojrBgl4S

October 23rd, 2021 4:30 PM ET

DRAFT AGENDA 1. Welcome and Call to Order	Presenting (B. Ross)	Time	Page
2. Quorum	(B.Ross)		
3. Approval of Draft Agenda	(B. Ross)		pg. 2
4. Approval of Draft Minutes of the 20	20 AGM (B. Ross)		pg. 4
5. Chair's Report	(B. Ross)	4:35	pg.
6. Executive Director's Report	(G. Saul)	4:40	
a. Strategic Plan Presentation			
2. Financial Statements	(S. Dietz)	4:55	pg. 7
3. Appointment of Auditors	(S.Dietz)	5:00	
4. Election of Directors	(B. Ross)	5:05	pg. 29
5. Presentation of Awardsa. Conservation Partner 2021	(G. Saul)	5:10	pg. 34
i. Greater Victoria NatureHood ii. Little Forests Kingston b. Volunteer of the Year	(G.Saul) (G.Saul)		
i. Jean Marc 1. Question Period	(T.Cheskey) (B. Ross)	5:45	
2. Other Business	(B. Ross)		
3. Adjournment	(B. Ross)	6:00	



Draft Minutes 2020 Annual General Meeting (AGM)

October 23, 2020 11 am (ET) Zoom Meeting

Participants: Directors: Bob Peart, Chair

Sheefra Brisbin, Vice-Chair

Bill Ross, Treasurer
Sabine Dietz, Secretary
Charlie Sark, Board Member
Brenda Kenny, Board Member
Riad Mansour, Board Member
Logan McIntosh, Board Member
William David, Board Member
Real Bisson, Board Member

Regrets: Susan Eaton, Board Member
Staff: Graham Saul, Executive Director

Emily McMillan, Deputy Executive Director

Jodi Joy, Director of Development Hannah Dean, Organizing Director Lindsay Royston, Director of Finance

Fabiola Kouame, Senior Finance and Administration Clerk

Alex Barnes,

Lara Falkiner, Executive Assistant

Honourees: Louise Gratton, Chair of Nature Quebec Board of Directors

Michel Belanger, Pimlott honouree

Members:

Carol Scott Cliff Wallis Deborah Dancik Diane Griffin Feliks Welfeld Gord McNulty

Holland
Janet Long
Juliette Marczuk
Mark Gallop
Richard Yank
Dawn Carr

Welcome:

Bob Peart welcomed all of the participants acknowledging that the call was taking place on many traditional and unceded territories. Noting that with the proxy ballots previously received, Quorum was reached and the meeting could proceed.

Approval of Agenda and Minutes:

MOTION: Real Bisson moved to approve the Draft Agenda as presented.

Real Bisson / Logan McIntosh PASSED

MOTION: Sabine Dietz moved to approve the Draft Minutes of the 2019 AGM as presented.

Sabine Dietz / Dianne Griffin
PASSED

Chair's Report:

Bob Peart presented a verbal report, thanking all for their attendance. Noting Nature Canada's good standing and thanking the staff and board for their good work.

Executive Director's Report:

Graham Saul presented a verbal report on Nature Canada Staff, Programming and how the current government position and climate strategy relate to Nature Canada planning. A brief round of questions followed touching on Women for Nature, and how the governance model relates to the carver policy model, as well as geographic representation gaps and need for diverse representation.

Treasurer's Report

Bill Ross presented the current financial reports, highlighting key factors in the financial statements and Annual Reports as shown <u>here</u>. There was a short positive round of discussion following the reports.

MOTION: To appoint Baker Tilly as the auditors for the 2020-21 Audit of Nature Canada.

Bill Ross / Bob Peart

PASSED

Presentation of the Douglas H. Pimlott Award - Michel Belanger

Real Bisson made a bilingual presentation on behalf of Nature Canada, acknowledging Michel Belanger's contribution to the legal environmental landscape. Michel Belanger spoke to his career and the impact he feels he has had on the field. Answering a round of questions.

Election of Directors:

ANNUAL GENERAL MEETING

Bob Peart summarized the bylaw regulations and put 9 names forward for consideration.

Bill Ross,

Logan McIntosh,

Sabine Dietz,

Will David,

Brenda Kenny,

Charlie Sark,

Real Bisson,

Riad Mansour, and

Susan Eaton

MOTION: Bob Peart moved to approve the slate of 2020-2021 Directors as presented

Bob Peart / Dianne Griffin

PASSED

Recognition of Departing Board Members:

Graham Saul made a short presentation to recognize the service of Bob Peart, Sheefra Brisbin and Khalil Guliwala. Both Bob and Sheefra made some farewell remarks.

New Business:

Bob Peart brought forth a question regarding the existence and potential creation of a Nature Canada archive.

Questions:

Members asked several questions.

The Meeting Adjourned at 12:30 pm



Financial Statements

For the year ended March 31, 2021



Nature Canada Financial Statements For the year ended March 31, 2021

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Independent Auditor's Report

To the Members of Nature Canada

Opinion

We have audited the financial statements of Nature Canada (the "Organization"), which comprise the statement of financial position as at March 31, 2021, and the statements of operations, changes in net assets and cash flows for the year then ended, and notes to the financial statements, including a summary of significant accounting policies.

In our opinion, the accompanying financial statements present fairly, in all material respects, the financial position of the Organization as at March 31, 2021, and its results of operations and its cash flows for the year then ended in accordance with Canadian Accounting Standards for Not-for-Profit Organizations.

Basis for Opinion

We conducted our audit in accordance with Canadian generally accepted auditing standards. Our responsibilities under those standards are further described in the Auditor's Responsibilities for the Audit of the Financial Statements section of our report. We are independent of the Organization in accordance with the ethical requirements that are relevant to our audit of the financial statements in Canada, and we have fulfilled our other ethical responsibilities in accordance with these requirements. We believe that the audit evidence we have obtained is sufficient and appropriate to provide a basis for our opinion.

Responsibilities of Management and Those Charged with Governance for the Financial Statements

Management is responsible for the preparation and fair presentation of the financial statements in accordance with Canadian Accounting Standards for Not-for-Profit Organizations, and for such internal control as management determines is necessary to enable the preparation of financial statements that are free from material misstatement, whether due to fraud or error.

In preparing the financial statements, management is responsible for assessing the Organization's ability to continue as a going concern, disclosing, as applicable, matters related to going concern and using the going concern basis of accounting unless management either intends to liquidate the Organization or to cease operations, or has no realistic alternative but to do so.

Those charged with governance are responsible for overseeing the Organization's financial reporting process.

Auditor's Responsibilities for the Audit of the Financial Statements

Our objectives are to obtain reasonable assurance about whether the financial statements as a whole are free from material misstatement, whether due to fraud or error, and to issue an auditor's report that includes our opinion. Reasonable assurance is a high level of assurance, but is not a guarantee that an audit conducted in accordance with Canadian generally accepted auditing standards will always detect a material misstatement when it exists. Misstatements can arise from fraud or error and are considered material if, individually or in the aggregate, they could reasonably be expected to influence the economic decisions of users taken on the basis of these financial statements.

Auditor's Responsibilities for the Audit of the Financial Statements (continued)

As part of an audit in accordance with Canadian generally accepted auditing standards, we exercise professional judgment and maintain professional skepticism throughout the audit. We also:

- Identify and assess the risks of material misstatement of the financial statements, whether due to
 fraud or error, design and perform audit procedures responsive to those risks, and obtain audit
 evidence that is sufficient and appropriate to provide a basis for our opinion. The risk of not
 detecting a material misstatement resulting from fraud is higher than for one resulting from error,
 as fraud may involve collusion, forgery, intentional omissions, misrepresentations, or the override
 of internal control.
- Obtain an understanding of internal control relevant to the audit in order to design audit
 procedures that are appropriate in the circumstances, but not for the purpose of expressing an
 opinion on the effectiveness of the Organization's internal control.
- Evaluate the appropriateness of accounting policies used and the reasonableness of accounting estimates and related disclosures made by management.
- Conclude on the appropriateness of management's use of the going concern basis of accounting and, based on the audit evidence obtained, whether a material uncertainty exists related to events or conditions that may cast significant doubt on the Organization's ability to continue as a going concern. If we conclude that a material uncertainty exists, we are required to draw attention in our auditor's report to the related disclosures in the financial statements or, if such disclosures are inadequate, to modify our opinion. Our conclusions are based on the audit evidence obtained up to the date of our auditor's report. However, future events or conditions may cause the Organization to cease to continue as a going concern.
- Evaluate the overall presentation, structure and content of the financial statements, including the
 disclosures, and whether the financial statements represent the underlying transactions and
 events in a manner that achieves fair presentation.

We communicate with those charged with governance regarding, among other matters, the planned scope and timing of the audit and significant audit findings, including any significant deficiencies in internal control that we identify during our audit.

Baker Tilly OHawa LLP

Chartered Professional Accountants, Licensed Public Accountants September 14, 2021 Ottawa, Ontario

Nature Canada Statement of Financial Position

Statement of Financial Po				
March 31		2021		2020
Assets				
Current Cash and cash equivalents (Note 1) Accounts receivable (Note 2) Prepaid expenses Current portion of investments (Note 3)	\$	3,938,969 265,766 52,723 1,126,534	\$	1,557,721 283,196 45,600 729,723
		5,383,992		2,616,240
Long-term portion of investments (Note 3)		141,296		234,598
Investments - life insurance (Note 4)		9,568		8,927
Tangible capital assets (Note 5)	_	46,759		37,444
	\$	5,581,615	\$	2,897,209
Liabilities and Net Assets				
Current Accounts payable and accrued liabilities (Note 6) Deferred revenue (Note 8)	\$	233,979 1,407,727	\$	159,707 464,897
		1,641,706		624,604
Deferred revenue - life insurance (Note 4)	_	9,568		8,927
		1,651,274		633,531
Net assets Endowment (Note 9 a.) Internally restricted (Note 9 b.) Invested in tangible capital assets (Note 9 c.) Unrestricted (Note 9 d.)	_	141,201 2,183,786 46,759 1,558,595		139,201 833,223 37,444 1,253,810
	_	3,930,341		2,263,678
	\$	5,581,615	\$	2,897,209

On behalf of the Board:

Cen

S. Glet

Nature Canada Statement of Changes in Net Assets

For the year ended March 31, 2021

	Enc	dowment	Internally Restricted	Ir	nvested in Tangible Capital Assets	Unrestricted	Tota
Balance, beginning of year	\$	139,201	\$ 833,223	\$	37,444	\$ 1,253,810	\$ 2,263,678
Excess (deficiency) of revenue over expenses for the year		-	-		(9,955)	1,674,618	1,664,663
Additions to tangible capital assets		-	-		19,270	(19,270)	-
Contributions for endowment		2,000	-		-	-	2,000
Transfers (Note 9 b.)		-	1,350,563		-	(1,350,563)	-
Balance, end of year	\$	141,201	\$ 2,183,786	\$	46,759	\$ 1,558,595	\$ 3,930,341

For the year ended March 31, 2020

	Endow	ment	Internally Restricted	ı	nvested in Tangible Capital Assets	Unrestricted	Tota
Balance, beginning of year	\$ 137	738	\$ 826,383	\$	2,909	\$ 1,010,587	\$ 1,977,617
Excess (deficiency) of revenue over expenses for the year		-	-		(9,372)	293,970	284,598
Additions to tangible capital assets		-	-		43,907	(43,907)	-
Contributions for endowment	1	463	-		-	-	1,463
Transfers (Note 9.b.)		-	6,840		-	(6,840)	-
Balance, end of year	\$ 139	201	\$ 833,223	\$	37,444	\$ 1,253,810	\$ 2,263,678

Nature Canada Statement of Operations

For the year ended March 31	2021	2020
Revenue Corporation, government and foundation funding (Note 13) Donations, bequests and memberships (Note 11) Investment income (loss) Other	\$ 2,153,621 3,148,702 218,881 5,125	\$ 2,712,344 1,161,863 (25,537) 58,209
	5,526,329	3,906,879
Expenses (Note 10) Amortization of tangible capital assets Bank and transaction charges Communications - including website and digital campaigns Conservation grants Meetings and travel Occupancy costs Office Printing and postage Professional fees, consultants and contractors Salaries and benefits Special events	9,955 39,136 381,138 738,796 7,215 152,135 33,110 112,081 584,678 1,800,304 3,118	9,372 30,371 395,440 598,880 378,098 121,302 71,324 94,830 428,765 1,492,951 948
	3,861,666	3,622,281
Excess of revenue over expenses for the year (Note 11)	\$ 1,664,663	\$ 284,598

Nature Canada Statement of Cash Flows

For the year ended March 31		2021	2020
Cash flows from (used in) operating activities Excess of revenue over expenses for the year	\$	1,664,663	\$ 284,598
Adjustments for Amortization of tangible capital assets Net (increase) decrease in balance of unrealized gains on		9,955	9,372
investments Realized gains on investments Fair value of donated investments	_	(69,269) (109,019) (776,948)	94,923 (21,382) (73,481)
01		719,382	294,030
Changes in non-cash working capital balances Accounts receivable Prepaid expenses Accounts payable and accrued liabilities Deferred revenue	_	17,430 (7,123) 74,272 942,830	1,476 (28,528) (116,329) (113,409)
	_	1,746,791	37,240
Cash flows from (used in) financing activities Contributions for endowment	_	2,000	1,463
Cash flows from (used in) investing activities Net proceeds from investments Additions to tangible capital assets	_	651,727 (19,270)	61,258 (43,907)
		632,457	17,351
Increase in cash and cash equivalents during the year		2,381,248	56,054
Cash and cash equivalents, beginning of year (Note 1)	_	1,557,721	1,501,667
Cash and cash equivalents, end of year (Note 1)	\$	3,938,969	\$ 1,557,721

Nature Canada Summary of Significant Accounting Policies

March 31, 2021

Nature of Organization

Nature Canada (the "Organization") is a member-based not-for-profit nature conservation organization dedicated to protecting nature, its diversity, and the processes that sustain it. With strategies based on sound science and passion for nature, the Organization effects change in issues of national significance, including bird conservation, wilderness protection, species at risk and national parks. Through public outreach and education, Nature Canada is building a nature ethic among Canadians.

The Organization was incorporated under the Canada Corporations Act in 1967. The Organization received its Articles of Continuance ("Articles") under the Canada Not-for-profit Corporations Act in 2013.

Under its Articles, the Organization's statement of purpose is:

- Conserving and protecting birds and other wildlife and, where practical, restoring their habitats;
- Identifying, monitoring and conserving a network of protected sites for wildlife in Canada;
- Carrying out educational programs which foster an appreciation and understanding of nature;
- Carrying out environmental research and disseminating the results of research to the public;
- Raising public awareness about the importance of nature conservation and wildlife protection; and
- Encouraging environmental stewardship of species and habitats.

The Organization is a registered charitable organization, which may issue charitable donation receipts to donors, and as such is not subject to income taxes under the Income Tax Act (Canada) on its charitable and related business activities.

Basis of Presentation

These financial statements have been prepared in accordance with Canadian Accounting Standards for Not for-Profit Organizations which are part of Canadian generally accepted accounting principles and include the significant accounting policies to follow.

Use of Estimates

The preparation of financial statements in accordance with Canadian Accounting Standards for Not-for-Profit Organizations requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities at the date of the financial statements, and the reported amounts of revenue and expenses during the reporting period. Actual results could differ from management's best estimates and assumptions as additional information becomes available in the future. These estimates and assumptions are reviewed periodically and, as adjustments become necessary, they are reported in the fiscal period in which they become known.

Use of Estimates (continued)

Significant estimates include assumptions used in estimating the fair value of financial instruments; in estimating the amount and collectibility of accounts receivable; in establishing the useful lives and related amortization of tangible capital assets; in estimating provisions for accrued liabilities; in estimating the amount of funding earned, accrued and deferred; and in estimating expense allocations

Financial Instruments

Financial instruments are financial assets or financial liabilities of the Organization where, in general, the Organization has the right to receive cash or another financial asset from another party or the Organization has the obligation to pay another party cash or other financial assets.

Measurement of financial instruments

Financial instruments are recorded at fair value on initial recognition. Equity instruments that are quoted in an active market are subsequently measured at fair value. All other financial instruments are subsequently recorded at cost or amortized cost, unless the instruments are quoted in an active market and the Organization has elected to carry the instruments at fair value. The Organization has elected to carry its investments that are quoted in an active market at fair value.

Transaction costs

Trasaction costs incurred on the acquisition of financial instruments measured subsequently at fair value are expensed as incurred. All other financial instruments are adjusted by transaction costs incurred on acquisition and financing costs, which are amortized to operations using the straight-line method or the effective interest method if the required information is reasonably obtainable.

Impairment

Financial assets are assessed for impairment on an annual basis at the end of the fiscal year. If there is an indication of impairment, the Organization determines if there is a significant adverse change in the expected amount or timing of future cash flows from the specific financial asset.

If there is a significant adverse change in the expected cash flows, the carrying value of the financial asset is reduced to the highest of the present value of the expected cash flows, the amount that could be realized from selling the financial asset or the amount the Organization expects to realize by exercising its right to any collateral. If events and circumstances reverse in a future period, impairment losses are reversed to the extent of the improvement, not exceeding the initial carrying value.

Nature Canada Summary of Significant Accounting Policies

March 31, 2021

Cash and Cash Equivalents

The Organization considers cash and cash equivalents to be cash balances, and highly liquid investments with original maturities of three months or less or are cashable on demand.

Tangible Capital Assets

Tangible capital assets are recorded at cost. Repairs and maintenance costs are charged to expense. Betterments which extend the estimated useful life of a tangible asset are capitalized. When conditions indicate that a tangible capital asset is impaired, the net carrying amount of the asset is written down to its fair value or replacement cost, and is recognized in operations as an expense at that time. A write-down is not reversed in subsequent years.

Tangible capital assets are amortized over their estimated useful lives on a straight-line basis using the following rates:

Computer equipment 5 years
Office furniture and equipment 5 years
Leasehold improvements Term of lease

Intangible Capital Assets

Intangible capital assets being computer software and website costs are charged to the statement of operations as an expense in the year of acquisition.

Net Assets

Unrestricted net assets relate to the Organization's program delivery and administrative activities.

Net assets invested in tangible capital assets are internally restricted by the Organization and represent the Organization's investment in tangible capital assets represented by its net book value.

Other internally restricted net assets represent the balance available for the activities of the Organization for which the funding is restricted to. The restrictions are described in Note 9 b. to these financial statements.

Contributions restricted for endowment consist of funds received which the donor has designated as an endowment. The annual income earned from funds designated as endowment by the donor may be expended only for the purpose designated. Actual investment income earned in excess of the distributed amount is deferred and is available for future distribution. If no purpose is designated by the donor then the income is expended at the direction of the Organization's Board of Directors. (See Note 9 a.).

Revenue Recognition

The Organization uses the deferral method of accounting for contributions. Unrestricted revenue is recognized as revenue when received or receivable if the amount to be received can be reasonably estimated and collection is reasonably assured.

2021

March 31, 2021

Cash and Cash Equivalents

Cash and cash equivalents are carried at cost in the financial statements.

The Organization's cash is held at a Canadian chartered bank. The Organization has an operating account which is non-interest bearing as well as an investment savings account which earns interest if there is a minimum balance of \$100,000 at rates ranging from the bank prime rate less 2.20% and the bank prime rate less 2.00%. As at March 31, 2021, the Organization held \$2,560,731 (2019 - \$1,151,172) in this account earning interest at an annual rate of 0.45% (2019 - 1.83%).

The money market funds are held through Canadian chartered banks and financial institutions earning a variable interest rate with an effective interest rate as at March 31, 2021 of approximately 0.1% (2020 - approximately 1.0%).

	_	2021	2020
Cash Money market funds	\$	3,938,468 501	\$ 1,554,682 3,039
Total cash and cash equivalents	\$	3,938,969	\$ 1,557,721
Comprised of:			
Unrestricted cash and cash equivalents Restricted cash and cash equivalents (internal) Restricted cash and cash equivalents (endowment)	\$	2,737,714 1,200,207 1,048	\$ 1,548,665 6,032 3,024
Total cash and cash equivalents	\$	3,938,969	\$ 1,557,721

The remaining balance of the restricted funds held are included as part of the restricted investments as set out in Note 3 to these financial statements.

Accounts Receivable

Accounts receivable consist of:

	 2021	2020
Corporation, government and foundation funding Government remittances - HST recoveries Other - office space operating costs recoverable	\$ 214,821 44,836 6,109	\$ 214,967 55,497 12,732
	\$ 265,766	\$ 283,196

2020

March 31, 2021

Investments

Investments are carried at fair value in the financial statements.

Investments of \$140,152 (2020 - \$123,779) relate to the endowment net assets and are restricted. Also, investments of \$953,579 (2020 - \$827,190) have been internally restricted. The remaining balance of the restricted funds is comprised of the restricted cash and cash equivalents as set out in Note 1 to these financial statements.

		2021		2020
	Fair Value	Cost	Fair Value	Cost
Fixed income Canadian equities Canadian mutual funds International mutual funds U.S. mutual funds Preferred shares	\$ 618,615 240,894 256,188 66,664 72,144 13,325	\$ 610,762 181,832 200,531 45,043 31,458 12,784	\$ 499,193 181,908 174,511 50,770 57,939	\$ 493,195 160,021 194,667 45,043 36,298
Current portion	1,267,830 1,126,534	1,082,410 942,944	964,321 729,723	929,224 698,460
Long-term portion	\$ 141,296	\$ 139,466	\$ 234,598	\$ 230,764

Fixed income securities have face values totaling \$550,000 (2020 - \$494,000), stated interest rates from 0.98% to 5.10% (2020 - 1.809% to 3.375%), and maturities from July 26, 2021 to June 2, 2023 (2020 - June 24, 2020 to June 2, 2023).

4. Investments and Deferred Revenue - Life Insurance

The Organization has been designated as the irrevocable beneficiary of life insurance policies which have cash surrender values. As at March 31, 2021, the amount of insurance in force for these policies for which the Organization has been designated as the beneficiary totals \$30,000 (2020 - \$30,000).

The cash surrender values of these policies as at March 31, 2021 total \$9,568 (2020 - \$8,927).

The Organization's accounting policy is to not recognize the cash surrender values and changes related thereto as revenue on the basis that at the present time there is no intention to access these funds prior to the receipt of the full insurance proceeds of the respective policies.

March 31, 2021

Tangible Capital Assets

Computer equipment Office furniture and equipment Leasehold improvements

_			2021			2020
	Cost	 cumulated nortization	Net Book Value	Cost	ccumulated mortization	Net Book Value
\$	63,223	\$ 38,892	\$ 24,331	\$ 44,884	\$ 35,622	\$ 9,262
	105,088	89,077	16,011	105,088	85,249	19,839
_	9,626	3,209	6,417	9,626	1,283	8,343
\$	177,937	\$ 131,178	\$ 46,759	\$ 159,598	\$ 122,154	\$ 37,444

Accounts Payable and Accrued Liabilities

Accounts payable and accrued liabilities consist of the following:

Trade and operating (Note 7) Government remittances - payroll related

2021	2020
\$ 233,979	\$ 156,745 2,962
\$ 233,979	\$ 159,707

Credit Facilities

As at March 31, 2021 the Organization had an outstanding balance of \$nil (2020 - \$nil) on its line of credit facility. The facility is available at an interest rate of Prime plus 1.5%, is secured by a general security agreement covering all property of the Organization, and amounts outstanding are due on demand. The maximum credit available is \$250,000. In addition, the Organization has credit facilities in the form of corporate credit cards which total \$79,500 (2020 - \$69,500) of which \$31,449 (2020 - \$15,653) was utilized and is included in trade and operating accounts payable and accrued liabilities as set out in Note 6 to these financial statements.

March 31, 2021

Deferred Revenue

Deferred revenue includes externally restricted contributions received but unused based on related expenses incurred. Also included in deferred revenue is funding received before year-end that has been externally restricted to support programs in future fiscal years. Changes in deferred revenue for the year are comprised of the unused portion of contributions received during the year and the amounts used during the year that were unused in prior years. Amounts used during the year are included in revenue in the statement of operations. Deferred revenue is restricted for future use in the following program areas:

	_	2021	2020
Cats & Birds	\$		\$ 35,394
Climate Change		160,000	10,000
Environmental Law			50,000
Green Budget Coalition		32,000	-
Important Bird Areas			4,495
NatureHood		21,650	32,674
Online Oceans Organizing Initiative		73,250	-
Protected areas		512,287	332,334
Reforestation		554,347	-
Save Bird Lives	_	54,193	
	\$	1,407,727	\$ 464,897

Other Funding

As part of its ongoing operations, Nature Canada has secured program funding and continues to pursue program funding for future years' operations some of which commenced on or before March 31, 2021 and are included in the previously set out deferred revenue balances and some of which will commence subsequent to March 31, 2021 for which funding has yet to be received.

In addition to funding secured for future fiscal years from other sources, Nature Canada has subsequently secured a significant funding agreement with Parks Canada for maximum funding of \$1,700,000 for a project entitled "Employing Youth in the Conservation and Enjoyment of Nature and Culture". The agreement includes a requirement for the Organization to contribute and/or secure contributions from other organizations of \$1,443,000.

March 31, 2021

Net Assets

Endowment

The Organization received an initial endowment contribution of \$100,000 in 2009. Additional contributions have also been received since that time. In the 2021 fiscal year, contributions to the endowment fund were \$2,000 (2020 - \$1,463) resulting in a cumulative balance as at March 31, 2021 of \$141,201 (2020 - \$139,201). Net investment income earned on the endowment contributions is restricted for the purposes of:

- Supporting bird conservation projects in Alberta;
- Providing an entrance scholarship to attend post secondary studies in natural sciences; and
- Providing an award to a volunteer with the Organization for bird conservation and stewardship efforts.

Net investment income earned and recognized in operations for the 2021 fiscal year to fund these activities totalled \$24,917 (net investment loss of \$13,738 for the 2020 fiscal year).

Internally restricted

A contingency fund has been designated by the Organization's Board of Directors and is to be used in accordance with the Board's on-going direction. The Organization's policies require that any donation in excess of \$100,000 must be invested and added to the contingency fund, unless directed otherwise by the donor instructions or by the Board of Directors at the time the gift was received. On an annual basis, 15% of the unrestricted investment income realized on investments, which excludes the net change in the balance of the unrealized gain or loss on investments, is transferred from unrestricted net assets to internally restricted net assets. For the 2021 fiscal year \$20,563 (2020 - \$6,840) of unrestricted investment income was transferred to the contingency fund from unrestricted net assets. In addition, the Contingency fund includes a balance of \$30,000 (2020 - \$20,000) provided by Green Budget Coalition members to fund a reserve fund which can only be used on Green Budget Coalition activities in the case of an underfunded unforeseeable cost.

In addition, as directed by the Board of Directors, \$1,300,000 (2020 - \$nil) has been transferred to the contingency fund from unrestricted net assets to account for a legacy donation. Therefore, total transfers of \$1,350,563 from unrestricted net assets to the contingency fund were made for the 2021 fiscal year (2020 - \$6,840).

During the year, the Organization received a significant legacy donation in the amount of \$1,400,000 of which \$1,200,000 is included in the amount transferred to the contingency fund from unrestricted net assets as per Board policy above, with the remaining \$200,000 being approved by Board resolution to be used to support operating and program activities for the 2021 fiscal year. In addition, the Board has approved management's current plan to transfer the remaining portion of the legacy gift back into general net assets to support future operating and program activities, at a rate of \$600,000 annually, for the 2022 and 2023 fiscal years.

March 31, 2021

Net Assets (continued)

Invested in tangible capital assets

Invested in tangible capital assets is an internally restricted amount that represents the Organization's investment in tangible capital assets and equals the net book value of these assets.

Unrestricted

Unrestricted net assets, if any, are available for general operations and future projects. Transfers from and to unrestricted assets are described in the earlier parts of this note resulting in a net transfer from unrestricted net assets of \$1,320,563 (2020 - \$6,840).

Allocated Expenses

Finance and administration salaries and benefits include the portion of staff costs directly attributable to this function. Other finance and administration expenses include other overhead expenses and are allocated to functions based on the proportion of staff directly employed in each of the functions.

Fund development expenses include printing, distribution of information packages and the employment of consultants such as telemarketers and canvassers, who are used to contact supporters to solicit funds, educate and increase public awareness. Fund development other expenses plus the allocation of finance and administration overhead expenses, based on the number of staff directly employed in each of the functions, are allocated at a rate of 50% to programs. Fund development expenses may also include the hosting of events to raise funds, educate and raise public awareness. A portion of these event expenses are allocated to programs at the rate of 50%.

Programs expenses include costs that are directly attributable to these activities, such as salaries and benefits for staff directly employed for these programs and conservation grants made to community groups.

Finance and administration Fund development Programs

_	2021	2020
\$	297,618 429,348 3,134,700	\$ 253,525 356,774 3,011,982
\$	3,861,666	\$ 3,622,281

March 31, 2021

10.	Allocated Expenses (continued)			
	Finance and Administration			
	Total finance and administration expenses consist of the following:		2021	2020
	Salaries and benefits Other expenses	\$	243,440 384,243	\$ 188,281 400,269
	Total finance and administration expenses	\$	627,683	\$ 588,550
	These total expenses have been allocated as follows:		2021	2020
	Total finance and administration expenses above Less: Allocation to fund development below Less: Allocation to programs below	\$	627,683 (58,021) (272,044)	\$ 588,550 (52,435) (282,590)
	Net finance and administration expenses	\$	297,618	\$ 253,525
	Fund Development Total fund development expenses before the above allocation consist of the following:			
	Salaries and benefits Other expenses	\$	2021 242,684 257,287	\$ 2020 233,773 193,567
		\$	499,971	\$ 427,340
	These total expenses have been allocated as follows:	_	2021	2020
	Fund development costs above Add: Allocation from finance and administration expenses above	\$	499,971 58,021	\$ 427,340 52,435
	Less: Allocation to programs below	_	(128,644)	(123,001)
	Net fund development expenses	\$	429,348	\$ 356,774

March 31, 2021

10. Allocated Expenses (continued)

Programs

Programs expenses consist of the following:

	_	2021	2020
Salaries and benefits Other expenses	\$	1,314,073 1,419,939	\$ 1,070,898 1,535,493
Add: Allocation from finance and administration		2,734,012	2,606,391
expenses above Add: Allocation from fund development expenses above	_	272,044 128,644	282,590 123,001
Net program expenses	\$	3,134,700	\$ 3,011,982

11. Significant Transaction

During the year, the Organization received an extraordinarily generous legacy estate donation of \$1,400,000 that the donor directed be spent on general purposes. The Organization's accounting policies require that donations, not restricted by the donor, be fully recognized as revenue in the year received.

As documented in Note 9.b the Board of Directors approved \$200,000 from this legacy estate donation could be spent on operating and program activities in fiscal 2021. Thus, what remains of this significant transaction alone accounted for \$1,200,000 of the \$1,664,663 excess of revenue over expenses for the 2021 fiscal year presented in Statement of Operations.

Commitments

The Organization is committed under operating leases for office space, equipment and certain professional services. Future minimum annual payments on a fiscal year basis for the balance of the contract terms are as follows:

2022 2023 2024 2025 2026	\$ 79,942 73,804 73,804 26,457 494
	\$ 254,501

March 31, 2021

12. Commitments (continued)

The agreement for the Organization's office space also requires the Organization to pay additional rent, being the Organization's share of the building operating costs, which as at March 31, 2021 are expected to approximate \$76,000 annually. This lease ends on July 31, 2024.

Non-Recoverable HST

The payments cited in this note exclude the non-refundable portion of HST which is estimated to be 3.94% of these costs as at March 31, 2021.

Other Agreements

In connection with its operations, the Organization regularly enters into agreements for the purchase of various supplies and services including the rental of facilities on a short-term basis. Certain of these agreements extend beyond the end of the 2021 fiscal year. In the opinion of management, these agreements are in the normal course of the Organization's operations, are not abnormal in amount or nature and do not include a high degree of speculative risk.

Contingencies

Certain corporation, government and foundation funding agreements of the Organization are subject to conditions regarding the expenditures of the funds. The Organization's accounting records may be subject to audit by the funding agencies to identify instances, if any, in which the amounts charged to the projects were not in compliance with the agreed terms and conditions, and which, therefore, would be refundable to the funding agency.

During a few periods of the year, the Organization applied for funding under the Canada Emergency Wage Subsidy ("CEWS") and the Temporary Wage Subsidy ("TWS") relief programs established by the Federal Government of Canada. The subsidy programs are meant to assist businesses and organizations that saw large drops in revenue as a result of the impacts the COVID-19 pandemic. The purpose of the funding is to help organizations maintain the employment of their staff through covering payroll costs. The Organization has recognized this revenue during the year based on its interpretations and the guidance provided with these funds and through the application process. These government funders maintain the right to audit the claims supporting these contributions.

Adjustments to the financial statements as a result of these audits would be recorded in the fiscal year in which they become known.

March 31, 2021

14. Financial Instruments Risks and Concentrations

The Organization is exposed to various risks through its financial instruments. The following provides a measure of its risk exposure and concentrations as at March 31, 2021.

The Organization is not involved in any hedging relationships and does not hold or use any derivative financial instruments for trading purposes.

Credit risk

Credit risk is the risk that one party to a financial instrument will cause a financial loss for the other party by failing to discharge an obligation. The Organization's main credit risks relate to its accounts receivable as set out in Note 2 to these financial statements. The Organization assesses, on a continuous basis, its accounts receivable and provides for any amounts that are not expected to be collected.

As at March 31, 2021, there were no accounts receivable amounts allowed for. Although not considered a significant credit risk, credit risk also exists in relation to the Organization's cash and cash equivalents as set out in Note 1 to these financial statements, and its investments as set out in Notes 3 and 4 to these financial statements.

Liauidity risk

Liquidity risk is the risk of being unable to generate sufficient cash and cash equivalents in a timely and cost effective manner to meet the Organization's spending requirements and obligations related to its deferred revenue as set out in Note 8 to these financial statements, as well as meeting its financial liabilities in respect to its accounts payable and accrued liabilities as set out in Note 6 to these financial statements, and its commitments as set out in Note 12 to these financial statements. The Organization manages its liquidity risk by monitoring its operating requirements. The Organization prepares budget and cash forecasts to ensure it has sufficient funds to fulfil its obligations. In addition, the investments set out in Notes 3 and 4 to these financial statements can be easily liquidated if necessary. Furthermore, the Organization has credit facilities available, if needed, as set out in Note 7 to these financial statements.

Market risk

Market risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices. Market risk comprises three types of risk: currency risk, interest rate risk and other price risk.

Currency risk

Currency risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in foreign exchange rates. The Organization is not exposed to financial risks as a result of exchange rate fluctuations and the volatility of these rates as it does not have financial instruments denominated in foreign currencies. However, the Organization does hold Canadian dollar based foreign investments as set out in Note 3 to these financial statements so there is an indirect foreign currency risk. The Organization also receives funding from entities based in the United States of America in which it is required to report to the funders in U.S. dollars, and thus bears some risk as expenditures are substantially all in Canadian dollars.

March 31, 2021

14. Financial Instruments Risks and Concentrations (continued)

Interest rate risk

Interest rate risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market interest rates. The Organization is exposed to interest rate risk on its fixed and variable interest rate financial instruments. The Organization is subject to cash flow risk on its floating-rate financial instruments. These include its cash and cash equivalents and any utilized credit facilities, as set out in Notes 1 and 7 to these financial statements.

The fixed income investments held by the Organization, as set out in Note 3 to these financial statements, bear interest at fixed rates so the Organization is exposed to the risk resulting from interest rate fluctuations which is a fair value risk.

Other price risk

Other price risk is the risk that the fair value or future cash flows of a financial instrument will fluctuate because of changes in market prices (other than those arising from currency risk or interest rate risk), whether those changes are caused by factors specific to an individual financial instrument or its issuer, or factors affecting all similar financial instruments traded in the market. The maximum loss due to price risk is represented by the fair value of equities and mutual funds investments as set out in Note 3 to these financial statements.

Changes in risks

There have been no significant changes in the Organization's risk exposures from its 2020 fiscal year.

15. Corresponding Amounts and Financial Disclosures

In certain instances, 2020 fiscal year corresponding amounts and financial disclosures presented have been reclassified to conform to the financial statement presentation and financial disclosures adopted for the 2021 fiscal year.

Uncertainty due to COVID-19

The duration and full financial impact of the COVID-19 pandemic is unknown at this time, as are any additional measures to be taken by governments, the Organization or others to attempt to reduce the spread of COVID-19. Any estimate of the length and severity of this pandemic is subject to significant uncertainty and accordingly it is unknown whether COVID-19 may materially and adversely impact the Organization's operations, financial results and condition in future periods.



Flection of Directors

New Nominations for Board Members include Kapil Khatter and Jeannie Parnell, both to begin their first term on the board at the 2021 AGM.

Board Members Continuing

- Bill Ross (Completes 3rd term in 2022)
- Logan McIntosh (Completed 2nd term in 2022)
- Charlie Sark (Completes 2nd term in 2022)
- Will David (completes 2nd term in 2022)

Board Members for (re)election

- Sabine Dietz (completes 2nd term in 2021)
- Brenda Kenny (completes 2nd term in 2021
- Real Bisson (completes 2nd term in 2021)
- Jeannie Parnell (1st term)
- Kapil Khatter (1st term)

The following board members have reached their term limits and are thanked for their years of service:

Susan Eaton (completes 3rd term in 2021)

BIOGRAPHIES OF PROPOSED DIRECTORS FOR 2021-2022 (IN ALPHABETICAL ORDER BY LAST NAME)

RÉAL BISSON – DIRECTOR

Until October 2007, Réal Bisson was the National Coordinator of the Habitat Stewardship Program for Species at Risk with the Canadian Wildlife Service of Environment Canada. Prior to his last assignment, he served for one year as the National Coordinator of the Ecological Gifts Program of Environment Canada. Over the course of his career, Réal has also occupied a variety of positions linked to the conservation and enhancement of wildlife with the Quebec Regional Office of the Canadian Wildlife Service. Réal was received as forest engineer from Laval University in 1972. He has been involved as a volunteer with the direction of various non profit organizations related to heritage interpretation, community tree planting, birds watching and others. Since 2013, he is the current president of QuébecOiseaux. He is well aware of various challenges that a non governmental organization dedicated to nature must afford to better serve the community.

WILLIAM DAVID - SECRETARY

William has been working on Indigenous environmental and Indigenous human rights issues at the international level, the national level and the community level for over twenty years. He is currently a Legal Advisor at Inuit Tapiriit Kanatami and previously has worked in legal, advisory and director roles to advance the rights of Indigenous Peoples through education, strategic litigation, budgetary, and international advocacy. His expertise has landed him key roles in shaping Canadian legislation as well as shaping young minds teaching at the University of Ottawa.

SABINE DIETZ – CHAIR

Sabine holds a Baccalaureate in environmental & resource studies from Trent University, and a Master's in Environmental Studies from U de Moncton, and undertook her PhD in biology at UNB in Saint John. She is currently the town councillor for Sackville, NB and is the Executive Director at CLIMAtlantic Inc. She has worked as program and project coordinator on biodiversity conservation & education projects since the mid 1980's, as co-program lead of the Maritimes Important Bird Areas program in the late 1990's, as Executive Director of a nature centre (2005-2010), and on climate change adaptation on various projects over the last 6 years. She is also co-founder of Aster Group (astergroup.ca), an environmental services co-operative, and sits on the Board of Directors of the NB Co-operative Enterprise Council.

She was not only instrumental in building Nature NB's capacity towards becoming a fully staffed organization many years ago, but she has also been engaged on various volunteer level with the organization for well over 10 years, as magazine editor, treasurer, and for the last 3 and a half as president (now co-president). Her volunteer work is focused on building capacity in NB's ENGO sector, and working and volunteering with a number of local organizations focused on energy efficiency, renewable energy and sustainability (EOS EcoEnergy), and our provincial Environmental Network, which is likely the most active network in Canada. Sabine loves backpacking, biking, kajaking and canoeing, and cross-country skiing in the winter. Her and partner Roland Chiasson have to grown children, both of them at University.

DR. BRENDA KENNY - DIRECTOR

Brenda Kenny has extensive experience in sustainability, energy regulation and policy, and infrastructure. Her career has included executive roles at the National Energy Board, research in corporate social responsibility and environmental law, and as CEO of the Canadian Energy Pipeline Association. She currently serves on the Board of the University of Calgary, chair of the Environment, Safety and Sustainability Committee, and on the Climate Change Emissions Management Corporation Board as Vice Chair. Brenda is active in public service serving in many advisory roles, and having been a member of the imagineCALGARY Roundtable, and Sustainable Calgary Board. She is passionate about nature conservation and honoured to be co-chair of the Women for Nature initiative with Nature Canada.

DR. KAPIL KHATTER - DIRECTOR

Dr. Kapil Khatter is a family physician and former executive director of the Canadian Association of Physicians for the Environment. Dr. Khatter's expertise has been in environment and health policy, particularly chemicals management, working with the federal government and with various environmental organizations. He co-founded the Canadian Coalition for Green Health Care, was an original board member of U.S.-based Health Care Without Harm, and led community health project work in Southern India. Currently a fellow of the Broadbent Institute, Dr. Khatter now lives in Toronto and has two children.

LOGAN MCINTOSH – VICE-CHAIR

Logan is a passionate strategist, campaigner, and organizer in movements for environmental, democratic and economic fairness. Her background is in deliberative dialogue, mass distributed organizing and digital campaigning. She is Stand.earth's Director of Campaigns and Organizing where she works on the SAFE Cities campaign. In her five years with Leadnow.ca, she led innovative campaigns at the intersection of political efficacy and high member energy and grown their community driven funding program and membership base.

JEANNIE PARNELL - DIRECTOR

Jeannie is currently living and working in Prince Rupert as a Regional Coordinator for the Northern First Nation Alliance. She has 25 years of working experience in Health & Wellness and Developing Programs to enhance the quality of life for Indigenous People.

On top of her Director position with the UWNBC Board, Jeannie is also on the Board of Indigenous Centre of Cumulative Effects. She has also worked on the grassroots level in the various not-for-profit organizations to mobilize people for the greater good.

Jeannie feels that Nature Canada is a solid organization that supports communities in many ways, including. Protection and conservation of our natural habitat and biodiversity, inclusion of Indigenous knowledge, and protection of our water systems. She is very passionate about community development and being part of the solution.

In her spare time, Jeannie enjoys cooking, hiking, and working outdoors. Otherwise, you will often find her at her home spending quality time with her family, including her husband of 21 years and three children.

Fun Fact! Jeannie is half Irish, and she studied Art History in London and Paris, and has also visited Stonehenge.

WILLIAM (BILL) ROSS - TREASURER

Bill Ross is a business executive with Vercerta, a firm that specializes in risk management services, with particular focus on business economics and environmental issues.

In prior roles, Bill held executive management positions, specializing in Finance and Information Technology, with Enbridge Inc., a leading energy infrastructure manager; W.W. Grainger, a pre-eminent industrial distributor; and, Unilever, a global provider of consumer products.

Bill is a Chartered Professional Accountant, holds an MBA (with distinction) from the Richard Ivey School of Business and a Bachelor of Science in Computer Science and Mathematics from the University of Stirling in Scotland.

Bill is also a Chartered Director and, most recently, is past Chair of the Board for Financial Executives Canada.

Bill is the current Chair of the Energy and Environment Committee for the Edmonton Chamber of Commerce, whose mandate is to advocate economic and environment policies to promote sustainable development in the region.

As a keen participant in outdoor activities, Bill has a passion for the preservation of wildlife and their natural habitat. I am a regular hiker, cross country skier, long distance cyclist and runner who relishes the natural beauty of the outdoors.

CHARLIE GREG SARK – DIRECTOR

Charlie has Mi'kmaq and Settler Nations ancestry, and resides on Epekwitk, in Mi'kamak'ik. He is a member of the Lennox Island First Nation. Charlie is the new Director of Fisheries for the Assembly of First Nations, and continues research at the nexus of Indigenous food pathways, tourism and climate change. With his family, Charlie owns and operates several seasonal tourism-related businesses, which span almost five decades. He is a graduate of the University School of Rural Planning and Development at the University of Guelph (MSc, 1996). Prior to attending Guelph, Charlie obtained a Bachelors of Arts (1993) from Mount Allison University.

He has served on numerous boards, including the Aboriginal Peoples Television Network, Tourism Marketing Authority Board of PEI, and he served as the Chief (founder) of the First Nations Youth Society at MTA. Charlie is a founding board member of the Indigenous Tourism Association of Canada. He left

ANNUAL GENERAL MEETING

the board to spearhead the development of an Indigenous culinary tourism strategy for Canada. In 2019, after considering the relationship between of food security and food hospitality, he re-focused his time to research local, nation-based Mi'kmaq tourism/food protocols. Charlie now serves as an advisor the Indigenous Tourism Association of Prince Edward Island. He is a member of the LIFN Mi'kmaq Food and Ceremonial Fisheries Committee, and sporadically cooks pizza for the Big Charlie's Pizza Nation.

DEPARTING: SUSAN R. EATON – DIRECTOR

Susan R. Eaton is a geologist, geophysicist, journalist and polar snorkeler. Since 2010, Susan has participated in eight expeditions to Antarctica and the Arctic, studying climate change, ocean change and global sustainability issues. A former executive in several junior oil and gas companies, she currently consults to international energy companies and equity financiers.

Susan began her broadcast career as an on-camera reporter with CBC-TV. Today, she reports on science and technology, renewable energy, the environment and ecotourism. A member of the Canadian Science Writers' Association, her articles and photographs have been published in American and Canadian magazines and newspapers.

A valued member of Nature Canada since the early 1990s, Susan has also volunteered for more than 25 years in Canada's conservation sector, protecting Canada's wild spaces and the animals who call them home. She's a current Nature Canada Board Director and an active Women for Nature Caucus member. As the founder and leader of the all-female Sedna Epic Expedition—a multi-year project studying disappearing sea ice in the Arctic— Susan has led two polar snorkel and dive expeditions, exploring the offshore of Labrador, Greenland and Nunavut. Team Sedna's sea women have delivered their hands-on, ocean outreach program in Inuit communities—using mobile aquariums populated with sea critters, underwater robots equipped with video-cameras, and snorkel safaris—with a special focus on empowering Inuit girls and young women, the future leaders of the North.



Nature Canada Awards

Every year, Nature Canada recognizes exemplary organizations and individuals in our Nature Network with our **Conservation Partner Award** and our **Volunteer of the Year Award** to honour the hard work and dedication they have contributed to our shared nature protection and restoration goals. These awards go to recipients that have taken initiative and work toward nature-positive solutions within their communities and across Canada. This year's winners are:

Conservation Partner Award

- Greater Victoria Naturehood
- Little Forests Kingston

Volunteer of the Year Award:

• Jean Marc Emery (Club des Ornithologues de l'Outaouais)

GREATER VICTORIA NATUREHOOD

This creative united community is a network of several organizations that partner together and work effectively to connect Victoria residents and visitors with the nature that can be found around the Greater Victoria region. Through their work, they're connecting Canadians with nature and promoting nature-positive values.

This past summer, their groups have been busy running an online Naturehood program for kids to educate them about the importance of nature and the environment. Recently, the Greater Victoria Naturehood has been the recipient of a Communications Award for their work commemorating bird artist, Fenwick Lansdowne.

To stay updated on Greater Victoria Naturehood and all initiatives please visit <u>Greater Victoria Naturehood | Nature Conservation</u> or follow them on <u>Facebook</u>.

LITTLE FORESTS KINGSTON

ANNUAL GENERAL MEETING

Little Forests Kingston can only be described as a powerhouse! Since 2020, they have been on a mission to restore nature by planting Little Forests. This year, this group came up with the radical plan to plant 3 Little Forests within an incredibly short timeline. In the last few months and with an incredibly diverse community of support behind them, they have raised around \$19,000. They've realized their 2021 goals and have big plans for 2022! We love that nothing stops this group. They are not only working to restore the land itself, they are doing it in the community while working to decolonize the land, restore our relationship with the land, and bring Indigenous language back to it. More background here.

JEAN MARC EMERY (CLUB DES ORNITHOLOGUES DE L'OUTAOUAIS)

Jean Marc is President of the Club des Ornithologues de l'Outaouais, based largely out of Gatineau, Quebec. He provided Nature Canada with considerable support to translate and render resources relevant for francophone audiences. He also spearheaded efforts of the Gatineau Bird Team in seeking bird friendly city status for Gatineau through concerted outreach to potential partners and to local politicians. This outreach has led to some of the candidates for the upcoming municipal elections including support for Bird Friendly City status on their platforms. Jean-Marc is also a talented nature photographer, parent and grandparent, and active community member.