

Gwaii Trust Society
Members Meeting MINUTES
April 9, 2016
Skidegate – Haida Heritage Center
1:00 PM – 3:00 PM

In Attendance:

Representing:	Area Director	Area Alternate
Graham Island Central	Berry Wijdeven	
CHN Skidegate	Percy Crosby	
Graham Island South	Ellen Foster	
Area 'E'	Warren Foster	
Graham Island North	Fran Redick	
Skidegate Band Council		
CHN Massett	Cynthia Samuels	
Old Massett Village Council	Lisa Bell	

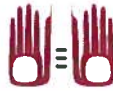
Chair & Staff:		
Chair		Brad Setso
Chief Operations Officer		Carla Lutner
Senior Executive Administrator		Debbie Crosby
Administrative Assistant		Megan Dorrington

Excusals: Skidegate Band Council – James Cowpar (Proxy assigned to Warren Foster).

Guests:		
Michael Johnson		Lori Wiedman
Jason Thompson		Andrew Merilees
Stephen Querengesser		John T Jones
Kim Goetzinger		Michelle Pineault (Ooka)
Jennifer Bailey		Sandra Price
Alex Rinfret		Lyndale George
Leslie Johnson		Jason Alsop
Geoff Horner		William Russ
Babs Stevens		Carlos Ormond
Isabel Brillon		Bret Johnston
Betty Richardson		Robert Bennett
Kay Watson		Missy McDonald
Clyde Greenough		

Note:

The following is an accurate reporting of the meetings as they occurred, however these minutes are not to be construed as a verbatim report of all conversations that transpired, but rather a reflection of the outcome of those discussions; where necessary members have been quoted as closely as possible.



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1.0 Call to Order

The Gwaii Trust Chairman called the meeting to order at 1:15 PM.

2.0 Excusals - Proxies

As noted above.

3.0 Introductions

The Gwaii Trust Chairman welcomed everyone to the 2016 Gwaii Trust Annual General Meeting, and asked that the Gwaii Trust Board of Directors, and Staff, introduce themselves.

4.0 Message from the Chair

The Gwaii Trust Chairman welcomed the Gwaii Trust Members to the meeting, again, and thanked them for their attendance. The Chairman gave a brief overview of his career, noting prior work experience, and previous mentors. The Chairman discussed project expenditures since inception, the positive impact the Gwaii Trust has had on all Island Communities, and the goals he hopes the Gwaii Trust will continue to work towards, with reference to the recently completed Business Plan.

5.0 Adoption of the Agenda

The Members of the Gwaii Trust Society reviewed the agenda and after discussion the Board of Directors made a motion to adopt the agenda with one amendment.

- a) CHN Old Masset to be listed as a bullet point below agenda item number 12.0: Member Appointments.

Moved by:

Seconded by:

Carried

6.0 Meeting Minutes

Board Minutes April 25 2015

The Members of the Gwaii Trust Society reviewed the April 25 2015 Members Meeting minutes. After discussion, the Gwaii Trust Board of Directors made a motion to approve the minutes as presented.

Moved by: Percy Crosby

Seconded by: Fran Redick

Carried

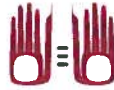
7.0 Approval of the Gwaii Trust Society's 2015 Annual Report

The 2015 Gwaii Trust Annual Report was presented to the Gwaii Trust Members. The Gwaii Trust Chairman gave a brief overview of the report. After review, the Members of the Gwaii Trust Society made a motion to approve the Gwaii Trust Society's 2015 Annual Report as presented.

Moved by: Percy Crosby

Seconded by: Cynthia Samuels

Carried



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8.0 Auditors Presentation of 2015 Audited Financial Statements

Michael Johnston from MNP gave a brief overview of the 2015 audited Gwaii Trust financial statements. Michael Johnston noted the change in name, from McAlpine & Co. to MNP, resulting from a merger between the companies, but stated that it would be the same staff working with the Gwaii Trust, and that they would have more resources. Michael Johnstone apologized for not having enough financial statements; he printed twenty copies, therefore he was short a few copies.

9.0 Questions from the Public

Andrew Merilees: requested a comment on the increase in training.

Michael Johnston: responded to Andrew Merilees' question. He noted that the Board wanted to invest in training; this included the expenses at the Sauder School of Business, the 5 year plan, guest speakers, presenters, and the Whistler Strategic Planning session.

Andrew Merilees: asked if there was any paperwork resulting from these meetings; he asked what the directors brought back, and if they presented anything.

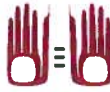
Warren Foster: noted that the end result of these sessions was the Gwaii Trust Strategic Plan. He also discussed the Economic Development forum, where many challenges within the Gwaii Trust were identified, such as reporting and monitoring.

Cynthia Samuels: noted that there has been an increase in active committees relative to 2014, and that many meet at least monthly.

Brad Setso: asked Andrew Merilees to realize that the financial statements are snap shots, and said that you cannot compare just this year to last year.

Michelle McDonald: asked if the Economic Development workshop was funded by the Gwaii Trust or Athlii Gwaii Legacy Trust.

Brad Setso: responded to Michelle McDonald's question, stating that the Economic Development workshop was funded by the Gwaii Trust.



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Andrew Merilees: Asked if Board meetings are open to the public.

Warren Foster: responded to Andrew Merilees' question, noting that parts of Gwaii Trust Board Meetings are open to the public.

Carla Lutner: noted that some meetings are posted to the website, and that an annual schedule is in the process of being created.

Andrew Merilees: asked if the \$60,000.00 increase in training was a result of hiring Carla Lutner.

Warren Foster: noted that it was a small reason, given that Carla was hired in December. He attributed it mostly to having staff on maternity leave.

Kim Goetzinger: Noted that, in the Gwaii Trust Minutes, the trip to Whistler was approved for \$70,000.00. She asked how many days the trip was, how much time was spent in training, and how many Board members that received the training are still on the Board.

Warren Foster: responded to Kim Goetzinger's question. He noted that there were 4 very full, and intense, days. He also noted that the \$70,000.00. included the cost of guest professionals that attended, and that each member who attended the training session is present, with the exception of James who is away on medical.

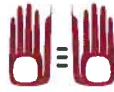
Brad Setso: the Chair added that this meeting was scheduled several times, initially on island. There was not enough participation. The motive behind having the meeting off island was to remove distractions, and take people out of their routine, day to day, activities. He noted that it was more cost effective to hold the sessions in Whistler than Vancouver at that time of year.

Michelle McDonald: asked if there is a specific amount that will be kept in the Athlii Gwaii Legacy Trust, like there is for the Gwaii Trust.

Warren Foster: responded to Michelle McDonald's question, noting there is, and that both the Gwaii Trust, and Athlii Gwaii Legacy Trust are managed the same way.

Percy Crosby: noted that he has not been with the organization since November, as he thought he would let the younger generation come in with a clear mind. Despite this, he believed it was important to ask questions. He asked how Errol Winter's performance will be measured, and what his role in the trust was at present.

Warren Foster: responded to Percy's question. He noted that Errol is currently responsible for all of the investments, investment portfolios, negotiating rates, monitoring the investors, and reducing rates paid on the funds, noting that the current rates Errol has negotiated are some of the lowest rates in North



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America. Warren Foster continued, noting that Errol does many jobs that would otherwise be outsourced. He said that Errol Winter reports to the executive every two weeks, letting them know what his activities have been in the two weeks prior.

Percy Crosby: asked whether we are going to see a Haida Gwaii Community Foundation.

Brad Setso: the Chair noted that yes, it was discussed in the morning session, prior to this meeting.

Warren Foster: responded to Percy Crosby's question as well, noting that the Economic Development Committee has been tasked with coming up with more detail about this in the following month.

10.0 Approval of the 2015 Audited Statements

The Members of the Gwaii Trust Society reviewed the 2015 audited Gwaii Trust financial statements. After review, the Gwaii Trust Board of Directors made a motion to approve the 2015 audited statements as presented.

Moved by: Cynthia Samuels

Seconded by: Percy Crosby

Carried

11.0 Auditor Appointment for 2016

The Members of the Gwaii Trust Society Appointed MNP as the auditor for the Gwaii Trust, for the 2016 fiscal year.

Moved by: Warren Foster

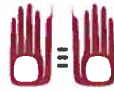
Seconded by: Percy Crosby

Carried

12.0 General Questions/Comments

Brad Setso handed plaques to the outgoing directors, and opened the floor to general questions or comments.

Babs Stevens: noted that she wanted to make a statement, and that she did not want any arguments. She said that she wanted the Gwaii Trust Head Office to be in the south end, and that it has been on the North end of Haida Gwaii long enough. She also noted that \$60 million to \$70 million has been spent by the Gwaii Trust since inception, but she does not see much to show for it. She stated that it is time to think outside the box, noting a swimming pool or hockey arena would be great. She concluded by thanking the Gwaii Trust Board of Directors for their hard work, and noted that we can certainly do better.



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Carla Lutner: noted that there are offices in both Old Massett and Skidegate.

Percy Crosby: said that he thinks the Gwaii Trust has come a long ways. He noted that he was appointed to the Gwaii Trust to represent the Council of the Haida Nation. He said that the Gwaii Trust does not own the Skidegate office. He stated that he supported Babs Stevens, noting that she was one who stood on the line at Lyell Island, and that she was one of his hero's.

Leslie Johnson: asked if Athlii Gwaii Legacy Trust is a charitable trust. She also asked if it had an annual meeting, or if this was it.

Brad Setso: responded to Leslie Johnson's question, stating that there have not been any Annual General meetings for Athlii Gwaii Legacy Trust.

Warren Foster: noted that Athlii Gwaii Legacy trust is in transition. He said that it started out as a charitable trust and was deemed illegal; it is not transitioning and will eventually be like the Gwaii Trust, and function in a similar way.

Brad Setso: said that it being deemed illegal was almost a blessing in disguise, as it is building more money in time. The Chair noted that the Gwaii Trust Board of Directors, and Executive members, are managing the Athlii Gwaii Legacy Trust.

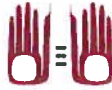
Leslie Johnson: noted that she believed it is important that the Athlii Gwaii Legacy Trust funds be used to support sustainability, research, and education with respect to the land, sea, and resources on Haida Gwaii, to make it a sustainable place to live, an area she believes has been lacking attention by the Gwaii Trust.

Kim Goetzinger: stated that she believed the Economic Development forum was very well done; she asked what came out of it, noting she did not see a pamphlet, or write up of any kind, on the website.

Carla Lutner: responded to Kim Goetzinger's inquiry, stating that she noticed three months ago that it was not on the website, and that it is posted now.

Michelle McDonald: Inquired about raising the budget for both the Haida Language and Food Security Program, noting that the Haida Language is very important to the Haida people, and that very few fluent Haida language speakers remain. Michelle noted that it was "our relatives" that stood on the line.

Carla Lutner: responded to Michelle McDonald, stating that the Food Security program was increased this from \$150 thousand to \$180 thousand this year, and that \$95 thousand was spent on Haida Language.



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Warren Foster: added that this Board of Directors has always been in full support of the Haida language, noting that just because there is not significant expenditure does not mean the Board does not support it.

Jason Thompson: discussed the issue of transparency. He noted that the Gwaii Trust Allocations are done behind closed doors, and asked about the criteria followed, noting that there is not a well-defined criteria for the public to see.

Brad Setso: responded to Jason Thompson's inquiry, stating that the Board received lots of feedback about decision making while working on the Strategic Plan. He said that applications do go through technical analysis, but merit and need are the "trump" for the board.

Kay Watson: thanked the Gwaii Trust Board on behalf of the Nygstile Society for the funding given to date, noting that it positively affects many people.

Kim Goetzinger: suggested that supporting small businesses, even for a small amount like \$100, should be added to the criteria in program funding. She asked, also, whether the Gwaii Trust has an Ethics committee. She noted that the iron dumping was funded by the Gwaii Trust, and that an Ethics committee could help prevent harmful things from happening in the future. She asked if someone is monitoring projects, and whether or not they support LNG.

Warren: responded to Kim Goetzinger's inquiry, stating that Errol is in charge of monitoring projects and their affiliations. He said that Errol is the Gwaii Trust "watchdog."

Kim Goetzinger: stated that she agreed with having a head office on the South end. She mentioned, also, the difficulty of completing applications with deadlines, and asked if Gwaii Trust staff were available some evenings, during other people's "non-working hours" to assist with applications.

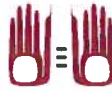
Warren Foster: responded to Kim Goetzinger's question, noting that if you have the need for assistance to call the office, and the staff would likely work something out with you.

Brad Setso: added that Carla Lutner lives in the South, and spends more time in the South for productivity purposes.

Andrew Merilees: asked what the status was with respect to the "letter" that was sent to the Gwaii Trust.

Brad Setso: interrupted Andrew Merilees, asking him who sent the letter, and to be more specific.

Carla Lutner: stated that the Gwaii Trust just received the letter a few days ago, and that it was on the May agenda.



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Andrew Merilees: noted that they consider them very serious issues and would like to have them addressed.

Clyde Greenough: requested a comment on bylaws on consensus, noting that his understanding that it was consensus plus one.

Brad Setso: Responded to Clyde Greenough, stating that there are processes in place, and that it is consensus minus one.

Lori Wiedeman: spoke on behalf of the Queen Charlotte Harbour Authority, and thanked the Gwaii Trust for supporting their last two projects. She said she was pleased to hear that the Gwaii Trust Board of Directors are preparing presentations about what their plans are, noting that the Queen Charlotte Harbour Authority has plans as well, and that they would like to share them with the Gwaii Trust.

Michelle McDonald: thanked the Gwaii Trust Board of Directors, and Members, for their support.

13.0 Member Appointments

The Members of the Gwaii Trust Society made a motion to appoint the Gwaii Trust Board of Directors as follows:

Area	Director	Alternate
CHN Skidegate	Jason Alsop	William Russ
CHN Old Massett	Robert Bennett	Tyler Bellis
GIS	Clyde Greenough	Al West
GIN	Bret Johnston	Lareina Grosse
Skidegate Band Council	Lyndale George	Ooka Pineault
Old Massett Village Council	Lisa Bell	John T Jones

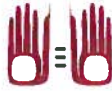
Chair Person James Cowpar

Moved by: Warren Foster

Seconded by: Cynthia Samuels

Carried

The COO read a letter on James Cowpar’s behalf, noting he was absent because of medical issues.



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14.0 Meeting Adjourned

The meeting adjourned at **2:50 PM.**

Brad Setso
Chair

Carla Lutner
Chief Operations Officer

Date, as to both signatures