



## MINUTES

Gwaii Trust Board Business/Allocation  
May 4, 2019 10:30am – 12:00pm  
Sandspit inn

### In Attendance:

<b>Representing:</b>	<b>Area Director</b>	<b>Area Alternate</b>
Graham Island Central	Maureen Bailey	Christine Cunningham
Graham Island South		Devin Rachar
Area 'E'	Warren Foster	Laurie Chisholm
Graham Island North	Bret Johnston	
Skidegate Band Council	Billy Yovanovich	Ooka Pineault
CHN Old Massett	Absent	
Old Massett Village Council	Cecil Brown	Lisa Bell
CHN Skidegate	Kim Goetzinger	

<b>Chair &amp; Staff:</b>	Chair	James Cowpar
	Chief Operations Officer	Carla Lutner
	Communications Officer	Joey Rudichuk
	Projects Officer	Dana Bellis
	Chief Investment Officer	Errol Winter

<b>Guests:</b>	Michael Johnson	MNP
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<b>Dir Excusals:</b>	Graham Island South	Clyde Greenough
	CHN Old Massett	Lawrence Jones

### 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.*

#### 1. Call to Order

The meeting of the Board of Directors was called to order at 10:32am

#### 2. Excusals

As noted above.

#### 3. Message from the Chair

Welcome to the board, overview of today's meetings.

#### 4. Call for amendments to the agenda

The agenda was reviewed and approved with one addition:

Addition: Executive meeting with Government of Canada re AGLT (10.0)

#### 5. Call for adoption of the agenda

The agenda was adopted as presented

**Moved by: Devin Rachar**

**Seconded by: Bret Johnston CARRIED**



**6. Call for adoption of previous minutes – Apr 27, 2019**

The Gwaii Trust Board of Directors reviewed the minutes of April 27, 2019 and adopted as presented.

**Moved by: Billy Yovanovich**

**Seconded by: Maureen Bailey CARRIED**

**7. Review Annual Report**

- The Communications Officer provided an overview of the annual report.
- Considerations for future reports:
  - Budget vs. Allocation
  - Total allocated per program
  - How much funding has been leveraged
  - Audit dashboard

**8. Review of action items**

- a. Dir Foster, Dir Pineault, Dir. Yovanovich: written report on Economic Development Conference (second time tabled)
  - Report emailed by Dir. Pineault, Dir. Foster provided an overview.
- b. Dir. Yovanovich will follow up with SHIP's Program Manager to ensure there's a clear understanding about expectations for future applications (second time tabled)
  - Incomplete
- c. The Chair will circulate a draft letter to SHIP for board members to review
  - Incomplete
- d. The Communications Officer will follow up with Richard Powers from the Governance Essentials Program to see if there's an opportunity for him to do a presentation to the board.

The board requested this training be done before strategic planning session in September and asked that a committee review be included on the agenda.

After discussion the Gwaii Trust Board of Directors agreed to Invite ICD Governance Essentials Program to prepare a customized governance training for the Gwaii Trust Board and for staff to explore community interest in having a second day available for the public.

**Moved by: Maureen Bailey**

**Seconded by: Devin Rachar CARRIED DR #19 05 04 - 30**

- e. The Governance Committee to develop policy around the following items:
  - i. Violence in the workplace
  - ii. Roles and responsibilities for Board and committee members
  - iii. Social media code of conduct for Board and committee members
  - iv. Applications that request funding for weapons, illegal activities, alcohol and cannabis
    - **Action:** This action item was tabled



## 9. Governance Essentials Training

- Discussed above

## 10. Executive meeting with government

The Chair, Dir. Alsop, Dir. Greenough, Dir. Foster, CIO and COO travelled to Vancouver to attend a meeting on April 30<sup>th</sup> with federal representatives from Environment and Climate Change Canada: Chris Lee, Manager, Aboriginal Affairs; Sophia Lee, Director of Strategic Relations, and Caroline Caza, Regional Director General, West and North. The Minister of ECCC is the required federal signatory to authorize the amalgamation of the Athlii Gwaii Legacy Trust into Gwaii Trust Society. The purpose of the meeting was to convey the urgency of resolving this matter and to add political pressure. The Regional Director acknowledged that their office has dropped the ball and committed to moving the file forward as quickly as they can. Presently the ECCC are working through all of the legal and financial due diligence pieces and have found no concerns to date. Caroline Caza confirmed that she is empowered to sign the letter of comfort but needs to ensure that all due diligence is performed before she signs the letter. The next step would be for the group to meet with the minister of Environment and Climate Change Canada, Catherine McKenna.

**Action:** The Executive Committee will prepare notes on their meeting with government to share with the board.

***“IN CAMERA” All program discussion is held in camera: {GTS Policy: In-camera sessions will be called to deal with issues of personnel, legal, financial matters and program allocation decisions. After the Board has taken a decision, the results become public and will be published}.***

## 11. Review Audited Financial Statements with Auditor

- Michael Johnson from MNP provided an overview of the audited 2018 Gwaii Trust Society financial statements.

The Chair left the room at 11:20am

Dir. Yovanovich stepped into the role of acting Chair.

The Chair returned to the room at 11:22am

The audited 2018 Gwaii Trust Society financial statements were reviewed and approved to go forward to the member’s meeting for adoption.

**Moved by: Warren Foster**  
**Seconded by: Kim Goetzinger**                      **CARRIED**

## 12. Director In-camera Discussion

There was no in-camera discussion.

## 13. Next meeting date

May 4, 2019, 3:30-4:30pm, Sandspit



#### 14. Adjournment

The meeting was adjourned at 11:53am

#### **ACTION**

1. The Executive Committee will prepare notes on their meeting with government to share with the board.
2. The Governance Committee to develop policy around the following items:
  - i. Violence in the workplace
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  - iii. Social media code of conduct for Board and committee members
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James Cowpar  
Chair

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Carla Lutner  
Chief Operations Officer

/JR