



MINUTES

Gwaii Trust Board Business/Allocation

April 27, 2019

10:30am – 3:30pm

Sandspit inn

In Attendance:

Representing:	Area Director	Area Alternate
Graham Island Central	Maureen Bailey	
Graham Island South Area 'E'	Clyde Greenough	Devin Rachar Laurie Chisholm
Graham Island North	Bret Johnston	
Skidegate Band Council	Billy Yovanovich	Ooka Pineault
CHN Old Massett	Absent	
Old Massett Village Council	Cecil Brown	
CHN Skidegate	Kim Goetzinger	

Chair & Staff:	Chair	James Cowpar
	Chief Operations Officer	Carla Lutner
	Communications Officer	Joey Rudichuk
	Chief Investment Officer	Errol Winter

Guests:	David, John, Sofia	Nicola Wealth Management
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Dir Excusals:	Area E	Warren Foster
	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 10:40am

2. Excusals

As noted above.

3. Message from the Chair

Long agenda, hope to get as much out of today as possible, welcomed Nicola.

4. Call for amendments to the agenda

The agenda was reviewed and approved as presented.

5. Call for adoption of the agenda

The agenda was adopted as presented

Moved by: Billy Yovanovich

Seconded by: Maureen Bailey

CARRIED



6. Nicola Presentation

- The CIO provided the history of how Nicola became one of Gwaii Trust's investment firms.
- Nicola provided an overview of current investments and trends.

The representatives from Nicola left the meeting at 12:10pm

7. Call for adoption of previous minutes – Mar 21, 2019

The Gwaii Trust Board of Directors reviewed the minutes of Mar 21, 2019 and adopted as presented.

Moved by: Billy Yovanovich

Seconded by: Maureen Bailey **CARRIED**

8. Review of action items

- a) Dir. Pineault: Arts Committee report (second time tabled).
- Strategic planning and terms of reference revisions not complete, another session to be scheduled.
 - Committee is looking to fill vacancies in committee.
- Action:** Governance policy to include external committee members roles and responsibilities, and social media code of conduct.
- b) Dir Foster, Dir Pineault, Dir. Yovanovich: written report on Economic Development Conference.
- **Action:** Dir. Yovanovich and Dir. Pineault will provide a report next week. Report from Dir. Foster outstanding.
- c) Dir. Yovanovich will follow up with SHIP's Program Manager to ensure there's a clear understanding about expectations for future applications.
- Incomplete
 - **Action:** The Chair noted that further to Dir. Chisholm's email there will be a draft letter to SHIP circulated by the Chair for board members to review.
- d) On Feb 7th Dir. Yovanovich requested a discuss around alcohol as equity at future meeting. Billy to advise when it should be added.
- **Action:** After discussion there was a request that a policy be developed around funding applications that include weapons, illegal activities, alcohol and cannabis.

9. Training Report, ICD-Rotman NFP Governance Essentials Program

- Directors Bailey, Brown and Rachar provided an overview of their training in Ottawa in March.
- **Action:** The Communications Officer will follow up with Richard Powers from the Governance Essentials Program to explore an on-island training opportunity.
- The COO provided an overview of Director liability insurance.

10. Early Years discussion – Dir. Rachar

- Dir. Rachar had a meeting with constituents who represent early years children on island (0-6yrs). The group is circulating a letter and getting signatures that they plan to bring to the AGM to request expanded funding for early years



11. Website Update – Joey Rudichuk

- The Communications Officer shared that the website went live last week, recommending board members spend a bit of time to familiarize themselves with the site and features discussed at previous board meeting.
- The COO provided an update on the board portal. While the developer initially identified this was something they could do they have since advised that some of the features requested is not within the scope of their quote. Options are currently being explored by the COO and Communications Officer.

12. Travel Assistance Appeal

- The board reviewed a travel appeal from Emily Lavigne.
- There was a motion put forward by Dir. Goetzinger to support the appeal. After discussion the motion was defeated.

13. Audit Committee Recommendation #08 – 19 04 25

- Dir. Bailey provided an overview of the proposal from Humanity Financial.

After discussion the Gwaii Trust Board of Directors approved the audit committee recommendation to enter into a contract with Humanity Financial for a Financial Systems Health Check per the attached proposal.

Moved by: Billy Yovanovich

Seconded by: Clyde Greenough

CARRIED

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“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}.

14. Athlii Gwaii Purposes

- The COO provided an overview of Athlii Gwaii Legacy Trust purposes. A summation document prepared by the CIO and minutes from a November 2017 AGLT strategic planning session were included in the board materials for review.
- Members of the Executive Committee along with the COO will be traveling to Vancouver next week to move things forward.

15. Special Project Application

- The Chair asked if Dir. Rachar was in conflict as a director on the MIEDS board. Dir. Rachar didn’t believe he was in conflict as 1) he’s not the voting director on the Gwaii Trust board at this particular meeting, and 2) there is no material gain for him from the approval of this project.

The Gwaii Trust Board of Directors reviewed one special project application and after discussion approved as follows:

Organization	Project	Conditions	Amount
Misty Isles Economic Development Society	Haida Gwaii Visitor Exit Survey	As presented	\$38,363.56



Moved by: Billy Yovanovich
Seconded by: Maureen Bailey **CARRIED** **DR #19 04 27 – 26**

- The board asked the Project Officer follow up with applicant to advise that funding is not guaranteed for 5 years, and future applications should come through a regular grant stream, and not as a special project.

16. Community Innovation Applications

Dir. Rachar declared a conflict and left the room at 2:40pm

The Gwaii Trust Board of Directors reviewed three Community Innovation applications and approved as follows:

Organization	Project	Conditions	Amount
Gwaii Roller Girls Society	Equipment Purchase	As presented	\$2139.20
Mount Moresby Adventure Camp	Facility Project	As presented	\$9998.00
Haida Gwaii Radio Society	Cedar House Sessions Expansion Project	As presented	\$6250.00

Moved by: Kim Goetzinger
Seconded by: Clyde Greenough **CARRIED** **DR #19 04 27 - 27**

17. Vibrant Haida Gwaii Communities Applications

The Gwaii Trust Board of Directors reviewed one Vibrant Haida Gwaii Communities application and approved as follows:

Organization	Project	Conditions	Amount
Old Massett Village Council	Heavy Duty Equipment Purchase	As presented	\$105,000

Moved by: Billy Yovanovich
Seconded by: Laurie Chisholm **CARRIED** **DR #19 04 27 – 28**

Dir. Rachar returned to the room at 2:50pm

18. Gwaii Tel Extension Request

The Gwaii Trust Board of Directors reviewed the Gwaii Tel extension request and approved as follows:

Organization	Project	Request	Conditions
GwaiiTel	GwaiiTel Broadband Infrastructure	Original completion date: May 2016 1 st revised extension: April 30, 2019 New completion date: Sept 30, 2019	As presented



ACTION

- a) Dir Foster, Dir Pineault, Dir. Yovanovich: written report on Economic Development Conference (second time tabled)
- b) Dir. Yovanovich will follow up with SHIP's Program Manager to ensure there's a clear understanding about expectations for future applications.
- c) The Chair will circulate a draft letter to SHIP for board members to review.
- 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.
- e) 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

James Cowpar
Chair

Carla Lutner
Chief Operations Officer

/JR