



MINUTES
Gwaii Trust Board Meeting
July 31, 2019, 6:30-9:00pm
Port Clements Multiplex

In Attendance:

Representing:	Area Director	Area Alternate
Graham Island Central		Christine Cunningham
Graham Island South	Clyde Greenough	
Area 'E'	Laurie Chisholm	
Graham Island North	Bret Johnston	
Skidegate Band Council	Billy Yovanovich	
CHN Old Massett	Alfie Setso Sr.	
Old Massett Village Council	Cecil Brown (phone)	
CHN Skidegate	Kim Goetzinger	

Chair & Staff:	Acting Chair	Maureen Bailey
	Chief Operations Officer	Carla Lutner
	Communications Officer	Joey Rudichuk

Excusals:	Chair	James Cowpar
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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 Gwaii Trust Board of Directors was called to order at 6:55pm. Dir. Bailey was appointed as Acting Chair.

2. Excusals

As above.

3. Message from the Acting Chair

The Acting Chair welcomed everyone to the meeting.

4. Call for amendments to the agenda

There were no amendments to the agenda.

5. Call for adoption of the agenda

The agenda was adopted as presented.

Moved by: Billy Yovanovich
Seconded by: Laurie Chisholm **CARRIED**

6. Call for adoption of previous minutes – Jun 25, 2019

The minutes of June 25, 2019 were adopted as presented.

Moved by: Billy Yovanovich
Seconded by: Bret Johnston **CARRIED**



7. Review of Action Items

- a. Dir. Yovanovich will follow up with SHIP's Program Manager to ensure there's a clear understanding about expectations for future applications (March 21, 2019)
 - Incomplete
- b. The Chair will circulate a draft letter to SHIP for board members to review (Apr 27, 2019)
 - Incomplete
- c. The Chair advised the Executive Committee will prepare notes on their meeting with government in April to share with the board (May 4, 2019)
 - Incomplete, the board agreed to remove from action items.
- d. Governance Committee to develop policy around the following items (May 4, 2019)
 - Violence in the workplace
 - Roles and responsibilities for Board and committee members
 - Social media code of conduct for Board and committee members
 - Applications that request funding for weapons, illegal activities, alcohol and cannabis
 - i. Create some scenarios around what may be a conflict to bring back to the board.
 - ii. Replicate a form so directors can identify their conflict.

Dir. Bailey to provide an update at next board meeting.
- Incomplete. Tabled until the Audit & Governance Committee has a meeting.

Wellness Committee to report back as to the progress on Food Security concerns raised by the board. Dir. Chisholm to touch base with Dir Foster, Chair of the Wellness Committee. (Jun 25, 2019)
Incomplete
- e. Joey to re-send committee list to Board.
 - Complete
- f. Joey to prepare communication for the public (social media and website) about the dissolution of the Arts Committee.
 - Complete
- g. Joey to send Arts Committee orientation package to the board.
 - Complete
- h. Dana to email all directors providing the status of each community's Youth Centred Communities Grant, including any information she has on why 4 communities didn't apply.
 - Complete
- i. Once that information is received, all Directors in areas that did not apply to follow up with their communities to get input on any barriers to accessing the Youth Centred Communities Grant and provide update at next board meeting.
 - Directors provided verbal updates of discussions within their communities. In the discussion the following points were raised: YCC deadline was a busy time for communities, there was a lack of understanding of the process and the value of having the Project Officer available at Board meetings.
 - Action:** Add Youth Centred Community Grants to strategic planning
- j. COO to follow up on perception of potential conflict of interest within the Swan Bay application
 - Complete

8. Orientation Manual – Dir. Goetzinger (tabled from Jun 25)

- The Board discussed the current Board orientation materials and requested that they be reviewed for accuracy and completeness by an external reviewer.



- **Action:** Governance Committee to review board member orientation materials

9. Board Portal update – Joey

- Joey provided an update on research for a new board portal.

After discussion the Gwaii Trust Board of Directors approved the purchase of the board portal software BoardBookit.

Moved by: Clyde Greenough

Seconded by: Bret Johnston **CARRIED** **DR #19 07 31 - 46**

“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}.

10. Youth Board Recommendation (tabled from Jun 25)

- a. Recommendation #13-19 05 29: The Youth Board recommended the remaining 2019 Youth Centred Communities funding of \$40,000 be applied to the Youth Grant.

The Gwaii Trust Board of Directors reviewed recommendation #13-19 05 29 and after discussion there was a motion to reject this recommendation.

Moved by: Billy Yovanovich

Seconded by: Clyde Greenough **CARRIED**

11. Economic Development Committee Recommendations (tabled from Jun 25)

- a. Recommendation #14-19 06 05: Provide the Scholarship Foundation of the Pacific with a grant of \$50,000 a year for 3 years.

After discussion the Gwaii Trust Board of Directors approved this recommendation.

Moved by: Clyde Greenough

Seconded by: Alfie Setso Sr. **CARRIED** **DR #19 07 31 - 47**

- b. Recommendation #15-19 06 05: Increase this year’s budget for Post-Secondary Institution Tours from \$40,000 to \$64,000.

Dir. Cunningham declared a conflict and left the room at 7:46pm

After discussion the Gwaii Trust Board of Directors approved this recommendation.

Moved by: Bret Johnston

Seconded by: Clyde Greenough **CARRIED** **DR #19 07 31 - 47**

12. Cost of Living Allowance – Dir. Greenough (tabled from Jun 25)

Annually, in December, the Audit Committee will review the percentage change between the previous two-year calendar national Consumer Price Index as reported by Statistics Canada and determine the COLA %. Further, the Audit Committee will review the COLA % to ensure the % is within range of the top 3 Haida Gwaii employers. COLA % will be recommended to the Board of Directors and applied to all employee salaries effective January 1st of each year, beginning in 2020.

Moved by: Clyde Greenough

Seconded by: Bret Johnston **CARRIED** **DR #19 07 31 - 48**

Action: Add Board honoraria to Strategic planning agenda



13. Strategic Planning

After discussion the board agreed to hold strategic planning on the evening of Friday, Sept 13th and during the day of Thursday, Sept 14.

The COO provided a list of topics collected from Directors and the 2018 Annual Plan to be discussed at 2019 strategic planning

The COO requested hiring Co+Host to help facilitate strategic planning.

Dir. Goetzinger declared a conflict and left the room at 8:12pm and returned at 8:16pm

After discussion the Gwaii Trust Board of Directors approved hiring Co+Host

Moved by: Laurie Chisholm

Seconded by: Christine Cunningham

CARRIED

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14. Committee Reports

a. Executive

Dir. Greenough provided an update: The Executive met several times in July, discussing AGLT and meetings with Province and Environment Canada who have also promised a letter of comfort. They've spent a lot of time on CIO and COO's contract.

The personnel policy will be revised for approval by the Board by Jouta with an employment lawyer reviewing

There is a recommendation regarding a change to the Investment managers pending from the Executive

Dir. Bailey returned to the room at 8:27pm and the board went in-camera to discuss further. Joey and Carla left the room at 8:27pm and returned at 8:58pm

b. Youth Board Meeting Report (tabled from Jun 25)

Tabled as there was no representative from the Youth Board who attended the last meeting.

c. Economic Development

• Meeting Report (tabled from Jun 25)

Dir. Johnston provided an overview of the last Economic Development meeting

• Economic Development next steps – Dir. Yovanovich

The Directors discussed potential next steps around providing or backing loans such as looking at opportunities with Community Futures or reviewing what Columbia Basin Trust and Northern Development Initiative Trust are doing.

d. Audit Meeting Report (tabled from Jun 25)

Tabled

e. CIO

A copy of the CIO report was provided by email and included in materials

f. COO



A copy of the COO report was provided by email and included in materials

- Board materials (tabled from Jun 25)
The COO acknowledged that Board packages were becoming increasingly large and requested feedback. The Board discussed potentially shifting to having more of the applications approved by staff with a project officer report coming to the Board
Action Board materials added to Strategic planning agenda

15. Signatures

Items were distributed for signature

16. Next meeting date

Saturday, Aug 24/19, 10am-3pm, Port Multiplex

17. Director In-camera Discussion

There was no in-camera discussion

18. Adjournment

The meeting was adjourned at 9:22pm

ACTION:

1. Dir. Yovanovich will follow up with SHIP's Program Manager to ensure there's a clear understanding about expectations for future applications (March 21, 2019)
2. The Chair will circulate a draft letter to SHIP for Board members to review (Apr 27, 2019)
3. Governance Committee:
 - a) Develop policy around the following items (May 4, 2019)
 - Violence in the workplace
 - Roles and responsibilities for Board and committee members
 - Social media code of conduct for Board and Committee members
 - Applications that request funding for weapons, illegal activities, alcohol and cannabis
 - b) Create some scenarios around what may be a conflict to bring back to the board. (May 4, 2019)
 - c) Replicate a form so Directors can identify their conflict (May 4, 2019)
 - d) Review orientation materials (Jul 31, 2019)
4. Wellness Committee:
 - a) Report back as to the progress on Food Security concerns raised by the Board (Jun 25, 2019)
5. Committee Reports
 - a) Youth Board Meeting Report (tabled from Jun 25)
 - b) Audit Meeting Report (tabled from Jun 25)
6. Board materials added to Strategic planning agenda
7. Board honoraria to Strategic planning agenda



/jr cl