



MINUTES
Gwaii Trust Board Meeting
Nov 2, 2019 10am-3pm
Port Clements Multiplex

| In Attendance: | Representing: | Area Director | Area Alternate |
|---------------------------|-----------------------------|---------------------------|-----------------------|
| | Graham Island Central | Maureen Bailey | |
| | Graham Island South | Clyde Greenough | Devin Rachar |
| | Area 'E' | Laurie Chisholm | Warren Foster |
| | Graham Island North | Bret Johnston | Bob Isaacs |
| | Skidegate Band Council | | Michelle Pineault |
| | CHN Old Massett | absent | |
| | Old Massett Village Council | Cecil Brown | |
| | CHN Skidegate | Kim Goetzinger (by phone) | |
| Chair & Staff: | Chair | James Cowpar | |
| | Chief Operations Officer | Carla Lutner | |
| | Chief Investment Officer | Errol Winter (by phone) | |
| Excusals: | CHN Old Massett | Alfie Setso | |
| | Skidegate Band Council | Billy Yovanovich | |

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 10:18 AM.

2. Excusals

As above.

3. Message from the Chair

4. Call for amendments to the agenda

- Agenda Item #9: The Strategic Planning report was tabled to the November 16th Budget meeting.
- Poll Anywhere exercise was added under 10 Audit Dashboard review

5. Call for adoption of the agenda

The agenda was adopted as amended.

Moved by: Cecil Brown

Seconded by: Bret Johnston

CARRIED



6. Call for adoption of previous minutes

The minutes of Oct 24, 2019 were adopted as presented.

Moved by: Kim Goetzinger

Seconded by: Maureen Bailey **CARRIED**

7. Review Action items

Carried Forward:

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). **Complete**
2. The Chair will circulate a draft letter to SHIP for Board members to review (Apr 27, 2019).

Added to in-camera discussion

3. Governance Committee:
 - a) Develop policy around the following items (May 4, 2019)
 - 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
 - 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)

Incomplete Meeting set for November 21st

4. Wellness Committee:
 - a) Report back as to the progress on Food Security concerns raised by the Board (Jun 25, 2019)

Action: Director Foster to call a Wellness meeting

From Oct 24, 2019:

- 1) Communications Officer to update minutes of July 31, 2019. **Complete**
- 2) Keep All-Islands Protocol Table as a standing agenda item. **Complete**
- 3) COO to draft a letter to the Protocol table letting them know that the Board is favourable to the idea in principle but that they would like further information prior to the Budget meeting. **Complete**
- 4) COO to draft some recommendations for what information could be requested and potential conditions of funding. **See agenda item 8**
- 5) Dir. Bailey and COO to write letter to PH&N and MNP. **Incomplete - meeting scheduled November 5th**
- 6) Board to send card of thanks to Christine Carty for her diligence on this file. **Complete**
- 7) Ad hoc committee to meet and discuss staff appreciation (Directors Goetzinger, Johnston, Isaacs, Pineault, Bailey, and Chisholm) **Incomplete**

8) Letter – All-Island Protocol Table

The COO provided an update on the discussions held with Queen Charlotte Mayor Olsen as representative of the Haida Gwaii All Island Protocol table.



The COO reported that the HGAIPT will be meeting on November 19th. The Board discussed goals of the funding, recommended conditions and reporting requirements. The Board requested timelines for the proposed position.

Action: Add All-Island Protocol Table request to November 16th meeting agenda

9) Strategic Planning – Co+host Report

Action: Tabled to November 16th meeting

10) Audit Dashboard Review

a. September dashboard

The Board discussed the September 2019 Audit dashboard and the COO and CIO answered questions pertaining to the dashboard.

b. Poll Anywhere Exercise

The Board participated in a poll anywhere survey regarding the budgeting process

“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) Scope Change Request

a. Budget change – Haida Gwaii Higher Education Society

The Board reviewed the budget and final reporting change request and approved the request as submitted

Moved by: Clyde Greenough

Seconded by: Cecil Brown

CARRIED

DR #19 11 02 - 60

12) Youth Board Recommendations

Dir. Bailey declared a conflict regarding the Village of Port Clements application and left the room at 11:37.

The Gwaii Trust Board reviewed three Youth Centred Communities Grant recommendations and after discussion approved three applications as follows:

| Organization | Project Name | Grant Stream | Conditions | Amount |
|--------------------------|---------------------|--------------|--|-----------|
| Village of Port Clements | Teen Centre Upgrade | YCCG | Must submit a revised balance budget that satisfies the project equity and clarifies the amount of PST that will be received. Also that a youth expression of support is provided. | \$5546.28 |
| Skidegate Youth Centre | Peer2Peer Program | YCCG | As presented | \$10,000 |



| | | | | |
|---|--------------------------|------|--------------|----------|
| Haida Gwaii Regional Recreation Commission | Explor-a-Door Program | YCCG | As presented | \$10,000 |
|---|--------------------------|------|--------------|----------|

Moved by: Laurie Chisholm

Seconded by: Bret Johnston

CARRIED

DR #19 11 02 - 61

The Gwaii Trust Board reviewed five Youth Grant recommendations. After discussion, the Board approved three applications as follows:

| Organization | Project Name | Grant Stream | Conditions | Amount |
|-------------------------------|--|--------------|--|-----------|
| SD50 | All Island Youth SOGI Committee | Youth Grant | Community event summary of activities and quotes be provided for the \$1000 budget line prior to the events starting | \$4745.00 |
| GTN Secondary School | GTN Outdoor Pursuits Kayak Gear | Youth Grant | Revised budget be submitted with the volunteer time included in the expense section | \$2163.56 |
| Sandspit Recreation Committee | Sandspit Youth Fall/Winter/Spring Gym Activities 2019/2020 | Youth Grant | As presented | \$1935.60 |

Moved by: Michelle Pineault

Seconded by: Clyde Greenough

CARRIED

DR #19 11 02 - 61

Director Bailey returned to the meeting at 11:46.

13) Vibrant Haida Gwaii Communities Application

The Gwaii Trust Board of Directors reviewed one Vibrant Haida Gwaii Communities applications. After discussion they approved one application as follows:

| Organization | Project Name | Conditions | Amount |
|-------------------|--|--------------|-------------|
| Village of Masset | Masset Airport Septic System Replacement | As presented | \$45,221.86 |

Moved by: Maureen Bailey

Seconded by: Cecil Brown

CARRIED

DR #19 11 02 - 62

14) Committee Reports

- a. Executive Committee



The Executive made a recommendation to request proposals from Mercer, Tower Willis Watson and George Bell and Brown to conduct an independent review of the Investment Managers, Asset allocation, fee structure and proposed transfer of funds. After discussion the Board approved the recommendation.

Moved by: Bret Johnston
Seconded by: Maureen Bailey **CARRIED** **DR #19 11 02 - 63**

- b. CIO report
The Chief Investment Officer provided an update on the investments up until October 31st 2019 and provided an overview of the latest Athlii Gwaii update included in materials
- c. COO report
Report in materials. Director Bailey and Greenough reported that they attended the October 25th staff meeting.

Action: Communications Officer to circulate Collective Impact overview to the Board.

The committee reports were accepted and filed by the Board of Directors.

Moved by: Laurie Chisholm
Seconded by: Bret Johnston **CARRIED**

15) Signatures

The Board took a few minutes to complete outstanding e-signatures on BoardBookit.

16) Next meeting dates:

- Nov 16 – Board Budget Planning (Skidegate) 10-4
- Nov 30 – Board Business/Allocation (Skidegate) 10-3, Holiday Social (Blacktail, QC)

The Board discussed the possibility of the Budget meeting being a committee of the whole meeting with recommendations being brought forward to the November 30th meeting. The preference was to continue to attempt to achieve quorum.

17) Director in-camera discussion

The board went in-camera at 1:38pm. The COO left the room and the CIO left the call. The COO returned to the room at 2:52pm.

Action: Respectful workplace policy - in progress

Action: Personnel - D.Crosby. Chair will respond to inquiry

18) Adjournment

The meeting was adjourned at 2:53pm.

ACTION ITEMS

1. Add All-Island Protocol Table request to November 16th meeting agenda
2. Communications Officer to circulate Collective Impact overview to the Board.



3. Director Foster to schedule a Wellness Committee meeting
4. (in-camera) Respectful workplace policy - in progress
5. (in-camera) Personnel - D.Crosby. Chair will respond to inquiry

Tabled:

1. Strategic planning report tabled to November 16th meeting

James Cowpar
Chair

Carla Lutner
COO

/cl /jr