



**MINUTES**  
**Gwaii Trust Board Meeting**  
**Apr 22, 2020 6:30 – 8:30**  
**Videoconference**

<b>In Attendance:</b>	<b>Representing:</b>	<b>Area Director</b>	<b>Area Alternate</b>
	Graham Island Central	Maureen Bailey	
	Graham Island South	Clyde Greenough	
	Area 'E'	Laurie Chisholm	
	Graham Island North	Bret Johnston	Bob Isaacs
	Skidegate Band Council	Billy Yovanovich	Michelle (Ooka) Pineault
	CHN Old Massett		
	Old Massett Village Council	Cecil Brown	
	CHN Skidegate		Gaagwiis, Jason Alsop
<b>Chair &amp; Staff:</b>	Chair	James Cowpar	
	Chief Operations Officer	Carla Lutner	
	Communications Officer	Joey Rudichuk	
<b>Excusals:</b>	Kim Goetzinger	CHN Skidegate	
	Alfie Setso Sr.	CHN Old Massett	

*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 6:50pm

**2. Excusals**

As above.

**3. Message from the Chair**

**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: Bret Johnston**

**Seconded by: Maureen Bailey**                      **CARRIED**

**6. Call for adoption of previous minutes**

The minutes of Feb 29, 2020 were adopted with one edit: Update Dir. Greenough's community corrected to read Graham Island South.

**Moved by: Cecil Brown**

**Seconded by: Clyde Greenough**                      **CARRIED**



The minutes of Mar 20, 2020 were adopted as presented.

**Moved by: Clyde Greenough**

**Seconded by: Laurie Chisholm CARRIED**

## 7. Review Action Items

### a. Audit & Governance Committee:

- i. Develop policy around the following items (May 4, 2019) – **in progress**
  - 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
  - Respectful Workplace policy (Nov 30, 2019)
- ii. Create some scenarios around what may be a conflict to bring back to the board. (May 4, 2019) **in progress**
- iii. Replicate a form so Directors can identify their conflict (May 4, 2019) – **in progress**
- iv. Review orientation materials (Jul 31, 2019) – **in progress**

### b. Wellness Committee:

The Vice-Chair provided an update on the Skidegate Band Council Wellness Centre.

- i. Report back as to the progress on Food Security concerns raised by the Board (Jun 25, 2019) - **incomplete**
- ii. Add Early Learning presentation to next Wellness Committee agenda (May 4, 2019) **incomplete**
- iii. Director Foster to schedule a Wellness Committee Meeting (Nov 2, 2019) - **incomplete**

### c. Board in-camera action

- i. Personnel: Executive to follow up and report back (Nov 30, 2019).  
Executive to provide update in-camera
- ii. Carla to explore hiring controller and present options and budget impacts to board (Feb 29, 2020) **In Progress**
- iii. Add scheduling to strategic planning agenda – shared calendar of some sort, options for contacting directors who are not responding to BoardBookit (texts, calls) (Feb 29, 2020) – **In Progress**
- iv. Request update on staffing – some discussion of a front desk position in Old Massett? (Feb 29, 2020) - **Complete**  
The COO has a draft job description for the vacant position. Hiring is on hold at the moment due to COVID19.

## 8. Auditor Recommendation

The Audit, Governance and Finance Committee made a recommendation to the Board that Chan Nowosad Boates be appointed as Auditors at the AGM, May 2<sup>nd</sup>, 2020.

After discussion the Board agreed to this recommendation with the date of the AGM modified to reflect May 23<sup>rd</sup>, 2020 due to COVID19.

**Moved by: Clyde Greenough**

**Seconded by: Maureen Bailey CARRIED DR #20 04 22 - 13**



*“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}.*

### 9. Vibrant Haida Gwaii Communities Applications

The Gwaii Trust Board reviewed three Vibrant Haida Gwaii Communities applications and after discussion approved as follows:

Organization	Project Name	Conditions	Amount
Village of Port Clements	Office Improvement Project	Quote to be provided for labour	\$23,007.32
Old Massett Village Council	OMVC Seafood	Signed resolution to be provided to Gwaii Trust	\$57,500.00
Village of Masset	Masset Market and Artisans Co-op	As presented	\$43,070.31

Dir. Yovanovich left the meeting at 7:14pm. Dir. Pineault became the voting member.

**Moved by: Michelle Pineault**

**Seconded by: Laurie Chisholm                      CARRIED                      DR #20 04 22 - 14**

### 10. Community Innovation Applications

The Gwaii Trust Board reviewed one Community Innovation application and after discussion approved as follows:

Organization	Project Name	Conditions	Amount
GKNS	Food Safe for Students	As presented	\$2,875.00

**Moved by: Clyde Greenough**

**Seconded by: Laurie Chisholm                      CARRIED                      DR #20 04 22 – 15**

Dir. Yovanovich returned to the meeting at 7:21pm

### 13. Committee Reports

a. Executive Committee

Dir. Greenough provided an update on the work of the executive committee.

b. Audit, Governance & Finance Committee

Dir. Bailey provided an update on the work of the AGF Committee. They have been busy reviewing proposals and interviewing for a new auditor as well as working on outstanding committee Action Items.

c. Haida Gwaii Covid19 Emergency Response Committee

Dir. Chisholm provided an update of the creation and work of this committee.



i. Terms of Reference

After discussion the Board approved the Terms of Reference presented by the Haida Gwaii Covid19 Emergency Response Committee.

**Moved by: Clyde Greenough**

**Seconded by: Bret Johnston**

**CARRIED**

**DR #20 04 22 – 16**

ii. Budget Increase Request

After discussion the Board agreed to increase the Emergency Response Grant budget by \$250,000.00

**Moved by: Laurie Chisholm**

**Seconded by: Cecil Brown**

**CARRIED**

**DR #20 04 22 – 17**

iii. All-Island Protocol Table Funding

After reviewing the request from the Haida Gwaii Protocol Table, the Board agreed to allow the \$100,000 Protocol Table allocation from the 2020 Gwaii Trust budget to be used for COVID19 response planning.

**Moved by: Clyde Greenough**

**Seconded by: Bret Johnston**

**CARRIED**

**DR #20 04 22 – 18**

**14. Next meeting dates:**

The Board discussed ministerial order M116 from the Minister of Public Safety and Solicitor General allowing AGM's to proceed electronically regardless of individual bylaws stating otherwise. The Board agreed to hold an electronic AGM on May 23<sup>rd</sup> and to explore options for broadcasting the meeting to the public including via Facebook, radio and TV.

May 23 – AGM

**15. Director in-camera discussion**

The Board went in-camera at 8:08pm, the COO and Communications Officer left the meeting.

**16. Adjournment**

The meeting was adjourned at 8:20pm

**ACTION ITEMS**

a. Audit & Governance Committee:

i. Develop policy around the following items (May 4, 2019) – **in progress**

- Violence in the workplace
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- Social media code of conduct for Board and Committee members
- Applications that request funding for weapons, illegal activities, alcohol and cannabis
- Respectful Workplace policy (Nov 30, 2019)

ii. Create some scenarios around what may be a conflict to bring back to the board. (May 4, 2019) **in progress**

iii. Replicate a form so Directors can identify their conflict (May 4, 2019) – **in progress**

iv. Review orientation materials (Jul 31, 2019) – **in progress**



- b. Wellness Committee:
  - The Vice-Chair provided an update on the Skidegate Band Council Wellness Centre.
  - i. Report back as to the progress on Food Security concerns raised by the Board (Jun 25, 2019) - **incomplete**
  - ii. Add Early Learning presentation to next Wellness Committee agenda (May 4, 2019) **incomplete**
  - iii. Director Foster to schedule a Wellness Committee Meeting (Nov 2, 2019) - **incomplete**
- c. Board in-camera action
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  - ii. Carla to explore hiring controller and present options and budget impacts to board (Feb 29, 2020). **In Progress**
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James Cowpar  
Chair

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Carla Lutner  
COO

/jr