

**CLAYOQUOT BIOSPHERE TRUST
BUSINESS MEETING
DRAFT MINUTES**

**September 20, 2012
6:00 p.m. - 9:00 p.m.
Ucluelet Community Centre
500 Matterson Drive, Ucluelet, BC**

Present: Don McMillan, Larry Baird, Gary Johnsen, Violet Clark, Stephanie Hughes, Cathy Thicke and Tammy Dorward

Regrets: Marie Stradeski, Cecil Sabbas, April Charleson, Gord Johns, Eugene Touchie, Kelly Johnsen, Geoff Lyons, John Fraser, Dan Edwards, John Aldag, Andrew Thomson, Denise Koshowski, Rhonda Morris and Kendall Woo.

Staff: Rebecca Hurwitz, Adrienne Mason, Jean Jackson, Marcie DeWitt

The meeting commenced at 6:13 p.m.

Consent agenda:

1. **Adoption of Agenda**
2. **Minutes from the May 30, 2012 Board of Directors Meeting.**

**Moved by Gary Johnsen, seconded by Violet Clark to approve the consent agenda.
Approved by consensus.**

Regular meeting:

3. **Reports**

- a) **Managing Director**, Rebecca presented her report. Question: How much hst/gst does CBT receive back and how does the organization qualify? We receive back 50% hst and 59% gst and that can vary. We qualify as a registered charity in good standing.
- b) **Vital Signs**, Adrienne advised that she has been working quite diligently on the *Vital Signs Report* as the deadline is October 2, 2012. The open house is on Tuesday, October 2 from 4 pm to 5:30 pm with a presentation of highlights at 4:30 p.m. An electronic invitation was sent out earlier this week. This is very exciting as it will be the first time we will have statistics not only for Tofino & Ucluelet, but the whole biosphere region.
- c) **Executive Committee**. Don advised that all the agenda items from the last Executive Committee meeting are on this agenda.
- d) **Treasurer/Investment Committee**, Gary advised that the fund is now at \$13.35M and climbing slowly. This has been an interesting year in the market. As you may be aware, we have had a review of other financial management firms and have been advised by our Investment Committee to stay the course with Genus for now. We have sent correspondence to Genus and advised we have them on watch to monitor their performance and will be watching for improvements on our portfolio. The next Investment Committee meeting is scheduled for November 15th in Vancouver.
- e) **Secretary**. Gary has been serving as Acting Secretary as that position is vacant at present. Gary advised that all required minutes have been signed off and the records are up to date.
- f) **Correspondence**,
 - Management letter from Mollon Tyler-Mollon, Rebecca advised this is common practice and confirms we have a clean audit. The management letter flags anything that may be unusual and no

major problems were identified. The accountant does mention that there were a few minor errors in the bookkeeping. We have in turn changed bookkeeper Dawn Olson of Rainforest Bookkeeping Inc. and she is confident those errors will not be a concern in the future. In the report, Greg Mollon addresses the COLA and in light of inflation and world economy, suggests that we amend our by-laws to either relax or remove the term 'inflation adjustment value within 3 years' and be more realistic with the current economic times.

- CRA T3010 Return Summary. Rebecca advised this shows we have filed our year end and our charity status is in good standing.
- Tofino-Long Beach Chamber of Commerce, correspondence acknowledging CBT's support to host the recent luncheon for Honorable Naomi Yamamoto B.C.'s Minister of Advanced Education. We look forward to a positive outcome with this higher learning initiative for the region and will advise the board as this initiative progresses.
- Maternity and parental leave notice submitted by Rebecca Hurwitz

**Moved by Larry Baird, seconded by Stephanie Hughes to approve the reports as presented and approve Rebecca's leave request.
Approved by consensus.**

4. Board Appointments

The following Board appointments will be accepted by the Board:

District of Tofino, Cathy Thicke, Director and Gord Johns Alternate.

Ahousaht First Nation, Violet Clark Director, no alternate at this time.

Tla-o-qui-aht First Nation, Tammy Dorward Director and Marie Atleo Alternate.

**Moved by Larry Baird, seconded by Stephanie Hughes to accept the board appointments.
Approved by consensus.**

5. CBT Board Background Materials

Rebecca presented the binder material that is posted on CBT's web page. If there are any directors that prefer hard copies of the binder, just advise Jean.

6. Election of Officers

Rebecca reviewed the process. The directors present decided to proceed with the election as the Agenda was distributed to all members with lead time.

Larry Baird nominated Don McMillan

Violet Clark nominated Gary Johnsen

Stephanie Hughes expressed interest in Executive Secretary position, and,

Don McMillan nominated Larry Baird

All nominations confirmed their interest in their nominations. All names stand. As there were only 4 expressions and 4 positions, previous members re-affirmed standing in their former capacity and Stephanie Hughes noted interest in the secretary position.

**Moved by Larry Baird, seconded by Gary Johnsen to approve the Election of the Officers.
Approved by consensus.**

The Executive Committee is as follows;

**Don McMillan, Co-Chair
Larry Baird, Co-Chair
Gary Johnsen, Treasurer
Stephanie Hughes, Secretary**

7. Signing Authority

Moved by Larry Baird, seconded by Violet Clark to approve the members of the Executive Committee and Adrienne Mason as signing authorities on behalf of the organization. The Board also approves removal of Rebecca Hurwitz as signing authority, effective October 22, 2012.
Approved by consensus.

8. Year-to-date and revised 2012 budget

Rebecca advised that the budget to date covers up to the end of June 2012 and is right on track. You will note the grants are maxed out as they should be and the payroll and expenses are also right on track. The Canada Fund is now shown on reports so the reports have a different format than previous ones. Rebecca suggested it may be good to set up a meeting with the bookkeeper and the executive to review the new layout and changes to report and format.

- Rebecca will coordinate a date and advise the executive members accordingly.

9. Policy Review

Rebecca presented the draft copy that was provided in the board package. The board chose to review the outstanding questions to move the document to the next stage:

1. Does the board wish to maintain the Executive Director Performance Review Committee? Recently the Executive Committee has taken on this responsibility.
Yes. Gary reminded directors that anyone can attend the executive committee meetings.
2. Does the board wish to maintain any reference to the Board Self-Assessment Committee? This has been taken on by a working group and the committee was dissolved in 2002.
No, recommend removing it as there is continual change in personnel and the committee was initially set up as an ad-hoc committee.
3. Does the board wish to provide any additions/revisions to Policy 6.6 - Financial Management – Authorization? *No, nothing more to add.*
4. Does the board wish to revise Policy 9.1.1- Board Expense Reimbursement? This policy states that only board members living more than 50km away from the site of a meeting will be reimbursed. *Yes, this should be amended so that all board members are reimbursed for travel.*

Moved by Cathy Thicke, seconded by Stephanie Hughes to amend and to read as:

“Mileage will be reimbursed for personal vehicle travel for directors to the site of regularly-scheduled board meetings and other meetings or events that are pre-approved by the society. The reimbursement rate is that established by the Treasury Board of Canada.”

Approved by consensus.

5. Does the Board agree with the revision of Policy 6.5 – Cost of Living Allowance Allocations?
Yes, the board agrees with the new wording.

Discussion: The board provided direction for the policy revisions and staff will incorporate the changes to the Policy. The final draft will be brought to the board for final approval.

10. CBT Office Lease

Rebecca advised that our present lease will expire December 31, 2012. We have been advised that Trevor Jones will be resuming as the representative for Mamook and will proceed with negotiating the terms of the next lease. Rebecca did review other property options in the region and the costs vary from \$18/sq. ft. to \$26.25/sq. ft., with the highest figure being what our present current building will cost. Although the rent is high, it is compensated by the fact we have the ability of sub-lease space and that the current rent also includes: boardroom/meeting room, hydro, water, sewer, parking, storage, resource material space, and a street-front location.

Rebecca recommended that we remain in the building. The cost seems fair in regards to all that is included, not to mention the costs associated with moving.

Recommendation: Bring item forward to next board meeting.

11. Other Business

No other business at this time.

Questions from the Public

No questions from the public.

12. In Camera

Staff left the room and Rebecca met with the Board in camera.

13. Motion to Adjourn meeting

**Moved by Larry Baird, seconded by Stephanie Hughes to adjourn the meeting.
Approved by consensus.**

Meeting adjourned at 7:45 p.m.

I hereby certify these minutes as correct.



Executive Secretary, Stephanie Hughes