

**CLAYOQUOT BIOSPHERE TRUST
BUSINESS MEETING
Draft MINUTES
Thursday November 25, 2010
4:00 p.m. – 6:30 p.m.
TinWis Boardroom
Tofino, BC**

In attendance: Don McMillan Co-Chair, Larry Baird Co-Chair, Gary Johnsen Treasurer, Eric Russcher, Violet Clark, Stephanie Hughes, Simon Tom Sr., John Platenius, Bill Irving

Regrets: Darcy Dobell, Bruce Lucas, Eugene Touchie, Kelly Johnsen, Curtis Dick and Marie Atleo

Ex-officio's regrets: Lorraine Cameron, David McVetty, Don Radford and Denise Kowshowski

Staff: Rebecca Hurwitz, Jessie Fletcher and Jean Wylie

Meeting commenced at 4:20 p.m. Don McMillan welcomed everyone to the meeting and initiated a round of introductions.

Consent agenda:

1. **Minutes** from the October 7, 2010 Board of Directors Meeting.
2. **Meeting Agenda**

Moved by Eric Russcher, seconded by Stephanie Hughes to approve the Consent Agenda.
Approved by Consensus.

Regular Meeting:

3. Reports

- a) Managing Director, Rebecca reviewed her report.
- b) Executive Committee, Don mentioned that the committee met on November 3 and all Agenda items of that meeting are included in this meetings Agenda. As well, the Executive Committee expressed thank you to and compliments to Rebecca. Even though it is of short order, a job well done to date.
- c) Treasurer/Investment Committee, Gary Johnsen advised the fund is currently at 13.4 and recommend operating on a modest budget and work towards recovering fund plus cola and ensure that Environment Canada is apprised or our actions and intent.
- d) Secretary, Eric Russcher advised he will sign off approved Minutes of October 7th meeting.

Discussion: Rebecca to check and see if the Provincial representative on the Board must be appointed. Regarding the review of the 10 Year UNESCO Review, Rebecca has met with Stan Boychuk, Chair for Canada MAB and UNESCO is considering a review every 6 years as opposed to 10, Rebecca will keep Directors apprised.

Moved by Eric Russcher, seconded by Violet Clark to send correspondence to the Provincial Government regarding the commitment to participate at the Board level. As well, copy correspondence to, MLA Scott Fraser, in regards to expression of interest.
Approved by Consensus

- e) Correspondence
There is no correspondence at this time.

Moved by John Platenius, seconded by Gary Johnsen to approve Reports as presented.
Approved by Consensus.

4. West Coast Aquatic presentation, Jen Spencer

Discussion: suggest that all local tax payers, who contribute to WCA; Tofino, Ucluelet and Port Alberni be mentioned in public presentations.

Question: What is the status of the 'Ecological Overview/Assessment'? It is just about complete and will ensure CBT receives the information.

Suggestion: also, realizing that the goals, of ecology and economy are most important to your program, it would be good to emphasize that in your presentation.

5. At-Large Selection

Moved by Larry Baird, seconded by Eric Russcher to appoint Cecil Sabbas as At-Large Director and Dan Edwards as At-Large Alternate.

Approved by Consensus

Congratulations and welcome Cecil and Dan.

6. Investment Committee recommendations

Gary presented the recommendation from the Investment Committee. It was followed with a bit of clarification and discussion.

Moved by Eric Russcher, seconded by Larry Baird to approve the Investment Committee's recommendations.

Approved by Consensus.

7. RRSP Policy

Rebecca spoke on the policy revision that was included in the board package. She also mentioned she had spoken with CRA on a few occasions in regards to the current rrsp pay process we have in place and it was confirmed that it is being reported in appropriate manner.

Moved by Stephanie Hughes, seconded by John Platenius to approve the revised staff compensation policy.

Approved by Consensus.

8. Bylaw Review

Rebecca advised that CBT's lawyer, Margaret Mason has provided the correspondence in package.

Moved by Larry Baird, seconded by Eric Russcher to approve a review of the bylaws with Bull, Houser & Tupper.

Approved by Consensus.

9. Fundraising Committee Policy

Rebecca spoke on the fundraising committee policy included in the board package.

Discussion: Is there a date set for the next meeting? No, not at this time.

Who is presently on the committee? Don, Gary, Darcy, Larry, Stephanie and myself and intend to invite CBT's advisory committee members to participate as well.

Moved by Larry Baird, seconded by Eric Russcher to approve Amended Policy 6.6 and the committee will consist of a minimum of 3 Board of Directors, one of which serves the Executive Committee and a minimum of 2 members from the CBT Advisory Committee's.

Approved by Consensus.

Moved by Eric Russcher, seconded by Stephanie Hughes that the Clayoquot Biosphere Trust Society hereby adopts the Canadian Centre for Philanthropy's Ethical Fundraising and Financial Accountability Code as its policy. In so doing, members of the governing board commit to being responsible custodians of donated funds, to exercise due care concerning the governance of fundraising and financial reporting, and to ensure to the best of their ability that the organization adheres to the provisions of the Code. It is hereby confirmed that each member of the governing board has received a copy of the Ethical Fundraising & Financial Accountability Code and that a copy will also be provided to each person who is subsequently elected to the governing board.

Approved by Consensus.

10. Managing Director Policy

Rebecca spoke on the insert, Policy 4.4.

Moved by Larry Baird, seconded by Eric Russcher to approve Policy 4.4, where by the titles of 'Managing Director' and 'Executive Director' are interchangeable.

Approved by Consensus.

11. Business Planning and Budget discussion

Rebecca presented the draft 2011-2013 Business Plan & Budget. This was tabled at the last Executive Committee meeting and the cost sharing portion was supported and includes actuals, COLA scenario's and annual draw on fund. With this approach we could expect to recover within 7yrs. as opposed to previous 10 year estimate. The draft budget is in line with what we are doing and have done in the past. There is a cost share opportunity in sub-leasing the basement of current office space with like-minded organization. As well, the 'Standing Tree, Standing House' project partnership, with a few ideas, to share our Office Manager and other operating costs within. They will be establishing a Board of Directors and perhaps our current Board would be ideal as they will be working within the same geographical area, something to consider. The budget will be amended if no suitable sub-lease is established.

Moved by Larry Baird, seconded by Violet Clark to approve the 2011-2013 Business Plan & Budget as presented.

Approved by Consensus.

12. Other Business

Rebecca advised that there is a table reserved in Calm Waters dining room for Dinner at 6:30 p.m. and would also like to have the Directors pose for a group photo.

13. Questions from the Public

Guest, Saya Masso spoke on a few of TFN's current initiatives; Tribal Parks and Can/Afr project and the importance of CBT's involvement with first nations in the area. Also expressed the importance of CBT attending community events and in turn elevating CBT's profile. He mentioned the need to have a 'Centre' for West Coast, a consortium, on-going annual research, open house once/month and know that there is a role for CBT in this and hope that we can together on a few of these initiatives.

Moved by Violet Clark to adjourn.

Approved by Consensus.

Meeting adjourned at 5:55 p.m.

14. In Camera

Directors requested In Camera session and asked the Rebecca participate.

Update Board of Director's on Curtis Cook's resignation and summary of all payments made.

15. Motion to adjourn meeting

Next meeting is scheduled for Thursday, January 20th from 6-9pm in Ittatsoo.