

CLAYOQUOT BIOSPHERE TRUST  
BOARD OF DIRECTORS MEETING  
DRAFT MINUTES

Thursday, April 23, 2020  
10:00 a.m. – 1:00 p.m.  
By video conference

**Present:** Cathy Thicke, Ruth Charleson, Nicky Ling, Geoff Lyons, Anne Mack, Elyse Goatcher-Bergmann, Ariane Batic, Hannah Nicholls, Tom Campbell, Mary Toews, Alan McCarthy  
**Staff:** Rebecca Hurwitz, Colin Robinson, Laura Loucks, Nicole Gerbrandt, Erika Goldt, Brooke Wood, Brett Freake  
**Guests:** Ben Capps (Smythe CPA), Tracey Mactavish, Asher DeGroot, Brennan Jelinsky (MOTIV Architects), Bob Prenovost (Propellor Advisors)

10:00

1. Welcome and Introductions

Rebecca reviewed housekeeping for the zoom meeting and then Cathy called the meeting to order, acknowledging that the meeting is taking place between multiple Nuu-chah-nulth territories and that Ruth is in Coquitlam Territory.

2. Consent Agenda

- a. Approval of the agenda
- b. Board of Directors meeting minutes March 12, 2020
- c. Executive Committee meeting minutes April 9, 2020
- d. Investment Committee meeting minutes April 17, 2020
- e. Executive Director Report
  - i. Fundraising tracking
  - ii. Financial reports
    1. CBT balance sheet March 30.20
    2. CBT income statement March 30.20
    3. CBT all funds balance sheet March 30.20
    4. CBT all funds income statement March 30.20
    5. CBT community endowment funds balance statement March 30.20
    6. CBT community endowment funds income statement March 30.20
- f. Correspondence: District of Tofino re: OCP review February 12, 2020
- g. Correspondence: Dennis Currie re: Olsen Road development April 10, 2020

**Motion to approve the consent agenda carried by consensus.**

3. Director updates

Directors provided a 2-3 minute update on items that relate to the CBT.

4. Vital Grant Recommendations

Rebecca presented an overview of the Vital Grants process and the resulting 2020 Vital Grant recommendations. She thanked staff for their roles in the process and noted that this is the third year of Vital Grants. The number of requests was higher than last year, but lower than 2018. The online application and evaluation process was highly valuable this year during COVID-19. All applications were reviewed and evaluated with COVID-19 considerations in mind. The next steps involve reaching out to all applicants informing them of the outcomes. A virtual open-house or announcement will be held.

Three applications were recommended for funding:

- a. Alberni-Clayoquot Regional District: Advancing the Coastal Agriculture Roundtable: Actioning Community Priorities around Food and Agriculture (\$19,000)

It was clarified that this project is specific to the west coast (ACRD Area C).

**Motion to approve 2020 Vital Grant recommendation 1 and the resulting next steps carried by consensus.**

- b. Yuułu?it?ath Government- ǵichuut WildSafeBC Coordinator: Hitacu-Macoah (\$16,000)

**Motion to approve 2020 Vital Grant recommendation 2 and the resulting next steps carried by consensus.**

- c. Tla-o-qui-aht First Nations - Reconciliation-in-Action: Increasing Tribal Parks Allies Engagement Through Outreach and Education (\$20,000)

Board members expressed concern that the project has political aspects. Staff explained that project applicants made strong efforts to build reconciliation, collaboration, and education into the project, noting an important distinction that this project isn't about political land ownership, but more focused on stewardship and a shared vision moving forward. A number of directors noted that they have questions they would like to ask the applicant, as well as interest in learning more about the recent activities of the Allies program. The board agreed to invite the applicant to make a presentation at the next board meeting.

**Motion to table the decision for 2020 Vital Grant recommendation 3 until such time that the board has a question and answer session with the applicant.**

#### 5. 2019 Financial Statements

Ben Capps, Smythe CA presented the 2019 draft financial statements for approval. He noted that statements from last year feel like “ancient history” given the magnitude of recent changes since end of 2019 Q4.

Reviewing the Statement of Financial Position, he noted that the CF Endowment did very well in 2019 reflecting that other organizations are trusting CBT and that it grew from \$70K to over \$1M. He also noted the addition of the property purchase in the statements.

He presented the Statement of Revenues and Expenditures. The Statement of Changes in Net Assets shows a deficit in the operating fund because these funds were transferred to the capital fund used to purchase land at 301 Olsen Rd. The statement of Cash Flows. He overviewed the Notes to the Financial Statements, flagging “note 9” acknowledging the significant changes resulting from COVID-19. He noted that CBT’s distance from fossil fuels is both ethical and good business.

Ben explained the Schedules of Revenues and Expenditures, noting all changes observed were planned and budgeted for. He then noted a few small corrections needed.

**Motion to approve the 2019 financial statements with changes noted carried by consensus.**

Noting the meeting was slightly behind time, the board agreed to move the Biosphere Centre presentation and discussion ahead of the Annual Report.

#### 6. Biosphere Centre

Tracey Mactavish and Asher DeGroot of MOTIV architects led the group in a review of work to date and presented the recommended building design based on input from the Biosphere Centre Development Committee. They highlighted how they’ve worked from the 2014 Vision to inform the planned uses before outlining in detail the cultural, environmental, social, and economic sustainability goals for the Biosphere Centre. They presented on the community engagement “gaming sessions” where CBT stakeholders brainstormed about configuration of the program elements on scale models of the building site.

Tracey and Asher then shared two design options, highlighting the design features and the pros and cons of each.

Rebecca invited Geoff and Nicky, members of the Biosphere Centre Development Committee, to share their feedback on the process to date. Geoff explained that the process of the consultation and design iterations have been excellent, noting that he has been involved in building projects before and this stands out. Nicky spoke conversations had about balancing the various needs and uses of the building, noting that staff will be spending the most time in the building.

The group agreed by consensus that Option 2 was the preferred option. Ruth noted that she liked the feel of the residential units along Olsen Road, along with the character of the building which meshes with west coast appearances. Anne agreed, and noting option 2 seemed to prioritize the office and community uses more than option 1, which is favorable. Hannah agreed, noting that she liked the fact the neighbours' needs are being considered and that the community kitchen is beside the community meeting space. Cathy agreed that the massing of number two is less imposing on the neighbours and it maintains the feeling of the neighbourhood and a community building. She also noted that she likes that the community room has views Clayoquot Sound instead of the residences.

Tracey and Asher thanked the board for the good discussion and for the decisive agreement on Option 2.

Bob Prenovost shared information about the Canada Emergency Business Account (CEBA), available to both non-profits and businesses. The CEBA is a \$40K interest-free loan up until December 31 2022, and if it is repaid before that date, up to 25% of initial value is forgivable. He explained that this would be a valuable option help with our pre-development budget and the risk to CBT is very low. Geoff agreed that the risk to CBT and proposed the following motion:

**Motion authorize CBT staff to make an application for the CBEA loan carried by consensus.**

#### 7. 2019 Annual Report

Rebecca requested approval of the draft 2019 Annual Report noting that it is currently being copy-edited and will be graphically designed before being presented to the members at the AGM.

**Motion to approve the 2019 Annual Report carried by consensus.**

## 8. Automated Fund Payment Approval

While policies allow for budgeted expenses to be paid by electronic payment, staff require approval to open an online payment account at Coastal Community Credit Union. The agreement is enclosed for review.

**Motion to approve setup of automated fund payment account at Coastal Community Credit Union with a limit of \$10,000 per payment file/transaction carried by consensus.**

Items 9 and 10 were postponed. Rebecca noted that the AGM will be held on May 28<sup>th</sup> and the May BoD meeting will be on the 29<sup>th</sup> to reduce attendee's zoom-fatigue.

Adjourn

**Motion to adjourn carried by consensus.**

The next CBT Board meeting and AGM will be held Friday, May 29<sup>th</sup>.