

Wells-Barkerville Community Forest Ltd.

Board Meeting (Open)

January 8, 2018 at 6:00 PM, Wells Municipal Hall

Attendance: John Massier (Board Chair); Margaret Inoue; Ian Macdonald; Jerritt Dupilka; Councillor Lorraine Kozar; Andrew Young, CAO, District of Wells

Absent: Paul Galliazzo; RPF

Guest/s: None

Public Attending: None

1. CALL TO ORDER AND ADOPTION OF AGENDA

- a. The Meeting of the Wells-Barkerville Community Forest Ltd (WBCF) Board was called to order by the Chair at 6:02 PM
- b. Agenda – Moved by Lorraine Kozar, seconded by Jerritt Dupilka, that the Agenda for the January 8, 2018 WBCF Board meeting be adopted as presented.

Passed Unanimously

2. ADOPTION OF MINUTES

- a. Adoption of Minutes from December 11, 2017 Board Meeting

Moved by Margaret Inoue, seconded by Lorraine Kozar, that the minutes of the December 11, 2017 Board meeting be adopted as presented.

Passed Unanimously

3. DELEGATIONS AND PETITIONS: Nil

4. BUSINESS ARISING FROM THE MINUTES / UNFINISHED BUSINESS:

- a. Shareholder / Corporation Contract – Distribution Agreement

Moved by Andrew Young, seconded by Ian Macdonald to receive the revised WBCF Distribution Policy

Passed Unanimously

The Board then discussed adding a provision to the proposed Distribution Policy to help clarify the division of revenues between the shareholder (District of Wells) and the WBCF during the balance of the first cut control period:

Moved by Andrew Young, seconded by Ian Macdonald that the balance of the revenues received from West Fraser Mills during the first cut control period be split equally between the shareholder (District of Wells) and the WBCF (estimated to provide about \$220,888 respectively to each), with the outstanding \$3,000 due to the shareholder from 2017 to be paid by the WBCF.

Passed Unanimously

b. Financial, Accounting and Taxation Advice – PMT Accountants & KPMG – LLP

Moved by Margaret Inoue, seconded by Lorraine Kozar to receive the Financial, Accounting and Taxation Advice from PMT Accountants

Passed Unanimously

c. Insurance Requirements for WBCF and Board

Moved by Ian Macdonald, seconded by Jerritt Dupilka to receive the verbal report from Andrew Young regarding Insurance for the WBCF and Board and that the total amount spent on general liability insurance and director's insurance be limited to \$3,000 at this time.

Passed Unanimously

d. 2018 Budget discussion (2017 Budget attached for reference)

The Board deferred discussion of this item to the February 6, 2018 Board meeting

e. Community Forest Coordinator (posting of position closed Dec 15-2017)

Detailed discussion of this item was addressed during the Closed Board meeting

5. NEW BUSINESS: Nil

6. COMMITTEE REPORTS: Nil

7. CORRESPONDENCE: Nil

8. PUBLIC COMMENTS: Nil

9. CLOSED MEETING:

a. Moved by Margaret Inoue, seconded by Ian Macdonald that the following portion of this meeting be closed to the public to discuss matters related to:

- i. Sensitive or proprietary matters concerning an identifiable individual or party (i.e. company or corporation) that requires Board discussion; and
- ii. Human Resource or Employment related matters.

Passed Unanimously

10. RECALL TO ORDER AND REPORT:

Moved by Andrew Young, seconded by Ian Macdonald that the Board recalls the Open meeting to order and reports out its decisions respecting Items 5a and 5b from the January 8, 2018 Closed Meeting specifically:

5a. "Moved by Lorraine Kozar, Seconded by Andrew Young that the WBCF Board request PMT Accountants to:

1. review the WBCF annual reports and make tax filings (if required) starting from the incorporation year of the Wells-Barkerville Community Forest Ltd.; and
2. seek a one time change in the annual tax filing date from September 7th to December 31st in order to align with the District of Wells reporting year.

Passed Unanimously"

5b. "Moved by Ian Macdonald, Seconded by Lorraine Kozar that the WBCF Board receives the responses to the posting for a Wells-Barkerville Community Forest Coordinator (Part-time);

Passed Unanimously

AND

Moved by Lorraine Kozar, Seconded by Margaret Inoue that the WBCF Board establish a subcommittee comprised of Lorraine Kozar, Margaret Inoue, and Ian Macdonald to: review the responses to the posting for a Wells-Barkerville Community Forest Coordinator (Part-time position); and make recommendations to the Board concerning the position.

Passed Unanimously"

Passed Unanimously

11. NEXT MEETING: Regular Meeting – February 5, 2018

12. ADJOURNMENT

- a. At 8:25 pm it was moved by Jerritt Dupilka, Seconded by Ian Macdonald that the WBCF Board meeting of January 8, 2018 be adjourned.

Passed Unanimously