

# Wells-Barkerville Community Forest Ltd.

## Board Meeting (Open)

October 23, 2017 at 6:00 PM, Wells Municipal Hall

Attendance: John Massier (Board Chair); Councillor Lorraine Kozar; Paul Galliazzo, RPF; Jerritt Dupilka; Andrew Young, CAO, District of Wells

Absent: Margaret Inoue; Ian Macdonald

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 6:03 PM
- b. Agenda – Moved by Paul Galliazzo, seconded by Lorraine Kozar that the Agenda for the October 23, 2017 WBCF Board meeting be adopted as presented.  
Passed Unanimously

### 2. ADOPTION OF MINUTES

- a. Adoption of Minutes from September 18, 2017 Board Meeting  
Moved by Paul Galliazzo, seconded by Lorraine Kozar that the minutes of the September 18, 2017 Board meeting be adopted as amended.  
Passed Unanimously

### 3. DELEGATIONS AND PETITIONS: Nil

### 4. BUSINESS ARISING FROM THE MINUTES / UNFINISHED BUSINESS:

- a. Shareholder / Corporation Contract (revised)  
Moved by Paul Galliazzo, seconded by Lorraine Kozar that the revised copy of the Shareholder / Corporation Contract be received, it was noted that some additions/revisions to the section regarding the distribution of profits is still required. It was also noted that the future policy should: be developed on the basis of annual budget projections including what are the annual expectations of the shareholder (District of Wells); take into account the desirability to account tax shelter as much of the revenue as possible; and to put other monies into a reserve account for future projects. Lastly, the Board asked if it might be possible to have the District of Wells hold monies in trust for the WBCF to help tax shelter them; a question that will be asked of the accountants.  
Passed Unanimously

- b. Community Forest Coordinator (revised job description)  
Moved by Lorraine Kozar, seconded by Jerritt Dupilka that the revised copy of the Job description for the Community Forest Coordinator be received and posted in the Wells community with a closing date of December 15, 2017.

Passed Unanimously

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

Moved by Lorraine Kozar, seconded by Jerritt Dupilka that the verbal report concerning initial Financial, Accounting and Taxation Advice from PMT Accountants & KPMG – LLP be received.

In his report Andrew Young noted the following:

- i. PMT Accountants is finishing an engagement letter with the WBCF which should arrive at the District office tomorrow (Friday);
- ii. PMT's initial Tax advice: It is REALLY important for the WBCF to track the truck loads that are coming from lands inside and outside Wells' municipal boundaries. The WBCF will need to get WFM to track the size of the loads (cubic meters of wood) and the dollar value of the loads for business reporting and taxation purposes; and
- iii. Insurance Company suggestions from PMT: Johnston Meier, Capri, and Barton were all recommended insurance brokers. All have good experience handling liability insurance matters for Corporations, Non-Profit Organizations, and commercial activities. The WBCF Board, however, will need to make its insurance requirements clear to the brokers and ask for quotes.

Passed Unanimously

- d. Insurance Requirements for WBCF and Board

Moved by Paul Galliazzo, seconded by Jerritt Dupilka that the verbal report concerning Insurance requirements for the WBCF Board be received, and that Andrew Young be asked to make inquiries with insurance firms for coverage.

Passed Unanimously

## 5. NEW BUSINESS:

- a. 2016-17 Year-end Report of the Directors of the Wells-Barkerville Community Forest
- b. 2016-17 Year-End Financial Statement for the Wells-Barkerville Community Forest

Moved by Paul Galliazzo, Seconded by Jerritt Dupilka that the 2016-17 Year-end Report of the Directors of the Wells-Barkerville Community Forest, and the 2016-17 Year-End Financial Statement for the Wells-Barkerville Community Forest be received by the Board.

Passed Unanimously

Moved by Lorraine Kozar, Seconded by Paul Galliazzo that the 2016-17 Year-end Report of the Directors of the Wells-Barkerville Community Forest, and the 2016-17 Year-End Financial Statement for the Wells-Barkerville Community Forest be adopted by the Board as presented.

Passed Unanimously

c. Additional Post Office Box Key Holder

Moved by Lorraine Kozar, Seconded by Paul Galliazzo that Donna Forseille be added as a key holder in order to collect mail from the WBCF Postal Box at the Wells Postal Station (PO Box 69) until the end of February 28, 2018.

Passed Unanimously

6. COMMITTEE REPORTS: Nil

7. CORRESPONDENCE:

Moved by Andrew Young, Seconded by Jerritt Dupilka that the correspondence from West Fraser Mills dated Sept 20-2017 to the Ministry of Forests, Lands and Natural Resource Operations concerning K3R – One Cutting Permit be received by the Board.

Passed Unanimously

8. PUBLIC COMMENTS: Nil

9. CLOSED MEETING

Moved by Lorraine Kozar, Seconded by Andrew Young that the following portion of this meeting is closed to the public to discuss matters related to:

- i. Matters that are, or may become the subject of litigation or are related to confidential legal, civil or criminal proceedings; and
- ii. Sensitive or proprietary matters concerning an identifiable individual or party (i.e. company or corporation) that requires Board discussion.

Passed Unanimously

10. RECALL TO ORDER AND REPORT:

Moved by Paul Galliazzo, Seconded by Lorraine Kozar that the Board recalls the Open meeting to order.

Passed Unanimously

11. NEXT MEETING: WBCF Annual General Meeting – November 20, 2017 at 6 pm at the Wells Community Hall Banquet Room

12. ADJOURNMENT

- a. At 7:47 pm it was moved by Paul Galliazzo, Seconded by Lorraine Kozar that the WBCF Board meeting of October 23, 2017 be adjourned.

Passed Unanimously