



***McBride Community Forest Corp.
Board of Directors Meeting Minutes February 6th, 2017***

In Attendance: Chair Joseph Rich
Director Loranne Martin, Secretary
Director Bryan Monroe, Vice- Chair
Director Dutch Molendyk
Director Kevin Taphorn, Second-Vice
Wes Bieber, absent
Jeff McWilliams, Interim Manager (by phone)
Susan Mulkey, (by phone)

Chair Rich called the MEETING TO ORDER at 7:06 pm.

1ST Introduction of Late Items:

Update on Horseman's Association – Director Taphorn, added to Directors' Reports
Discussion on Conflict of Interest – Susan Mulkey, added under New Business

2nd Approval of Agenda:

Motion to approve the agenda, as amended. Moved and seconded by Directors Molendyk and Director Taphorn. Carried.

3rd Reading and Approving of the January 23rd, 2017 Minutes:

Motion to approve the January 23rd, 2017 Minutes as amended. Moved and seconded by Director Monroe and Director Molendyk. Carried.

4th Directors Reports:

Director Taphorn updated the BOD on his conversation with the Horseman's Association who are looking for a staging area on Bell Mountain, he will bring their request forward when they have worked out some of the details.

Director Martin updated the BOD that the Mountain Bike Club is looking for lumber to complete a downhill section of the Teare Mountain Trail System. She requested they put their needs in writing which she will bring forward to the BOD.

5th Committee Reports: none at this time

6th Unfinished Business:

- a. **Terms of Reference for Committees:** Discussion occurred on the draft Terms of Reference provided by Susan for the Operations, Finance and Governance Committees. Some suggestions provided by the Board.

Motion to table the Terms of Reference for the Operations and Finance Committees until the next BOD meeting. Moved and seconded by Director Taphorn and Director Monroe. Carried. **Action Item:** Susan to include suggestions by next meeting.

- b. **KPMG Opinion:** Discussion occurred around the delays, cost and importance of this opinion. **Action Items:** Director Martin to follow up with CAO as to where the shareholder left off on the opinion and Chair Rich to follow up with Dean on using different organization.
- c. **Scholarship: Action Item:** Director Martin to continue to try to contact High School's representative to award the scholarship this year.
- d. **Email Accounts for Directors:** Susan has arranged for each Director to have their own email account for performing MCFC business. **Action Item:** Director Martin to email the BOD to ensure everyone has a working email and to save new contact information.
- e. **Sports Liability Insurance for High School:** Cheque has been sent to pay the insurance for use of the High School.

- f. **Publicly Posting Minutes of BOD regular meetings:** Discussion occurred on the changes that would be required in the agenda and in the minutes in order to post minutes to the public.

Motion that the minutes of the regular BOD meetings be posted publicly after approved by the BOD, effective as of this meeting. Moved and seconded by Directors Taphorn and Molendyk. Carried.

- g. **MCFC Mail box:** Staff in the process of setting up a mail box at the Post Office, may require signatures of BOD.

7th New Business:

- a. Discussion facilitated by Susan on Directors' Conflict of Interest. Motion to approve the Conflict of Interest Policy as presented. Moved and seconded by Directors Monroe and Molendyk.

9th Motion to recess the regular BOD and go In-camera under Labour, Law, Freedom of Information and 3rd party information at 8:42 pm:

Moved and seconded by Director Martin and Director Taphorn. Carried.

10th Motion to reconvene regular BOD meeting:

Moved and seconded by Directors Molendyk and Chair Rich at 9:50 pm. Carried.

13th Motion to adjourn regular BOD meeting:

Moved by Director Martin at 9:51 pm.

Next regular BOD meeting to be set for February 22nd at 7 pm; Special meeting called to address the timelines and steps for hiring a permanent GM on February 21st, 2017 at 7 pm.