



McBride Community Forest Corporation
Minutes of the Board of Directors' Meeting Wednesday, July 24, 2019 - 4:30 p.m.

Chair Rich called the MEETING TO ORDER at 4:50 pm.

In Attendance: Chair Joseph Rich, Director Kevin Taphorn, Councillor Lucille Green, Director Warren McLennan, Director Gerry Smith, Tovi Thiel, Gene Runtz, Shaun Clausen

1. **Introduction of Late Items:** No, d) to e) on In-camera minutes
2. **Approval of Agenda as amended:** Moved by Councillor Green, seconded by Director Smith, all in favor, carried.
3. **Reading and Approval of the June 26, 2019 Minutes:** Moved by Director McLennan, seconded by Director Taphorn, all in favor, carried.
4. **OLD:**
 - a) **AGM DATE** – a letter will be sent to the BOD confirming AGM date – OCT ?, 2019, request who will speak, when will provide copy of GM and Chair Reports. BOD can make recommendations as Board or Committee (Policy ok), but amending Articles has to be done by Shareholder. 2016 Resolution added to Articles (requirement of director). Shareholder has final say/appointment. Discussed with 3 lawyers, election process is considered informal – as looking for certain qualifications criteria, form will need to be completed which Shareholder will evaluate as per. This set up is so no Board “stacking”. Seems misleading with voting, just evaluate nominees. Board can provide criteria (is in Articles). Shareholder will be looking at LLP once all Legal matters are resolved. Election was for public Changes are quite complex. Need to refine procedures – Shareholder, after AGM will decide if 5 or 7 is better. Need to become consistent – for sure 4 years.
 - b) **AAC / Cut Control** – 2019 Grade 4 Exemption will apply to which years? Contacted just under DM to prepare letter or policy. 2018 Exemption (sent July 11) called Tory for follow up.... If we don't get 2019 against 2019 then have 0 quantities to utilize CRHS. Can not get so close in future. Numbers are numbers. If there are only so many deliverables, then that is all there is. Make sure no promises are made, having to use Grade 4 exemptions for managing forward – ask for 2019 now. Ie: CRHS 3% on P & R 200,00 = 6000 m3 against cut. NEED answer from District/Region, NEED to supply P & R, IF weather cooperates. Most of budget is correct, but can't budget S/L – HAVE to monitor numbers.
 - c) **KPMG**
 - d) **Scholarship** – Recipient will defer until 2021 – acknowledge with letter ACTION
5. **NEW:**
 - a) **Financials** – review – making sure all Silv expenses are being JV'd to accrual, what is JOB Opportunities CR ? = saws that are being worked off by Brushers. Remind KPMG about adjustments ACTION
 - b) **Silviculture Programs – Brushing** Some difficult and some easier. All are good and happy, except rain, lots of work (Seth has contacted Gene inquiring on possible contract). We do have more locals, can add more – if Board concurs.
Planting will finish up in the next couple of days. Block 32 had 80 to 90% Cedar die, and 50-60% Fir

died. Due to weather conditions, site, sunbake and no Spruce mixed in as was all Summer stock. So far 4-6 hectares planted, inserted 8,000 leftover – all extras to Valemount CF. 40-55,000 allocated for next year (fill plants, some holes), will have lots of areas. Block 33 & 35 have minor fill-plant, more retention (which is doing well). Pay plots done, pictures taken of issues, raise was issued, a lot of clauses in contract need to be reviewed for next year. **Survey** going well, still few FG, Survey Plan set til 2022 (but may get to some this year – option for in house or contract). **Data** all except last winter, this year. Will have to work with Ecora for details on each Block. Results – only few spatials issues all up to date. Phoenix. Email what can legally be taken out of system, what needed for confirmation. Consideration of **Firewood**, like Dunster CF – could look at once logging gets started and volumes, a procedure would be needed, High School kids?

Operations / Gene – Discussion on direction letter to Gene – NO logging without answer on CRHS/Kevin Wright, cut control readed, list of Blocks with species, grades and volumes, Roads, plan for winter, Jackman - Road Construction, he is busy right now (weather is hugh factor, may need to wait for winter), Referrals to Bands, No maintenance work yet, Dominion Creek – build road this winter, on side hil and lower, fibre blocks beyond no one has access, 2nd growth = P & R, beside watershed, bridge too small and water line all factors. Block 52 – Rd was built due to cobble in ground even though wet should be able to use, 70% course material as per SP, BKB not interested. Cruise ? – previous cruise is good enough but with cedar needed to redo, Gene went in field and should know to do. Cedar S/L 5% - 10%, have trees that you drill and sound. Originally when referral done on broad scale, then know if worth while – 1 layout, 2 use to give harvest, 3 gene asked for detail. Total volume over area will be close but with detail it will break it apart. Then do measure plot and put in counts between, then do sweep get species variability, vol will be correct, especially with 2nd growth. Block 61 has high value wood, so ask for cruise with Fir.

c) **Grant Applications** – NDIT / Renata = Private Land, PG East. Rural Dividend by Aug 15

~~d) Shareholder Mtg~~

e) **MCFC Board Governance / Conflict of Interest Reviews** – Review should be done annually, before and after AGM, set motion for 2 more members ?, Conversations that become specifics ie: logging need to recuse, no direct contact with GM applying pressure. We need to manager ourselves – following Conflict Interest / Protocol. When unsure – time to leave. If two more BOD members does solve current. Gene needs to be advised of all inquiries. Hire Consultant for Policy and Procedures?

f) **Forest Section Renewal** – AUG 20 – Tour Bus at Community Hall 10 -2 – ACTION Call Len Stratton (614-7434) to confirm if need meal #s, and if we can help with function.

6. Motion to recess the regular BOD meeting and go in-camera under Labour, Law, Freedom of Information and 3rd party information:

Motion to recess the regular BOD meeting and go in-camera under labour, law and freedom of information. Director McLennan, Director Smith, all in favor, carried – July 24, 2019. 7:46 p.m.

7. Motion to adjourn regular BOD meeting. July 24, 2019 9:05 p.m.

Next Regular Meeting: Wednesday, August 21, 2019, 4:30 p.m.

Next VOM Meeting:

Next Operations Meeting: