

**COLUMBIA BASIN TRUST  
BOARD OF DIRECTORS MEETING NO. 177  
February 12/13, 2016  
MINUTES**

Meeting No. 177 was held in the Prestige Lakeside Resort & Convention Centre, Nelson BC.

**Directors in attendance:**

R. Jensen, Chair	L. Binks
W. Booth	M. Delich
G. DeRosa	J. Dooley
A. Naqvi	L. Page
L. Parker - telecon	R. Ruston
V. Thomas (Friday)	J. Townsend - telecon (Friday)

**Staff in attendance:**

N. Muth	A. Ambrosone
S. Curtis	K. Gosal
T. Hicks	D. Hoodicoff
C. Lloyd	H. Mitchell
W. Lundeborg	J. Medlar, Recording Secretary

The meeting was called to order at 11:30 a.m. (PT).

**ADOPTION OF AGENDA**

Attachments:

- Minutes: Board Meeting No. 176
- Report from the CEO
- Minutes: Executive Committee Meeting No. 117 & No. 118
- Respective Roles and Responsibilities of Trust and Subsidiary Boards
- Appointments to Committees, Boards and Roles
- Appointments to CBBC Board
- Trust and Subsidiary Classification
- Board Defined Sessions for April Board Meeting
- Minutes: Finance and Audit Committee Meeting No. 69
- Quarterly Treasury Board Forecasts for 3<sup>rd</sup> Quarter 2015/16
- Quarterly Financial Statements for 3<sup>rd</sup> Quarter 2015/16
- Minutes: Investment Committee No. 77 & No. 78
- Quarterly Investment Portfolio Report for 3<sup>rd</sup> Quarter 2015/16
- CBBC Update
- CBBC Strategic Plan
- Delivery of Benefits Update on Activities
- Water and Environment Initiatives Update
- Climate Resilience Program
- Child Care Capital Funding Program
- Columbia Basin Management Plan Strategic Priorities Update
- Agriculture Strategic Priority
- Recreation Infrastructure Program
- Renewable and Alternative Energy Strategic Priority
- First Nations Strategic Priority
- Trust Approach to Syrian Refugee Settlement
- Strategic Plan and Program Evaluations

- Major Projects and Initiatives List
- Read File

**01/16 Moved, seconded and resolved that:**

Agenda No. 177 be approved and hereby is adopted.

**ADOPTION OF MINUTES**

**02/16 Moved, seconded and resolved that:**

The Minutes of Meeting No. 176 held November 27/28, 2015 be approved and hereby are adopted.

**Confirmation of Consent Resolution - 2015/16 Budget Transfer Request**

The Board of Directors were presented with correspondence via email on December 22, 2015 which sought approval for the transfer of up to \$1.5 million to the Community Development Program from the unallocated portion of the 2015/16 Delivery of Benefits Budget. The following motion was approved by the Board of Directors by way of Consent Resolution on December 30, 2015.

***To be referenced as Resolution 03/16***

*The Board of Directors hereby approves a transfer of up to \$1.5 million from the Delivery of Benefits 2015/16 unallocated portion of the budget to the Community Development Program.*

**IN-CAMERA**

There were no resolutions arising.

**REPORTS FROM OFFICERS AND EXECUTIVE COMMITTEE**

**Report from the Chair**

The Chair provided a verbal report to the Board of Directors.

There were no resolutions arising.

**Report from the CEO**

The CEO provided a written report to the Board of Directors. In part, the report sought approval for the Trust to host the next Symposium in fall 2017, notwithstanding the Board resolution to hold Symposia every three years. Staff recommended this timing to allow a sufficient interval since the last significant Trust public engagement (Our Trust, Our Future) and the Provincial election anticipated in spring 2017.

**04/16 Moved, seconded and resolved that:**

The Board of Directors hereby approves that, notwithstanding Board Resolution 89/06, the next Columbia Basin Trust Symposium be held in the Fall of 2017.

**Report from the Executive Committee**

The Executive Committee Minutes from Meetings No. 117 held on November 4, 2015 and No. 118 held on November 26, 2015 were provided for informational purposes.

There were no resolutions arising.

**Respective Roles and Responsibilities of Trust and Subsidiary Boards**

The Board was provided with a memorandum which proposed a framework for the respective roles and responsibilities of the Boards of Directors of the Trust and wholly owned subsidiaries.

**05/16 Moved, seconded and resolved that:**

As recommended by the Executive Committee, the Board of Directors hereby approves the Respective Roles and Responsibilities of Trust and Subsidiary Boards of Directors in-principle in substantially the form as presented in the materials for this meeting.

**APPOINTMENTS TO COMMITTEES, BOARDS AND ROLES**

The Board was provided with a memorandum which sought approval of the proposed membership of the Trust Committees of the Board and other Director appointments for a term ending the first Board Meeting of the 2017 calendar year. The Board was advised of an amendment, as agreed to by all parties, for L. Binks and J. Dooley to switch appointments between the Agriculture Advisory Committee and Housing Advisory Committee.

**06/16 Moved, seconded and resolved that:**

As recommended by the Executive Committee, the Board of Directors hereby approves the following amended Committee appointments for a term ending the first Board Meeting of the 2017 calendar year:

DIRECTOR	Executive Committee	Finance and Audit Committee	Investment Committee	Economic Development Advisory Committee	Housing Advisory Committee	Agriculture Advisory Committee
L. Binks		X				X
W. Booth	X		X			
M. Delich			X	X		
G. DeRosa		X				X
J. Dooley			X		X	
R. Jensen	X			X		
A. Naqvi	X	X		X		
L. Page	X	X			X	
L. Parker		X			X	
R. Ruston	X	X				
V. Thomas			X			
J. Townsend			X			X

The Board Chair is ex-officio member of all committees.

**And further resolved that:**

As recommended by the Executive Committee, the Board of Directors hereby approves:

- i) A. Naqvi is appointed Chair of the Finance and Audit Committee;
- ii) W. Booth is appointed Chair of the Investments Committee;
- iii) M. Delich is appointed Chair of the Economic Development Advisory Committee;
- iv) L. Page is appointed Chair of the Housing Advisory Committee; and,
- v) G. DeRosa is appointed Chair of the Agriculture Advisory Committee.

**And further resolved that:**

As recommended by the Executive Committee, the Board of Directors hereby approves:

- i) G. DeRosa is appointed to the Columbia Basin Regional Advisory Committee;
- ii) V. Thomas is appointed as First Nations Advisor to the Trust Board; and,
- iii) R. Jensen is appointed liaison to the Northwest Power & Conservation Council.

## **APPOINTMENTS TO CBBC BOARD OF DIRECTORS**

The Board was provided with a memorandum on the current status of the Columbia Basin Broadband Corporation (CBBC) Board membership. The memorandum also sought approval for proposed appointments to the CBBC Board of Directors for one year terms effective April 1, 2016 and a recommendation to appoint Ron Miles as Chairperson.

### **07/16 Moved, seconded and resolved that:**

As recommended by the Executive Committee, the Board of Directors hereby authorizes the approval of Ron Miles, Wendy Booth, Greg Deck, Andrew Kyle, Rick Leggett and Rhonda Ruston to be appointed to the Board of Directors of Columbia Basin Broadband Corporation for a one year term effective April 1, 2016.

### **And further resolved that:**

The Board of Directors hereby further authorizes that all other Directors not re-appointed above cease to be Directors of the Columbia Basin Broadband Corporation effective March 31, 2016.

### **And further resolved that:**

The Board of Directors hereby further recommends to the Columbia Basin Broadband Corporation Board of Directors to appoint Ron Miles as Chairperson.

## **TRUST AND SUBSIDIARY CLASSIFICATION**

The Board was provided with a memorandum which sought approval to change the Trust's current classification level under the Province's Treasury Board directives and to implement classification of operating subsidiaries. Since the Trust's inception, the Provincial government has assigned it at a Level 3 of the Treasury Board Directive 3/11 Classification Grid as a Mid-size Service Delivery Crown Corporation. As the Trust has increased significantly in size and complexity, staff recommend a submission to the Provincial authority, the Appointee Remuneration Committee, to request reclassification to Level 4 as a Major Service Delivery Crown Corporation. Staff further recommend that all current and future operating subsidiaries of the Trust be classified at a Level 3.

### **08/16 Moved, seconded and resolved that:**

As recommended by the Executive Committee, the Board of Directors hereby approves the submissions to the Appointee Remuneration Committee of formal requests to reclassify the Trust from a Level 3 to Level 4 classification and to allow for all current and future operating subsidiaries of the Trust, as determined by the Trust, to be classified at a Level 3.

## **BOARD DEFINED SESSIONS FOR APRIL**

The Board was provided with a memorandum on suggested topics for professional development sessions for April's Board Meeting. The Board endorsed the Corporate Governance and Evolution of the Trust's Role in Broadband sessions.

There were no resolutions arising.

## **REPORTS FROM THE FINANCE AND AUDIT COMMITTEE**

### **Report from the Finance and Audit Committee**

The Finance and Audit Committee Minutes of Meeting No. 69 held on October 28, 2015 were provided for informational purposes only.

There were no resolutions arising.

#### **Quarterly Treasury Board Forecasts**

The Board was provided with a memorandum for information outlining the changes made to the five year financial forecasts provided to the Treasury Board for the third quarter submission of 2015/16.

There were no resolutions arising.

#### **Quarterly Financial Statements**

The Board was provided with a memorandum for information on the consolidated financial statements for the period ended December 31, 2015, and any material changes from the consolidated financial statements from the year prior.

There were no resolutions arising.

#### **DOB Annual Program Delivery – Cash Basis**

The Board was provided with a Delivery of Benefits Annual Program Delivery - Cash Basis spreadsheet, tabled at the meeting for information. The spreadsheet outlined annual program commitments in place or expected to be in place for Delivery of Benefits program areas over the next five years on a cash basis.

There were no resolutions arising.

### **REPORTS FROM THE INVESTMENT COMMITTEE**

#### **Report from the Investment Committee**

The Investment Committee Minutes of Meetings No. 77 held on October 16, 2015 and No. 78 held on November 23, 2015 were provided for informational purposes only.

There were no resolutions arising.

#### **Quarterly Investment Portfolio Review**

The Board was provided with the Quarterly Investment Portfolio Review for the quarter ended December 31, 2015 for informational purposes only.

There were no resolutions arising.

### **REPORTS FROM SUBSIDIARIES**

#### **CBBC Update**

The Board was provided with a memorandum on Columbia Basin Broadband Corporation (CBBC) activities since the last Board meeting.

There were no resolutions arising.

#### **CBBC Strategic Plan**

The Board was provided with a memorandum which sought approval for the CBBC Strategic Plan for 2016. The objectives outlined in the Strategic Plan will guide the Trust's work in Broadband Initiatives over the next six to twelve months.

**09/16 Moved, seconded and resolved that:**

The Board of Directors hereby approves the Strategic Plan 2016 for Columbia Basin Broadband Corporation in substantially the form provided in the materials for this meeting.

**DELIVERY OF BENEFITS**

**Delivery of Benefits Update**

The Board was provided with a memorandum on activities within DOB programs and initiatives since the last Board Meeting.

There were no resolutions arising.

**Water and Environment Initiatives Update**

The Board was provided with a memorandum on current and upcoming Water and Environment Initiative activities for informational purposes only.

There were no resolutions arising.

**Climate Resilience Program**

The Board was provided with memorandum which sought approval in-principle for a proposed framework for the Climate Resilience Program, a new climate change mitigation and adaptation program. The program builds on the work of the Trust's previous climate change initiatives, Communities Adapting to Climate Change Initiative (2008 to 2015) and Carbon Neutral Kootenays (2009 to 2014), and advances Trust activities to meet the Environment Strategic Plan 2014-2019 goal to address climate change.

**10/16 Moved, seconded and resolved that:**

The Board of Directors hereby approves the Climate Resilience Program in-principle in substantially the form as provided in the materials for this meeting.

**Child Care Funding**

The Board was provided with a memorandum seeking clarity on applications for capital grants within social programs that currently best fit a certain program criteria but don't align with that program's intake timing. In this instance, a very time sensitive opportunity has arisen to support applicants to the Province's Child Care Major Capital Funding Program and the next intake for the Social Grants program is not until fall 2016. The Board endorsed staff to fund emerging social sector issues that meet Trust criteria through alternate funding streams within Delivery of Benefits programs as most appropriate to meet community needs.

There were no resolutions arising.

**OTHER CORPORATE MATTERS**

**CBMP Strategic Priorities Update**

The Board was provided with a memorandum for information on progress in relation to each of the Columbia Basin Management Plan (CBMP) 2016-2020 Strategic Priorities.

There were no resolutions arising.

### **Agriculture Strategic Priority**

The Board was provided with a memorandum on current work to date on the CBMP Agriculture Strategic Priority for informational purposes only.

There were no resolutions arising.

### **Recreation Infrastructure Program**

The Board was provided with a memorandum for information on the current status of the Recreation Infrastructure Program recently launched on January 18, 2016 that evolved from the CBMP Recreation and Physical Activity Strategic Priority.

There were no resolutions arising.

### **Renewable and Alternative Energy Strategic Priority**

The Board was provided with a memorandum on current work to date on the CBMP Renewable and Alternative Energy Strategic Priority for informational purposes only.

There were no resolutions arising.

### **First Nations Relationships Strategic Priority**

The Board was provided with a memorandum for information on the current status of work on the CBMP First Nations Relationships Strategic Priority.

There were no resolutions arising.

### **Trust Approach to Syrian Refugee Settlement**

In response to a Notice of Motion by Director G. DeRosa at the November 2015 Board Meeting, the Board was provided with a memorandum on the Trust's role regarding local communities' efforts to sponsor Syrian refugee resettlement in Basin communities. The Board endorsed that the Trust would be ready to support activities reactively, as needed, that facilitate community inclusion, retention and integration of refugees.

There were no resolutions arising.

### **Evaluation Update**

The Board was provided with a memorandum for information on the current activities and overall approach in implementing the Trust evaluation framework.

There were no resolutions arising.

### **Major Projects and Initiatives List**

The Board was provided with a memorandum for information which provided a biannual update on activities, and highlighted significant changes, within major Trust projects and initiatives since September 2015.

There were no resolutions arising.

### **CORRESPONDENCE**

The Read File was distributed to the Board of Directors.

There were no resolutions arising.

## **OTHER BUSINESS**

### **Verbal Reports from Directors on Community Activities**

There were no resolutions arising.

### **Notice of Motion**

There were no resolutions arising.

## **IN CAMERA**

There were no resolutions arising.

### **Board Round Table**

There were no resolutions arising.

The meeting concluded at 12:00 p.m. (PT)

### **Certified Correct:**

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**R. Jensen, Chair**

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**J. Medlar, Recording Secretary**