

SUNSHINE COAST COMMUNITY FOREST LTD

MINUTES OF MEETING OF THE BOARD OF DIRECTORS HELD ON Monday, March 11, 2024
AT 213 – 5710 Teredo St, Sechelt BC and by Zoom

PRESENT: Kathleen Suddes Jim Tivy Greg Caw Bob Michor
(Directors) Jordan Wilson Doug Marteinson

REGRETS: Dennis Lozinsky, Gord Crandlemire

GUESTS: Connor Robinson, René-Carl DeYoung, Richard from Crowe MacKay

ALSO PRESENT: Sara Zieleman – Executive Director, Warren Hansen, Managing Forester

Call to Order

The meeting was called to order at 4.01 pm.

Adoption of Agenda -

MOTION: Agenda was adopted as presented – CARRIED

2.0 Minutes

2.1 February 12, 2024– Regular

MOTION: Minutes adopted as presented - CARRIED

3.0 Appointments & Delegations

Connor Robinson, René-Carl DeYoung – Sylvis Environmental

Agrologists from Sylvis Environmental introduce their work of finding positive uses for residual organic material from pulping processes with a goal to make waste history. Presentation highlights potential benefits from fertilization, primary and secondary treatment of pulp mill wastewater solids, not including sewage, called a mixed sludge. Benefits include increased timber production, cost savings, carbon sequestration, site improvement- reclamation of roads/landings, circular economy. Soil benefits include water-holding capacity, improvement of soil structure, adds nutrients, slow-release fertilizer. Ecosystem benefits include, slope stability, animal habitat, improvement of poor sites. Discussion and questions include what the material contains, testing of runoff has occurred in any research trials, forest health.

4.0 Management Report

The management report is presented, including the current opportunity for standing stem operations - good market for poles. Warren and Ruirik attended a commercial thinning tour in Victoria. There are potential projects near Tuwanek, behind Hidden Grove and up the Dakota Ridge road, Warren is planning a commercial thin project in this area. Logging is going well logged 8300m to date, notation made of how clean and nice the blocks look. Projected to make \$2.5MM when blocks are complete. Next block is AN27. Big Trees project is complete, contractors did a great job, Warren is receiving positive accolades from people creating trails in the area.

Discussion in place with local people to create a Logger Sports Event hoping to organize for 2025. Discussion regarding Coastal Community Forest Event with all other Community Forests in our area., if any of the Board would like to attend, Sara will send invites.

March 23 information table coordinated with David from Firesmart at Quality Farms.

MOTION: That the Sunshine Coast Community Forest Board of Directors support the standing step proposal directing management to work with A&A Trading to negotiate an agreement with Stella Jones and Integrated Operations Management to conduct this work. Further, the Board acknowledges that tendering is not required as Stella Jones/Integrated Operations Management is the only entity capable of performing the work. - CARRIED

MOTION: To receive the March 2024 Management Report. - CARRIED

5.0 Committee Business

5.1 Executive Committee – no report

5.2 Audit Committee –

5.2.1 Minutes of March 6, 2024

5.2.2 Auditors Report to the Board

Two documents, narrative report to Board and actual financial statements.

Items related to the conduct and completion of the audit.

Confirming independence from management.

Internal controls, no deficiencies, just a small item on a to do list.

No significant accounting policies changes, no judgments regarding financials.

Report given regarding financial statements and reporting, good report no significant items to report.

MOTION: to accept Auditors Reports to the Board and authorize the Chair to sign it. – CARRIED

5.2.3 Draft 2023 Financial Statements

Audited Financial Statements – reviewed, no questions.

MOTION: to approve December 31, 2023 Audited Financial Statements and authorize Directors and Management to sign them. – CARRIED

5.2.4 Management Representation Letter

5.2.5 2023 Free Cash Calculation

Discussion includes that long term deposits are not included in asset balance and explanation of formula used. Noted that decision on extraordinary dividend was effective January 1, 2024 and the current decision is based on our financial position as at December 31, 2023. Discussion held regarding Legacy Fund and District of Sechelt. This decision will be tabled and brought back to the board with the current Legacy Fund balance.

5.3 Nominations and Board Development Committee –

Skills Matrix – Thanks to Sara and Gord for assisting with creating the matrix. Most have responded. Committee will meet again before the next board meeting. Working on assessment tool for obtaining new board members, responses to matrix and how helpful it has been.

MOTION: to adopt the draft Nominations and Board Development Committee terms of reference , including putting this into policy – CARRIED

5.4 Legacy Fund Committee – no report

This is the time we usually advertise for Legacy Fund, Letter of Intent first round is usually mid May, Sara will advertise lightly for now.

5.5 Governance Committee –

Not much new, we need a motion to accept updates to governance policy and make permanent. Questions include matrix, committee avoided those, favoring strategic plan, monitoring of measurables, that has been included. Balance of discussion will be tabled to include what information is released to public.

MOTION: To accept the new and amended policies and foundational statements as presented by the Governance Committee -CARRIED

5.6 Community Advisory Panel

5.6.1 Minutes of February 29

Bulk of meeting spent discussing community engagement document. Comment regarding about how staff are protected from conflict by the Board, they suggest we need a policy against harassment and bullying. Conversation regarding engagement policy. Interest in turning document in how staff conducts with community engagement group, including do we require a TOR with individual groups.

New Business - They will be reviewing their own TOR, discussion if they should they have annual election for a Chair, discussion whether they should have meetings open to public.

Board will get together with CAP in April.

Discussion held regarding how CAP and Board could work together, including creating an opportunity for CAP to receive emails directly through the website.

MOTION: to accept February 29 CAP minutes and Jordan’s report- CARRIED

6.0 Old Business - None

7.0 New Business - None

8.0 Correspondence - None

9.0 Next meeting April 11, 2024

Annual General Meeting – tentatively planned for May 6

Strategic Planning – (with CAP) – suggested a weekend in April

Adjourn meeting at 6:01 pm then to In Camera meeting.