

**COLUMBIA BASIN TRUST**

**BOARD OF DIRECTORS MEETING NO. 112  
January 23/24, 2009**

**MINUTES**

Meeting No. 112 was held at the CBT office in Castlegar, BC.

**Directors in Attendance:**

G. Merkel, Chair	J. Townsend
G. Deck, Vice Chair	M. Rouse
R. Miles	B. Trewhella
P. Peterson	J. Miller
M. Berg	L. Parker
D. Birdstone	

**Director not in Attendance:**

E. Cutts

**Staff Attending:**

N. Muth	D. Hoodicoff (Friday)
W. Penner	A. Ambrosone (Friday)
J. Strilaeff	M. Forster (recording secretary)
C. Lloyd (Friday)	

**Guests:**

B. O'Neil, D. Monroe and Y. Bouchard – Basin Business Advocates Program (Friday)

The Chair suspended the Order of Business. For continuity, these Minutes reflect the order of the Agenda.

The meeting was called to order at 1:00 pm on Friday, January 23, 2009.

**ADOPTION OF AGENDA**

**1/09 Moved, seconded and resolved that:**  
The Agenda No. 112 be and hereby is adopted as amended.

**2/09 Moved, seconded and resolved that:**  
The Attachments to Agenda No. 112 be and hereby are received.

**Attachments:**

- Minutes: Board Meeting No. 111
- Action Item List No. 111
- Report from the Chair
- Report from the CEO
- Minutes: Executive Committee Meeting Nos. 67 and 68

- Minutes: Audit Committee Meeting No. 34
- CBT Financial Statements – December 31, 2008
  - Attachment
- Five Year Treasury Board Forecasts
  - Attachment
- Whistle-Blower Policy
  - Attachment 1
  - Attachment 2
- Corporate Budget FY2009/10
  - Attachment
- Communications Update
- Columbia River Treaty: Key Messages and FAQ
- Shareholders Letter of Expectations
  - Attachment
- Service Plan
- Minutes: Investment Committee Meeting Nos. 29 and 30
- Quarterly Investment Portfolio Review – September 30, 2008
- Delivery of Benefits Committee Update
  - Attachment 1
  - Attachment 2
  - Attachment 3
  - Attachment 4
- Youth Community Service Awards
- College Community Service Awards
- Delivery of Benefits Budget Request 2009/10
  - Attachment 1
  - Attachment 2
- Delivery of Benefits Budget 2009/10 Multi Year Funding Request
- Community Initiatives and Affected Areas Amendment
- Approach to Affected Areas Update
- Community Development Program / Land Conservation Program Approval Limits
  - Attachment
- Appointments to the Social Advisory Committee
  - Attachment
- Increased Funding for Community Development Small Grants Program
- Water Initiatives Update

## **ADOPTION OF MINUTES**

**3/09 Moved, seconded and resolved that:**

The Minutes of Meeting No. 111 held November 21, 2008 are hereby adopted.

### **Action Item List No. 111**

Action Item List No. 111 was presented for informational purposes only.

There were no resolutions arising.

## **REPORTS FROM OFFICERS AND STANDING COMMITTEES**

### **Report from the Chair**

The Chair reviewed his written report. He provided the Board with an update on the Board appointment process. He also thanked the CEO for his response to the Sparwood avalanche tragedy. Discussion ensued on what direction CBT should take in recognizing such events.

There were no resolutions arising.

### **Report from the CEO**

The CEO reviewed his written report. He advised the Board about the Cabinet shuffle on January 20<sup>th</sup> and that the new minister of Community Development was Kevin Krueger, MLA for Kamloops – North Thompson. He also advised the Board that Hewitt Associates, a human resource consulting firm, has been engaged to provide a review of pension options for CBT. The CEO also sought direction from the Board in holding future joint meetings with CPC and RBC Capital Markets who have been engaged by CPC and CBT to develop a financing plan for the Waneta Expansion Project. Discussion also ensued regarding public presentations at CBT's Board meetings and how best to make them more meaningful for the Directors.

There were no resolutions arising.

#### **Action:**

- Staff and the Executive Committee will work on a draft policy on public presentations and report back to the Board.

### **Report from the Executive Committee**

#### **Minutes of Meetings**

There were no resolutions arising from the minutes of Executive Committee Meeting No. 67 held on September 18, 2008 and from the minutes of Meeting No. 68 held on October 21, 2008. The Committee Chair advised the Board that the Committee will be working with staff to explore pension options for CBT.

### **Report from the Audit Committee**

#### **Minutes of Meetings**

There were no resolutions arising from the minutes of Audit Committee Meeting No. 34 held on November 19, 2008. The Committee Chair provided a verbal update on the Audit Committee meeting held earlier that day on Friday, January 23, 2009. He also advised the Board that the Audit Committee had completed a self-assessment and suggested that the Board also complete an assessment of the Audit Committee on an annual basis.

There were no resolutions arising.

## **CBT Consolidated Financial Statements – December 31, 2008**

The Director of Finance and Operations reviewed the memorandum which sought the Board's approval of the Consolidated Financial Statements as at December 31, 2008.

### **4/09 Moved, seconded and resolved that:**

As recommended by the Audit Committee, the Board hereby approves CBT's Consolidated Financial Statements for the 3rd quarter ending December 31, 2008.

## **Five Year Treasury Board Forecasts**

The Director of Finance and Operations reviewed the memorandum which was provided for informational purposes only.

There were no resolutions arising.

## **Whistle-Blower Policy**

The Audit Committee Chair reviewed the memorandum which sought the Board's approval on the implementation of a Whistle-Blower Policy and the subsequent revisions to the Code of Conduct Policy. The Whistle-Blower Policy was developed to allow an avenue for individuals to report questionable accounting or auditing matters, or violations of CBT's Code of Conduct Policy.

### **5/09 Moved, seconded and resolved that:**

As recommended by the Audit Committee, the Board hereby approves the implementation of the Whistle-Blower Policy;

### **6/09 And further resolved that:**

As recommended by the Audit Committee, the Board hereby approves the amendments to the Code of Conduct Policy;

### **7/09 And further resolved that:**

The Board hereby authorizes that the Whistle-Blower Policy be posted on CBT's website.

Director Mike Rouse joined the meeting at 2:10 pm.
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## **CORPORATE MATTERS**

### **FY 2009/10 Corporate Budget**

The Director of Finance and Operations presented the proposed budget for the fiscal year 2009/10 to the Board.

### **8/09 Moved, seconded and resolved that:**

The Board hereby approves the FY2009/10 budget as presented.

### **Presentation on the Basin Business Advocates Program**

B. O'Neil and D. Monroe from the Basin Business Advocates Program and Y. Bouchard from the Mountain Waters Spa in Nelson attended this portion of the Board meeting on Friday, January 23, 2009 to present to the Board.

### **Communications Update**

The Director of Communications reviewed the memorandum which was provided for informational purposes only.

There were no resolutions arising.

### **Columbia River Treaty: Key Messages and FAQ**

The Director of Communications reviewed the memorandum which was provided for informational purposes only.

There were no resolutions arising.

### **Shareholder's Letter of Expectations**

A. Ambrosone reviewed the memorandum which sought the Board's approval of the Shareholder's Letter of Expectations and also authorization for the Board Chair to sign the Shareholder's Letter of Expectations, substantially as presented.

#### **9/09 Moved, seconded and resolved that:**

The Board hereby authorizes the Board Chair to sign the Shareholder's Letter of Expectations, substantially as presented.

### **Columbia Basin Trust 2009/10 – 2011/12 Service Plan**

A. Ambrosone reviewed the memorandum which sought the Board's approval of the 2009/10 – 2011/12 Service Plan.

#### **10/09 Moved, seconded and resolved that:**

The Board hereby approves the 2009/10 – 2011/12 Service Plan, substantially as presented;

#### **11/09 And further resolved that:**

The Board hereby authorizes the Board Chair to approve any additional material changes to the Service Plan.

The meeting recessed at 5:00 pm and reconvened Saturday, January 24, 2009 at 8:50 am.
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## **INVESTMENT PROGRAM**

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

#### **Minutes of Meetings**

There were no resolutions arising from the minutes of Investment Committee Meeting No. 29 held on September 19, 2008 and the minutes of Meeting No. 30 held on December 17, 2008. The Committee Chair provided a verbal update on the Investment Committee meeting held on Friday, January 23, 2009.

There were no resolutions arising.

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

The Vice President of Investments provided the Board with the Quarterly Investment Portfolio Review for the period ending September 30, 2008 highlighting both CBT's power and non-power investment portfolios including two new lending relationships with Lemon Creek Lodge and Dam Helicopters Inc. He also provided an update on the Waneta Expansion Project developments to date.

There were no resolutions arising.

## **DELIVERY OF BENEFITS**

### **Report from the Delivery of Benefits Committee**

#### **Delivery of Benefits Update**

The Committee Chair provided a verbal update on DOB activities and on the DOB meeting held on January 22, 2009 in Castlegar.

There were no resolutions arising.

#### **Youth Community Service Awards**

The Committee Chair reviewed the memorandum which sought the Board's approval for changes to the Youth Community Service Award Program. The memorandum discussed increasing the number of awards. The CEO informed the Board that there has been discussion at the staff level in regards to building greater recognition for CBT in the awards and doing more for students who attend alternative schools.

#### **12/09 Moved, seconded and resolved that:**

As recommended by the DOB Committee, the Board hereby approves that the number of awards under the Youth Community Service Awards Program be increased as follows:

- i.. schools with a graduating class of less than 25 students will receive a single award;
- ii. schools with a graduating class of 25 to 75 students would receive two awards; and

- iii. schools with a graduating class of over 75 students would receive three awards.

**Action:**

- Staff will have more discussion as to how greater recognition for CBT can be built into the Youth Community Service Awards and what more can be done for students attending alternative schools in the Basin and will report back to the Board.

**College Community Service Awards**

The Committee Chair reviewed the memorandum which sought the Board's approval to change the criteria for the College Service Awards Program. This was in response to a policy concern brought forward by college staff.

**13/09 Moved, seconded and resolved that:**

As recommended by the DOB Committee, the Board hereby approves changes to the criteria for students applying to the College Service Award Program by removing the requirement that an applicant must be 20 years of age or over;

**14/09 And further resolved that:**

The DOB Committee has the authority to further change the College Service Awards Program criteria and to establish the number of awards available under the program.

**Delivery of Benefits Budget Request 2009/10**

The Committee Chair reviewed the memorandum which sought the Board's approval of the proposed DOB budget for 2009/10.

**15/09 Moved, seconded and resolved that:**

As recommended by the DOB Committee, the Board hereby approves the DOB budget for 2009/10 as presented.

**16/09 And further resolved that:**

The DOB Committee be given authority to:

- i. approve commitments from the unallocated portion of the 2009/10 Delivery of Benefits budget; and
- ii. approve transfers from one program to another program in the Delivery of Benefits budget; and
- iii. provided that the Committee report back to the Board any decisions in this regard; and

The Chief Executive Officer be given the authority to:

- i. approve commitments from the unallocated portion of the 2009/10 Delivery of Benefits budget to a maximum of \$250,000; and
- ii. approve transfers from one program to another program in the Delivery of Benefits budget to a maximum of \$100,000; and
- iii. transfer funds from historic programs to current programs within the Delivery of Benefits; and

- iv. provided that the CEO report back to the DOB Committee any decisions in this regard.

### **Multi-Year Funding Request**

The Committee Chair reviewed the memorandum which sought the Board's approval of multi-year funding for several of CBT's current projects.

#### **17/09 Moved, seconded and resolved that:**

As recommended by the DOB Committee, the Board hereby approves the following programs for multi-year funding:

Basin Business Advocates Program:

2009/10 funding - \$240,000

2010/11 funding - 240,000

2011/12 funding - 240,000

2012/13 funding - 240,000

Columbia Basin Alliance for Literacy Program:

2009/10 funding - \$400,000

2010/11 funding - 400,000

2011/12 funding - 400,000

2012/13 funding - n/a

### **Community Initiatives and Affected Areas Amendment**

The Committee Chair reviewed the memorandum which sought the Board's approval to rescind CBT's requirement that local government Delivery Partners of the Community Initiatives and Affected Areas Programs use local selection committees to adjudicate grant applications.

#### **18/09 Moved, seconded and resolved that:**

As recommended by the DOB Committee, the Board hereby approves staff's recommendation to rescind the requirement for local selection committees and allow appropriate individual processes to be implemented in communities.

### **Approach to Affected Areas Update**

The memorandum was provided for informational purposes. The memorandum examined historical and current CBT responses to areas directly impacted by the damming of Basin rivers under the Columbia River Treaty. CBT plans to engage consultants to update the Impact Assessments done in 1994 in developing strategies and initiatives.

There were no resolutions arising.

### **Community Development Program/Land Conservation Program Approval**

The CEO reviewed the memorandum which sought the Board's approval to increase the current authorities for approving funding requests under the Community Development Program and the Land Conservation Initiative.

**19/09 Moved, seconded and resolved that:**

As recommended by the DOB Committee, the Board hereby approves that the CEO be given authority to approve funding requests up to \$100,000 except when the funding request involves any potential for the following, in which case the DOB Committee and/or the Board of Directors retain final approval authority:

- a) political sensitivity;
- b) policy implications; or
- c) conflict of interest at the CEO level.

**Appointments to Social Advisory Committee**

The Committee Chair reviewed the memorandum which sought the Board's approval for the appointment of Mark Brunton and Jane McNab to the Social Advisory Committee for a three year term.

**20/09 Moved, seconded and resolved that:**

As recommended by the DOB Committee, the Board hereby approves the appointment of Mark Brunton and Jane McNab to the Social Advisory Committee for a three year term, expiring January 31, 2012.

**Increased Funding for Community Development Small Grants Program**

The Committee Chair reviewed the memorandum which sought the Board's approval to allocate additional funds from the Delivery of Benefits Unallocated to the Community Development Small Grants Program .

**21/09 Moved, seconded and resolved that:**

As recommended by the DOB Committee, the Board hereby approves that \$100,000 be transferred from the Delivery of Benefits Unallocated to the Community Development Small Grants Program for the 2007/08 fiscal year.

**WATER INITIATIVES**

**Report from the Water Initiatives Committee**

The report was provided for informational purposes only.

There were no resolutions arising.

**CORRESPONDENCE**

**Read File**

There were no resolutions arising.

**NEW BUSINESS**

**Verbal Reports from Directors**

There were no resolutions arising.

**IN CAMERA**

**Board Round Table**

There were no resolutions arising.

## **CONCLUSION**

**22/09 Moved, seconded and resolved that:**  
The meeting be concluded at 12:30 pm.

**Certified Correct:**

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**G. Merkel, Chair**

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**M. Forster, Recording Secretary**

**Next Board Meeting: March 13, 2009 by video conference.**

### **Public Presentations:**

Presentations were held at 4:00 pm on January 23, 2009

Mayor Lawrence Chernoff, City of Castlegar

Marilyn Luscombe - Selkirk College, Castlegar Campus

Andrew Jarrett/Judy Pollard - Kootenay Boundary Community Services Co-operative

Gordon Zaitsoff - Regional District of Central Kootenay

Elmer Verigin - Kootenay Columbia Seniors Housing Co-operative