

Meeting: BOARD OF DIRECTORS (Regular Meeting)
Date: October 25, 2009
Time: 1:30 pm
Location: TLC Head Office, 1195 Esquimalt Road, Victoria

MINUTES

In attendance: Alastair Craighead (Chair), Briony Penn, Elspeth McVeigh, David Merner, Barry Glickman, Ken Millard, Carol Pickup, Frances Pugh

By Phone: Magnus Bein, Todd Wong

Regrets: Cheryl Bryce,

Staff & guests: Bill Turner, Ian Fawcett, Kathleen Sheppard, John Keller, Heather Skydt

1. CALL TO ORDER:

Meeting called to order at 1:35 pm. Alastair Craighead in Chair.

2. AGENDA:

Moved (Carol Pickup) / Seconded (Fran Pugh) that the agenda be adopted as circulated. CARRIED.

3. MINUTES OF PREVIOUS MEETINGS:

Moved (Carol Pickup) / Seconded (Ken Millard) that the minutes of the September 27 Board of Directors meeting be approved.

4. BUSINESS ARISING FROM MINUTES:

There was no business arising from the minutes.

5. CHAIR'S REPORT:

Alastair Craighead reported that he and Bill Turner had attended a meeting at Wildwood and also the Keating Co-op AGM, regarding management of the sites, and had also been on CFA's "lunch bunch" radio program. He reported that the Keating Co-op Board would like to meet with TLC's Board.

6. EDUCATIONAL ITEM – OVERVIEW OF DEVELOPMENT TEAM:

John Keller provided an overview of the Development Team and the work they do, covering membership development, fundraising, community outreach and communications. He stressed the following points:

- Donations account for 55 per cent of TLC revenues and Membership fees account for a further 10 per cent of total revenues. As such a major part of our work is to nurture relationships with our members and donors, in order to continue to build their support over time. This is particularly important for those able to make major gifts.
- Grants for projects are also an important source of funding. TLC needs to look for more grant opportunities relating to the funding of overhead costs.
- We need \$3.5 million per year to run TLC. Between now and March 31, we need \$2 million. Work is now under way for a major mail out in the next couple of weeks to our major donors. In addition to campaigning, we need to build up the membership base and donor base. Board members are encouraged to work with their own contacts to help build a base of potential new members/donors.

- Membership growth is a key to creating a stable financial situation. TLC is aiming for 25,000 members in three to five years. This will be achieved, in part, through a canvassing program. Membership renewals are a near term priority.
- Planned giving will see a greater focus in the new year.
- On corporate funding, we are aiming to reach out to the corporate community as with Teck Cominco and the Salmon Kings. TLC is working on its “1 per cent for the planet” program.
- John offered his support for Board members who want to engage in fundraising activities. John will provide a list of speaking opportunities to Board members.

7. COMMUNICATIONS STRATEGY:

Heather Skydt (Manager of Communications) outlined the current communications strategy, focusing on the “Million Reasons” campaign. She outlined the purpose, focus audiences, key messages, and tactics. Heather will send a background document to Board members.

8. CARBON OFFSETS:

Briony Penn reviewed a pilot project proposal on conservation offsets, and provided background papers explaining both the specific proposal and more general information. This project would be undertaken in partnership with the Land Trust Alliance of BC and Growth Works. She stressed that this project and our understanding of how the conservation offset system will work is still developing. TLC would be required to put forward properties that would qualify as offsets, that would need to have permanent protection and that would otherwise have been developed or otherwise altered.

Moved (Barry Glickman) / Seconded (Carol Pickup) that TLC further explore the concept of conservation offsets and authorize staff to further pursue the pilot project. CARRIED.

9. PROPERTY MATTERS:

a) Lease Extension – Nickomekl Farm

Kathleen Sheppard outlined a proposal to extend the lease from the Province for an additional 30 years. This 40 acre property in Langley is partly forested and partly in agriculture. It is subleased to a tenant group, who operate the farm, and is cash neutral for TLC.

Moved (Carol Pickup) / Seconded (David Merner) that TLC be authorized to enter into a 30 year lease extension at Nickomekl Farm with the Province of BC. CARRIED.

b) Declaration of Inalienability

Kathleen Sheppard proposed that three additional properties owned by TLC – Nanaimo River, Creekside Rainforest and the Laux Property – be declared inalienable, to enhance their protection.

Moved (Elspeth McVeigh) / Seconded (Barry Glickman) that the property identified as the Nanaimo River property be declared inalienable. CARRIED.

Moved (Briony Penn) / Seconded (Barry Glickman) that the property identified as Creekside Rainforest be declared inalienable. CARRIED.

Moved (Ken Millard) / Seconded (Frances Pugh) that the property identified as the Laux property be declared inalienable. CARRIED.

10. NOMINATING COMMITTEE:

Ian Fawcett outlined the provisions in the bylaws for creation of a Nominating Committee, and proposed that such a committee be struck.

Moved (Carol Pickup) / Seconded (Frances Pugh) that a Nominating Committee be struck, in accordance with the bylaws, and that David Merner, Ken Millard and Cheryl Bryce be appointed to the committee, with staff support from Bill Turner and Ian Fawcett. CARRIED.

11. BYLAW REVIEW COMMITTEE:

Ian Fawcett reported that there are a number of issues with respect to the Bylaws that came to light during the recent election process and recommended that the Board strike a ByLaw Review Committee to investigate and address any bylaw changes that may be required. This work would be done in time for changes to be addressed at the next Annual General Meeting.

Moved (Elspeth McVeigh) / Seconded (Ken Millard) that a Bylaw Review Committee be struck to review and recommend changes to the By-laws, and that Carol Pickup, Frances Pugh and David Merner be appointed to the Committee, with staff support from Ian Fawcett.

12. REPORT FROM IN CAMERA MEETING

a) CFO Hiring Process:

It was reported that Elspeth McVeigh, Carol Pickup, Barry Mungham and Bill Turner will meet to clarify the hiring process for the CFO, as well as to clarify the CFO's reporting relationship.

13. NEXT MEETING:

The next meeting will be held on November 28 in Vancouver (location to be determined). The meeting will be open to members and the public, and will include a presentation from Briony Penn on carbon offsets, an opportunity for members to ask questions of the Board and staff, and social time with the members. The following day, Board Members will visit a number of sites in the Lower Mainland region.

14. ADJOURNMENT

Moved (Carol Pickup) / Seconded (Elspeth McVeigh) that the meeting adjourn. CARRIED.
Meeting adjourned at 3:45 pm.