

# **Board of Directors – Meeting Agenda**

Tuesday, March 20, 2023, at 5 PM. Virtual meeting.

## **Meeting called at 5:03**

**Present Roll call:** Wayne Mercer (Chair), Eric Vanderkruk (Vice-Chair), Barry Huber (Treasurer), David Oliver, Dave Wharton, Ciel Sander, Kim Reeves, Ken McClelland, Phil Rankin, Ximena Diaz Lopez (staff, ex-officio).

**Regrets:** Louise Pedersen (staff, ex-officio), Rod Clapton, Mike Riedger

Meeting called at 5:03

**2. Approval of agenda.** Moved to accept as amended. Dave Wharton Seconded Phil Carried

**3. Approval of the February 28, 2023 minutes** Moved Phil Rankin Seconded Dave Wharton Carried

b. Action items and business arising from the minutes

Dave Oliver reported that Deb McLellan has agreed to help the Policy Committee on a volunteer basis in order to advise ORC for free on Police Practices and By-laws unless it becomes onerous.

## **4. Reports**

a. Chair Wayne Mercer disclosed the possibility that ORCBC may be receiving substantial funding and proposed that this money be kept separately from our general revenue in trust. The matter is being treated in the strictest confidence and details may not be disclosed at this time.

**Motion:** In order to receive the funds, the ORC Treasurer be authorized, if he deems it necessary, to open a Trust Account with a Canadian Chartered Bank or BC based credit union for the purpose of receiving funds that are to be dedicated to what the ORC has proposed to be called the ORC BC Trail Fund. No expenditures from the trust account may be made without the approval of the ORC board, except any expenses incurred in opening or maintaining the trust account.

**Wayne moved Dave Oliver Seconded Carried**

Dave Oliver notes that the BC Wildlife Federation President Chuck Zuckerman passed away which is a big loss for the BCWF and ORCBC membership.

b. Staff (XDL)

Staff update included; the March 15 Trails for Us Webinar with Harbinger Consultancy about the benefits of trails for communities; planning and promotion of March 29 webinar about Recreation and Stewardship with Patrick Lucas, Kwantlen First Nation and Blue Mountain Motorbike Club; preparation for BC Trails Day including fundraising, save-the-date announcement, creating resources for event hosts; membership renewals are ongoing; and outgoing communications about the Budget 2023 announcement.

c. Treasurer (BH)

Barry Huber: For this fiscal year ORCBC budgeted for a \$12,174 deficit. However, with in-season budget changes we are now forecasting that this year's income and expenses will nearly balance provided we receive anticipated funding from the Provincial Government sufficient to allocate \$50,000 to the current fiscal year. We hoped for \$70,000 to \$80,000 which would enable us to allocate some funds to next fiscal year. ORC budget and finances are in good shape either way and we may have as much as \$109 000 at fiscal year end in the bank plus approximately 101,000 in the ORC Internally restricted fund. If we don't get provincial funding we have a reserve fund. The increase in the internally restricted fund is from interest. Barry proposed that the interest be moved to the operating budget at fiscal year end.

BH Motion: Move that any surplus in ORC internally restricted fund above \$100,000 be transferred to the operating budget at each fiscal year end.

Moved Barry Seconded Ken Carried

Barry requested an in-camera session with the BOD to review staffing and associated wages and benefits. This was accommodated as the last item on the agenda.

d. Reconciliation Committee (RC) Tabled to next meeting. Rod was not present.

e. Policy Committee (David Oliver) The policy committee met recently moving forward with the by-laws

The committee recommended the following by-law changes:

1. Increasing minimum directors for 6 which the by-laws currently say to 7 directors to avoid tie votes
2. Increasing the quorum from currently 3 to 5 as decisions of only 3 at a meeting would not be democratic
3. Increase the minimum number of directors currently 6 to 7 and allow for as many as 13 (The Past Chair ex officio does have a vote but the current Chairman does not but can only vote to break a tie vote)

Motion to agree to the Policy committee recommendations

Moved Dave Oliver Seconded Kim Reeves Carried

5. Matters for board discussion and information.

a. Ximena Diaz Lopez presentation: research update

Ximena presented a summary on the research about the influence of outdoor recreation in rural B.C. communities namely Burns Lake, Fernie, Revelstoke, Squamish and Tofino, speaking about the impacts on the land, impacts for the communities, and challenges that are faced.

b. The 2023 staff work plan was discussed and parts were approved

The work plan was discussed and Parts 1 and 3 were approved but Part 2 requires further discussion

Mover Eric Vanderkruk Seconder David Oliver Carried

c. 2023-24 ORCBC budget: Discussion and approval.

See treasurers report and In-camera session record. The budget will be finalized and approved at the April 17<sup>th</sup> DOD meeting.

d. 2023 AGM on June 24, 2023: Establish a nominations committee.

A nomination committee was established with two OEC representatives: Ken McClelland and David Oliver

6. Next Board meeting - April 17, 2023, at 5 pm PT

7. Adjournment.

**In Camera minutes**

No motions were passed in the In Camera discussion. No parts of the discussion need to be recorded in the minutes.