

Environmental Monitoring Advisory Board

Board Meeting Minutes

Teleconference - March 26, 2015 – 1:30 p.m.

Present:

Sean Richardson, Chair

Charlie Catholique, *Vice-Chair*

Napoleon Mackenzie, *Director*

Jack Kaniak, *Alternate*

Shin Shiga, *Alternate*

Tlicho Government

LutselK'e Dene First Nation

Yellowknives Dene First Nation

Kitikmeot Inuit Association

North Slave Metis Alliance

Staff:

Brenda McDonald, *Executive Director*

Absent:

Steve Ellis, *Director*

Arnold Enge, *Secretary-Treasurer*

David Wells, *Alternate*

Government of the Northwest Territories

North Slave Metis Alliance

Diavik Diamond Mines Inc.

1) Call to Order

The Chair called the meeting to order at 1:43 p.m.

Quorum has been established.

Napoleon Mackenzie said the opening prayer.

It was noted that the Diavik Director had not been informed of the meeting. This was an oversight and the Executive Director asked whether we should phone him now or continue. The Directors indicated to move forward.

2) Approval of Agenda

The Chair presented the Agenda for approval.

Motion: *To approve the March 26, 2015 agenda as presented with the following additions under Item number 7. Annual report, brochure approval and website development.*

Moved: Charlie Catholique

Seconded: Napoleon Mackenzie

Motion carried.

3) Conflict of Interest

The Chair asked members if there were any conflicts of interest. No conflict was declared. Members can excuse themselves if and when any conflict arises.

**4) Board of Directors
Diavik Appointment**

The Board of Directors reviewed the correspondence from Gord Macdonald of Diavik Diamond Mines indicating that he is the new Director for EMAB effective immediately.

The first issue discussed was Mr. Macdonald's self-appointment to the Board. The Directors asked whether this should come from someone higher in the organization than himself. The Directors agreed that a Letter should be sent to the President of Diavik making note of this and the conflict of interests as it applies.

The process for Director's appointment is twofold: 1) the Party submits the name of the Director 2) EMAB staff place this as an agenda item for the next meeting. At this time the Director is invited to the meeting and acknowledgement of the Directorship is provided, the Director is introduced and the Directorship begins.

Mr. Macdonald is making demands on staff and he has not yet been acknowledged as a Director.

The Board discussed the situation and agreed that a letter should be sent to Mr. Macdonald acknowledging receipt of his letter and outlining the process for EMAB Directors. The letter should also note the separation between governance and operations.

Motion: *To send a letter to Gord Macdonald of Diavik outlining the Board Appointment process and the separation of governance and operations as per our strategic planning process.*

Moved by: Charlie Catholique
Seconded by: Napoleon Mackenzie
Motion Carried

6) Executive Directors Performance Review

This has been outstanding since August of last year. The Executive Director noted that it seems discriminatory because she is Aboriginal and a woman that the review has been taking so long. Spending a lot of time in the office and ensuring that everything has been done with no recognition is not acceptable. In addition, she stated that she was expected to work alone, carrying the work load which was held between three people previously.

Motion to go into camera at 2:10 p.m.

The Board came out of camera at 2:20 p.m.

The Chair said that they would have an answer by Friday, April 3, 2015. He noted that he is unsure of how to determine appropriate levels for the salary increase and bonus levels but would work with the rest of the Board to determine appropriate levels.

7) Year End Expenditures

The Executive Director would like to request the following approvals for expenditures:

- 1) Carry over \$30,000 to cover the costs for the Water License Intervention
- 2) Spend \$10,000 towards the purchase of new office chairs. The current ones are 10 years old and require replacement.
- 3) \$3000 towards the purchase of new equipment for the Environmental Specialist
- 4) \$3,000 towards the purchase of new filing cabinets, the current ones are coming apart at the seams and need to be disposed of.
- 5) Add \$5,000 to the promotional budget

Motion: *To accept the proposed budget line changes as outlined above.*

Moved by: Jack Kaniak

Seconded by: Napoleon Mackenzie

Motion Carried

8) Other Business

1. **Annual Report** – There are two layouts, directors are requested to select one and the report will be formatted. Directors selected Option #2
2. **Brochure** – Required approval to proceed with the printing of brochures
3. **Website** – There were three layouts provided to Directors. Directors selected layout # 3

Staff will proceed with these three initiatives.

9) Next Meeting Items

Next meeting date is scheduled for April 22, 23 or 24th, 2015.

10) Next Meeting Date

The next meeting of Director's is tentatively scheduled towards the end of March, Directors are requested to keep that week open for EMAB business.

The meeting adjourned at 2:55 p.m.

Napoleon Mackenzie said the closing prayer