



Executive Committee Agenda

Date: Wednesday, September 16, 2025
Time: 10:00 a.m.
Location: The Haven - Phoenix Auditorium
240 Davis Rd., Gabriola Island, BC, V0R 1X1

	Pages
1. CALL TO ORDER	
2. TERRITORIAL ACKNOWLEDGEMENT	
3. APPROVAL OF AGENDA	
3.1 Introduction of New Items	
3.2 Approval of Agenda	
3.2.1 Agenda Context Notes	4 - 4
4. RISE AND REPORT DECISIONS FROM PREVIOUSLY CLOSED MEETING	
Chair to rise and report that at the September 3, 2025 Executive Committee in-camera meeting Executive Committee:	
- adopted the Executive Committee in-camera meeting minutes of August 6, 2025; and - requested staff to update Trust Council policies 2.1.14, 2.1.16, 4.1.13 and 6.5.4 to better align with legislation.	
5. ADOPTION OF MINUTES	
For review and approval.	
5.1 Draft Executive Committee Meeting Minutes of September 3, 2025	5 - 17
6. FOLLOW UP ACTION LIST AND UPDATES	
6.1 Follow Up Action List/Director/CAO Updates	18 - 27
6.2 Local Trust Committee Chair Updates and Reports on Local Advocacy Topics	
6.3 Islands Trust Conservancy Liaison Update	
7. BYLAWS FOR APPROVAL CONSIDERATION - None	
8. TRUST COUNCIL MEETING PREPARATION - None	
8.1 Executive	

- 8.2 Planning Services
- 8.3 Financial and Employee Services
- 8.4 Trust Area Services
- 8.5 Legislative and Information Services

9. EXECUTIVE COMMITTEE PROJECTS - None

- 9.1 Trust Council Initiated
 - 9.1.1 Executive
 - 9.1.2 Trust Area Services
 - 9.1.3 Planning Services
 - 9.1.4 Financial and Employee Services
 - 9.1.5 Legislative and Information Services
- 9.2 Executive Committee Initiated
 - 9.2.1 Executive
 - 9.2.2 Trust Area Services
 - 9.2.3 Planning Services
 - 9.2.4 Financial and Employee Services
 - 9.2.5 Legislative and Information Services

10. NEW BUSINESS

- 10.1 Executive/Trust Council
- 10.2 Trust Area Services
- 10.3 Planning Services
 - 10.3.1 Request for Executive Committee Sponsorship of Development Application Fee - Request for Decision
- 10.4 Financial and Employee Services
- 10.5 Legislative and Information Services

28 - 64

THAT the Executive Committee approve financial sponsorship of \$4,882 for rezoning application PLR20250220 (154 King's Lane Road) which would vary Salt Spring Island Land Use Bylaw No. 355 to allow development of up to 50-affordable housing units, general offices, a child day care centre, and a reduced minimum lot size for potential subdivision of the subject property; and, that Executive Committee resolution **EC-2025-111** be rescinded.

11. **CORRESPONDENCE (for information unless raised for action)**
 - 11.1 2025-09-08 J Margison - TPS Public Engagement Process 65 - 65
 - 11.2 2025-09-11 R Simmons - Howe Sound Community Forum October 3rd 66 - 67
 - 11.3 2025-09-12 Bowen Island Municipality - Invitation to Ferry-Dependent Communities from Mayor Andrew Leonard, Bowen Island 68 - 69

THAT Executive Committee authorize trustee X to attend the Ferry Dependent Communities Gathering in Victoria on Sunday, September 21, 2025.
12. **WORK PROGRAM**
 - 12.1 Review and amendment of current work program 70 - 74
13. **NEXT MEETING**

The next Executive Committee meeting will take place electronically on Wednesday, October 1, 2025 starting at 9:15 a.m.
14. **CLOSED MEETING (if applicable)**
15. **ADJOURNMENT**

Agenda No.	From	Context Notes
10.3.1	Director, Planning Services	The Executive Committee first reviewed this sponsorship request on their August 6, 2025 agenda. However, due to an administrative error, the amount listed in the request for decision was incorrect. Staff have since corrected the amount in this updated document and are requesting that Executive Committee approve sponsorship for the revised amount and rescind resolution EC-2025-111, which approved the incorrect amount of \$4482.00.



Executive Committee

Minutes of a Regular Meeting

Date: Wednesday, September 3, 2025

Location: Islands Trust - Victoria
200 - 1627 Fort Street, Victoria, BC

Members Present: Laura Patrick, Chair, Salt Spring Island Local Trust Area
Tobi Elliott, Vice-Chair, Gabriola Island Local Trust Area
David Maude, Vice-Chair, Mayne Island Local Trust Area
Timothy Peterson, Vice-Chair, Lasqueti Island Local Trust Area

Staff Present: Rueben Bronee, Chief Administrative Officer
Stefan Cermak, Director, Planning Services
Clare Frater, Director, Trust Area Services
David Marlor, Director, Legislative and Information Services
Julia Mobbs, Director, Financial and Employee Services
Warren Dingman, Manager of Bylaw Compliance and Enforcement
Joe Elliott, Senior Indigenous Relations Advisor
Renee Jamurat, Regional Planning Manager
Jason Youmans, Senior Policy Advisor
Alexandra Trifonidis, Executive Coordinator

Members of the public present: No members of the public were present.

1. CALL TO ORDER

The meeting was called to order at 9:16 a.m.

2. TERRITORIAL ACKNOWLEDGEMENT

Chair Patrick acknowledged that the meeting was being held in traditional territory of the Coast Salish First Nations. Trustees and staff were introduced.

3. APPROVAL OF AGENDA

3.1 Introduction of New Items

The following additions from the agenda addendum were presented for consideration:

- Item 8.1.2 Evaluation of Potential Locations for Trust Council Meetings – December 2025 and March 2026 - Briefing
- Item 8.4.9 Address by Doug S. White – Session Outline
- Item 8.8.1 Revised Draft September Trust Council 3-day Schedule

DRAFT

- Item 11.07 Correspondence dated 25-09-02 from Ministry of Forests - Heritage Conservation Act Transformation Project Subscriber Update

3.2 Approval of Agenda

By general consent the agenda and addendum were approved.

3.2.1 Agenda Context Notes

By general consent the Agenda Context Notes were received for information.

4. RISE AND REPORT DECISIONS FROM PREVIOUSLY CLOSED MEETING

From the August 6, 2025 Executive Committee closed meeting, the in-camera meeting minutes of July 2nd and July 17th, 2025 were adopted.

5. ADOPTION OF MINUTES

5.1 Draft Executive Committee Meeting Minutes of August 6, 2025

By general consent the Executive Committee minutes of August 6, 2025 were adopted as presented.

6. FOLLOW UP ACTION LIST AND UPDATES

6.1 Follow Up Action List/Director/CAO Updates

The Committee reviewed the follow up action list, and Directors provided their area reports.

By general consent Executive Committee requested the Short Term Rental Accommodation – Principal Residence Opt-In Update Briefing be forwarded to local trust committees.

EC-2025-113

It was MOVED and SECONDED,

that activity one from the Director of Financial and Employee Services follow up action list be removed.

CARRIED

EC-2025-114

It was MOVED and SECONDED,

that activity nine from the Director of Trust Area Services follow up action list be removed.

CARRIED

6.2 Local Trust Committee Chair Updates and Reports on Local Advocacy Topics

Local Trust Committee Chairs provided updates on recently attended and upcoming local trust committee meetings, as well as current local advocacy topics.

6.3 Islands Trust Conservancy Liaison Update

The Islands Trust Conservancy Liaison provided an update.

7. BYLAWS FOR APPROVAL CONSIDERATION

7.1 Bowen Island Municipality Land Use Bylaw Amendment No. 673 and Official Community Plan Bylaw Amendment Bylaw No. 675 - Request For Decision

The Director of Planning Services addressed the Request for Decision, noting that the Bylaw had been returned to the Executive Committee with additional information, as requested.

EC-2025-115

It was MOVED and SECONDED,

that Executive Committee advise Bowen Island Municipality that Bylaw No. 673, cited as “Bowen Island Municipality Land Use Bylaw No. 57, 2002, Amendment Bylaw No. 673, 2024” and Bylaw No. 675, cited as “Bowen Island Municipality Official Community Plan Bylaw No. 282, 2010, Amendment Bylaw No. 675, 2025” are not contrary to, or at variance with, the Islands Trust Policy Statement.

CARRIED

7.2 Bowen Island Municipality - Official Community Plan Amendment Bylaw No. 693 and Land Use Bylaw Amendment No. 694 - Request For Decision

The Director of Planning Services spoke to the Request For Decision noting staff’s recommendation that Executive Committee find both bylaws not contrary to the Islands Trust Policy Statement.

EC-2025-116

It was MOVED and SECONDED,

that Executive Committee advise Bowen Island Municipality that Bylaw No. 693, cited as “Bowen Island Municipality Official Community Plan Bylaw No. 282, 2010 Amendment Bylaw No. 693, 2025” is not contrary to or at variance with the Islands Trust Policy Statement.

CARRIED

EC-2025-117

It was MOVED and SECONDED,

that Executive Committee advise Bowen Island Municipality that Bylaw No. 694, cited as “Bowen Island Municipality Land Use Bylaw No. 57, 2002 Amendment Bylaw No. 694, 2025” is not contrary to or at variance with the Islands Trust Policy Statement.

CARRIED

8. TRUST COUNCIL MEETING PREPARATION

The Committee reviewed all items for consideration of forwarding to the September Trust Council meeting agenda.

8.1 Executive

8.1.1 Chief Administrative Officer Quarterly Report

A request was made to collate the survey results into a one or two-pager in future.

By general consent item 8.1.1 Chief Administrative Officer Quarterly Report was forwarded to Trust Council as presented.

8.1.2 Evaluation of Potential Locations for Trust Council Meetings – December 2025 and March 2026 - Briefing

A comment was made regarding the flexibility of the criteria used to determine whether an island meets the conditions necessary to host a Trust Council meeting.

By general consent item 8.1.2 Evaluation of Potential Locations for Trust Council Meetings – December 2025 and March 2026 - Briefing was forwarded to Trust Council as presented.

8.2 Planning Services

8.2.1 Director of Planning Quarterly Report

The following minor edits were noted:

- check spelling in the second bullet on the first page
- take out the second word “recovery” in the first bullet under the heading “Monitor progress of protection of...”
- fix typo on page 200

A question was raised regarding the use of the word 'engagement' versus 'consultation.' The consensus was that 'engagement' is the preferred term.

Discussion ensued on the status of the First Nations Referral Process section in the report.

By general consent item 8.2.1 Director of Planning Quarterly Report was forwarded to Trust Council, as amended.

8.2.2 Dark Sky Principles – Briefing

A discussion took place regarding the process of advancing this item from a motion adopted at the June 2024 Trust Council meeting to its current stage.

By general consent item 8.2.2 Dark Sky Principles – Briefing was forwarded to Trust Council as presented.

8.2.3 Local Trust Committee Comments on Developments Adjacent to Local Trust Areas – Briefing

Discussion around process was had.

By general consent item 8.2.3 Local Trust Committee Comments on Developments Adjacent to Local Trust Areas – Briefing was forwarded to Trust Council as presented.

8.2.4 Bylaw Compliance & Enforcement Statistical Reports - Briefing

A note was made around the 'Unenclosed Vehicles' wording in the table on page 212 of the agenda being hard to read.

Discussion was had around the data portal.

A request was voiced to change the title of attachment 2 to add language to reflect that it is not an Islands Trust portal.

By general consent item 8.2.4 Bylaw Compliance & Enforcement Statistical Reports - Briefing was forwarded to Trust Council, as amended.

8.2.5 Bylaw Compliance & Enforcement Policy Review - Draft Policy 5.5.1 and Manual - Request For Decision

It was noted that the role Screening Officer is not included in the Role and Responsibility section of the manual but is in the Definitions section.

A request was made to add the Local Trust Committee Bylaw Compliance and Enforcement Policy template, already approved by Trust Council, between pages 228 and 229 of the Request for Decision and associated attachments.

By general consent item 8.2.5 Bylaw Compliance & Enforcement Policy Review - Draft Policy 5.5.1 and Manual - Request For Decision was forwarded to Trust Council, as amended.

8.2.6 Housing Strategic Action Plan - Request For Decision

The Committee discussed the reformatting of the table on page 60, with a focus on adding more information about its operationalization, its utility, and providing additional context. The conversation also addressed whether the document was ready for Trust Council's review. Staff highlighted resource barriers that would prevent the immediate delivery of a webinar and a revised document. It was suggested that the topic could present a potential educational opportunity for a future Trust Council meeting.

By general consent item 8.2.6 Housing Strategic Action Plan - Request For Decision was forward to Trust Council as presented.

8.3 Financial and Employee Services

8.3.1 Director of Financial and Employee Services Quarterly Report

By general consent item 8.3.1 Director of Financial and Employee Services Quarterly Report was forward to Trust Council as presented.

8.4 Trust Area Services

8.4.1 Director of Trust Area Services Quarterly Report

By general consent item 8.4.1 Director of Trust Area Services Quarterly Report was forward to Trust Council as presented.

8.4.2 Islands Trust Conservancy Quarterly Report

By general consent item 8.4.2 Islands Trust Conservancy Quarterly Report was forward to Trust Council as presented.

8.4.3 Policy Statement Amendment Project - Project Update - Briefing

By general consent item 8.4.3 Policy Statement Amendment Project - Project Update - Briefing was forward to Trust Council as presented.

8.4.4 Public Feedback on 2026/27 Budget Priorities – Briefing

A question was raised regarding the possibility of posting the survey results on the website, with a link included in the report to reduce the length of the agenda. A formatting request was made to include the island abbreviation next to each comment, to indicate which island the feedback originated from. A discussion followed regarding the presentation of the information.

It was noted that there is a minor formatting issue with the bullet alignment on page 285.

By general consent item 8.4.4 Public Feedback on 2026/27 Budget Priorities – Briefing was forward to Trust Council as presented.

8.4.5 Agreements Monitoring - Briefing

It was noted that both the qathet Regional District and Powell River Regional District were listed in the table, despite Powell River Regional District having changed its name to qathet Regional District. Staff will make the necessary correction.

A discussion followed regarding the formatting of the agreements table, the validity of the agreements, staff capacity, and the provision of information to new term trustees.

By general consent item 8.4.5 Agreements Monitoring - Briefing was forward to Trust Council, as amended.

8.4.6 Recommendations Regarding Pre-budget Surveys - Request For Decision

By general consent item 8.4.6 Recommendations Regarding Pre-budget Surveys - Request For Decision was forward to Trust Council as presented.

8.4.7 Amendment to the Trust Council Communications Policy 6.10.2 - Request For Decision

It was noted that a minor formatting issue on the top of page 384 regarding branded clothing needs to be fixed.

Clarification was provided on how staff participate in election campaign activities.

By general consent item 8.4.7 Amendment to the Trust Council Communications Policy 6.10.2 - Request For Decision was forward to Trust Council as presented.

8.4.8 Heritage Conservation Act Transformation Project Advocacy - Request For Decision

Two requests were presented for consideration:

- Under the First Nations Relations section, add language to inform that the project is guided by the First Nations Leadership Council.
- Clean up the first page of the news release to remove all of the links.

By general consent item 8.4.8 Heritage Conservation Act Transformation Project Advocacy - Request For Decision was forward to Trust Council, as amended.

The Director of Trust Area services told the Committee that reference and a link to the Heritage Conservation Act survey will be included in the final Request For Decision travelling to Trust Council.

The Committee broke for recess at 11:01 a.m. and reconvened at 11:13 a.m.

8.4.9 Address by Doug S. White – Session Outline

Vice-Chair Elliott provided an explanation of how this session was developed. A discussion took place regarding the logistics of the training session.

By general consent item 8.4.9 Address by Doug S. White – Session Outline was forward to Trust Council as presented.

8.5 Legislative and Information Services

8.5.1 Director of Legislative and Information Services Quarterly Report

A question was raised regarding the availability of public information about MapIT and TAPIS, given that they had been offline for six months.

Staff answered questions.

By general consent item 8.5.1 Director of Legislative and Information Services Quarterly Report was forward to Trust Council as presented.

8.5.2 Trust Council Ratification of Council Committee Member Appointment - Request For Decision

By general consent item 8.5.2 Trust Council Ratification of Council Committee Member Appointment - Request For Decision was forward to Trust Council as presented.

8.5.3 Conference/Convention Attendee Reporting Template - Request For Decision

By general consent item 8.5.3 Conference/Convention Attendee Reporting Template - Request For Decision was forward to Trust Council as presented.

8.5.4 2022 Governance Report Recommendations - Request For Decision

Staff noted the need to address some strikethroughs.

A question was raised regarding which body would be responsible for implementing the recommendations. The answer would be provided in the next steps.

By general consent item 8.5.4 2022 Governance Report Recommendations - Request For Decision was forward to Trust Council as presented.

8.6 September Trust Council Delegation Applications - None

8.7 Draft September Trust Council Meeting Agenda

The Committee reviewed Appendix A Draft September Trust Council Meeting Agenda and requested the following changes:

- move the Follow Up Action List to the end of the agenda, before the roundtable section, as a standing change to Trust Council agendas going forward
- remove one P from the word DRIPA in the Continuous Learning Plan
- email all trustees information on Wednesday's field trip
- enlarge the table at the bottom of page 85
- add the Association of Vancouver Island Coastal Communities Climate Leadership Steering Committee to the Trustee Updates section
- remove First Nations Relations item from the Trustee Updates section
- change the Trustee Updates heading to provide clarity that these are appointed trustee positions on external committees

By general consent item 8.7 Draft September Trust Council Meeting Agenda was forwarded to Trust Council, as amended.

8.8 Draft September Trust Council 3-day Schedule

Executive Committee reviewed the draft September Trust Council 3-day schedule. Discussion ensued regarding the timing and logistics of agenda items, with the following changes requested to the schedule:

- switch the Planning department with the Trust Area Services department
- add the item Mount Arrowsmith Biosphere Region to the Trustee Update section

By general consent item 8.8 Draft September Trust Council 3-day Schedule was forwarded to Trust Council, as amended.

Executive Committee recessed for lunch at 12:10 p.m. and reconvened at 12:45 p.m.

9. EXECUTIVE COMMITTEE PROJECTS

9.1 Trust Council Initiated

9.1.1 Executive

9.1.1.1 Executive Committee 2026/27 Budget Requests - Request For Decision

The Chief Administrative Officer spoke to the item and walked the Committee through the operating budgets table.

Discussion ensued on:

- historical scheduling of Trust Council meetings and the format of the meetings;
- creating a template for new trustees in advance of the election that provides them with accurate view of responsibilities;
- current committee structure;
- committee of the whole meetings and how they are used;
- new trustee onboarding and training scheduling;
- future financial considerations around the new Executive Committee and where they might reside;
- historical local trust committee meeting schedules and the financial implications associated with chair assignments and travel costs; and,
- attendance at the Union of BC Municipalities (UBCM) and Association of Vancouver Island Coastal Communities (AVICC) conventions during an election year.

EC-2025-118

It was MOVED and SECONDED,

that Executive Committee forward its 2026/27 budget requests to Financial Planning Committee for inclusion in the draft 2026/27 budget:

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1. \$135,000 for Trust Council Meetings
2. \$20,000 for Trust Council Training and Conferences
3. \$6,000 for Trust Council Travel for Training
4. \$1,000 for Trust Council Chair Travel
5. \$6,500 for Executive Committee Meeting Expense
6. \$40,000 for Executive Committee on local trust committee costs
7. \$1,500 for Executive Committee Training and Conferences
8. \$1,000 for Executive Committee Travel for Training
9. \$15,000 for UBCM/AVICC Conventions
10. \$6,000 for History and Heritage Conservation Grants in Aid
11. \$15,000 for Planning Application Sponsorship
12. \$1,000 for NAPTEP Application Sponsorship
13. \$47,600 for Public Communications
14. \$50,000 for Reconciliation Action Plan Implementation
15. \$15,000 Policy Statement Amendment Project

CARRIED

- 9.1.2 Trust Area Services - None
- 9.1.3 Planning Services - None
- 9.1.4 Financial and Employee Services - None
- 9.1.5 Legislative and Information Services - None

9.2 Executive Committee Initiated

- 9.2.1 Executive - None
- 9.2.2 Trust Area Services

9.2.2.1 Community to Community (C2C) Grant Application for Agreement with Tsartlip and Tseycum First Nations - Request For Decision

The Director of Trust Area Services apologized for not following the usual application process due to lack of time. Staff recommended proceeding.

It was noted that the deadline is Friday, September 5.

Discussion ensued on who the applicant is (Islands Trust), current Islands Trust policy and which body is in charge.

EC-2025-119

It was MOVED and SECONDED,

that Executive Committee direct staff to work with Tsartlip and Tseycum First Nations (via the WSÁNEĆ Leadership Council Society) to submit a funding application to the Union of British Columbia's Regional Community to Community (C2C) program.

- 9.2.3 Planning Services - None
- 9.2.4 Financial and Employee Services - None
- 9.2.5 Legislative and Information Services - None

10. NEW BUSINESS

10.1 Executive/Trust Council - None

10.2 Trust Area Services

10.2.1 Local Trust Committee Spokespeople – Briefing

The Director of Trust Area Services noted that in the past, only the chair was included on news releases, but now all three trustees would be. Staff explained the procedure and the time sensitivity associated with news, speaker, and media interview requests.

A discussion followed regarding who would be best suited to respond to news inquiries for local trust committees, as well as the local trust committee chair's level of comfort in speaking on behalf of trustees residing on the islands.

A question was raised about the possibility of including this information in the trustee training package.

By general consent item 10.2.1 Local Trust Committee Spokespeople – Briefing was received for information.

10.3 Planning Services - None

10.4 Financial and Employee Services - None

10.5 Legislative and Information Services - None

11. CORRESPONDENCE (for information unless raised for action)

11.1 2025-08-04 M Leichter - Emails Regarding Information Request

Discussion ensued on expectations of the public in relation to staff capacity.

By general consent item 11.1 2025-08-04 M Leichter - Emails Regarding Information Request was received for information.

11.2 2025-08-08 Saanich Inlet Protection Society - Saanich Inlet Roundtable

The Chair noted she cannot attend. Discussion ensued on who can attend and budgetary considerations. Vice-Chair Maude offered to attend.

By general consent item 11.2 2025-08-08 Saanich Inlet Protection Society - Saanich Inlet Roundtable was received for information.

11.3 2025-08-20 Transport Canada - Save the Date: 2025 Ocean's Protection Plan (OPP) Pacific Dialogue Forum

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By general consent item 11.3 2025-08-20 Transport Canada - Save the Date: 2025 Ocean's Protection Plan (OPP) Pacific Dialogue Forum was forwarded to all trustees.

11.4 2025-08-21 Environmental Assessment Office – Reply

By general consent item 11.4 2025-08-21 Environmental Assessment Office – Reply was received for information.

11.5 2025-08-25 K Langereis - 2050 Survey and General Comments

Staff informed the committee that correspondence received regarding the Islands 2050 project is put on the website project page.

By general consent item 11.5 2025-08-25 K Langereis - 2050 Survey and General Comments was received for information.

11.6 2025-08-29 Friends of the Gulf Islands Society - Correspondence for Trust Council Meeting Package

By general consent item 11.6 2025-08-29 Friends of the Gulf Islands Society - Correspondence for Trust Council Meeting Package was forwarded to Trust Council's September meeting agenda.

11.7 025-09-02 Ministry of Forests - Heritage Conservation Act Transformation Project Subscriber Update

By general consent item 11.7 025-09-02 Ministry of Forests - Heritage Conservation Act Transformation Project Subscriber Update was received for information.

12. WORK PROGRAM

12.1 Review and amendment of current work program

By general consent item 12.1 Executive Committee work program was forwarded to Trust Council as presented.

13. NEXT MEETING

The next meeting of the Executive Committee is scheduled to take place in-person at The Haven on Gabriola Island Tuesday, September 16, 2025 starting at 10 a.m.

14. CLOSED MEETING

The Chair indicated that a rise and report will be made at the next scheduled meeting, if necessary.

EC-2025-120

It was MOVED and SECONDED,

that the meeting be closed to the public subject to Sections 90(1)(c)(g) and (i) of the Community Charter in order to consider matters related to labour relations or other employee relations; litigation or potential litigation affecting the Islands Trust and

DRAFT

the receipt of advice that is subject to solicitor-client privilege, including communications necessary for that purpose; and that staff attend the meeting.

CARRIED

The meeting was closed to the public at 2:16 p.m. and reopened at 2:53 p.m.

15. ADJOURNMENT

By general consent the meeting adjourned at 2:53 p.m.

Laura Patrick, Chair

CERTIFIED CORRECT:

Alexandra Trifonidis, Executive Coordinator and Recorder

Minutes are not official until adopted at a subsequent meeting.

Follow Up Action Report

Executive Committee

Chief Administrative Officer

Progress	Activity	Responsibility	Dates	Status
75%	1 Explore future education/workshop sessions on decision-making to benefit trustees.	Rueben Bronee	Meeting: 24-May-2023 Target: 31-Oct-2025	In Progress
100%	2 Staff to forward all respective items to the September Trust Council meeting agenda.	Rueben Bronee	Meeting: 03-Sep-2025 Target: 05-Sep-2025	Completed
100%	3 Staff to forward correspondence item 2025-08-29 Friends of the Gulf Islands Society - Correspondence for Trust Council Meeting Package to Trust Council's September meeting agenda.	Rueben Bronee	Meeting: 03-Sep-2025 Target: 05-Sep-2025	Completed

Follow Up Action Report

Executive Committee

Director Legislative Services and Information Services

Progress	Activity	Responsibility	Dates	Status
0%	1 Investigate options for policies or policy updates for formal opportunities for First Nations presentations and engagement at Trust Council meetings.	Clare Frater David Marlor	Meeting: 07-Oct-2021 Target: 01-Oct-2025	In Progress
50%	2 Staff to prepare a primer on principles of the meeting assembly based on the guidelines from the training session May 19, 2022 along with clarification on points of order.	David Marlor	Meeting: 15-Jan-2025 Target: 02-Dec-2025	In Progress
75%	3 Staff to provide a strategy for providing training to trustees and chairs on respectful meetings, conduct and effective governance communications that includes: - two half-day on-line training sessions for Executive Committee, Islands Trust Conservancy Board chairs and council committee chairs to occur before September Trust Council 2025 (IN PLANNING PHASE) - one half day in-person training session for Trust Council or at June Trust Council meeting quarterly (COMPLETED JUNE 2025) - a review and recommendations on updates to the Islands Trust Standards of Conduct, including developing a foundational system for ethically addressing complaints (PENDING).	David Marlor	Meeting: 05-Feb-2025 Target: 02-Dec-2025	In Progress
0%	4 Staff to draft options for an updated version of Policy 6.12.2 UBCM/AVICC MEMBERSHIP AND RESOLUTIONS. Expect to send to Governance Committee for consideration in policy amendments and staff will draft operational procedures for Executive Committee to consider.	David Marlor	Meeting: 17-Jun-2025 Target: 02-Dec-2025	In Progress
0%	5 Staff will review the Resolution Without Meetings (RWMs) policy further and report back with findings and recommendations.	David Marlor	Meeting: 02-Jul-2025 Target: 26-Aug-2025	In Progress

Follow Up Action Report

Executive Committee

Director of Planning Services

Progress	Activity	Responsibility	Dates	Status
66%	1 Staff to: a) evaluate the implications of a longer referral response window, and; b) consider how Trust Council and local trust committees (LTC's) might consult with First Nations to better understand what changes to the current referral process should be made to both improve communication and to further reconciliation, and report back to Trust Council.	Clare Frater Stefan Cermak	Meeting: 29-Jun-2023 Target: 04-Dec-2025	In Progress
91%	2 Staff to request Ministry of Housing and Municipal Affairs staff to present a briefing on short term rental accommodation principal residence requirement opt-in option to Trust Council in a suitable format. Hannah Rabinovitch, Director, Housing Policy Branch at BC Provincial Government; agreed to in person meeting in December Trust Council. Recommended that BIM and GBLTC share their experiences with opting in.	Stefan Cermak	Meeting: 06-Aug-2025 Target: 11-Nov-2025	In Progress

Follow Up Action Report

Executive Committee

Director of Planning Services

Progress	Activity	Responsibility	Dates	Status
100%	3 Staff to inform Bowen Island Municipality planning staff that Executive Committee found: ·Bylaw No. 673, cited as "Bowen Island Municipality Land Use Bylaw No. 57, 2002, Amendment Bylaw No. 673, 2024" and Bylaw No. 675, cited as "Bowen Island Municipality Official Community Plan Bylaw No. 282, 2010, Amendment Bylaw No. 675, 2025" are not contrary to, or at variance with, the Islands Trust Policy Statement. ·Bylaw No. 693, cited as "Bowen Island Municipality Official Community Plan Bylaw No. 282, 2010 Amendment Bylaw No. 693, 2025" is not contrary to or at variance with the Islands Trust Policy Statement. ·Bylaw No. 694, cited as "Bowen Island Municipality Land Use Bylaw No. 57, 2002 Amendment Bylaw No. 694, 2025" is not contrary to or at variance with the Islands Trust Policy Statement.	Stefan Cermak	Meeting: 03-Sep-2025 Target: 04-Sep-2025	Completed
0%	4 Staff to forward the Short Term Rental Accommodation - Principal Residence Opt-In Update Briefing to all local trust committees.	Stefan Cermak	Meeting: 03-Sep-2025 Target: 15-Sep-2025	In Progress

Director, Financial and Employee Services

Progress	Activity	Responsibility	Dates	Status
51%	1 Staff to add to a future EC agenda: Honoraria for Indigenous elders providing welcomes or presentations at local trust committee meetings.	Clare Frater Julia Mobbs	Meeting: 20-Dec-2023 Target: 31-Oct-2025	In Progress
100%	2 Staff to remove activity one from the Director of Financial and Employee Services follow up action list.	Julia Mobbs	Meeting: 03-Sep-2025 Target: 04-Sep-2025	Completed

Follow Up Action Report

Executive Committee

Director, Trust Area Services

Progress	Activity	Responsibility	Dates	Status
0%	1 Investigate options for policies or policy updates for formal opportunities for First Nations presentations and engagement at Trust Council meetings.	Clare Frater David Marlor	Meeting: 07-Oct-2021 Target: 01-Oct-2025	In Progress
0%	2 Staff to develop policy regarding s. 8 (2) (h.1) (iii) and (iv) of the Islands Trust Act. This request responded to changes to the Islands Trust Act to give Trust Council new discretionary powers relating to supporting and give financial assistance to others to (iii)engage in activities to gain knowledge about the unique amenities and environment of the trust area and to increase public awareness, understanding and appreciation of the unique amenities and environment; (iv)preserve and protect the unique amenities and environment of the trust area. Executive Committee has discussed there may be an opportunity to concurrently review the secretariat services, and grants in aid policies with the intention of identifying administrative efficiencies.	Clare Frater	Meeting: 12-Apr-2022 Target: 31-Mar-2026	In Progress
66%	3 Staff to: a) evaluate the implications of a longer referral response window, and; b) consider how Trust Council and local trust committees (LTC's) might consult with First Nations to better understand what changes to the current referral process should be made to both improve communication and to further reconciliation, and report back to Trust Council.	Clare Frater Stefan Cermak	Meeting: 29-Jun-2023 Target: 04-Dec-2025	In Progress
51%	4 Staff to add to a future EC agenda: Honoraria for Indigenous elders providing welcomes or presentations at local trust committee meetings.	Clare Frater Julia Mobbs	Meeting: 20-Dec-2023 Target: 31-Oct-2025	In Progress

Follow Up Action Report

Executive Committee

Director, Trust Area Services

Progress	Activity	Responsibility	Dates	Status
15%	5 Staff to develop a protocol agreement in cooperation with Snuneymuxw First Nation for Trust Council's consideration. ON HOLD at request of Snuneymuxw First Nation.	Clare Frater	Meeting: 05-Jun-2024 Target: 31-Mar-2026	In Progress
25%	6 Implement the Executive Committee approved "The Role of the Trust" webinar project charter.	Clare Frater	Meeting: 05-Jun-2024 Target: 31-Mar-2026	In Progress
10%	7 Staff to develop a protocol agreement in cooperation with Quw'utsun (Cowichan) Nation for Trust Council's consideration.	Clare Frater	Meeting: 24-Jul-2024 Target: 31-Mar-2026	In Progress
0%	8 Staff to put on a future Executive Committee meeting agenda for Executive Committee to consider: "that the Executive Committee acting as a Local Trust Committee (Ballenas-Winchelsea Islands) request that the Executive Committee consider a policy on engagement and communication with First nations in the Trust area, to be developed with Local Trust Committees, with respect to standing resolutions on Reconciliation and engagement with local First Nations. "	Clare Frater Joe Elliott	Meeting: 18-Jun-2024 Target: 19-Nov-2025	In Progress
49%	9 Staff, with advice from Trustee Elliott, to draft a letter to Snuneymuxw First Nation to gauge their interest in a joint meeting and mention that there is an opportunity to jointly apply for up to a \$20,000 Union of BC Municipality Community to Community Grant. In preparation for a potential grant application with Snuneymuxw First Nation staff to estimate associated costs, and report back to Executive Committee. (ON HOLD)	Clare Frater	Meeting: 18-Dec-2024 Target: 31-Mar-2026	In Progress

Follow Up Action Report

Executive Committee

Director, Trust Area Services

Progress	Activity	Responsibility	Dates	Status
0%	10 Staff to provide advice to the Hornby Island Local Trust Committee regarding a letter of support for the Hornby Island Community Economic Enhancement Corporation's application for nominal rent tenure on 10ha of Crown land for the purpose of supporting provision of workforce housing.	Clare Frater	Meeting: 26-Feb-2025 Target: 05-Sep-2025	In Progress
0%	11 Staff to report back on provincial advocacy options concerning issuance of a 30-year subtidal aquaculture Licence of Occupation in a marine area where zoning does not permit aquaculture use.	Clare Frater	Meeting: 23-Apr-2025 Target: 01-Oct-2025	In Progress
52%	12 Staff to coordinate the delivery of two professional development workshops focused on addressing Indigenous-specific racism for 20 participants comprised of at least 10 staff and up to 10 trustees (with priority to Chair, Vice-Chairs, Conservancy Chair and trustees in the Reconciliation Learning Group), with any spots not taken by trustees to be used by staff that will be engaging with First Nations.	Clare Frater Joe Elliott	Meeting: 14-May-2025 Target: 28-Nov-2025	In Progress
15%	13 Staff to cooperate with Tsartlip First Nation and Tseycum First Nation via the W_SÁNEC Leadership Council Society, to develop an agreement for Trust Council consideration.	Clare Frater Joe Elliott	Meeting: 14-May-2025 Target: 31-Mar-2026	In Progress
80%	14 Staff to apply for, and, if successful, manage a \$20,000 grant from the UBCM Community to Community grant program to support a relationship building event with Tsawout First Nation.	Clare Frater Joe Elliott	Meeting: 14-May-2025 Target: 01-Oct-2025	In Progress
2%	15 Staff to develop a protocol agreement in cooperation with Tsawout First Nation for Trust Council's consideration.	Clare Frater Joe Elliott	Meeting: 14-May-2025 Target: 31-Mar-2026	In Progress

Follow Up Action Report

Executive Committee

Director, Trust Area Services

Progress	Activity		Responsibility	Dates	Status
100%	16	Staff to remove activity nine from the Director of Trust Area Services follow up action list.	Clare Frater	Meeting: 03-Sep-2025 Target: 04-Sep-2025	Completed
100%	17	Staff to forward correspondence item 2025-08-20 Transport Canada - Save the Date: 2025 Ocean's Protection Plan (OPP) Pacific Dialogue Forum to all trustees.	Clare Frater	Meeting: 03-Sep-2025 Target: 04-Sep-2025	Completed
0%	18	Staff to work with Tsartlip and Tseycum First Nations (via the W_SÁNEC Leadership Council Society) to submit a funding application to the Union of British Columbia's Regional Community to Community (C2C) program.	Clare Frater Joe Elliott	Meeting: 03-Sep-2025 Target: 11-Nov-2025	In Progress

Follow Up Action Report

Executive Committee

Senior Indigenous Relations Advisor

Progress	Activity	Responsibility	Dates	Status
0%	1 Staff to put on a future Executive Committee meeting agenda for Executive Committee to consider: "that the Executive Committee acting as a Local Trust Committee (Ballenas-Winchelsea Islands) request that the Executive Committee consider a policy on engagement and communication with First nations in the Trust area, to be developed with Local Trust Committees, with respect to standing resolutions on Reconciliation and engagement with local First Nations. "	Clare Frater Joe Elliott	Meeting: 18-Jun-2024 Target: 19-Nov-2025	In Progress
52%	2 Staff to coordinate the delivery of two professional development workshops focused on addressing Indigenous-specific racism for 20 participants comprised of at least 10 staff and up to 10 trustees (with priority to Chair, Vice-Chairs, Conservancy Chair and trustees in the Reconciliation Learning Group), with any spots not taken by trustees to be used by staff that will be engaging with First Nations.	Clare Frater Joe Elliott	Meeting: 14-May-2025 Target: 28-Nov-2025	In Progress
15%	3 Staff to cooperate with Tsartlip First Nation and Tseycum First Nation via the W_SÁNEC Leadership Council Society, to develop an agreement for Trust Council consideration.	Clare Frater Joe Elliott	Meeting: 14-May-2025 Target: 31-Mar-2026	In Progress
80%	4 Staff to apply for, and, if successful, manage a \$20,000 grant from the UBCM Community to Community grant program to support a relationship building event with Tsawout First Nation.	Clare Frater Joe Elliott	Meeting: 14-May-2025 Target: 01-Oct-2025	In Progress
2%	5 Staff to develop a protocol agreement in cooperation with Tsawout First Nation for Trust Council's consideration.	Clare Frater Joe Elliott	Meeting: 14-May-2025 Target: 31-Mar-2026	In Progress

Follow Up Action Report

Executive Committee

Senior Indigenous Relations Advisor

Progress	Activity	Responsibility	Dates	Status
0%	6 Staff to work with Tsartlip and Tseycum First Nations (via the W_SÁNEC Leadership Council Society) to submit a funding application to the Union of British Columbia's Regional Community to Community (C2C) program.	Clare Frater Joe Elliott	Meeting: 03-Sep-2025 Target: 11-Nov-2025	In Progress



REQUEST FOR DECISION

To: Executive Committee **For the Meeting of:** September 16, 2025

From: Planning Services **Date Prepared:** September 12, 2025

SUBJECT: Request for Executive Committee Sponsorship of Development Application Fee

RECOMMENDATION:

1. **THAT the Executive Committee approve financial sponsorship of \$4,882 for rezoning application PLR20250220 (154 King's Lane Road) which would vary Salt Spring Island Land Use Bylaw No. 355 to allow development of up to 50-affordable housing units, general offices, a child day care centre, and a reduced minimum lot size for potential subdivision of the subject property; and, that Executive Committee resolution EC-2025-111 be rescinded.**

DIRECTOR'S COMMENTS: The attached application for Executive Committee sponsorship of development application fees complies with Islands Trust Policy 4.1.xiii. The application addresses several community needs while not increasing permitted residential density. Staff recommend approving the full financial request as the budget remains 100% available.

1 PURPOSE:

The purpose of the Request for Decision (RFD) is to request the Executive Committee to consider the development application fee sponsorship application from the Gulf Islands Seniors Residence Association (GISRA).

2 BACKGROUND:

This sponsorship request comes from the Gulf Islands Seniors Residence Association on Salt Spring Island. The Gulf Islands Seniors Residence Association (GISRA) is a registered society dedicated to the creation of affordable seniors' housing projects. In 2000, GISRA developed the Meadowbrook Seniors Complex on Atkins Road which they continue to operate. In 2018, GISRA rezoned the subject property to develop a second affordable seniors' residents, Meadowlane, located at 154 Kings Lane on Salt Spring Island to accommodate 48 affordable seniors' housing units, and two staff dwelling units. This project did not take place due to some financial challenges and now have submitted another rezoning application to support the development of 50 units of affordable housing on the property. GISRA purchased the subject lands out of their own resources and has engaged in some community consultation. GISRA has also taken the steps necessary to confirm the viability of the lands to support the proposed level of development including evidence of adequate supply of potable water and sewerage connection.

The rezoning application proposes to amend the Land Use Bylaw to change the zoning from Residential 12 variant A (R12(a)) to Residential 13 to permit the development of 50 units of affordable housing, general offices, a child day care centre, and reduced minimum lot size for

potential subdivision of the property at 154 Kings Lane, Salt Spring Island. The fee refund request was submitted by the applicant following receipt of the application package; however, staff did not initiate processing until now.

This sponsorship request complies with the Islands Trust Policy 4.1.xiii – Guidelines for Executive Committee Sponsored or Local Trust Committee Initiated Development Application, specifically Section 3(1) of the policy is relevant, and states:

3. Conditions appropriate for Executive Committee sponsorship of a property-specific development application are:

- a) When the applicant is a non-profit agency or organization seeking to establish, expand or modify a facility for the benefit of the community at large and consistent with the goals in the Official Community Plan.

3 IMPLICATIONS OF RECOMMENDATION

ORGANIZATIONAL:

This request has been made in the 2024/25 budget period. As with all requests for waiving of application fees, this request has been considered on its own merits and unique circumstances. Should sponsorship be approved, the \$4,882 application fee will be paid by the Executive Committee sponsorship fund and refunded to the applicant. The allocated budget for sponsorships for this period is \$15,000. At time of drafting this report, the entire budget remains available.

FINANCIAL:

Approval of the application for sponsorship would reduce the funds that would otherwise be received from the application fee. Trust Council has allocated funds to cover costs for applications that are approved for sponsorship.

The subject property is in a development permit area thus the applicant may seek future sponsorship if the rezoning is adopted and when getting closer to the design and build stage of the development.

POLICY:

The attached application for Executive Committee sponsorship of development application fees complies with Islands Trust Policy 4.1.xiii.

IMPLEMENTATION/COMMUNICATIONS:

The decision of the Executive Committee will be reported to Salt Spring Island LTC, Salt Spring Island office staff, and the applicant. If sponsorship is approved, Policy C. 6 and 8 must be implemented as follows:

6. Where the Executive Committee wishes to sponsor a property-specific application, the costs of the relevant application fees will be charged to the fund for the sponsorship of development applications that is allocated to the Executive Committee in the base budget following an appropriate resolution from the Executive Committee.

8. Sponsorship by the Executive Committee for a development application that requires approval of the Executive Committee under s.27 [approval of LTC bylaws] of the Islands Trust Act does not fetter the discretion of the Executive Committee. Executive Committee members and staff must ensure that applicants and

members of the public are fully aware of the distinction between the Executive Committee role in decision making regarding that application.

4 RELEVANT POLICY(S):

[Islands Trust Policy 4.1.xiii](#)

5 ATTACHMENT(S):

1. Development Application Fee Sponsorship Application Form and Societal Bylaws
2. Support Request to SSILTC from Applicant, dated June 6, 2025
3. Letter to Applicant, receipt of application and fee

RESPONSE OPTIONS

Recommendation is to approve the request:

1. THAT the Executive Committee approve financial sponsorship of \$4,882 for rezoning application PLR20250220 (154 King's Lane Road) which would vary Salt Spring Island Land Use Bylaw No. 355 to allow development of up to 50-affordable housing units, general offices, a child day care centre, and a reduced minimum lot size for potential subdivision of the subject property.

Alternative option may be to deny the request or sponsor a portion of the fee (ex: 50%):

1. THAT the Executive Committee approve financial sponsorship of \$2,441 (50%) for rezoning application PLR20250220 (154 King's Lane Road) which would vary Salt Spring Island Land Use Bylaw No. 355 to allow development of up to 50-affordable housing units, general offices, a child day care centre, and a reduced minimum lot size for potential subdivision of the subject property.

Prepared By: Oluwashogo Garuba, Planner 2

Reviewed By/Date: Stefan Cermak, Director, Planning Services / July 29, 2025

Development Application Fee Sponsorship Application Form

*Under Islands Trust Policy 4.1.xiii, Trust Council Executive Committee may sponsor development application fees.
When applying for sponsorship, please submit this form, or the details in a letter, **with your development application**.
Applicants are encouraged to file this form with or after their development application.*

To be eligible for Executive Committee Sponsorship:

- ✓ The applicant is a non-profit agency or organization seeking to establish, expand or modify a facility for the benefit of the community at large and consistent with goals in the Official Community Plan (OCP).
- ✓ The applicant is an established or establishing institution supported by taxpayers that is seeking to establish, expand or modify a community facility. (Potential sponsorship of up to one half of the costs of the application)
- ✓ The applicant seeks to implement specific objectives of an OCP with broad community benefits.

The following are NOT eligible for Executive Committee Sponsorship:

- ✗ The applicant is a registered for-profit corporation under the Corporations Act.
- ✗ The applicant is a non-profit agency or organization seeking to establish, expand or modify a facility that would not benefit the community at large.
- ✗ An applicant claims that he or she cannot afford the cost of the application, and the application would not otherwise qualify for sponsorship or initiation.
- ✗ ALR and Subdivision referral application fees are not eligible.

SECTION 1: APPLICANT INFORMATION

(Please print or type all sections)

Organization Name: Gulf Islands Seniors Residence Association (GISRA)

Primary Contact: Harry Barnes, Executive Director

Address: 100-122 Atkins Road, Salt Spring Island, BC V8K 2X7

Telephone: 250-538-1995 E-mail: harryb@gisra.ca

Charitable Status Number (If applicable): 868060534RR0001

Organization Mandate (Attach bylaws, constitution or cite organization website): _____

https://www.gisra.ca/

Board Members (Name, Position): Richard Carlin-President, Linda Adams-Vice President, Peter Spencer-Treasurer, Mike Garside- Secretary, Gordan Koppang-Director

SECTION 2: DEVELOPMENT APPLICATION INFORMATION

Check development application where fee refund is requested:

- ☐ Official Community Plan
☒ Zoning Bylaw Amendment
☐ Development Permit

- ☐ Development Variance Permit
☐ Temporary Use Permit
☐ Other: _____

Development Application Submitted? ☒ Yes ☐ No

Application #: PLRZ20250220

Development Application Fees Paid (Amount): \$4,882.00

Receipt #: 20250063

SECTION 3

Objective of Development Application: revisions to zoning bylaw to include non-seniors as residents eligible in the planned affordable housing,

remove existing restrictions on number of medical practitioners to allow an expansion of the existing health clinic, revise minimum lot size and servicing requirements to allow subdivision of the clinic portion of the site,

and allow flexibility in use of clinic building to also allow non-medical organizations to occupy the space,

Describe how the Development Application furthers official community plan goals: affordable housing and medical clinic expansion

represents a significant contribution towards addressing two of Salt Spring Island's most critical needs – the lack of affordable housing, and the shortage of doctors in the community. We believe this proposal is consistent with several objectives and policies in the Salt Spring Island Official Community Plan. The most relevant policies are those that relate to affordable housing and health care services, as well as those that encourage clustering of affordable housing in serviced areas close to transit routes and services in island villages

SECTION 4

I/we declare that all of the above statements and the information contained in the material submitted in support of the application are to the best of my/our knowledge true and correct.

Printed Name: Harry Barnes, Executive Director

Signature: 

Date: July 29, 2025

Contact Information (e-mail and/or phone): harryb@gisra.ca

INFORMATION TO BE COMPLETED BY ISLANDS TRUST

Date of Executive Committee Consideration: _____ Decision: _____

Financial Details: _____

Fee Refunded: _____

Organization Charitable Status Number: _____

LTC Notified (Date): _____

Applicant Notified (Date): _____



NUMBER: S-38999

SOCIETY ACT

CERTIFICATE OF INCORPORATION

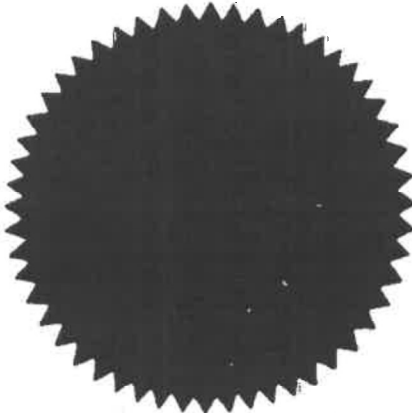
I Hereby Certify that

GULF ISLANDS SENIORS RESIDENCE ASSOCIATION

has this day been incorporated under the *Society Act*

Issued under my hand at Victoria, British Columbia

on November 02, 1998



JOHN S. POWELL
Registrar of Companies
PROVINCE OF BRITISH COLUMBIA
CANADA

FORM 2
SOCIETY ACT
CONSTITUTION

1. The name of the society is

GULF ISLANDS SENIORS RESIDENCE ASSOCIATION

2. The purpose of the society is to construct, provide, maintain, lease, own and manage one or more nonprofit residential facilities on Salt Spring Island for persons 55 years of age or over.

3. The Directors shall serve without remuneration, and the Directors shall not receive, directly or indirectly, any profits from their position as Directors but may be paid expenses incurred by them in the performance of their duties. This clause is unalterable.

4. The Society shall be carried on without purpose of gain for its members, and no part of any income of the Society shall be payable or otherwise available for the personal benefit of the members thereof, and any profits or other accretions to the Society shall be used for promoting its purposes. This clause is unalterable.

5. Upon wind-up or dissolution of the Society, the assets remaining after the payment of all costs, charges and expenses properly incurred in the wind-up, including the remuneration of a liquidator, and after payment to employees of the Society of any arrears of salaries or wages, and after payment of any other debts of the Society, shall be distributed to a charitable organization (or organizations) which shall be designated by the Board of Directors. This clause is unalterable.

BYLAWS

The bylaws of the society are those set out in Schedule B to the Society Act, with the following variations, deletions and additions:

1. Part 5 - Directors and Officers. Sec. 25 (2) replace by: "The number of directors shall be 7 or a greater number determined from time to time at a general meeting."

2. Part 5 - Directors and Officers. Sec. 26 (1) replace by: "At the first Annual General Meeting, four directors shall be elected for a two-year term and three directors shall be elected for a one-year term; thereafter, the term of office for all directors shall be two years. Directors may be re-elected for a maximum of three consecutive terms."

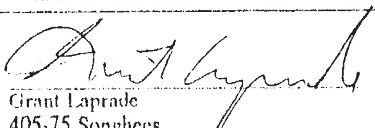
3. BYLAW 30 - PREFACE WITH, "IN ACCORDANCE WITH ARTICLE 3 OF THE CONSTITUTION."

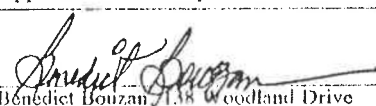
4. Part 10 - Auditor. Sec. 51. replace by "The society's financial records shall be audited annually."

Dated: OCTOBER 27, 1998

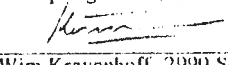
Witness:

Applicants for Incorporation:


Grant Laprade
405-75 Songhees
Victoria, B.C.

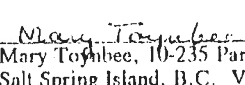

Benedict Bouzan, 138 Woodland Drive
Salt Spring Island, B.C. V8K 1K1


Margaret Cronyn, 2015-135 Brinkworthy Rd.
Salt Spring Island, B.C. V8K 1S2


Wim Krayenhoff, 2990 Southey Point Rd.
Salt Spring Island, B.C. V8K 1A1

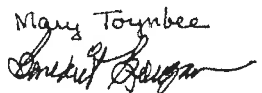

Thomas Woods, 201 Charlesworth Rd.
Salt Spring Island, B.C. V8K 2J7


William Curtin, 1207 Beddis Rd.
Salt Spring Island, B.C. V8K 2C8


Mary Toynbee, 10-235 Park Dr.
Salt Spring Island, B.C. V8K 2R6

EFFECTIVE DATE:

November 2, 1998


Mary Toynbee

GULF ISLANDS SENIORS RESIDENCE ASSOCIATION
BYLAWS

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PART 1 - GENERAL

1.1 **Definitions.** In these bylaws, unless the context otherwise specifies or requires:

- (a) **“Act”** means the *Societies Act* (British Columbia);
- (b) **“Board”** means the board of directors of the Society;
- (c) **“Board Resolution”** means:
 - (i) a resolution passed at a meeting of the Board by a simple majority of the votes cast by the directors voting and entitled to vote on that resolution; or
 - (ii) a resolution consented to in writing, after being sent to all of the directors, by at least three-fourths of the directors entitled to vote on that resolution;

and a Board Resolution approved by any one of these methods is effective as though passed at a duly constituted meeting of the Board;
- (d) **“bylaws”** means these bylaws, as amended and which are, from time to time, in force and effect;
- (e) **“constitution”** means the constitution of the Society within the meaning of the Act;
- (f) **“directors”** means those persons who have become directors in accordance with these bylaws and have not ceased to be directors;
- (g) **“Electronic Means”** means any system or combination of systems, including telephonic, electronic, or web-based technology, that:
 - (i) in relation to a meeting or proceeding, permits all participants to communicate with each other or otherwise participate in the proceeding contemporaneously, in a manner comparable, but not necessarily identical, to a meeting where all participants were present at the same location; and
 - (ii) in relation to a vote or a written consent resolution, permits all eligible voters to cast a vote on or consent to the matter for determination in a manner that adequately discloses the intentions of the voters;
- (h) **“Eligible Party”** means a director or senior manager of the Society;
- (i) **“Eligible Proceeding”** means a legal proceeding or investigative action, whether current, threatened, pending, or completed, in which an Eligible Party, by reason of the Eligible Party being or having been a director or senior manager of the Society, or holding or having held an equivalent position in a subsidiary of the Society:
 - (i) is or may be joined as a party; or

- (ii) is or may be liable for or in respect of a penalty in, or expenses related to, the legal proceeding or investigative action;
- (j) **“general meeting”** means a general meeting of the members of the Society;
- (k) **“members”** means those persons who are, or who subsequently become, members of the Society in accordance with these bylaws and, in either case, have not ceased to be members of the Society;
- (l) **“Ordinary Resolution”** means, subject to Section 5.2:
 - (i) a resolution passed at a general meeting by a simple majority of the votes cast by the voting members; or
 - (ii) a resolution consented to in writing, after being sent to all of the voting members, by at least two-thirds of the voting members;

and an Ordinary Resolution approved by any one of these methods is effective as though passed at a duly constituted general meeting;
- (m) **“President”** means the individual holding the office of president of the Society in accordance with these bylaws;
- (n) **“registered address”** of a member or director means the address of that person (whether a physical address or an e-mail address) as recorded in the register of members or register of directors, as applicable;
- (o) **“registered office”** means the office of the Society established under section 12 or 19 of the Act;
- (p) **“Registrar”** has the same meaning as in the Act;
- (q) **“Relative”** of an individual means:
 - (i) that individual’s Spouse;
 - (ii) that individual’s parent (including an adoptive parent, a stepparent, and a parent-in-law);
 - (iii) that individual’s sibling (including an adopted sibling, a stepsibling, and a sibling-in-law);
 - (iv) that individual’s child (including an adopted child and a stepchild);
 - (v) that individual’s aunt or uncle (i.e., the sibling (including an adopted sibling, a stepsibling, and a sibling-in-law) of any individual described in Section 1.1(q)(ii));
 - (vi) that individual’s nephew, niece, grandchild, or first cousin (i.e., the child (including an adopted child and a stepchild) of any individual described in Section 1.1(q)(iii), 1.1(q)(iv), or 1.1(q)(v)); or
 - (vii) the Spouse of any individual described in Section 1.1(q)(ii), 1.1(q)(iii), 1.1(q)(iv), 1.1(q)(v), or 1.1(q)(vi);

- (r) **“Representative”**, in relation to an Eligible Party, means an heir or personal or other legal representative of the Eligible Party;
- (s) **“Resident”** means an individual residing in any of the residential facilities owned, operated, or facilitated by the Society;
- (t) **“Salt Spring Island Connection”** means:
 - (i) owning or having previously owned real property located on Salt Spring Island, British Columbia;
 - (ii) residing or having previously resided on Salt Spring Island, British Columbia;
 - (iii) having a familial relationship to an individual who: (A) owns or owned real property located on Salt Spring Island, British Columbia; (B) resides or has resided on Salt Spring Island, British Columbia; or (C) has such other connection to Salt Spring Island, British Columbia as may be determined by the Board at any time and from time to time in its sole and unfettered discretion; or
 - (iv) having such other connection to Salt Spring Island, British Columbia as may be determined by the Board at any time and from time to time in its sole and unfettered discretion;
- (u) **“Secretary”** means the individual holding the office of secretary of the Society in accordance with these bylaws;
- (v) **“Society”** means Gulf Islands Seniors Residence Association;
- (w) **“Special Resolution”** means, subject to Section 5.2:
 - (i) a resolution passed at a general meeting by at least two-thirds of the votes cast by the voting members; or
 - (ii) a resolution consented to in writing by all of the voting members;
 and a Special Resolution approved by any one of these methods is effective as though passed at a duly constituted general meeting;
- (x) **“Spouse”** of an individual is:
 - (i) another individual married to that first individual; or
 - (ii) another individual who has lived with that first individual in a marriage-like relationship and: (A) has done so for a continuous period of at least two years; or (B) has a child with that first individual;
- (y) **“Treasurer”** means the individual holding the office of treasurer of the Society in accordance with these bylaws; and
- (z) **“Vice-President”** means the individual holding the office of vice-president of the Society in accordance with these bylaws.

- 1.2 **Interpretation.** For the purposes of these bylaws and except as otherwise expressly provided herein or unless there is something in the subject matter or context inconsistent therewith: (a) all references to a designated “**Part**”, “**Section**”, or other subdivision is to the designated part, section, or other subdivision of these bylaws; (b) the words “**herein**”, “**hereof**”, and “**hereunder**” and other words of similar import refer to these bylaws as a whole and not to any particular Part, Section, or other subdivision; (c) the singular of any term includes the plural and vice versa, and the use of any gendered term (whether masculine, feminine, neuter, or otherwise) is equally applicable to any other gender; (d) the word “**or**” is not exclusive and the word “**including**” is not limiting; (e) any reference to an agreement, instrument, or other document means such agreement, instrument, or other document as amended, supplemented, or modified from time to time; (f) any reference to a statute includes and is a reference to such statute and to the regulations made pursuant thereto with all amendments made thereto and in force from time to time, and to any statute or regulations that may be passed which have the effect of supplementing or superseding such statute or such regulations; (g) the word “**person**” includes an individual, body corporate, or other legal entity; and (h) the word “**elect**” includes “**appoint**”, and vice versa. Other than as specified in Section 1.1 above, words and expressions defined in the Act have the same meanings when used in these bylaws. The headings used in these bylaws are inserted for reference purposes only and are not to be considered or taken into account in construing the provisions thereof or to be deemed in any way to clarify, modify, or explain the effect of any such provisions.
- 1.3 **Paramountcy.** These bylaws are subject to applicable law (including the Act) and if any provision of these bylaws conflicts with any applicable law, such conflict shall be resolved in favour of such law.

PART 2 - REGISTERED CHARITY AND BC HOUSING PROVISIONS

- 2.1 **Non-Profit.** The Society shall be carried on without purpose of gain for its members, and no part of any income of the Society shall be payable or otherwise available for the personal benefit of the members thereof, and any profits or other accretions to the Society shall be used for promoting its purposes. **This clause was previously unalterable.**
- 2.2 **Remuneration of Directors.** The directors shall serve without remuneration, and the directors shall not receive, directly or indirectly, any profits from their positions as director but may be reimbursed for expenses incurred by them in the performance of their duties. **This clause was previously unalterable.**
- (a) To further clarify this Section 2.2, directors may not be remunerated in any capacity, however directors may be reimbursed for reasonable expenses necessarily incurred while acting on behalf of the Society. The Society may not delete or otherwise alter this Section 2.2 (a) without the prior written consent of the British Columbia Housing Management Commission.

- 2.3 **Dissolution.** Upon wind-up or dissolution of the Society, the assets remaining after the payment of all costs, charges and expenses properly incurred in the wind-up, including the remuneration of a liquidator, and after payment to employees of the Society of any arrears of salaries or wages, and after payment of any other debts of the society, shall be distributed to a charitable organization (or organizations) which shall be designated by the board of directors. **This clause was previously unalterable.**

(a) To further clarify this Section 2.3, the charitable organization(s) referred to in this Section 2.3 means a “qualified donee” as described in subsection 149.1 of the *Income Tax Act* (Canada), and which promotes aims or purposes similar to those of this Society. The Society will not alter or delete this Section 2.3 (a) without first obtaining the written consent of the British Columbia Housing Management Commission.

- 2.4 **Affordable Housing Purpose.** The Society may not delete or otherwise alter the affordable housing purpose set forth in its constitution or this Section 2.4 without the prior written consent of the British Columbia Housing Management Commission.

PART 3 - MEMBERSHIP

- 3.1 **Availability of Membership.** Membership in the Society is restricted to:

- (a) those eligible persons who are currently members and who continue as members under Section 3.2 of these bylaws; and
- (b) those eligible persons whose subsequent application for admission as a member has been accepted in accordance with these bylaws.

- 3.2 **Transition of Membership.** On the date these bylaws come into force:

- (a) each person who is a member of the Society and who continues to be eligible for membership under these bylaws will continue as a member until such person ceases to be a member pursuant to these bylaws; and
- (b) each person who is a member of the Society and who is not eligible for membership under these bylaws ceases to be a member as of that date.

- 3.3 **Membership Class.** There is one class of membership in the Society.

- 3.4 **Qualifications.** Membership is available only to those individuals who have a Salt Spring Island Connection and who otherwise meet the membership qualifications, if any, set out in these bylaws.

- 3.5 **Application and Acceptance.** To be admitted in the Society as a member, an individual must apply for membership in the manner prescribed by the Board and be accepted for membership in the Society by Board Resolution or in such other manner as may be determined by the Board.

- 3.6 **Conditions of Continued Membership.** A member must have a Salt Spring Island Connection throughout the term of the member's membership.

- 3.7 **Membership Rights.** A member is entitled to receive notice of, to attend, and, provided such member is in good standing, to vote at all general meetings, and each such member is entitled to one vote at such meetings.
- 3.8 **Term of Membership.** A member's term of membership commences on the date the member is accepted into membership in the Society and expires on the first anniversary of that date.
- 3.9 **Non-Transferable.** Membership in the Society is non-transferable.
- 3.10 **Compliance.** All members shall comply with the code of ethics of the Society as may be issued or amended by the Board at any time and from time to time and with these bylaws.

PART 4 - MEMBERSHIP DUES, TERMINATION, AND DISCIPLINE

- 4.1 **Membership Dues.** Membership dues, if any, may be determined by the Board at any time and from time to time. Once the amount of annual membership dues has been so determined, that amount is deemed to be the amount of annual membership dues in each succeeding year until the Board determines otherwise. In the absence of any such determination, it is deemed that there are no annual membership dues. Members shall be notified in writing of any membership dues at any time payable by them and, if such dues are not paid by the applicable payment due date, the member cease to be in good standing and will not be in good standing for so long as such amounts remain unpaid.
- 4.2 **Standing; Voting Restriction.** Each member is deemed to be in good standing unless the member has failed to pay membership dues by the applicable due date or the member has been suspended from membership in accordance with Sections 4.4 and 4.5. A member that has failed to pay membership dues by the applicable due date will be restored to good standing on the date the member pays the outstanding membership dues, unless the member ceases to be a member prior to such date. A member that has been suspended from membership in accordance with Sections 4.4 and 4.5 of these bylaws will be restored to good standing at the expiry of the member's suspension, unless the member ceases to be a member prior to such date. A member who is not in good standing will not be entitled to vote as a member for so long as the member is not in good standing.
- 4.3 **Termination of Membership.** A member's membership in the Society is terminated when:
 - (a) any specified term of membership expires;
 - (b) the member fails to maintain any conditions for the member's continued membership as specified in these bylaws;
 - (c) the member is not in good standing for more than 12 consecutive months;
 - (d) the member resigns by delivering a written resignation to the Secretary or to the registered office of the Society, in which case such resignation is effective on the date specified in the resignation or, if no date is specified or if the date

specified is earlier than the date the resignation is delivered to the Secretary or to the registered office of the Society, on the date such resignation is delivered to the Secretary or to the registered office of the Society;

- (e) the member dies;
- (f) the member is expelled in accordance with the Act and Sections 4.4 and 4.5 of these bylaws; or
- (g) the member's membership is otherwise terminated in accordance with these bylaws.

Subject to these bylaws, upon any termination of membership, the rights of the member, including any rights in the property of the Society, automatically cease to exist.

4.4 Discipline of Members. The Board may, by Board Resolution, and the members may, by Special Resolution, discipline a member, or suspend or expel any member from the Society on any one or more of the following grounds:

- (a) violating any provision of the constitution, these bylaws, or the written rules, regulations, guidelines, procedures, codes, policies, or other like publications of the Society, as determined by the Board in its sole and unfettered discretion or by the members, as applicable;
- (b) carrying out any conduct or otherwise behaving in any manner which is or which may be detrimental to the Society, as determined by the Board in its sole and unfettered discretion or by the members, as applicable; or
- (c) for any other reason that the Board considers in its sole and unfettered discretion or the members consider to be reasonable, having regard to the purposes and best interests of the Society.

4.5 Procedure for Discipline, Suspension, or Expulsion. In the event the Board proposes or the members propose to discipline a member, or to suspend or expel a member from membership in the Society by Board Resolution or by Special Resolution, as applicable, the President, or such other director or senior manager as may be designated by the Board, shall give to the member not less than 20 days' prior written notice of the proposed discipline, suspension, or expulsion, as applicable, and shall, in the written notice, provide reasons for the proposed discipline, suspension, or expulsion and information regarding the member's right to make representations to the Board or the other members, as applicable. The member may:

- (a) in the case of a proposed Board Resolution, within five days of receiving such notice, make written submissions to the President (or to such other director or senior manager as may be designated by the Board) in response to the notice; and
- (b) in the case of a proposed Special Resolution, make representations to the other members at the general meeting at which the Special Resolution is to be considered.

The President (or such other director or senior manager as may be designated by the Board) shall notify the member concerning the result of any such Board Resolution or Special Resolution. The Board's or the other members' decision regarding discipline, suspension, or expulsion of a member is final and binding on the member without any further right of appeal.

- 4.6 **Delivery of Society Property.** In the event a member is disciplined, suspended, expelled, or otherwise terminated from membership in the Society, the member shall, within 10 days of receiving notice of their sanction, suspension, or expulsion pursuant to Section 4.5, deliver to the Society any and all property of the Society in the member's possession, including records, keys, and access codes. Each member acknowledges and agrees that failure to deliver said property prior to the commencement of the sanction, suspension, or expulsion will result in irreparable harm to the Society and is appropriate cause for immediate judicial relief, including an injunction or specific performance with no undertaking as to damages.

PART 5 - GENERAL MEETINGS

- 5.1 **Annual General Meeting.** The annual general meeting shall be held at least once every calendar year, within six months of the Society's financial year-end, on such date and at such time as may be determined by the Board.
- 5.2 **Annual General Meeting by Consent Resolution.** The Society may hold its annual general meeting by way of a consent resolution. Notwithstanding anything to the contrary herein (including the definitions of Ordinary Resolution and Special Resolution as set forth in Section 1.1), such resolution shall be consented to by all voting members in writing (including by Electronic Means) and shall contain all matters required to be dealt with at an annual general meeting under these bylaws and the Act, including presentation of the annual financial statements and the auditor's report, if any.
- 5.3 **Special General Meeting.** The Board may, if the Board deems appropriate, convene a general meeting other than an annual general meeting on such date and at such time as may be determined by the Board.
- 5.4 **Requisition of General Meeting.** Members may requisition the directors to call a general meeting by following the procedure set out in the Act.
- 5.5 **Member Resolution by Consent.** For greater certainty, subject to Section 5.2, the Society may pass an Ordinary Resolution or a Special Resolution without holding a general meeting if:
- (a) in the case of an Ordinary Resolution, the resolution has been consented to in writing (including by Electronic Means), after being sent to all of the voting members, by not less than two-thirds of the voting members; and
 - (b) in the case of a Special Resolution, the resolution has been consented to in writing (including by Electronic Means) by all of the voting members.

Such consent resolution is valid and effectual as if it had been passed at a general meeting duly called and constituted.

- 5.6 **Meetings by Electronic Means.** The Board may determine, in its sole discretion, to hold any general meeting in whole or in part by Electronic Means so as to allow some or all members to participate in the meeting remotely. Where a general meeting is to be conducted using Electronic Means, the Board shall:

- (a) arrange for suitable Electronic Means; and
- (b) take reasonable steps to ensure that all participants are able to communicate and participate in the meeting adequately and, in particular, that remote participants are able to participate in a manner comparable to participants present in person, if any.

For greater certainty, persons participating at a general meeting by permitted Electronic Means are deemed to be present at the meeting.

- 5.7 **Location of General Meeting.** Subject to Section 5.8, a general meeting must be held at a location in British Columbia as determined by the Board, provided that a general meeting may be held at a location outside British Columbia as determined by the Board if, prior to the meeting, all voting members agree to hold the meeting at that location.

- 5.8 **Location of Electronic Meeting.** If a general meeting is a partially electronic meeting, Section 5.7 applies only to the location where persons attend the meeting in person. If a general meeting is a fully electronic meeting, Section 5.7 does not apply to the meeting.

- 5.9 **Notice of General Meeting.**

- (a) Notice of a general meeting shall be given to the auditor, if any is appointed, and to each member, at the auditor's address and each member's registered address, in writing, by mail, by e-mail provided for that purpose, or by courier or personal delivery at least 14 and no more than 60 days before the meeting. Subject to the Act, no other person is entitled to notice of a general meeting.
- (b) Notwithstanding Section 5.9(a), if the Society has more than the threshold number of members as set forth in section 77(2) of the Act, notice is deemed to be sent if:
 - (i) notice of the date, time, and, if applicable, location of the meeting has been sent to every member of the Society who has provided an e-mail address to the society for the purpose of such notice, by e-mail to that e-mail address; and
 - (ii) notice of the date, time, and, if applicable, location of the meeting: (A) is published at least once in each of the three weeks immediately before the date of the meeting in the Gulf Islands Driftwood or, in the event that the Gulf Islands Driftwood ceases to be a newspaper, one or more other newspapers circulated to residents of Salt Spring Island, British Columbia; or (B) is posted, throughout the period commencing at least

21 days before the meeting and ending when the meeting is held, on a website that is maintained by or on behalf of the Society and is accessible to all members.

- (c) Notice of a general meeting shall specify the date, time, and location, if any, of the meeting, and:
 - (i) if such meeting is not an annual general meeting, the purpose of the meeting;
 - (ii) if such meeting is an electronic meeting, instructions for attending and participating in the meeting by Electronic Means, including, if applicable, instructions for voting at the meeting by Electronic Means;
 - (iii) if any special business is to be conducted at the meeting, the nature of that special business; and
 - (iv) if a Special Resolution is to be voted on at the general meeting, the full text of the Special Resolution.
- (d) Notice of a general meeting is not necessary if all of the members entitled to notice are present and none objects to the holding of the general meeting, or if those absent have waived notice of or have otherwise signified their consent to the holding of such general meeting.
- (e) A member may, in the manner provided in Section 11.1, notify the Society of the member's agreement to reduce the notice period for a general meeting.

5.10 Waiver of Notice. A member may send or deliver to the Society a written waiver of notice of any general meeting, which may be by mail, by e-mail provided for that purpose, or by courier or personal delivery. A member may withdraw such waiver at any time, and until such waiver is withdrawn:

- (a) no notice of any general meeting shall be sent to that member; and
- (b) any and all general meetings, notice of which has not been given to that member, shall, if a quorum of members is present, be valid and effective.

5.11 Persons Entitled to be Present. The only persons entitled to be present at a general meeting are the members, the directors, the senior managers, and the auditor of the Society (if any), and such other persons who are entitled or required to be present at the meeting under any provision of the Act, the constitution, or these bylaws. Any other person may be admitted only on the invitation of the chairperson of the meeting or by Ordinary Resolution.

5.12 Chair of the Meeting. The President shall preside as chairperson at each general meeting, provided that if the President is not present within 15 minutes after the time appointed for the meeting or is otherwise unable to preside as chairperson at that meeting, the Vice-President shall preside as chairperson at that meeting. If the President and the Vice-President are not present within 15 minutes after the time appointed for the meeting or are otherwise unable to preside as chairperson at that meeting, the directors then present shall choose one of their number to preside as

chairperson at that meeting. If the President, the Vice-President, and all directors are not present within 15 minutes after the time appointed for the meeting or are otherwise unable to preside as chairperson at that meeting, the members then present and entitled to vote at the meeting shall choose one of their number to preside as chairperson at that meeting. In the event of any doubt, dispute, or ambiguity in relation to procedural matters or parliamentary process at a general meeting, the individual presiding as chairperson has the authority to interpret and apply such rules of order as the meeting has adopted and determine matters in accordance with those rules, the Act, and these bylaws.

- 5.13 **Proxies.** Voting by proxy at a general meeting is not permitted.
- 5.14 **Quorum.** A quorum at any general meeting is the greater of 10% of the voting members and three voting members, unless the society has fewer than three voting members, in which case a quorum at any general meeting is all of the voting members. For greater certainty, the members present at a general meeting include those attending by Electronic Means, if any.
- 5.15 **Lack of Quorum.** If a quorum is not present within 30 minutes after the time appointed for any general meeting or, at any time during a general meeting, a quorum ceases to be present, all business, other than business relating to the adjournment or termination of the meeting or the election of a person to preside as chairperson of that meeting, shall be suspended until there is a quorum present or until the meeting is adjourned or terminated in accordance with section 5.16 by the chairperson of that meeting.
- 5.16 **Adjournment and Termination.** In the event a quorum is not present within 30 minutes after the time appointed for any general meeting or if the chairperson of that meeting determines that such meeting cannot continue due to the lack of a quorum as provided in Section 5.15:
- (a) if such meeting is a meeting convened by a requisition of the members, the meeting shall be terminated; and
 - (b) in any other case, such meeting shall be adjourned to the same day of the following week at the same time and location, if any.

Notice of an adjourned general meeting or of the business to be transacted at the adjourned meeting is not required to be given, provided that if a general meeting is adjourned for 30 days or more, notice of the adjourned meeting shall be given as in the case of the original meeting. If, at an adjourned general meeting, a quorum is not present within 30 minutes after the appointed time, the members then present and entitled to vote constitute a quorum. No business shall be transacted at an adjourned general meeting other than the business left unfinished at the original meeting.

- 5.17 **Resolutions.** A resolution proposed at a general meeting must be seconded. The chairperson of a general meeting may move or propose a resolution.
- 5.18 **Votes to Govern.** At any general meeting, every resolution or motion shall be determined by a simple majority of the votes cast at that meeting by the voting members, unless otherwise required by the constitution, these bylaws or by the Act. In case of an equality of votes, the chairperson of the meeting shall not have a second

or casting vote in addition to any vote the chairperson of the meeting may have in such individual's capacity as a member, and the proposed resolution or motion is deemed to have failed.

- 5.19 **Method of Voting.** Subject to Section 6.4(b), at a general meeting, voting shall be by a show of hands, by oral vote, or by Electronic Means. Notwithstanding the foregoing, if before or after such a vote, any two members then present request a secret ballot or the chairperson of the general meeting directs that voting proceed by way of secret ballot, then voting shall be by secret ballot (which secret ballot may, for greater certainty, be conducted by Electronic Means).
- 5.20 **Business at Annual General Meeting.** At an annual general meeting, the following business is ordinary business:
- (a) adoption of rules of order;
 - (b) presentation and consideration of the Society's financial statements, prepared in compliance with the Act;
 - (c) consideration of the reports, if any, of the directors or auditor;
 - (d) election or appointment of directors;
 - (e) appointment of the auditor, if any; and
 - (f) business arising out of a report of the directors not requiring the passing of a Special Resolution;
- and all other business is special business.
- 5.21 **Members' Proposals.** Voting members of the Society may send to the Society a notice of a matter that the members propose to have considered at an annual general meeting by following the procedure set out in the Act.
- 5.22 **Annual Report.** Within 30 days after an annual general meeting, the Society shall file with the Registrar an annual report that includes the date on which the meeting was held, subject to any exceptions or extensions in the Act.

PART 6 - DIRECTORS

- 6.1 **General Duties and Powers.** The property and affairs of the Society shall be managed by the Board. The Board may exercise all the powers and do all acts and things that the Society may exercise and do, subject to these bylaws and all laws affecting the Society.
- 6.2 **Composition of Board.** The Board shall be composed of not fewer than three and not more than 11 directors, with the actual number being determined by Ordinary Resolution from time to time.
- 6.3 **Election and Term.** On the date these bylaws become effective, the incumbent directors will continue as the directors of the Society for the remainder of the terms for which they were elected or appointed. Thereafter, the members shall elect the

directors from among the eligible candidates (determined pursuant to Section 6.5) at each succeeding annual general meeting at which an election of directors is required. Subject to Sections 6.7, 6.8, and 6.9, the directors shall be elected to hold office for a term of two years, commencing at the close of such meeting and ending at the close of the annual general meeting taking place in the year in which the director's term expires. A director may be elected to three consecutive terms or, if elected by Special Resolution, to a fourth consecutive term, in each case after which time such director shall cease to be a director for a period of at least one year before being eligible for re-election.

6.4 Method of Election. Unless otherwise required by the Act or these bylaws, if at a general meeting at which an election of directors is required:

- (a) the number of eligible Board candidates (determined pursuant to Section 6.5) is equal to the number of vacant positions on the Board, then separate elections shall be held for each vacant director position and, subject to Section 6.3, each candidate will only be elected by Ordinary Resolution; or
- (b) the number of eligible Board candidates (determined pursuant to Section 6.5) exceeds the number of vacant positions on the Board, then: (i) the election shall be conducted by way of secret ballot; (ii) individual candidates shall be elected to the Board in order of those candidates receiving the most votes; (iii) each member entitled to vote has one vote for each vacant Board position; and (iv) no member may vote for more candidates than the number of vacant Board positions.

6.5 Nomination of Directors. Subject to the Act and these bylaws, only those members in good standing nominated in accordance with the procedures set out in this Section 6.5 shall be eligible for election to the Board, and the procedures set forth in this Section 6.5 are the exclusive means for any person to bring nominations for election to the Board at any general meeting. A member in good standing may, within the period commencing following delivery to the member of notice of a general meeting at which an election of directors is required and ending at 5:00 p.m. (Vancouver, British Columbia time) on the day that is seven days prior to the date of that general meeting, deliver to the Secretary written notice of the member's intention to nominate the member for election as a director. To be in proper written form, a nomination notice must disclose or include, as applicable:

- (a) the legal name and age of the member;
- (b) the contact information of the member, including: (i) the member's residential address or another address at which the member can usually be served with records between the hours of 9:00 a.m. and 4:00 p.m. (Vancouver, British Columbia time) from Monday to Friday, inclusive; (ii) the member's e-mail address; and (iii) the member's phone number;
- (c) a statement indicating whether the member is ordinarily resident in British Columbia;
- (d) a statement confirming the member is in good standing;

- (e) a statement confirming the member is qualified to be a director pursuant to the Act and these bylaws;
- (f) a statement setting out the reasons why the member wishes to be elected to the Board; and
- (g) a description of the member's current employment and volunteer activities.

A nomination notice which is not in the form required by this Section 6.5 or which is not received at or prior to 5:00 p.m. (Vancouver, British Columbia time) on the day that is seven days prior to the date of the applicable general meeting is invalid. Those members in good standing who have delivered a valid nomination notice to the Secretary as provided in this Section 6.5 and whose names are confirmed by the Board at the applicable general meeting are sole candidates eligible for election to the Board at that general meeting.

6.6 Qualifications. A director must:

- (a) be a member of the Society;
- (b) not be: (i) a Resident; (ii) a Relative of a Resident; (iii) the attorney of a Resident pursuant to a power of attorney, the committee of a Resident pursuant to the *Patients Property Act* (British Columbia), or otherwise authorized by applicable law to make decisions on behalf of a Resident in relation to the Resident's financial affairs; or (iv) the representative of a Resident pursuant to the *Representation Agreement Act* (British Columbia) or otherwise authorized by applicable law to make decisions on behalf of a Resident in relation to the Resident's personal care;
- (c) not be a Relative of: (i) the incumbent Executive Director of the Society; (ii) the incumbent Chief Financial Officer of the Society; or (iii) any of the other incumbent directors of the Society; and
- (d) hold such qualifications as are required by the Act.

6.7 Disqualification. A director who is not qualified to be a director under the Act or these bylaws ceases to hold office as of the date of disqualification.

6.8 Removal of Director. A director may be removed before the expiration of the director's term of office by:

- (a) Special Resolution, provided the director is entitled to be heard prior to the time when the Special Resolution is to be considered; or
- (b) Board Resolution, provided that the director is entitled to not less than seven days' advance notice in writing of the proposed Board Resolution and to address the Board at or prior to the vote on the resolution.

If a director has been removed in accordance with this Section 6.8, the members may concurrently elect a replacement director by Ordinary Resolution to serve for the balance of the removed director's term of office in accordance with Section 6.5. For greater certainty, if the Board proposes to remove a director by Board Resolution, the

director proposed for removal has a conflict of interest and may not vote on the Board Resolution.

6.9 Ceasing to be a Director. An individual automatically ceases to be a director when:

- (a) the director's term expires, provided that if no successor is elected or appointed to replace the incumbent director and the result is that there would be a vacancy on the Board, then notwithstanding the term limits set forth in Section 6.3, the incumbent director shall continue to hold office until such time as the director's successor is elected or appointed, or the director otherwise ceases to hold office in accordance with this Section 6.9;
- (b) the director is no longer qualified to be a director pursuant to these bylaws;
- (c) the director resigns as a director by delivering a written resignation to the Secretary or to the registered office of the Society, in which case such resignation is effective on the date specified in the resignation or, if no date is specified or if the date specified is earlier than the date the resignation is delivered to the Secretary or to the registered office of the Society, on the date such resignation is delivered to the Secretary or to the registered office of the Society;
- (d) the director ceases to be a member;
- (e) the director is removed; or
- (f) the director dies.

6.10 Casual Vacancies. If a director ceases to be a director prior to the expiry of the director's term or there is otherwise a vacancy on the Board for any reason and, in the case of a director removed pursuant to Section 6.8, a replacement director is not concurrently elected or appointed by Ordinary Resolution, the remaining directors may, by Board Resolution, appoint a director who otherwise meets the qualifications for directors set out herein to fill the vacancy and to serve for the remainder of such former director's term.

6.11 Invalidation of Acts. No act or proceeding of the Board is invalid by reason only of there being fewer than the required number of directors in office. No rule made by the Society at a general meeting invalidates a prior act of the directors that would have been valid if that rule had not been made.

PART 7 - MEETINGS OF DIRECTORS

7.1 Board Meetings. Meetings of the Board may be held on such date, at such time, and, if applicable, at such location within or outside Canada, as the Board may determine from time to time.

7.2 Calling of Meetings. Meetings of the Board may be called by the President or by any two directors at any time.

- 7.3 **Regular Meetings.** The Board may appoint a day or days in any month or months for regular meetings of the Board at a date, time, and location, if any, to be named. A copy of any Board Resolution fixing the time and location, if any, of such regular meetings of the Board shall be sent to each director forthwith after being passed, but no other notice is required for any such regular meeting.
- 7.4 **Meetings by Electronic Means.** The Board may determine, in its discretion, to hold any meetings of the Board in whole or in part by Electronic Means, so as to allow some or all parties to participate in the meeting remotely. Where a meeting of the Board is conducted by Electronic Means, the Board shall take reasonable steps to ensure that all participants are able to communicate and participate in the meeting.
- 7.5 **Board Resolution by Consent.** For greater certainty, the Board may pass a Board Resolution without holding a meeting of the Board if the resolution has been submitted to all directors and has been consented to in writing (including by Electronic Means) by not less than three-fourths of the directors who would have been entitled to vote on the resolution at a meeting of the Board. Such consent resolution is valid and effectual as if it had been passed at a meeting of the Board duly called and constituted.
- 7.6 **Notice of Meeting.** Subject to Section 7.3, notice of the time, date and location, if any, for the holding of a meeting of the Board shall be given in the manner provided in Section 11.1 of these bylaws to every director of the Society not fewer than two days before the time when the meeting is to be held. Notice of a meeting is not necessary if all of the directors are present and none objects to the holding of the meeting or if those absent have waived notice of or have otherwise signified their consent to the holding of such meeting. Unless these bylaws or the Act otherwise provide, no notice of meeting need specify the purpose or the business to be transacted at the meeting. Notice of the first meeting of the Board held immediately following the appointment or election of a director need not be given to the newly elected or appointed director for the meeting to be properly constituted, provided a quorum of directors is then present.
- 7.7 **Proxies.** Voting by proxy at a meeting of the Board is not permitted.
- 7.8 **Quorum.** The directors may from time to time fix the quorum necessary to transact business at a meeting of the Board, and unless so fixed, a majority of the number of directors then in office constitutes a quorum. Despite any vacancy among the directors, a quorum of directors may exercise all of the powers of the directors.
- 7.9 **Lack of Quorum.** If a quorum is not present within 30 minutes after the time appointed for any meeting of the Board or at any time during a meeting of the Board, a quorum ceases to be present, all business, other than business relating to the election of the chairperson of the meeting and the adjournment or termination of the meeting, shall be suspended until there is a quorum present or until the meeting is adjourned in accordance with Section 7.10.
- 7.10 **Adjournment and Termination.** In the event a quorum is not present within 30 minutes after the time appointed for any meeting of the Board or chairperson of the meeting determines that such meeting cannot continue due to the lack of a quorum as provided in Section 7.9, such meeting of the Board shall be adjourned to such time and date and at such location, if any, as the chairperson of the meeting may determine.

Notice of an adjourned meeting of the Board or of the business to be transacted at the adjourned meeting is not required to be given if the time and location, if any, of the adjourned meeting is announced at the original meeting, provided that if a meeting of the Board is adjourned for 10 days or more, notice of the adjourned meeting shall be given as in the case of the original meeting. If there is no quorum present at the adjourned meeting, the original meeting is deemed to have terminated forthwith after its adjournment. Any business may be brought before or dealt with at any adjourned meeting which might have been brought before or dealt with at the original meeting in accordance with the notice calling the same.

- 7.11 **Chair of the Meeting.** The President shall preside as chairperson at each meeting of the Board, provided that if the President is not present within 15 minutes after the time appointed for the meeting or is otherwise unable to preside as chairperson at that meeting, the Vice-President shall preside as chairperson at that meeting. If the President and the Vice-President are not present within 15 minutes after the time appointed for the meeting or are otherwise unable to preside as chairperson at that meeting, the directors then present shall choose one of their number to preside as chairperson at that meeting. In the event of any doubt, dispute, or ambiguity in relation to procedural matters or parliamentary process at a meeting of the Board, the individual presiding as chairperson has the authority to interpret and apply such rules of order as the meeting has adopted and determine matters in accordance with those rules, the Act, and these bylaws.
- 7.12 **Resolutions.** A resolution proposed at a meeting of the Board must be seconded. The chairperson of a meeting of the Board may move or propose a resolution.
- 7.13 **Votes to Govern.** Each director is authorized to exercise one vote in respect of a Board Resolution. At all meetings of the Board, every motion or resolution shall be decided by a simple majority of the votes cast at that meeting by the directors voting and entitled to vote on that motion or resolution, unless otherwise required by the constitution, these bylaws, or the Act. Any question or matter concerning the Society which is not required by the Act or these bylaws to be determined by Ordinary Resolution or Special Resolution, or otherwise by the members, shall be determined by Board Resolution. In case of an equality of votes, the chairperson of the meeting shall not have a second or casting vote in addition to any vote the chairperson of the meeting may have in such individual's capacity as a director, and the proposed motion or resolution is deemed to have failed.
- 7.14 **Method of Voting.** At a meeting of the Board, voting shall be by a show of hands, by oral vote, or by Electronic Means. Notwithstanding the foregoing, if before or after such a vote, any director then present requests a secret ballot or the chairperson of the meeting of the Board directs that voting proceed by way of secret ballot, then voting shall be by secret ballot (which secret ballot may, for greater certainty, be conducted by Electronic Means).
- 7.15 **Conflict of Interest.** This Section 7.15 applies to a director who has a direct or indirect material interest, that is known by the director or reasonably ought to have been known, in:
- (a) a contract or transaction (whether existing or proposed) of the Society; or

- (b) a matter that is or is to be the subject of consideration by the Board, if that interest could result in the creation of a duty or interest that materially conflicts with that director's duty or interest as a director of the Society;

except in the circumstances set forth in section 56(5) of the Act. Subject to Section 56(4) of the Act, a director to whom this Section 7.15 applies:

- (c) must disclose fully and promptly to the other directors the nature and extent of the director's interest;
- (d) must abstain from voting on or consenting to a Board Resolution in respect of the contract, transaction, or matter referenced above;
- (e) must leave the meeting of the Board, if any: (i) when the contract, transaction, or matter is discussed, unless asked by a majority of the other directors present at the meeting to be in attendance to provide information; and (ii) when the other directors vote on the contract, transaction, or matter;
- (f) must refrain from any action intended to influence the discussion or vote; and
- (g) shall be counted in the quorum at a meeting of the Board at which the contract, transaction, or matter is considered, provided the director is present.

For greater certainty, the Board may establish further policies governing conflicts of interest of directors and others, provided such policies do not contradict the Act or these bylaws.

PART 8 - COMMITTEES

- 8.1 **Appointment.** The Board may, from time to time by Board Resolution, constitute such standing and special committees, consisting of such persons (whom may or may not be members, directors, or senior managers) as the Board thinks fit. Unless specifically designated as a standing committee, any special committee so created must be created for a specified time only and upon completion of the earlier of the specified time period or the task for which the special committee was so appointed, a special committee is automatically dissolved.
- 8.2 **Powers.** The Board may delegate to a committee any of the Board's powers, except the power to change the committee's membership or purpose, the power to fill vacancies in a committee, or the power to appoint or remove senior managers. The Board may, from time to time by Board Resolution, impose conditions or other restrictions on a committee and such committee shall comply with any such conditions or restrictions.
- 8.3 **Authority of the Board to Revoke.** The Board may, at any time by Board Resolution, remove or override any authority given to or acts to be done by any committee, terminate the appointment of or change the membership of any committee, or fill a vacancy in any committee.

- 8.4 **Delegation.** No delegation of authority by the directors to any committee or person precludes the directors from exercising the authority required to meet their responsibilities for the conduct of the affairs of the Society.
- 8.5 **Rules and Reporting.** A committee shall:
- (a) conform to any rules that may from time to time be imposed on such committee by the Board; and
 - (b) report every act or thing done in the exercise of its powers to the Board at the earliest meeting of the Board to be held after such act or thing has been done, or at such other time as the Board may direct.
- 8.6 **Quorum and Calling of Meetings.** Unless otherwise provided by the Board or these bylaws, a majority of the number of members in any committee constitutes a quorum thereof, and the committee shall meet at the call of its chairperson or any two committee members thereof.
- 8.7 **Meetings by Electronic Means.** A committee may determine, in its discretion, to hold any meetings of the committee in whole or in part by Electronic Means, so as to allow some or all parties to participate in the meeting remotely. Where a meeting of a committee is conducted by Electronic Means, the committee shall take reasonable steps to ensure that all participants are able to communicate and participate in the meeting.
- 8.8 **Chair of Committee.** The Board shall appoint the chairperson of each committee from among the members of the committee.
- 8.9 **Votes to Govern.** Each member of a committee is entitled to exercise one vote in respect of all resolutions or questions to be determined by the committee. Questions arising at any meeting of a committee shall be determined by a simple majority of the votes cast at that meeting by the members of the committee voting and entitled to vote on that question. In case of an equality of votes, the chairperson of the committee shall not have a second or casting vote, and the proposed resolution is deemed to have failed.
- 8.10 **Committee Resolution by Consent.** A committee may pass a resolution without holding a meeting of the committee if the resolution has been submitted to all committee members and has been consented to in writing (including by Electronic Means) by not less than three-fourths of the committee members. Such consent resolution is valid and effectual as if it had been passed at a meeting of such committee duly called and constituted.
- 8.11 **Ex-Officio Participant.** The President is entitled to receive notice of, to attend, and to participate in all meetings of each committee, provided that unless the President is a member of the committee, the President shall not be counted in the quorum and shall not be entitled to vote.

PART 9 - SENIOR MANAGERS

- 9.1 **Roles.** At each meeting of the Board first following each annual general meeting, the directors shall appoint, from among their number, individuals to fill the following senior manager positions, and a director other than the President may hold more than one position:
- (a) **President.** The President is responsible for supervising the other directors in the execution of their duties.
 - (b) **Vice-President.** The Vice-President is responsible for carrying out the duties of the President if the President is unable to act.
 - (c) **Secretary.** The Secretary is responsible for doing, or making the necessary arrangements for, the following:
 - (i) conducting the correspondence of the Society;
 - (ii) issuing notices of general meetings and meetings of the Board;
 - (iii) keeping minutes of general meetings and meetings of the Board;
 - (iv) having custody of all records and documents of the Society, except those required to be kept by the Treasurer;
 - (v) having custody of the common seal of the Society, if any; and
 - (vi) maintaining the register of members.

If the Secretary is absent from a general meeting or a meeting of the Board, the Board shall appoint another director to act as secretary of that meeting.
 - (d) **Treasurer.** The Treasurer is responsible for doing, or making the necessary arrangements for, the following:
 - (i) keeping the financial records, including the books of account, necessary to comply with the Act; and
 - (ii) rendering financial statements to the Board and the members when required.
- 9.2 **Other Senior Managers.** The Board may, in its sole discretion by Board Resolution, appoint other senior managers with such titles, designations, remuneration, duties, and authority as the Board may determine from time to time.
- 9.3 **Term.** Each senior manager shall be appointed to hold office for a term of one year, commencing at the close of the meeting of the Board at which the senior manager was appointed and ending at the close of the first meeting of the Board taking place after the first annual general meeting following the meeting of the Board at which the senior manager was appointed. A senior manager may be appointed to any number of consecutive terms.

- 9.4 **Removal of Senior Manager.** In the absence of a written agreement to the contrary, the Board may, by Board Resolution, remove, whether for cause or without cause, any senior manager prior to the expiry of the senior manager's term.
- 9.5 **Cessation.** An individual automatically ceases to be a senior manager when:
- (a) the senior manager's term expires, provided that if no successor is appointed to replace the incumbent senior manager, the incumbent senior manager shall continue to hold office until such time as the senior manager's successor is appointed or the senior manager otherwise ceases to hold office in accordance with this Section 9.5;
 - (b) the senior manager ceases to be qualified pursuant to the Act or these bylaws;
 - (c) the senior manager resigns by delivering a written resignation to the Secretary or to the registered office of the Society, in which case such resignation is effective on the date specified in the resignation or, if no date is specified or if the date specified is earlier than the date the resignation is delivered to the Secretary or to the registered office of the Society, on the date such resignation is delivered to the Secretary or to the registered office of the Society;
 - (d) the senior manager ceases to be a director;
 - (e) the senior manager is removed; or
 - (f) the senior manager dies.
- 9.6 **Casual Vacancies.** If a senior manager ceases to hold office prior to the expiry of the senior manager's term of office or there is a vacancy in the office of a senior manager for any reason, the Board may, by Board Resolution, appoint a replacement senior manager who otherwise meets the qualifications for senior managers set out herein to serve for the remainder of such senior manager's term of office.

PART 10 - INDEMNIFICATION

- 10.1 **Optional Indemnification of an Eligible Party.** Subject to Sections 10.2 and 10.5 and the provisions of the Act, the Society may, in its sole discretion (as determined by the Board), do any one or both of the following:
- (a) indemnify an Eligible Party or a Representative of the Eligible Party against all judgments, penalties, or fines awarded or imposed in, or amounts paid in settlement of, an Eligible Proceeding; or
 - (b) after the final disposition of an Eligible Proceeding, pay the costs, charges, and expenses (including legal and other fees, but not including judgments, penalties or fines awarded or imposed in, or amounts paid in settlement of, an Eligible Proceeding) actually and reasonably incurred by an Eligible Party or a Representative of the Eligible Party in respect of the Eligible Proceeding.

- 10.2 **Mandatory Indemnification of Eligible Party.** Subject to Sections 10.3 and 10.5, the Society shall, after the final disposition of an Eligible Proceeding, pay the amounts set forth in Section 10.1(b) if:
- (a) neither the Eligible Party nor the Representative has been reimbursed for such amounts; and
 - (b) the Eligible Party was not judged by a court, in Canada or elsewhere, or by another competent authority to have committed any fault, or to have omitted to do anything that the Eligible Party ought to have done.
- 10.3 **Subsidiary.** The Society may, in its discretion (as determined by the Board), elect not to pay the amounts set forth in Section 10.2 if the Eligible Party or the Representative is liable for or in respect of those amounts by reason of the Eligible Party or the Representative holding or having held a position in a subsidiary of the Society, which position is equivalent to the position of a director or senior manager of a society.
- 10.4 **Advancement of Expenses.** To the extent permitted by the Act and subject to Section 10.5, the Society may in its sole discretion (as determined by the Board) pay, as they are incurred in advance of the final disposition of an Eligible Proceeding, the costs, charges and expenses (including legal and other fees, but not including judgments, penalties or fines awarded or imposed in, or amounts paid in settlement of, an Eligible Proceeding) actually and reasonably incurred by an Eligible Party or a Representative of the Eligible Party in respect of the Eligible Proceeding, if and only if the Board has received from the Eligible Party or the Representative of the Eligible Party (as applicable) a written undertaking that, if it is ultimately determined that the payment of such amounts is prohibited by section 65 of the Act, the Eligible Party or the Representative (as applicable) will repay the amounts advanced.
- 10.5 **Indemnification prohibited.** Notwithstanding anything to the contrary herein, the Society shall not indemnify or pay the costs, charges, and expenses (including legal and other fees, but not including judgments, penalties or fines awarded or imposed in, or amounts paid in settlement of, an Eligible Proceeding) of an Eligible Party or a Representative of the Eligible Party in respect of an Eligible Proceeding:
- (a) if, in relation to the subject matter of the Eligible Proceeding, the Eligible Party did not act honestly and in good faith with a view to the best interests of the Society or the subsidiary of the Society, as the case may be;
 - (b) in the case of an Eligible Proceeding other than a civil proceeding, if the Eligible Party did not have reasonable grounds for believing that the Eligible Party's conduct, in respect of which the Eligible Proceeding was brought, was lawful; or
 - (c) in the case of an Eligible Proceeding brought by or on behalf of the Society, or a subsidiary of the Society, unless the court, on the application of the Society, approves the indemnification or payment.
- 10.6 **Insurance.** The Society may purchase and maintain insurance, for the benefit of an Eligible Party or a Representative of an Eligible Party, against any liability that may be incurred by reason of such person being or having been a director or senior manager

of the Society or holding or having held an equivalent position in a subsidiary of the Society.

PART 11 - NOTICES

11.1 Method of Giving Notices. Unless otherwise specified in the constitution, these bylaws or the Act, any notice (which term includes any communication or document) to be given, sent, delivered, or served to a member, director, senior manager, or member of a committee of the Board or to the auditor is sufficiently given, if:

- (a) delivered personally to the person to whom it is to be given or if delivered to such person's registered address;
- (b) mailed to such person at such person's registered address by prepaid ordinary or air mail; or
- (c) sent to such person in writing by telephonic, electronic, or other communication facility at such person's registered address given for that purpose.

A notice so delivered is deemed to have been given when it is delivered personally or to the registered address as aforesaid. A notice so mailed is deemed to have been given when deposited in a post office or public letter box. A notice so sent by any means of transmitted or recorded communication is deemed to have been given when dispatched or delivered to the appropriate communication company or agency or its representative for dispatch. The Secretary may change or cause to be changed the registered or recorded address of any member, director, senior manager, auditor, or member of a committee of the Board in accordance with any information believed by the Secretary to be reliable. The declaration by the Secretary that notice has been given pursuant to this bylaw is sufficient and conclusive evidence of the giving of such notice. The signature of any director or senior manager of the Society to any notice or other document to be given by the Society may be written, stamped, type-written or printed or partly written, stamped, type-written, or printed. A person's registered address is deemed to be given for the purpose of delivery of notices pursuant to this Section 11.1 and otherwise pursuant to these bylaws unless the person notifies the Society in writing of a contrary intention.

11.2 Changes to Registered Address. Each member and director shall promptly notify the Secretary of changes to the member's or director's registered address (being such person's contact information as set out in the register of members or register of directors, as applicable).

11.3 Omissions and Errors. The accidental omission to give any notice to any member, director, senior manager, member of a committee of the Board, or auditor, the non-receipt of any notice by any such person where the Society has provided notice in accordance with these bylaws, or any error in any notice not affecting its substance, does not invalidate any action taken at any meeting to which the notice pertained or otherwise founded on such notice. Attendance at a meeting in which notice was accidentally omitted is acceptance of adequate notice.

PART 12 - DOCUMENTS AND RECORDS

12.1 Execution of Documents. Instruments in writing requiring execution by the Society may be signed in such a manner as the Board may from time to time determine by Board Resolution. All instruments in writing so signed are binding upon the Society without any further authorization or formality. The Board has the power from time to time by Board Resolution to appoint any person or persons on behalf of the Society either to sign instruments in writing generally or to sign specific instruments and, in the absence of such appointment, any one director or senior manager may sign any such instruments. Any person authorized to sign any document may affix the corporate seal (if any) to the document. Any director or senior manager may certify a copy of any instrument, resolution, bylaw, or other document of the Society to be a true copy thereof.

12.2 Access to Records.

- (a) The documents of the Society, including the financial and accounting records, and the minutes of general meetings, committee meetings and meetings of the Board, shall be open to the inspection of any director at reasonable times.
- (b) A member in good standing is entitled, subject to any Board Resolution under section 25 of the Act, upon providing not less than 14 days' notice to the Society, to examine any of the following documents and records of the Society at the registered office of the Society during the Society's normal business hours:
 - (i) the constitution and these bylaws, and any amendments thereto;
 - (ii) the statement of directors and registered office of the Society;
 - (iii) minutes of any general meeting, including the text of each resolution passed at the meeting;
 - (iv) resolutions of the members in writing, if any;
 - (v) annual financial statements relating to a past fiscal year that have been received by the members in a general meeting;
 - (vi) the register of directors;
 - (vii) the register of members;
 - (viii) the Society's certificate of incorporation, and any other certificates, confirmations or records furnished to the Society by the Registrar;
 - (ix) copies of orders made by a court, tribunal, or government body in respect of the Society;
 - (x) the written consents of directors to act as such; and
 - (xi) the disclosure of a director or senior manager regarding a conflict of interest.

- (c) Except as expressly provided by statute or at law, a member is not entitled to examine or inspect any other document or record of the Society. However, subject to such policies as the Board may establish, a member in good standing may request, in writing delivered to the registered office of the Society, to examine any other document or record of the Society and the Board may reject such request or allow the member to examine the document or a copy thereof, in whole or in part and subject to such redaction as the Board deems necessary, all in the Board's sole discretion.
 - (d) Copies of documents to which a member is allowed to examine may be provided on request by the member for a reasonable production fee to be determined by the Board.
- 12.3 **Inspection by Non-Members.** A non-member may only inspect the records of the Society with permission of the Board. A non-member may not inspect the register of members.
- 12.4 **Use of Members and Directors Register.** A person shall not use contact information that the person obtains from an inspection of the Society's register of members or directors except in connection with matters related to the activities or internal affairs of the Society and in compliance with the Act.

PART 13 - FINANCIAL AND ADMINISTRATIVE MATTERS

- 13.1 **Annual Budget.** The Board shall, prior to the end of each financial year of the Society, pass a Board Resolution approving the operating and capital budgets of the Society for the ensuing financial year of the Society.
- 13.2 **Investment.** The Board may, without authorization of the members, invest in any investment in which a prudent investor might invest.
- 13.3 **Contracts and General Expenditures.** Subject to the Act and these bylaws, the Board may, without authorization of the members:
- (a) make or cause to be made for the Society, in its name, any kind of contract which the Society may lawfully enter into; and
 - (b) authorize expenditures on behalf of the Society.
- 13.4 **Borrowing.** The Board may, without authorization of the members and on behalf of and in the name of the Society, raise or secure the payment or repayment of money in the manner the Board decides, including by engaging in the following activities:
- (a) borrow money on the credit of the Society;
 - (b) issue, reissue, sell, pledge, or hypothecate debt obligations of the Society;
 - (c) give a guarantee on behalf of the Society to secure performance of an obligation of any person; and

- (d) mortgage, hypothecate, pledge, or otherwise create a security interest in all or any property of the Society owned or subsequently acquired, to secure any obligation of the Society.
- 13.5 **Banking Arrangements.** The banking business of the Society shall be transacted at such bank, trust company or other firm or corporation carrying on a banking business in Canada or elsewhere as the Board may designate, appoint, or authorize from time to time by Board Resolution. The banking business of the Society or any part of it shall be transacted by a director or senior manager of the Society or other persons as the Board may by Board Resolution from time to time designate, direct, or authorize.
- 13.6 **Annual Financial Statements.** The Society may, instead of sending copies of the annual financial statements, the report of the auditor (if any), and any further information respecting the financial position of the Society and the results of its operations as required by the Act, bylaws, or other agreements, provide such items to the members by the following means:
 - (a) publishing a notice to its members stating that the annual financial statements and such other documents described above are available at the registered office of the Society and any member may, on request, obtain a copy free of charge at the registered office or by prepaid mail; or
 - (b) by posting the annual financial statements and such other documents described above on the Society's website, provided that the Society publishes a notice to its members stating that the financial information with respect to the Society is available on its website.
- 13.7 **Auditor.** The Society may have an auditor, appointed by the members by Ordinary Resolution, to hold office for the term set out in the Act and perform the duties as set out in the Act.
- 13.8 **Corporate Seal.** The Society may have a corporate seal in the form approved from time to time by the Board. If a corporate seal is approved by the Board, the Board shall make provisions for the custody of the corporate seal. The Board shall also have power from time to time to destroy a seal and substitute a new seal in its place. The seal of the Society shall not generally be used in the execution of documents or instruments and shall be affixed only when authorized by the Board, and then only in the presence of the person or persons prescribed by the Board, or, if no person or persons are prescribed, in the presence of any two directors.

Islands Trust Executive Committee
200–1627 Fort Street
Victoria, BC V8R 1H8
execadmin@islandstrust.bc.ca

June 6, 2025

Your File: PLRZ20250220

Re: Request for Executive Committee Sponsorship under Policy 4.1.13

GISRA - Zoning Amendment Application for 154 Kings Lane, Salt Spring Island

Dear Executive Committee Members,

On behalf of the Gulf Islands Seniors Housing Association (GISRA) that owns the parcel at 154 Kings Lane, Salt Spring Island, I am writing to respectfully request that the Islands Trust Executive Committee sponsor our rezoning application under Islands Trust Council Policy 4.1.13. This sponsorship would enable us to proceed with this important community project without incurring the standard application fees.

The property is currently zoned R12(a) under SSILTC Bylaw 355, which permits a medical clinic (in operation) and an affordable seniors' supportive housing complex that has not been developed. We are seeking amendments to the zoning that better reflect current community needs for both affordable housing and primary care.

The primary purposes of the proposed amendments include:

- Broadening the type of affordable housing permitted (beyond seniors) to include a range of affordable housing, including workforce housing;
- Enabling subdivision to provide for a separate parcel for the existing clinic and clustering all 50 permitted dwelling units onto the remaining parcel;
- Amending subdivision servicing requirements to reflect the licensed groundwater well on the property;
- Removing the current cap of 12 medical practitioners and enabling a broader range of complementary office services in the existing clinic building.

This proposal is aligned with the Salt Spring Island Official Community Plan and addresses two of the island's most pressing issues: the shortage of both affordable housing and primary health care services.

We understand we are eligible for Executive Committee sponsorship under Policy 4.1.13 in that GISRA is a non profit organization seeking to both establish and expand facilities for the benefit of the community at large and consistent with the Salt Spring Island Official Community Plan.

Thank you for considering this request. We are prepared to provide any additional information or documentation that may assist in your deliberation.

Sincerely,

A handwritten signature in black ink, appearing to read 'H. Barnes', with a long horizontal line extending to the right.

Harry Barnes
Executive Director
(250) 538-1995
harryb@gisra.ca



Islands Trust

June 05, 2025

IT File: PLRZ20250220

Janis Gauthier

2161 Fulford-Ganges Rd
Salt Spring Island, BC V8K 1Z7

Dear Janis Gauthier,

Re: Application for 154 KINGS LANE, SALT SPRING ISLAND, BC V8K 2P7

PID: 003-106-756

Legal Description: LOT 2, SECTION 4, RANGE 3 EAST, NORTH SALT SPRING ISLAND, COWICHAN DISTRICT, PLAN 23507

We are pleased to acknowledge that the Islands Trust office has received your Rezoning application along with supporting documents and the required fee of \$4882.00. Your application has been assigned number PLRZ20250220. Please quote this file number on any correspondence or inquiries.

Oluwashogo Garuba has been assigned to your application. They will contact you to review your application in more detail.

The Islands Trust reviews all applications to ensure the preservation and protection of cultural heritage, archaeological sites, and ancestral places. To provide applicants with awareness regarding unknown archaeological areas, attached to this letter is the Islands Trust Chance Find Protocol and the provincial Archaeological Branch property owner brochure.

Please do not hesitate to contact our office should you have any questions.

Yours truly,

Chris Hutton
Regional Planning Manager

Enclosures:

From: Jennifer Margison <[REDACTED]>
Sent: Monday, September 8, 2025 7:48 AM
To: Executive Admin
Subject: TPS Public Engagement Process

Hello Chair Patrick, Executive Committee and CAO Bronee

I am writing to say that there are already significant concerns with the public engagement process that has just begun.

When talking to people about the upcoming TPS Sept 10 "Town Hall", I and others are getting a lot of questions about why this is being called a "Town Hall" when the format requires that you have to submit your questions in advance.

Why is this not being called a Community Information Meeting or just an information webinar? People need information first. While some of us have been following the TPS review project closely, this would not be the case for most people.

The Sept. 5 deadline for questions has now passed and many people have been too busy with the end of summer and back to school prep to even think about this much less make themselves aware of what the TPS review is all about. How can they know what questions to ask until they become informed?

Holding it so early in September is problematic in terms of encouraging much public participation. And no other dates have been announced, except by LTCs whose meeting occur during the day on weekdays and cannot be attend by many working people. In the case of Galiano, a CIM is being added to the agenda of an Oct. 14 regular afternoon LTC meeting, rather than holding a TPS-focused meeting in the evening or on a Saturday. This seems inadequate given the amount of time and resources the TPS review has required, and the critical importance of this governing document.

Jennifer Margison

[REDACTED]

[Galiano Island](#)

From: Ruth Simons Howe Sound Biosphere Region
<howesoundcommunityforum@gmail.com>
Sent: Thursday, September 11, 2025 12:09 PM
To: Clare Frater; Executive Admin; Chloe Straw
Subject: Howe Sound Community Forum October 3rd

Hello Clare, Chloe and Trust Council Executive,

On October 3rd, the Bowen Island Municipality is hosting the Howe Sound Community Forum. While several Trustees are attending the forum and could also provide this information, the Mayor suggested we extend the invite to you Clare and the executive to speak about the Trust Policy Statement. It was [back in 2015](#) when Chair Peter Luckham shared background on the Islands Trust at the Forum on Bowen Island.

This would be an excellent opportunity for members who were not present in 2015 to learn about the Islands Trust, the importance and challenges of this policy work, and the commitment to Reconciliation, Climate Change and housing. The Squamish Nation and Provincial staff are giving a presentation on the new Land Use Agreement which also may interest you.

The Ferry from Horseshoe Bay will depart at 9:40 and return at 3:15.

We look forward to hearing from you.

Ruth Simons, Executive Director, A'tl'ka7tsem Howe Sound Biosphere Region Initiative Society 604 921-6564 778 834-4292 www.howesoundbri.org

Coordinating:

Howe Sound Community Forum *Established in 2000*

To provide a forum for local governments, Regional Districts and First Nations discussion to maintain and enhance the economic, environmental, cultural and social well being of A'tl'ka7tsem/Howe Sound for the benefit of present and future generations.

Squamish Nation - District of West Vancouver - Village of Lions Bay - Town of Gibsons - Resort Municipality of Whistler - Bowen Island Municipality - Gambier Island Local Trust - District of Squamish - Metro Vancouver - Sunshine Coast Regional District -Squamish Lillooet Regional District

Communities are located on the unceded territories of the Skwxwú7mesh (Squamish), xʷməθkʷəy̓əm (Musqueam), səłilwətaʔ (Tsleil-Waututh), shíshálh (Sechelt) ,

and Líl'wat (Lil'wat) Nations.

From: Bowen Island Municipality <BIM@bimbc.ca>

Sent: Thursday, August 7, 2025 4:19 PM

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Subject: Invitation to Ferry-Dependent Communities from Mayor Andrew Leonard, Bowen Island

Dear Trustee,

On behalf of Mayor Andrew Leonard, Bowen Island Municipality

**Invitation: Ferry-Dependent Communities Gathering at UBCM
Hosted by Mayor Andrew Leonard, Bowen Island Municipality**

You are invited to join fellow elected officials and community leaders from ferry-dependent communities across British Columbia for a dedicated networking session to discuss shared challenges and explore potential collective approaches related to BC Ferries service.

Date: Sunday, September 21, 2025

Time: 3:00 PM – 5:00 PM

Location: Terrace Room, 2nd Floor

Victoria Marriott Hotel, 728 Humboldt Street, Victoria, BC V8W 3Z5

This gathering takes place ahead of the UBCM Convention and offers an opportunity for meaningful connection before formal activities begin.

Mayors Leonard (Bowen Island) and White (Gibsons) have both been vocal advocates for improved ferry service and have formally engaged BC Ferries on behalf of their communities.

For ferry-dependent communities, ferry service is not discretionary, it is foundational. Reliable and robust ferry service is essential to daily life, economic resilience, and equitable access to healthcare, services, and community connection. When that service is lacking, the livability of our communities is deeply impacted.

Light refreshments and snacks will be provided.

Capacity is limited.

Please complete the [RSVP FORM](#) by **August 31, 2025**.

Can't make the event but would like to stay in touch? There's an option on the [RSVP FORM](#) to opt into communications only.

For more information, contact:

 **Janet at 604-947-4255 ext. 221**

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BOWEN ISLAND

 **Municipality** 

At Bowen Island Municipality, we acknowledge with gratitude that we live and work on the traditional, unceded territory of the Skwxwú7mesh (Squamish) Nation, whose people have been stewards of these lands and waters surrounding Nexwlélexwm (Bowen Island).

The content of this email is confidential and intended only for the recipient specified in the message. It is strictly forbidden to share any part of this message with any third party, without my written consent. If you received this message by mistake, please reply to me and follow with its deletion, so that I can ensure such a mistake does not occur in the future.

Active Projects Report

Executive Committee

1. *Requests to Minister for review of Islands Trust and increased Provincial funding (Strategic Plan Initiative 1.3.1)*

Activity:

Advance the following requests to the Province and develop advocacy and education strategies to support these:

- a) the Provincial review of the governance structure to enable reconciliation and better support Islands Trust's mandate; and
- b) request for increased Provincial funding.

(Minister denied the request for a review for the balance of this Council term in his April 28, 2025 letter.)

Responsible

Rueben Bronee

Dates

Rec'd: 01-Nov-2023
Target: 31-Mar-2025

2. *Finish and adopt Islands Trust Policy Statement in accordance with project work plans (Strategic Plan key initiative 1.1.1)*

Activity:

Project underway guided by Trust Council project charter. Anticipated project completion by November 2026.

Responsible

Clare Frater

Dates

Rec'd: 26-Feb-2020
Target: 01-Nov-2026

3. *Update and implement Reconciliation Action Plan (Strategic Plan 5.1.1)*

Activity:

Initiation timeline: Updating to begin in Summer 2025

Responsible

Clare Frater

Dates

Rec'd: 02-Sep-2020
Target: 31-Mar-2025

Active Projects Report

Executive Committee

4. *Guide the development and implementation of the Islands Trust Strategic Plan. New Strategic Plan approved by Trust Council March 2025.*

Activity:

Implementation underway.

Responsible

Rueben Bronee

Dates

Rec'd: 03-May-2023

Target: 31-Mar-2025

Future Projects Report

Executive Committee

1. *Pay Transparency Report Submission & Posting*

The Pay Transparency Act became law on May 11, 2023. Under the legislation, beginning in 2026, Islands Trust must prepare and submit a Pay Transparency Report by November 1 annually. These reports must be posted publicly on the Islands Trust website.

Responsible

Date Received

Julia Mobbs

11-May-2023

2. *Improve bylaw enforcement policies and procedures to be administratively fair, reasonable and transparent with the aim of restoring public confidence (Strategic Plan Initiative 1.2.3) (joint with RPC)*

RPC endorsed Policy 5.5.1 and Best Practice Manual amendments. Referred to Trust Council for endorsement.

Responsible

Date Received

Stefan Cermak

12-Mar-2025

3. *Explore new engagement models (virtual and in person forums) to reach more community members (Strategic Plan Initiative 1.2.2)*

Initiation timeline TBD

Responsible

Date Received

Clare Frater

12-Mar-2025

4. *Review all Trust Council and local trust committee agreements and where appropriate, amend, combine or rescind (Strategic Plan Initiative 1.2.6)*

Initiation timeline: 2026/27: (May 2023 EC asked for priority to Ministry of Transportation and Infrastructure)

Responsible

Date Received

Clare Frater

12-Mar-2025

Rueben Bronee

5. *Design a plan to advocate to enhance community access to funding for housing in the Trust Area (Strategic Plan Initiative 2.3.2)*

Initiation timeline: Priority for this Council term

Responsible

Date Received

Clare Frater

12-Mar-2025

Future Projects Report

Executive Committee

6. <i>Advocate for the development and implementation of a fallow deer strategy, including advocacy for deer harvesting (Strategic Plan Initiative 3.1.1)</i>	Responsible	Date Received
Initiation timeline: Priority for this Council term	Clare Frater	12-Mar-2025
7. <i>Create a grant program to increase public understanding of the impact of climate change to the unique amenities and environment of the Islands Trust Area (Strategic Plan Initiative 4.2.2)</i>	Responsible	Date Received
Initiation timeline: TBD	Clare Frater	12-Mar-2025
8. <i>Amend legislation to increase the percentage of NAPTEP to act as an incentive for the protection of forest cover for climate change (Strategic Plan Initiative 4.2.4)</i>	Responsible	Date Received
Initiation timeline: Priority for this Council term	Clare Frater	12-Mar-2025
9. <i>Clarify opportunities for co-governance and co-management of the Trust Area (Strategic Plan Initiative 5.1.2)</i>	Responsible	Date Received
Initiation timeline: Priority for this Council term	Clare Frater Rueben Bronee	12-Mar-2025
10. <i>Develop a schedule and plan for leader-to-leader meetings with Indigenous Governing Bodies (Strategic Plan Initiative 5.1.3)</i>	Responsible	Date Received
Initiation timeline: 2026/27	Clare Frater Rueben Bronee	12-Mar-2025
11. <i>Develop tailored public engagement processes that acknowledge preferred engagement methods of Indigenous Peoples (Strategic Plan Initiative 5.2.2)</i>	Responsible	Date Received
Initiation timeline: Priority for this Council term	Clare Frater	12-Mar-2025

Future Projects Report

Executive Committee

12. <i>Implement activities assigned by the future Reconciliation Action Plan (2025-2028) implementation plan (To be assigned by TC) (Strategic Plan Initiative 5.1.5)</i>	Responsible	Date Received
To be determined. Staff is drafting new Reconciliation Action Plan and associated implementation plan for Trust Council approval.	Rueben Bronee	12-Mar-2025
13. <i>Implement activities assigned by the Freshwater Sustainability Strategy (2022-2032) implementation plan (To be assigned by TC) (Strategic Plan Initiative 2.1.3)</i>	Responsible	Date Received
To be determined. Regional Planning Committee is developing a Freshwater Sustainability Strategy Implementation Plan for Trust Council approval.	Clare Frater	12-May-2025