Indigenous Tourism Association of Canada (ITAC)
Board of Directors Meeting

Tuesday, September 24th/Wednesday September 25th, 2019

Delta Hotels by Marriott
750 Main Street
Moncton, New Brunswick
E1C 1E6
1-506-854-4344

Approved Minutes

In Attendance
Darrel Bernard NS Representative
Brady Smith BC Representative
Kelly Fiddler SK Representative
Brenda Holder AB Representative
Marilyn Jensen YK Representative
Jason Picard QC Representative
Kylik Kisoun-Taylor NWT Representative
David Daley MB Representative
Patricia Dunnett NB Representative
Doreen Sark PEI Representative
Tara Saunders NFL Representative
Kevin Eshkawkogan ON Representative

Staff Members in Attendance
Keith Henry Chief Executive Officer
Cecilia Point Director of Finance
Teresa Ryder Director of Product Development
Sebastien Desnoyers-Picard Director of Marketing
Joe Hidayat Finance Manager
Angela Ryder Industry Coordinator
Bill Alexander Indigenous Culinary
Malcolm MacPherson Legal Advisor
Sherry Daniels Executive Assistant

Tuesday, September 24th

Breakfast 8:00 AM Albert

Meeting begins 8:30 AM
1. Welcome and Opening Comments 8:30 AM
2. Review and Approve Agenda 8:35 AM

Motion 2019-09-24 – 01 to accept the agenda as amended.
Moved by Jason Picard
Seconded by Kevin Eshkawkogan
Motion Carried.

3. Review Draft Minutes 8:40 AM
   a. May 2\textsuperscript{nd} and 3\textsuperscript{rd}, 2019

Motion 2019-09-24 – 02 to approve the minutes of May 2\textsuperscript{nd} & 3\textsuperscript{rd} as presented.
Moved by Kevin Eshkawkogan
Seconded by David Daley
Motion Carried.

   b. July 29\textsuperscript{th}, 2019

Motion 2019-09-24 – 03 to approve the minutes of July 29\textsuperscript{th} as presented.
Moved by Tara Saunders
Seconded by Kevin Eshkawkogan
Motion Carried.

4. ITAC Operational Update 9:00 AM
   a. ITAC 2018-2019 Annual Report
      i. 2018-2019 Audit
   b. ITAC Finance
      i. 2019-2020 Budget Update

Motion 2019-09-24 – 04 to approve 2019-2020 budget update as presented.
Moved by Brady Smith
Seconded by Jason Picard
Motion Carried

   ii. Canadian Experience Fund Update

Motion 2019-09-24 – 05 RESOLVED that the Indigenous Tourism Association of Canada ("Corporation") enter into contribution agreement with Federal Economic Development Agency for Southern Ontario specifically under the Southern Ontario Prosperity Initiative for the general purposes of obtaining financing through a non-repayable contribution in a maximum amount of $500,000.00 CAD and all upon such terms and conditions as are set forth in an agreement between the parties as annexed hereto. AND RESOLVED that Keith Henry, President and CEO or any officer or director of the Corporation, acting alone, is hereby authorized to execute, sign and deliver on behalf of the Corporation the contribution
agreement the whole containing such terms and conditions as he/she in his/her sole discretion deems necessary of desirable and execution thereof I such person will be conclusive evidence thereof.
Moved by Kevin Eshkwakogan
Seconded by David Daley
Motion Carried.

Motion 2019-09-24 – 06 RESOLVED that the Indigenous Tourism Association of Canada (“Corporation”) enter into contribution agreement with Federal Economic Development Initiative for Northern and Rural Ontario for the general purposes of obtaining financing through a non-repayable contribution in a maximum amount of $250,000.00 CAD and all upon such terms and conditions as are set forth in an agreement between the parties as annexed hereto. AND RESOLVED that Keith Henry, President and CEO or any officer or director of the Corporation, acting alone, is hereby authorized to execute, sign and deliver on behalf of the Corporation the contribution agreement the whole containing such terms and conditions as he/she in his/her sole discretion deems necessary of desirable and execution thereof I such person will be conclusive evidence thereof
Moved by Kevin Eshkwakogan
Seconded by Brady Smith
Motion Carried.

Motion 2019-09-24 – 07 RESOLVED that the Indigenous Tourism Association of Canada (“Corporation”) enter into contribution agreement with Western Economic Diversification Canada for the general purposes of obtaining financing through a non-repayable contribution in a maximum amount of $750,000.00 CAD and all upon such terms and conditions as are set forth in an agreement between the parties as annexed hereto. AND RESOLVED that Keith Henry, President and CEO or any officer or director of the Corporation, acting alone, is hereby authorized to execute, sign and deliver on behalf of the Corporation the contribution agreement the whole containing such terms and conditions as he/she in his/her sole discretion deems necessary of desirable and execution thereof I such person will be conclusive evidence thereof
Moved by Brady Smith
Seconded by Tara Saunders
Motion Carried.

Motion 2019-09-24 – 08 RESOLVED that the Indigenous Tourism Association of Canada (“Corporation”) enter into contribution agreement with Canadian Northern Economic Development Agency for the general purposes of obtaining financing through a non-repayable contribution in a maximum amount of $375,000.00 CAD and all upon such terms and conditions as are set forth in an agreement between the parties as annexed hereto. AND RESOLVED that Keith Henry, President and CEO or any officer or director of the Corporation, acting alone, is hereby authorized to execute, sign and deliver on behalf of the Corporation the contribution agreement the whole containing such terms and conditions as he/she in
his/her sole discretion deems necessary of desirable and execution thereof I such person will be conclusive evidence thereof.

Moved by David Daley
Seconded by Jason Picard
Motion Carried.

Motion 2019-09-24 – 09 RESOLVED that the Indigenous Tourism Association of Canada ("Corporation") enter into contribution agreement with Atlantic Canada Opportunities Agency for the general purposes of obtaining financing through a non-repayable contribution in a maximum amount of $375,000.00 CAD and all upon such terms and conditions as are set forth in an agreement between the parties as annexed hereto. AND RESOLVED that Keith Henry, President and CEO or any officer or director of the Corporation, acting alone, is hereby authorized to execute, sign and deliver on behalf of the Corporation the contribution agreement the whole containing such terms and conditions as he/she in his/her sole discretion deems necessary of desirable and execution thereof I such person will be conclusive evidence thereof

Moved by Tara Saunders
Seconded by Brady Smith
Motion Carried

Motion 2019-09-24 – 10 RESOLVED that the Indigenous Tourism Association of Canada ("Corporation") enter into contribution agreement with Canada Economic Development for Quebec Regions for the general purposes of obtaining financing through a non-repayable contribution in a maximum amount of $250,000.00 CAD and all upon such terms and conditions as are set forth in an agreement between the parties as annexed hereto. AND RESOLVED that Keith Henry, President and CEO or any officer or director of the Corporation, acting alone, is hereby authorized to execute, sign and deliver on behalf of the Corporation the contribution agreement the whole containing such terms and conditions as he/she in his/her sole discretion deems necessary of desirable and execution thereof I such person will be conclusive evidence thereof

Moved by Jason Picard
Seconded by Marilyn Jensen
Motion Carried.

c. Governance
   i. Review ITAC Board Meeting Schedule May 2019 – March 31st, 2020
   ii. Conflict of Interest

Action Item #1 – Add Declaration of Conflict to Minutes

Action Item #2 - ITAC Management to create consent agenda for future board meetings

d. Key Performance Indicator Operational Update
   i. Marketing Update
ii. Product Development Updates

iii. Culinary
   1. Updated Work Plan

iv. Access to Capital Paper

Motion 2019-09-24 – 11 to accept the reports as presented.
Moved by Brady Smith
Seconded by David Daley
Motion Carried.

Break 10:30 AM

e. Provincial and Territorial Updates
   i. British Columbia
   ii. Alberta
   iii. Saskatchewan
   iv. Manitoba
   v. Ontario
   vi. Quebec
   vii. Nova Scotia
   viii. PEI
   ix. New Brunswick
   x. Newfoundland Labrador
   xi. Yukon
   xii. Northwest Territories
   xiii. Nunavut

Action Item #3 – Forward Provincial updates to President and CEO prior to Board Meeting

Lunch (Provided) Noon

5. International Indigenous Tourism Conference 1:00 PM
   a. 2019 Budget Update
   b. Agenda
   c. Sponsorship

Break 2:30 PM

6. Acceleration Strategy 2019-2024 3:00 PM
   a. National Indigenous Tourism Investment Plan 2021 Forward

7. In Camera Session - Board 4:00 PM
Motion 2019-09-24 – 12 to move in camera.
Moved by Kevin Eshkawkogan
Seconded by Tara Saunders
Motion Carried.

Motion 2019-09-24 – 13 to move out of camera.
Moved by Kevin Eshkawkogan
Seconded by Jason Picard
Motion Carried.

Adjourn 4:30 PM

Tourism HR Canada Presentation 5:00 – 9:00 PM
Proposed Accreditation Process Market Readiness

Dinner Provided

Wednesday, September 25th

In Attendance
Darrel Bernard  NS Representative
Brady Smith  BC Representative
Kelly Fiddler  SK Representative
Brenda Holder  AB Representative
Marilyn Jensen  YK Representative
Jason Picard  QC Representative
Kylik Kisoun-Taylor  NWT Representative
Dave Daley  MB Representative
Patricia Dunnet  NB Representative
Doreen Sark  PEI Representative
Tara Saunders  NFL Representative
Kevin Eshkawkogan  ON Representative

Staff Members in Attendance
Keith Henry  President and Chief Executive Officer
Cecilia Point  Director of Finance
Teresa Ryder  Director of Product Development
Sebastien Desnoyers-Picard  Director of Marketing
Joe Hidayat  Finance Manager
Angela Ryder  Industry Coordinator
Bill Alexander  Indigenous Culinary
Malcolm MacPherson  Legal Advisor
Sherry Daniels  Executive Assistant
Breakfast 8:00 AM

8. Chile Project Update 8:30 AM

Motion 2019-09-24 – 14 ITAC Moves Forward with Chile Project
Moved By Brady Smith
Seconded by Jason Picard
Motion Carried.

Motion 2019-09-24 – 15 ITAC Management to prepares business plan for all future International projects.
Moved by Kevin Eshkawkogan
Seconded by Kelly Fiddler
Motion Carried

Action Item #4 – ITAC Management to have business plan for November 11, 2019 at next board meeting.

9. ITAC Annual General Meeting Preparation
   a. Review Draft Agenda

Motion 2019-09-24 – 16 To accept Draft Agenda as presented.
Moved by David Daley
Seconded by Doreen Sark
Motion Carried.

   b. Election Process

Action Item #5 – To consolidate items on Reinvestment Plan

Break 10:15 AM

10. Provincial/Territorial Meeting October 8th, 2019 Vancouver 10:45 AM

Action Item #6 - Board Members to notify Executive Assistant if planning to attend.

11. Indigenous Travel Packages 11:15 AM
    a. Meridian System Update

Motion 2019-09-24 - 17 – Board to approve services requested by Indigeno Travel as proposed.
Moved by Brady Smith
Seconded by Jason Picard
Motion Carried.
Motion 2019-09-24 – 18 to move in camera.
Moved by Kevin Eshkawkogan
Seconded by Marilyn Jensen
Motion Carried.

Motion 2019-09-24 – 19 to move out of camera.
Moved by Kevin Eshkawkogan
Seconded by David Daley
Motion Carried.

Motion 2019-09-24 – 20 to provide CEO Keith Henry an incentive for $20,000.00. This is a one-time, non-revolving incentive.
Moved by
Seconded by
Motion Carried.

12. Other

a. Dubai 2020 Project
b. Australia State Visit November 2019
c. Cariboo Chilcotin Coast Tourism Association MOU
d. Cape Breton Community Interest Company
e. Myanmar Project February 2020
f. ITAC Team Meeting July Highlights
g. Province of BC Letter of Request

Action Item #7 – Brady Smith will follow up with local First Nations to gauge interest with Royal BC Museum and Vancouver Art Gallery.

h. World Indigenous Business Forum October 9th – 11th – Vancouver

Action Item #8 – Board Members to notify Sherry if planning to attend.

Action Item #9 – Teresa to follow up with ITBC regarding attendance to event.

Motion 2019-09-24 – 21 to discontinue MOU with WINTA immediately.
Moved by Jason Picard
Seconded by Tara Saunders
Motion Carried.

i. TIAC – Tourism Congress November 18th
j. Indigenous Arts Economy Project – Refer to Email to Chair Holder
Action Item #10 – Board Members asked to be on steering committee of project, if Board Members are not available, ITAC Management will have a representative participate.

k. Westjet Partnership
l. NACCA MOU

Motion 2019-09-24 – 22 to approve ITO and Kevin Eshkawkogan to assist ITAC with perusing NACCA MOU.
Moved by Brady Smith
Seconded by Darrel Bernard
Motion Carried.

Kevin Eshkawkogan Abstained.

m. Regional Indigenous Leadership Support

Action Item #11 - ITAC Management to support board members with information request when speaking to provincial representatives.

n. Membership Satisfaction Survey
o. Frank Antoine Fundraiser

13. Adjournment Noon

Motion 2019-09-24 – 23 to Adjourn Meeting.
Moved by Brady Smith
Motion Carried.

Approved by: ITAC Chairperson
ITAC Secretary

Dated: November 11, 2019