



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

Monday September 24th - Wednesday September 26th, 2018
Aurora Village
Yellowknife, NWT, Canada

APPROVED MINUTES

Tuesday, September 25, 2018

In Attendance

Brenda Holder	AB Representative
Kevin Eshkawkogan	ON Representative
Doreen Sark	PEI Representative
Brady Smith	BC Representative
Shirlee Frost	YK Representative
Kataisee Attagutsiak	NU Representative
Noel Cockney	NT Representative (Alternate)

On Conference Call

Patricia Dunnett	NB Representative (Day 1 only)
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Regrets

Jillian Larkhan	NFLD Representative
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Staff Members in Attendance

Keith Henry	President & CEO
Dene Sinclair	Director of Marketing
Cecilia Point	Director of Finance
Charlie Sark	Indigenous Tourism Strategist
Joe Hidayat	Finance Manager
Malcolm MacPherson	Legal Advisor
Erin Barnes	Articling Student (accompanying Legal Advisor)
Ron Ostrom	Northern Coordinator

1. Welcome and opening remarks
2. Review and approve agenda

Motion 2018-09-25 – 01 to accept the agenda with amendments as presented.

Moved by Kevin Eshkawkogan

Seconded by Brady Smith

Motion carried

3. Review Draft Minutes of April 24th-26th, 2018

Motion 2018-09-25-02 to approve the minutes of April 24th - 26th as amended.

Moved by Brady Smith

Seconded by Kevin Eshkawkogan

Motion carried

4. Review email motions approved since April Meeting



Please Note the following motions were read into the official record of the meeting:

**Motion 2018/08/17 - 01 To approve the Destination Canada and ITAC MOU from 2019-2021 as presented
Moved Brenda Holder
Seconded Kevin Eskawkogan
Carried**

**Motion 2018/07/07-01 To approve the 2017-2018 ITAC Audited Financial Statements as Presented
Moved Brady Smith
Seconded Brenda Holder
Carried**

**Motion 2018/07/16 - 01 To approve the Registered office of Indigenous Tourism Association of Canada (the "Corporation") be changed to 800-885 West Georgia Street, Vancouver, BC V6C 3H1 and Clark Wilson LLP be and is hereby appointed as the agent of the Corporation for the maintenance of the Corporation's Records Office pursuant to the provisions of the Canada Not-for-Profit Act at such location within British Columbia as Clark Wilson LLP may from time to time determine.
Moved Kevin Eshkawkogan
Seconded Kylik Kisoun Taylor
Carried**

5. ITAC Operational Update
 - a. ITAC Finance
 - i. August 2018 – Month 5 of 12

Recessed until September 26 to update specific budget line items

**Motion 2018-09-26-03 to approve the budget as presented.
Moved by Brady Smith
Seconded by Doreen Sark
Motion Carried**

**Motion 2018-09-26-04 to approve the temporary increase to the line of credit with BMO by \$250,000 for 60 days.
Moved by Brady Smith
Seconded by Kevin Eshkawkogan
Motion carried**

- b. Governance
 - i. Malcolm MacPherson – Clark Wilson
 1. Action Items for April 2018 Ottawa Board Meeting

Action Item #1: ITAC Management to prepare motions for the upcoming Annual General Meeting to address bylaw amendments to incorporate recommendations provided by legal counsel including the following:

- The length of the term of directors will be changed from 2 years to 4 years.
- The bylaws will be revised to more clearly distinguish between the legal expectations of members versus directors.



- The preparation of a separate code of ethics applying specifically to members.
- The Operations Manual will be amended to remove language referring to conflicts of interest and in its place refer to inappropriate or unacceptable behavior, thereby removing uncertainty potentially arising from the different categories of language.

Action Item #2: ITAC management to draft resolution to clarify representation of non voting members to be nominated to the board of directors with the caveat they represent Indigenous tourism operators.

Action Item #3: ITAC management to draft resolution to amend bylaws and remove maximum number of terms for directors which advises 3 at present (s 13.2). In its place advise directors can stay on for 8 years consecutively (sunset clause), with ability for the board to reappoint a director for one additional year past the 8th in the event that there are no candidates or nominees put forward.

- c. Marketing Updates
- d. Product Development Updates
- e. Provincial and Territorial Updates

Motion 2018-09-25-05 to accept operational reports as presented.

Moved by Kataisee Attagutsiak
Seconded by Kevin Eshkawkogan
Motion carried

- f. ITAC 2017-2018 Annual Report
- g. ITAC 2017-2018 Micro Grant Report

Motion 2018-09-25-06 to go in-camera.

Moved by Brady Smith
Seconded by Kevin Eshkawkogan
Motion carried

Motion 2018-09-29-07 to come out of camera

Moved by Brady Smith
Seconded by Shirlee Frost
Motion carried

- 6. International Indigenous Tourism Conference (IITC) Update
 - a. October 28th – ITAC Board Meeting
 - b. October 29th – IITC Saskatchewan Day
 - c. October 30th and 31st – IITC Conference
 - d. November 1st ITAC 3rd Annual General Meeting

Action #4: ITAC board requested to continue to share IITC marketing and information to organization and personal social media encouraging networks to register and attend.

Action #5: ITAC board members to ensure their own registration as previously requested for the IITC

Motion 2018-09-25-08 to accept updates on IITC as presented.

Moved by Doreen Sark
Seconded by Kataisee Attagutsiak
Motion carried



7. ITAC 3rd Annual General Meeting

- a. Draft Agenda
- b. Election Requirements (Discussions carried over to September 26)
- c. Resolutions

Action #6: ITAC to send final reminder that deadline for applying for the ITAC board of directors is Wednesday September 26.

Action #7: ITAC management to advise members about voting options once nominations are finalized for required Provinces/Territories where more than one eligible member may be competing for the ITAC Board position.

Motion 2018-09-26-09 to appoint Brady Smith to the nomination committee.

Moved by Kevin Eshkawkogan

Seconded by Kataisee Attagutsiak

Motion carried

8. Northwest Territories MOU

Motion 2018-09-26-10 to approve the MOU between ITAC, GNWT and NWTT as presented

Moved by Noel Cockney

Seconded by Shirlee Frost

Motion carried

Wednesday, September 26, 2018

9. Proposed ITAC Vision 2019-2024

- a. Updated 5 year plan review

Motion 2018-09-26-11 to accept the ITAC 5 year strategic plan update with the amendments.

Moved Kevin Eshkawkogan

Seconded by Doreen Sark

Motion carried

10. Culinary Tourism Project Update

- a. Phase 1 Reporting
- b. Video Presentation
- c. Phase 2 Project Steps

Motion 2018-09-26-12 to approve the phase one culinary tourism update as presented.

Moved by Brady Smith

Seconded by Kevin Eshkawkogan

Motion carried

11. Indigenous Travel Packages

- a. Review of 2018 Summer Progress (covered yesterday as part of marketing update)

12. Other

- a. Canada China Year of Tourism Proposal
- b. Chile Delegation Visit Project Overview
- c. Conference Board of Canada Research Project
- d. Online Sentiment Score Presentation Update



Action #8: ITAC to send board final report once the final changes have been made to the document. However, ITAC Board Member Brady Smith requested an advanced copy of the current draft for an upcoming meeting of his organization.

- e. ITAC Reporting Project – Itotem

Motion 2018-09-26-13 to accept the integrated data management assessment report as presented.

Moved by Kevin Eshkawkogan

Seconded by Brady Smith

Motion carried

Action #9: Consider how to implement project in the future but add important considerations for consistent reporting between ITAC and Provincial/Territorial MOU partners.

- f. Government of Canada Trade Mission to New Zealand

13. Adjournment

Motion 2018-09-26-14 to adjourn meeting at 2:10 PM.

Moved by Kevin Eshkawkogan.

Motion carried

Approved by:

ITAC Chairperson

ITAC Secretary

Dated: October 28th, 2018