

**SATURNA ISLAND FIRE PROTECTION SOCIETY  
("SIFPS")  
MINUTES OF DIRECTORS' MEETING  
February 3, 2010, at 1:00 p.m. at the Fire Hall**

**DIRECTORS PRESENT:**

John Savage - President, John Money - Vice President, Marlies Petura - Secretary, Ron Hall - Treasurer, Theresa Howard-Controller, Tom Koochin, Bernie Ziegler, Hugh Grasswick,

**Fire Chief:** John Wiznuk

**Recording Secretary:** Marlies Petura

**Guests:** Wayne Quinn, David Rees-Thomas, Dawn Wood

**1. CALL TO ORDER:**

John Savage – President, called the meeting to order at 1:00 p.m.

**2. APPROVAL OF AGENDA**

**Motion:** Moved by Theresa Howard that the Agenda of February 3, 2010 be approved.  
**CARRIED**

**3. APPROVAL OF MINUTES**

John Savage stated that there were three sets of minutes to approve, the first being the Directors' Meeting Minutes of January 16, 2010, the Special Membership Meeting Minutes, which must be adopted by the membership at the next AGM but can be approved in principle by the Board, and the Directors' Meeting Minutes during the Special Membership Meeting to approve new membership applications and the Directors' Meeting held directly after the Special Membership Meeting..

**Motion:** Moved by Marlies Petura that the minutes of the Directors' Meeting of January 16, 2010.be adopted.

**CARRIED**

**Motion:** Moved by Marlies Petura that the minutes of the Special Membership Meeting of January 17, 2010 be approved in principle, subject to final approval at the next meeting of the membership..

**CARRIED**

**Motion:** Moved by Marlies Petura that the minutes of the Directors' Meeting held during and after the Special Membership Meeting of January 17<sup>th</sup>, 2010 be adopted..

**CARRIED**

#### **4. CORRESPONDENCE**

Marlies Petura asked that all individuals who will be hiring contractors for the two building projects ensure that for invoicing purposes, the correct address of SIFPS is given to the contractors. This will ensure that payment is not delayed and any interest charges incurred. An invoice for clearing of site of the ESB#2 project was received and given to Tom Koochin for review/approval and ultimate payment by the treasurer.

The official execution and registration of the Special Resolution has been received from the Registrar of Companies.

A letter was received from Parks Canada providing support for SIFPS loan arrangements to be provided to the TD Bank, by confirming the lease arrangements between the two parties.

A letter was received from the Province of BC, confirming that SIFPS was not successful in obtaining the Disaster Mitigation Grant.

A letter was sent to Murray Rankin thanking him for his assistance in establishing the initial communication with the TD Bank, which resulted in our successfully obtaining financing for the construction of ESB#1 & #2.

#### **5. MEMBERSHIPS**

Marlies Petura stated that no new membership applications have been received.

#### **6. FIRE CHIEF'S REPORT**

John Wiznuk presented the January Fire Chief's Report.

##### **Operations:**

Only one call -out to report Jan 18.- trees on power lines on Cliffside Road, BC Hydro was called, a second call-out was necessary as a fire broke out in a tree after the power lines were re-energized.

Jan. 27- the Fire Chief participated in a teleconference organized by BC Hydro and BC Safety Authority which included all Gulf Islands Fire Chiefs, RCMP and CRD SGI Emergency Program. The topic was a report produced by BC Hydro and the Fire Chief's Association of BC 'Mutual Response to Downed Power Lines". The talking points were, better communication between BC Hydro emergency managers, emergency responder agencies, BC Hydro repair crews, and the public, enhanced ad campaigns to restate to the public the danger that downed power lines, pose, specific electrical hazard marking tape, and other devices to warn off the public when a hazard is present.

Jan 27-attendance at a meeting of 911 Advisory Committee at Langford Fire Hall #1. The main issue of interest was keeping the 911 mapping system up to date.

Jan 16.- an all day motor vehicle incident response training exercise was held in conjunction with SIR. Idea came from firefighter Kevin O'Hara, had the help of many people to be successful and was enjoyed by all.

Jan 31- a meeting was held to straighten out a conflict between the Chief and a firefighter. Operational Guidelines and a set of Fire Department Rules and Regulations that will provide clarity to roles and responsibilities are being developed to forestall any such conflicts in future.

The Operations Committee will vet this material and then circulate it to the Board for comment and approval as this constitutes a policy decision.

**Financial:**

December spending brought forward to Jan, 2010; two pails of Class A foam concentrate (not yet purchased), under \$200.; four flashlights, under \$200; two lengths of hose, under \$200. Work continues between the Fire Chief and the Operations Committee to establish spending priorities.

**Other Business:**

John Wiznuk reported that he will be having knee replacement surgery on Feb. 26<sup>th</sup>, and will be taking a leave of absence for the month of March. Deputy Chief Brent Sohler, Captains Grant Dickey and Rob Kendall and Safety Officer Bill Schermbrucker will, with the help of all the firefighters carry on magnificently while he is away. He stated that he will be available if necessary, two weeks after the surgery.

**7. FINANCIAL REPORT**

Theresa Howard, Controller, presented the Statement of Income and Expenses, Budget and Comparative for January 2010. A few items were identified that will be moved back into December 2009 as those expenses relate to that period of time. She stated that there are still a few editing problems with the system such as the appearance of underlined figures. There is a total of \$120,000. in term deposits that can be cashed as required when the building projects gets going. There is one term deposit for \$14,788. which does not mature until October 2010, but which should be collapsed for a lower interest rate, to make it readily available. John Wiznuk confirmed that the training budget for rope rescue of \$1500. is within the \$8000 monthly operations budget The total of Cash and Term Deposits amount to \$228,696.

**Motion:** Moved by Theresa Howard to accept the Statement of Income and Expenses, Budget and Comparative for January 2010.

**CARRIED**

**8. FINANCE COMMITTEE**

**(a)TD Financing Agreement-status & information being prepared (incl. finalized Project Budget).**

John Savage reviewed the various requirements outlined in the document received from the TD Bank, some of which have already been sent to the Bank. Savage stated that one of the requirements is the final budget which is currently being refreshed by Wayne Quinn and the Building Committee, after which it will be referred to the full Board, prior to being given to the Bank. As well, new accounts for the construction project are required to be opened by SIFPS with the TD Bank. At this point it is not necessary that all the business currently transacted with Coast Capital need be moved to TD Bank. Bernie Ziegler stated that the fees with the TD Bank are supposed to be the same as we currently pay with Coast Capital, which is basically no fees.

Marlies Petura asked for clarification if the Construction Account would include a hold back account or if these are two separate accounts that will need to be opened. Ron Hall confirmed that two separate accounts will be required.

Ron Hall stated that to proceed with opening the new accounts a Board resolution is required.

John Savage then read the resolution as follows:

### **Corporate Resolution**

Resolution of the Directors of Saturna Island Fire Protection Society, (the Corporation)

Whereas it is in the interest of the Corporation to enter into arrangements for the provision of accounts for the deposit and withdrawal of funds, credit facilities and other financial services with the Toronto-Dominion Bank, TD Mortgage Corporation, TD Pacific Mortgage Corporation and The Canada Trust Company (collectively, the "Bank") and to provide security and agreements therefore;

#### **Be it resolved that:**

1. The Corporation is authorized to:

- (a) open, maintain and operate one or more accounts with the Bank and to do all things in relation thereto;
- (b) enter into credit agreements from time to time with the Bank using the Bank's standard forms and to borrow money from the Bank pursuant to the credit facilities described in such agreements; and
- (c) enter into further arrangements for the provision of financial services with the Bank.

2. The Corporation is authorized and directed to create, execute and deliver in favour of the Bank;

- (d) the Bank's standard documentation for the opening and operation of accounts for each account opened;
- (e) the credit arrangements referred to above and any additional agreements described in such credit agreements; and
- (f) such further instruments and agreements as may be reasonably required to carry out the agreements described herein; and by doing so, to bind the Corporation and create the security set out in such agreements.

3. In accordance with any restrictions set out below, the officers, directors and employees of the Corporation listed hereafter as authorized representatives are hereby authorized for and on behalf of the Corporation to execute and deliver all of the documents and instruments described in paragraph 2, and any others that may be reasonably required from time to time to carry out the transactions contemplated, subject to such amendments as the authorized representatives may approve, such approval to be conclusively evidenced by the execution of the said documents or instruments,. In accordance with any restrictions set out below, such persons are also authorized to conduct all aspects of the Corporation's banking relationship with the Bank and, notwithstanding the generality of the foregoing,:

- (i) to give the Bank instructions and perform transactions on behalf of the Corporation in connections with the ongoing operation of the accounts, credit facilities and other financial services contemplated by this resolution; and
- (ii) to authorize any person or persons to do any one or more of the following:
  - (1) to receive from the Bank any (a) cash or securities, (b) bills of exchange (including cheques), promissory notes, orders for payment of money, securities, coupons, clearing items or other value items, and other instruments (each of which individually called an "Instrument") or (c) other property, or to give instructions to

- the Bank for the delivery or other transfer of any such cash, securities, Instruments or other property to any party named in those instructions;
- (2) to deposit with, negotiate or transfer to the Bank, for the credit of the Corporation, cash or any security, Instrument or other property, endorsed (by rubber stamp or otherwise) with the Corporation's Business name; and
  - (3) to settle the Corporation's accounts with the Bank and to receive from the Bank, and provide receipt of, statements, passbooks, debit vouchers and any other items including paid and unpaid cheques). The Bank is entitled to rely on such documents, Instruments, instructions and transactions as duly and validly authorized and binding on the Corporation. The Bank does not need to make any further inquiry into the authority of the authorized representatives to bind the Corporation.

**Signing Officers:**

Ronald Hall, Treasurer, Theresa Howard, Controller, John Savage, President, Brian Haley, Director

**Signing Officer Requirements/ Restrictions**

And including \$500.00 any one of Treasurer or Controller

Over \$500.00 – 1 of Treasurer or Controller together with any one other

**Motion:** Moved by John Savage to pass the resolution as read.

**CARRIED**

**(b) Lawyer retained – Del Elgersma**

Savage confirmed that Del Elgersma has been retained to process all the TD Bank's required documentation and any required real estate transactions.

**(c ) Bank Site Visit**

John Savage stated that Jack Leung of the TD Bank will be here for a site visit on February 9<sup>th</sup>. He will meet with Theresa Howard, Ron Hall, John Savage, Wayne Quinn, Brian Haley (if available), and the Fire Chief (if available).

**(d) Discussion with the Surveyor of Taxes**

Hugh Grasswick reported that during a discussion between Tom Johnstone and the Surveyor of Taxes representative, it was stated that the Surveyor of Taxes can loan money at favourable rates. Lorne Bolton will be following up on this to determine SIFPS' eligibility and to identify whether this would be of any benefit to the SIFPS.

**9. BUILDING PROJECT COMMITTEE**

Wayne Quinn reviewed what has transpired in the past week. ESB#2 has been signed off as to the building requirement with Permasteel. Colour schemes were approved by both neighbours

on either side of the 646 Tumbo Channel Road site. The colours will be the reverse of what is currently approved for ESB#1. It will be Evergreen with fox grey trim. The Geotechnical expert will attend on Saturday to complete the geotech assessment on ESB#2. After vetting surveyors, Richard Wey has been hired and their survey is complete. The building footprints were sited on the site plan for each property, these documents will be used for both variance permit and building permit for ESB#1, and for the building permit for ESB#2. The surveyors also placed pins on both locations and were able to place ESB#1 in a position that, with the variance, will allow all the required room for the vehicles.

John Money has installed the culvert on ESB#1 site and replaced the shale on the earlier excavated geothermal area.

**(a) Building Order with Permasteel-status; and  
(c) Construction Schedule/Critical Path-status of establishment (incl. Timeline to Lockup).**

Quinn reported that he has the timelines to lock-up for both buildings established, but will finalize them later today, and then send a copy to the building committee for review, after which he will send the final draft to James Savage at Permasteel and subsequently to the Board no later than February 8, 2010. Final drawings including the revised floor plan and outer shell windows, and doors etc., will be sent to Permasteel no later than this Friday.

**(d) Project Budget-being 'refreshed'-Committee/Project Manager to verify.**

Ron Hall confirmed that he has refreshed the pro-forma budget for each building eventually to be given to the Bank. These will be given to the Building Committee to do a final vetting before being finalized by the full Board. Although the budget has been adjusted within certain line items, the budget total has not changed.

John Savage asked each member of the Building Committee to exercise their due diligence to ensure the refreshed budget reflects the actual costs anticipated. John Savage requested that the final project budget be submitted to the Board by February 15<sup>th</sup>, 2010.

**(e) ESB#1-status of 'set-back' variance.**

Quinn reported that he has almost completed the variance documents and once he receives the completed site plans, expects to file those quickly. He does not foresee any difficulties in obtaining the variance and expects the variance will be granted within 3 weeks of its filing. He also pointed out that the Saturna Recreation Center Society will need to give authorization for SIFPS to act as an agent to get the variance and may need to co-sign the document. He confirmed that all abutting property owners will need to approve of the variance as well as the Islands Trust.

**(f) Contract Template-for utilization with all contract services**

Quinn has spent some time with CRD Building Inspector Robert Gutierrez, who will be forwarding a sample form contract template that the CRD uses, that can be used with the our subcontractors. Quinn will forward this template to John Savage in the next three or four days, and once it is vetted by members of the Board currently working on contract language, it

can then be implemented. The discussion then focused on how the CRD will look at this type of construction project and the issue of an architect or engineer oversight Quinn reminded the Board that this will be sequential permitting. The package from Permasteel will have all the drawings for the steel component and an engineer will design the footings, concrete and rebar, and once we have both of these stamped drawing packages, we can then put them together to apply for a permit, which will allow us to get the building to lock up, the target date being June 15.. It was also confirmed that no sprinkler systems will be required in this building.

### **(b) Interior Design-status**

John Savage then asked those Board members who were present at the Building Committee meeting today, as well as Wayne Quinn-Project Manager, John Wiznuk -Fire Chief and David Rees-Thomas-SIR Chief, what their impressions were.of the meeting and of Jim Helset the designer.

Discussion ensued regarding the various options available to us, architect oversight, structural engineer oversight or using a designer such as Mr. Helset and an engineer or architect to sign off on the project. The costs of the latter method are much less than hiring only an architect or only an engineer.

Wayne Quinn stated it was a very good meeting with a great deal of details flushed out. He also stated Mr. Helset has good technical perspective, as well as being familiar with all code requirements. He pointed out that this is a simple building and has its own structural integrity. Jim Helset will have new floor-plan drawings for ground floor and mezzanine, ready by Friday which once they are signed off by the Building Committee, they can then be given to Permasteel. This will then result in the shop drawings from Permasteel. Furthermore, Helset Design can provide all interior drawings, which can then be signed off by a structural engineer, for items such as load bearing walls, fire separation and other code requirements.

John Savage also was very pleased with Mr.Helset's background, knowledge and experience with steel buildings and is in favour of using him as the designer with a structural engineer to oversee the building.

John Wiznuk agreed that Jim Helset was very personable, ready to make things happen and feels this is the man to go with.

David Rees-Thomas was also impressed and stated this had been the most satisfying meeting he has attended so far.

Tom Koochin pointed out that hiring an architect would still require an engineer and a designer. Koochin is in favour of hiring Jim Helset and an engineer or architect to sign off the project.

**Motion:** Moved by Hugh Grasswick for Wayne Quinn to retain Jim Helset of Helset Design for the development of ESB#1 final interior design, and if required for ESB#2, coupled with the identification by the Board of an appropriate engineer.

**CARRIED**

**(g) ESB#1-hire Architectural/Design Service to develop a couple of potential 'wood accents' packages, for final approval by SRCS-to be 'free standing'.**

John Savage asked if Mr. Quinn would be using Jim Helset for this component. Quinn replied that as this is not immediate, he would want to review this with the Building Committee as to how to approach this issue.

#### **(h) Co-ordination between Building Committee & Treasurer/Controller**

Discussion took place regarding the close working relationship that will be required between the Treasurer/Controller and the Construction Committee to ensure Cash Flow will be available for the payment of invoices as they start coming in.

#### **(i) Next Steps**

John Savage and Wayne Quinn provided information regarding the lease and it not being registered on title. Lorne Bolton will be following up with Al Sewell who was involved at the time to determine whether this is part of the process and whether the fees already paid to the lawyer who drew up the lease include the cost of registering the lease. If this was not part of the fee, then, Marlies Petura –Secretary, will contact Del Elgersma to have this completed.

Wayne Quinn explained that he and John Wiznuk need to determine where all the underground storage, water pipes and drains will be on ESB#1 site.

### **10. OPERATIONS COMMITTEE**

#### **(a) CRD By-Law 3452-SIFPS sending letter to CRD to determine/clarify whether or not it covers Saturna Island.**

John Savage will be sending a letter to Ken Hancock, SGI Director-CRD to try to determine if this by-law actually applies to us or not. John Wiznuk requested that if the answer from CRD is negative then a plan B needs to be developed, it was suggested that in that case the Board would contact the Fire Commissioner's Office to discuss.

(b) John Wiznuk is producing operational guidelines by using sources from Saltspring, such as formal recruitment methods, personnel issues, responsibilities and expectations. These will be vetted by the Operations Committee.

### **11. CORPORATE & ADMINISTRATION COMMITTEE**

#### **(a) Construction Insurance-status.**

Ron Hall confirmed that he spoke with the insurance agent who has provided a quote of \$4800, for 9 months of anticipated construction for both building sites. The coverage would be for \$900,000. In addition, if desired Wrap-up Liability insurance would cost an additional \$1000.00. Ron Hall will approach the insurance agent again to see if there is a possibility of a reduction in these costs.

### **12. CURRENT HALL-SALE COMMITTEE**

John Savage stated that he will contact the members of this committee in order to get a meeting set up and formulate the processes to complete the sale of the current hall.

### **13. FINANCIAL REPORTING COMMITTEE**



- (a) Bank Accounts-signing authority.  
This was already covered under the Finance Committee heading.

#### **14. MEMORANDUM OF UNDERSTANDING WITH SCC**

- (a) Contact with SCC regarding potential of BCAS absorbing SIR.

John Savage reported that he had spoken with Bill Schermbrucker, President of the Saturna Community Club (SCC) and ultimately sent an email to Dawn Wood as a follow up on the status of the SCC's discussion with BCAS. Schermbrucker advised Savage that it was his understanding that SIR will not become part of the BCAS Mayne Island operation and that Savage should contact Dawn Wood in this regard. Savage then reiterated to the Board that he had sent an email in this regard to Dawn Woo. Wood was in attendance at the meeting and Savage then asked for her comments.

Ms Wood stated that she had received notification that BCAS has no money in its fiscal budget this year, to cover the cost of the anticipated \$60,000 it would require to bring SIR into their operation and it did not look hopeful that there will be any money in the next fiscal budget either. She said that she had sent her report and recommendation to the executive of the SCC regarding this and that it would be meeting February 9, 2010.

Wood explained that in the meantime she had received notification that a meeting is being setup between representatives of BCAS and SCC. She also reported that the Industrial Inquiry Commission established to review Ambulance Services in British Columbia reported January 10, 2010. She said the report deals with 5 possible options for Ambulance services in BC. She advised that it is Mr. Boswes' (BCAS) impression that the possibility of community based emergency services may still happen and that there is still a possibility that SIR may yet be part of this. David Rees-Thomas stated that one of the possibilities listed in the report is for a regional ambulance service, and if that happened then SIR would be part of that. His major concern is to maintain a contact with BC Ambulance Service that allows for training, and dispatch through BCAS not Langford.

John Savage then outlined the next steps in accordance with the Memorandum of Understanding between the SIFPS and SCC. He said that presuming that the SCC, at its meeting February 9, 2010, confirms that the SIR will not be part of the BCAS' Mayne Island operation, then SIFPS will resume implementing the MOU and arrange to speak with VIHA and BCAS as part of its due diligence.

Dawn Wood also stated she has received a letter from VIHA, who indicated that they are prepared to enter into a new three year contract for When Savage questioned whether the amount might be increased, Wood stated the indication was that there is no more money available. Wood went on to say that the new contract will need to now be negotiated by SIFPS.

Hugh Grasswick confirmed with Dawn Wood that the \$10,000 is exclusively for SIR and does not being cover the services of the Health Clinic.

#### **15. NEW BUSINESS**

There was no new business.

#### **16. DATE OF NEXT MEETING**

The next meeting will be March 1, 2010 at 1 p.m. at the Fire Hall.

**17. ADJOURN**

John Savage adjourned the meeting at 2:40 p.m.

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John Savage, President

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Marlies Petura, Secretary