

**TYENDINAGA MOHAWK COUNCIL MINUTES  
MARCH 5, 2018**

A meeting of the Tyendinaga Mohawk Council was held on Monday, March 5, 2018 at 9:30 a.m. in the Council Chambers.

Present:

Councillors: Josh Hill, Stacia L. Loft, Carl E. (Ted) Maracle, and Debra A. Vincent

Regrets:

Chief R. Donald Maracle attending the MOHLTC Committee Meeting

Staff: David Souliere, CAO; Angela Maracle, Senior Director of Operations; Shelley Bowden, Executive Administrative Assistant

MOTION #1: Moved by Debra A. Vincent, seconded by Stacia L. Loft that Carl E. (Ted) Maracle chair the meeting in the absence of the Chief.  
Carried.

MOTION #2: Moved by Stacia L. Loft, seconded by Debra A Vincent that the Tyendinaga Mohawk Council Minutes of February 19, 2018 be approved as amended.  
Carried.

MOTION #3: Moved by Debra A Vincent, seconded by Stacia L. Loft that the Tyendinaga Mohawk Council Special Minutes of February 23, 2018 be approved.  
Carried.

MOTION #4: Moved by Stacia L. Loft, seconded by Debra A. Vincent to acknowledge the Administrative Update.  
Carried.

MOTION #5: Moved by Stacia L. Loft, seconded by Debra A. Vincent, as MBQ Shareholders, to approve to replace Douglas E. Maracle with Joshua W. Hill on the Board of Yaote hOlding and Yaote Solar.  
Carried.

MOTION #6: Moved by Stacia L. Loft, seconded by Josh Hill that **WHEREAS MOHAWKS OF THE BAY OF QUINTE (“MBQ”)** previously executed a Mohawk Council Resolution (“**MCR**”) with respect to MBQ entering into a partnership with **BLUEARTH RENEWABLES INC. (“BluEarth”)** with respect to the Loyalist Solar Project to design, develop, construct, finance, operate, maintain and decommission such project (the “**Project**”);

**AND WHEREAS** pursuant to such previous MCR, MBQ has incorporated **YAOTE LS SOLAR INC. (“Yaote”)** for the purpose of investing in the Project and entering into an amended and restated limited partnership agreement among BER Ontario Solar GP Inc., BluEarth Renewables LP and Yaote;

**AND WHEREAS** MBQ previously executed an MCR with respect to a support agreement (the “**Support Agreement**”) to evidence MBQ’s support of the Project, which agreement also includes certain employment and training matters;

**AND WHEREAS** the Project requires financing and Loyalist Solar LP (the “**Borrower**”) has been negotiating a senior credit agreement dated as of March\_\_\_\_\_, 2018 (as it may be amended, supplemented, modified, restated or replaced from time, the “

Disclaimer: Comments of individual members may not necessarily reflect the opinion of the whole Council.

**Credit Agreement**") between, *inter alios*, the Borrower, the Canada Life Assurance Company (the "Agent"), as agent, and the other financial institutions named therein (together with the Agent, the "**Lenders**") (the "**Transaction**"),

**AND WHEREAS** in accordance with the Credit Agreement, Yaote is required to sign a limited recourse guarantee, pledge agreement, postponement and subordination agreement, share transfer power of attorney, unit transfer power of attorney and other documents ancillary thereto, together with any other documents required to support the Transaction ("**Yaote Agreements**");

**AND WHEREAS** pursuant to the Credit Agreement, the Borrower and the Agent have requested that MBQ enter into a consent agreement (direct agreement) (the "**Consent Agreement**") with the Borrower and the Agent to consent to the assignment by the Borrower to the Agent of, and the grant by the Borrower to the Agent of a security interest in, all the right, title and interest of the Borrower in, to and under the Support Agreement.

**AND WHEREAS** Chief and Council have reviewed the Consent Agreement with legal counsel for MBQ;

**AND WHEREAS** MBQ has entered into a Unanimous Shareholder Declaration ("**Declaration**") whereby the powers of the directors to manage the affairs of Yaote are restricted in part and pursuant to such Declaration Yaote requires the written consent of MBQ to enter into the Yaote Agreements;

**AND WHEREAS** Chief and Council have been provided with the Yaote Agreements and have reviewed same with legal counsel for MBQ;

**NOW THEREFORE BE IT RESOLVED THAT:**

1. MBQ expresses its support for the Transaction.
2. MBQ is hereby authorized to issue, execute, deliver, enter into and perform its agreements and obligations set out in the Consent Agreement.
3. Chief R. Donald Maracle (the "**Authorized Signatory**") is hereby authorized to execute and deliver the Consent Agreement and all other agreements, instruments and documents as the Authorized Signatory considers necessary, desirable or useful in connection with the Consent Agreement, Credit Agreement and/or the Project, in such form and content with such amendments or variations as the Authorized Signatory may approve, provided that such agreements, instruments and documents have been approved by legal counsel for the Authorized Signatory.
4. To the extent any consent of MBQ is necessary, MBQ hereby consents to the Yaote Agreements and Yaote is hereby authorized to issue, execute, deliver and enter into the Yaote Agreements, and shall, pursuant to certain resolutions of the board of directors of Yaote, do such other things as may be reasonably necessary in connection with the Credit Agreement and/or Project, subject at all times to the decisions made by Yaote's officers and directors

5. All actions heretofore taken by the Chief and/or any Council member in connection with any matter referred to in any of the foregoing resolutions are hereby approved, ratified and confirmed in all respects. M.C.R. #2017/18-093.

Carried.

Council confirmed the following scheduled meetings:

- March 12, 2018, 7:00 p.m. – Tyendinaga Mohawk Council Local Business
- March 19, 2018, 9:30 a.m. – Tyendinaga Mohawk Council Regular
- March 26, 2018, 7:00 p.m. – Tyendinaga Mohawk Council Local Business

MOTION #7: Moved by Debra A. Vincent, seconded by Stacia L. Loft to defer the Harvesting Permission process for amendments to the application and resubmit to the next TMC agenda.

Carried.

ACTION ITEM #1: The CAO will research Terms of Reference for a Harvesting Committee and present to TMC.

MOTION #8: Moved by Debra A. Vincent, seconded by Josh Hill to schedule the Tyendinaga Mohawk Council April and May Meetings as:  
Regular: April 9 & 23 at 9:30 a.m.  
Local Business: April 16 & 30 at 7:00 p.m.  
Also  
Regular: May 7 & 22 at 9:30 a.m.  
Local Business: May 14 & 28 at 7:00 p.m.

Carried.

MOTION #9: Moved by Stacia L. Loft, seconded by Josh Hill to approve signing the 2018/19 Christ Church Stewardship Committee Memorandum of Understanding for the use of the Christ Church as amended.

Carried.

MOTION #10: Moved by Stacia L. Loft, seconded by Josh Hill to acknowledge the letter from C.T. (Manny) Jules, Chief Commissioner, First Nations Tax Commission congratulating Chief Maracle on his re-election.

Carried.

MOTION #11: Moved by Debra A. Vincent, seconded by Stacia L. Loft to pay the Templeman Menninga invoice #80006 in the amount of \$3,907.50 regarding FiberNet Lawsuit.

Carried.

MOTION #12: Moved by Stacia L. Loft, seconded by Josh Hill to approve signing the 2018/2019 Aboriginal Labour Force Development Circle (ALFDC) agreement in the amount of \$106,420.00 for the annual contribution.

Carried.

MOTION #13: Moved by Debra A. Vincent, seconded by Stacia L. Loft to approve the Land Transfer from Philip Dalton Kring & Dora Lee Kring to Jenna Elizabeth Mary Kring the whole of Lot 11B-12-5, Concession 2, as shown on Plan No. CLSR 106928.

Carried.

MOTION #14: Moved by Stacia L. Loft, seconded by Debra A. Vincent to approve the Land Transfer from Philip Dalton Kring & Dora Lee Kring to Evin Eric Elwood Kring, the whole of Lot 11B-12-4, Concession 2, as shown on Plan No. CLSR 106928.

Carried.

- MOTION #15: Moved by Stacia L. Loft, seconded by Josh Hill to approve the Land Transfer from Jason Douglas Brant to Delores Yvonne Maracle-Whalen & Daniel Harold Whalen, the whole of Lot 22B-3, Concession 1, as shown on Plan No. CLSR 76357. Carried.
- MOTION #16: Moved by Debra A. Vincent, seconded by Josh Hill to approve the Land Transfer from Neil Maracle to Iakotakienni Dakota Cree Maracle, the whole of Lot 34E, Concession 1, as shown on Plan No. CLSR 106824. Carried.
- MOTION #17: Moved by Stacia L. Loft, seconded by Josh Hill to approve the Land Transfer from Delores Yvonne Maracle-Whalen & Daniel Harold Whalen to Myles Orville Wesly Adam Green, the whole of Lot 31B-7, Concession 2, as shown on Plan No. CLSR 91539 and the whole of Lot 31B-3-1, Concession 2, as shown on Plan No. RSO 5167R. Carried.
- MOTION #18: Moved by Debra A. Vincent, seconded by Josh Hill to approve the Land Transfer from Gregory Thomas Lewis to Nicole Elizabeth Kershaw, the whole of Lot 6E-17, Concession 2, as shown on Plan No. CLSR 106165. Carried.
- MOTION #19: Moved by Stacia L. Loft, seconded by Debra A. Vincent to approve the Land Transfer from Steven Anthony Brant to Nicole Elizabeth Brant the whole of Parcel D, Lot 9, Concession 2, CLSR 4512 save and except Lot 9D-1, Concession 2, as shown on Plan NO. CLSR 106463. Carried.
- MOTION #20: Moved by Stacia L. Loft, seconded by Josh Hill to approve the Land Transfer from Rachel Lynn Volkman to Timothy James Barnhart, the whole of Lot 13C-1-2, Concession A, as shown on Plan No. CLSR 100647. Carried.
- MOTION #21: Moved by Stacia L. Loft, seconded by Debra A. Vincent to approve the Land Transfer from Rachel Lynn Volkman to Mohawks of the Bay of Quinte, the whole of Lot 13C-1-1, (Road) Concession A, as shown on Plan No. CLSR 100647 for road widening. Carried.
- MOTION #22: Moved by Debra A. Vincent, seconded by Stacia L. Loft to schedule a meeting with the Lands Department to discuss land base and ownership of Tyendinaga Mohawk Territory. Carried.
- MOTION #23: Moved by Stacia L. Loft, seconded by Josh Hill to approve appointing Councillor Debra A. Vincent as the TMC representative and Lisa Maracle, Director of Community Services as the Technical Representative on the Planning Committee for the Iroquois Caucus Citizenship Summit. Carried.
- MOTION #24: Moved by Debra A. Vincent, seconded by Josh Hill to approve the Business Registration for Fox Fuels, owner Christopher Kevin Fox. Carried.

MOTION #25: Moved by Stacia L. Loft, seconded by Josh Hill that the Tyendinaga Mohawk Council approve to support the Gas Bar Application to the Ministry of Revenue for the following business:

**Fox Fuels**

Owner: Christopher Fox  
M.C.R. #2017/18-094.

Carried.

MOTION #26: Moved by Debra A. Vincent, seconded by Stacia L. Loft to decline to sign the Ministry of Revenue Tobacco Retailer Agreement as recommended.

Carried.

MOTION #27: Moved by Stacia L. Loft, seconded by Debra A. Vincent to approve the following Tobacco Allocations as recommended:

49 Quik Stop	Robin Brant
Arnie's Appliance and Variety	Arnold Sager
Arnie's Frozen Foods	Arnold Sager
Bayview Variety	Helen Brant
Coffee Shop	Lorne Loft
Cubby's Chip Truck	Jake Brant
Deb's Gas Bar and Restaurant	Deborah Maracle
Fast Freddy's	John Brant
Five Nations	Tara Green
Flint & Feather	Andrew Clifford Maracle Jr.
Free Flow	Robin Brant
Frontier Fuels	Isaiah Miracle
Gas N Go	John Brant
L & M Enterprises	Sharon Maracle
Legacy 2.0	Tim Barnhart
M & L Distributors	Mathew Scero
Martin's Beads & Craft Supplies	Lisa Martin
McMurter Home Centre	Jim McMurter
Millside Ceramics	Marleen Murphy
Miracle Mart	Andrew Clifford Maracle Jr.
Mohawk Duty Free	Terry Maracle
Mohawk One	John Baptiste
Mohawk Tobacco Outlet	Matthew Brant
Mohawk Trading	Robert Greenwood
Nation 2 Nation	Kevin Brant
Native Renaissance II	Thomas B. Maracle
Onkwehonwe Neha Enterprises	John Baptiste
Rez Boyz	James Bowden
Rez Cresting	Kirk Brant
Riverside Variety	Peter Cook
Roxanne's Place	Roxanne Lewis
Ruby's Fish & Chips	Lorne & Ruby Loft
Sago Full Service Gas & Variety	Sharon Maracle
Sam's Lil Variety	Sam Martin
Smoke N Country Store	Isaiah Miracle
Smokey's Shop	Kevin Maracle
Smokin' Coffee Xpress	Brian Brant
Smokin Joe's	Andrew C. Maracle III
Smokin Pit Stop	Lisa Maracle-Sexsmith
Smokin Speedway	Virginia Maracle

Soaring Eagle Variety	Tonya Maracle
Speedway Gas	Virginia/Andy/Lisa
The Gas Depot	John Akey
The Sacred Circle	Charlene Maracle
The Smoke Depot	John Akey
The Variety Store	Russell Loft
Two Toes Variety	Howard Brant
Village Variety	Trevor Lewis
Winner's Circle	Brian Brant
Work Gear	Trevor Lewis
Oyen'kwa Convenience & Wholesale	Matt Weldon

Carried.

MOTION #28: Moved by Stacia L. Loft, seconded by Josh Hill that That Tyendinaga Mohawk Council approve to the following new vendor for Tax Exempt Tobacco allocation:

Owner	Business	Address	Wholesaler
Tara Green	Five Nations Tobacco & Fuels	142 Hwy 49, Deseronto	Sobeys
Jason Brant	Cubby's Chip Truck	24 Ferry Lane Deseronto	Sobeys
Mathew Scero	M&L Distributors	23 Cedar Glen Road, Deseronto	Sobeys
Mathew Weldon	Oyen':kwa Convenience & Wholesale	21 Iona's Road Shannonville	Core-Mark

M.C.R. #2017/18-095

Carried.

MOTION #29: Moved by Debra A. Vincent, seconded by Josh Hill to approve to post the Consultation Coordinator position.

Carried.

MOTION #30: Moved by Stacia L. Loft, seconded by Josh Hill to approve releasing the balance of the unused funding in the amount of \$2,123.66 for renovation at the Queen Anne Parish.

Carried.

Debra A. Vincent – Conflict of Interest

MOTION #31: Moved by Stacia L. Loft, seconded by Debra A. Vincent to approve to sign the Indigenous and Northern Affairs Canada (INAC) agreement 201617-ON-000039, amendment No. 0018 for the First Nations Adapt Program – Projects & Capacity.

Carried.

MOTION #32: Moved by Debra A. Vincent, seconded by Stacia L. Loft to go in private. ( 4:03 p.m.)

Carried.

Recorded by:  
Shelley Bowden

---

Chair Carl E. (Ted) Maracle