

Neyaashiinigmiing Anishnaabekiing, January 21, 2025

**Neyaashiinigmiing Anishnaabekiing  
CHIPPEWAS OF NAWASH UNCEDED FIRST NATION  
Giigdoowgamig Maawnjidiwn – Band Council  
Niizh-Giizhgat, Mnidoo Giisoonhs, Niishtana-shi-bezhik,  
Niizhing Mdaaswak-shi-Niishtana-shi-Naanan  
(Tuesday, January 21, 2025)  
Special Band Council Meeting  
Council Chambers and via Zoom – 1:00 p.m**

<b>Eniigozid ~ Chairperson:</b>	Ogiimaa Greg Nadjiwon Absent
<b>Giigidooniniwag/Giigidooninikwewag ~ Councillors:</b>	Norma Tobey Anthony Chegahno Paul Jones Carlene Keeshig (virtual) Theron Solomon (virtual)
<b>Regrets/Absent:</b>	(Vacant) Nick Saunders Arlene Chegahno Jessica Keeshig-Martin

**Miinwaanh Ayaajig ~ Also Present:** Mike Earl-Senior Administrative Officer, Martha Pedoniquotte – Recorder; Sarah Chegahno – President of the Board, Solomon King – Board member, Janine Manning – Board Treasurer (virtual); Alexandria Keeshig – Board member (virtual); Valentina Galvis – Fogler Rubinoff (virtual); Brian Grosse – Fogler Rubinoff (virtual)

**Naamaawin ~ Prayer:** Led by Ogiimaa Nadjiwon in Anishinaabemowin

**Gamaajtaamin ~ Call to Order: 1) 1:50 p.m.**

Formal Introduction to new NEDC CEO, Kevin Wassegijig

**Nawash Economic Development Corporation 2)**

Understanding Patrick's concerns regarding different documents

Relationship Agreement – made changes to address concerns Patrick had as he had noted in a prior draft.

Sharehold Declaration, did not receive any comments.

Mike Earl read Briefing Note from Patrick Nadjiwon

Relationship Agreement:

Governance Instruments *Vacancies. Notwithstanding section 111(1) of the CBCA; the Directors do not have the power to fill a vacancy among the Directors unless the Shareholder has failed to fill such vacancy within 90 days of such position becoming vacant. We should make sure the Council is aware of the vacancy before this clock starts running.*

*All candidates for election to the Board of Directors as Class I and Class II Directors (as set out in the Corporation's By-Law No. 1) will first be determined by the other Directors and then brought to the Shareholder for approval, it being one of the roles and responsibilities of the Board of Directors of the Corporation to vet and select nominees to the Board of Directors of the Corporation and to present such nominees to the Shareholder for approval. The Shareholder further acknowledges and agrees that it is generally intended that the Shareholder will consent to any such election of a nominee presented by the Board of Directors if such nominee satisfies all of the eligibility criteria set out in the CBCA for being a Director.*

***This seems like an unreasonable restriction on the rights of the shareholder/Community. If the Council believes the Corporation is moving in the wrong direction, and the board (going the wrong way) only offers other directors who do not want to change direction, then the Shareholder's rights are meaningless.***

Paul – there was a vision, but don't want to be in a position where the tail is wagging the dog; anything that reads to that point where we have to clarify, never thought that we would have to run our business endeavours through someone else, you can take care of what you develop but not what Council develops.

Brian – recital describes what expectations are but doesn't require council to hand over all for profit endeavours, up to Council to have it go to Ec Dev Corp or go to NEDC. Can change to say parties will agree on opportunities, is not a contractual requirement.

Paul – cannot assume Councils involvement

Sarah – this is what happened last time, go through all the notes

Paul – we went through this yesterday

Sarah – was this comment answered yesterday

Paul – no, giving you my opinion on what this reads like

Relationship Agreement:

Mike – Article 2, concern on what would be transferred from Council, and concern with binding arbitration

Brian – wouldn't go to arbitration, Council would decide.

Paul – business that Council does is a different issue.

Norma – would word changing help with this particular item?

Mike – yes, what Brian cited, giving authority squarely to Council

Page 2 – Article 1 – generating income? Patrick stated we need to be clear on who is making the income.

Brian – in the version I am looking at, the last version circulated, we refer to NEDC as the NEDC Group, the Corporation itself will not be earning any revenue other than what the other entities will be paying the Group. This will happen through Limited Partnership, very similar to Nawash Investments LP, only difference is that there is a Corporation above the Limited Partnership.

***This appears to be a for-profit corporation. As a default position, a for-profit corporation has to pay tax on any retained profits. Some corporations can be tax exempt where they are owned***



*by a municipality, and a certain percentage of their profits are earned within the First Nation itself. This is important to know, because if you have the corporation making the profit, you do not want to expose it to taxation. Is there an advance tax ruling?*

Patrick has not received the Governance Instruments

Article 1

Definitions 1.3 f) - *This is defined as a negative option. NEDC is in charge of what you transfer, anything that could provide economic benefit to the First Nation, except what Council specifically withholds.*

Article 2 – 2.1) - *Why is Council bound to inform NEDC of all possible businesses? What if Council did not want to have NEDC manage it?*

Norma – can the wording “all” be removed?

Chief – go with process and let Lawyers work out.

Paul – Foglers is good with draft, concern is what Patrick has brought forth, we want Foglers to include in document.

Mike – couldn't be done until it was presented to Table and gave direction for Patrick to follow up on,

Norma – called meeting because we thought there wasn't much concern from Patrick, looking like too much to discuss still.

Brian – Foglers represents the First Nation, the wording is from the instructions we have received, happy to be working with Patrick as well but ultimately we need some direction on how you want the wording, happy to work with some instruction.

Janine – can we draft some edits to address the concerns from the Table

Sarah – the concerns from the Table are the green lines highlighted

Janine – Brian is here as a client of the Table, he can do the edits

Sarah – agree with Janine, Brian is happy to make any changes, if the concerns are everything that Patrick has highlighted, can we just accept all the comments, some seem a little controversy, NEDC and Council are the same entity, if Chief and Council said they don't want NEDC to exist anymore then we wouldn't.

Paul – Vacancy, it says if a seat became vacant that you would appoint, that's not how it works.

Sarah – we can make that change, this does not tie our hands, our job is for the best interests of the First Nation

Paul – we are just trying to clean up the document, we don't run our endeavours of Chief and Council through the NEDC

Sarah – can I request direction from Council, a motion, to change all the green items.

Solomon – Good faith efforts to keep each other informed, means we are sharing information, not that this person was taking care of this, and this person taking care of this, I seen as a part of the Board with something coming down the pipe then Council should speak with NEDC as a possible way to move forward, wasn't more about we appoint or even with the Board members but we look at recommendations and bring for Councils approval because we would more understand of what we lacked in the Board.



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Paul – done with this conversation for me, already went through this yesterday, let the two lawyes have another go at it. Talking about clarifying language, talking about keeping each other informed but wording needs to be soft, not get into a dispute resolution.

Mike – agree with Paul, Patrick was trying to clarify that decision needs to rest with the table and not encumbered by these other agreements.

Sarah – should we get Brian and Valentina to

Incorporate all the comments and then we can review them.

Paul – would have the Lawyers work it out

Mike – also agree with Paul, Patrick has enough comments from Council to give direction. A lot of the comments aren't just straight, he got enough of the ....from Council to know what to draft.

Sarah – notes from Council from January 20<sup>th</sup>, to be shared with Brian, final document then we would reconvene to review.

Paul – other discussion is the ownership of the building? It's not a mortgage, but is being paid for as a loan, and we need to protect our assets that are there since it is being paid from Band funds. How much footage is needed from one business to the next?

Sarah – this would be on the design plan

Mike – one comment is about a high risk business like a gas station and low risk office building, segregate so that liability of one doesn't lead to another.

Paul – clarification – Patrick will have a conversation with Brian.

Kevin – Foglers will be working at the best interest of the community. My intent in coming here is not to change that relationship, the Corporation is part of mitigating that risk.

Norma – the NEDC is to help manage those flow throughs underneath it, wouldn't be generating revenue of any kind, only operating expenses.

Chief – we haven't done anything to resolve the situation of the property, severing.

Mike – developing a business case of how that would look like, we haven't transferred any property.

Sarah – Article 7 – the advance of Capital, we need a number?

Council has provided Operational dollars in the amount of \$905,940.00, BCR #235, dated June 3, 2025 from B2M and Istopes.

Time Line Claybar – Working on Gas Station, perhaps end of February.

Permits? Proposal should outline first steps that need to be done in order to break ground so we can start pushing – Municipality, MTO.

Norma – is Nile still at Georgian Bluffs, have emailed and he hasn't answered. Need to get a jump on Zoning.

Chief – who is doing the legwork for the permits?

Sarah – the other thing is that Claybar has requested a topographical survey, it was mentioned in the meeting that Council may subdivide the lot then we don't need the topographical survey if Council is deciding how to separate. We shouldn't need if we are only going to be working on 4 acres.

Carlene – Patrick also mentioned concern on how to split property up, wouldn't do a survey as both lots would be joined together as one.

Sarah – did he mean that there would be a problem getting a survey to subdivide the lot?

Carlene – making a distinction of where the SON EO is and the gas station, how do you separate and keep the Band separate from the Corporation?

Sarah – then we would need a proper legal survey.

Mike – if separate under two different LP's.

Norma – think the property is held under the NIGP

Mike – didn't take place because Council purchased.

Chief – Municipality said they were willing to run water up to that property, need to keep on this.

Solomon – need to look at the order of operations of how this is going to play out.

Chief – lining up the ducks, also need to look at electrification, if having a charging station.

Sarah – Norma did submit a proposal for a charging station, we need to put forward all the costs to build it and they reimburse us 75%; full project is 5.5 million.

Chief – we do have a good relationship with Hydro One, who assisted with the application?

Janine – Energy Ontario

#### Next Steps:

Look into subdividing the 14 acres – separately managed

NIGP – transferred, need to recuperate costs that Nawash has been paying, NEDC would not own properties.

Proposal from Brian from Claybar in 4-6 weeks, topographical survey

Sarah – Environmental Assessment started last May, takes a full year

Lawyers to deal with paperwork

Chief – Capital costs from Claybar

Paul – could also ask proponents to take over costs

Norma – overall 10 million

Sarah – doesn't include potential blow out costs, MTO may force us to build an exit lane, or may be able to convince MTO to move the speed limit sign to 60. If we do need an exit lane or turning lane in the middle we don't know the costs, may have to add on 2 million.

Janine – 5.5 million application we need to front these funds. Approval of that grant would satisfy a loan from the bank.

Paul – if dividing up in 3 then would get 75% out of that.

Janine – overdue reports from Programs so that we can access ISC money?

Mike – one audit report completed, once approved we will share with funders.

Janine – not a matter of missing deadlines but due to at least 5 overdue reports from Programs.

Mike – please share if you know which Programs are lagging if they are not audits.

Chief – property we are developing, we hold Fee Simple, would have different regulations for borrowing.

Mike – the loans didn't get transferred, so wouldn't be seen as a liability.



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Paul – outstanding bills to lawyer? Mike – got approved yesterday.

Sarah – quick question from Claybar to consider, did we want to explore turning property to Reserve status? If you do I did reach out to someone who has that experience.

Mike – Larissa also knows the process, could reach out to her.

NEDC Representatives left meeting.

Aboriginal Title Claim:

Joint Council will be meeting in Owen Sound tomorrow to discuss next steps ahead of scheduled Joint Council on January 23, 2025.

Krista Nerland, OKT sent an email to Chief stating that if SON stops participating in the Remit this means that we permanently give up SON's Aboriginal Title Claim. Could cause uncertainty in our Aboriginal Commercial Fishing.

Anthony – don't agree that our Traditional Territory was only Nochemowaning, very disappointed in what I am hearing, we wandered the whole Territory, our ancestors would be very disappointed. Don't understand, our artifacts were found all over, Tobermory, Sauble Beach.

Norma – they already said SON Territory belongs to SON, the water all around should be included. Even if just acknowledging two miles out all around the Peninsula instead of making us agree that Nochemowaning was the only spot, why can't the lawyers go through the legal system to prove this point.

Paul – don't necessarily agree with the Lawyers, when you get findings against you don't have to necessarily agree with, is just her findings, she is trying to make you change who you are as an aboriginal person, only way is if you agree. I don't agree with the ladies, if we are wrong then we are wrong, put the map back out there and let her make that ruling.

Norma – then we can appeal.

Anthony – our warriors fought in the War of 1812, how did they get down there, they even ignored when our warriors went out to meet Champlain. I honestly believe that Canada's history is flawed, using bad history from a colonial point of view and not recognizing us as Anishinabe people. Whenever our people presented she rolled her eyes, when Canada and Ontario talked she was writing. Coldest person I ever met in my life.

Paul – submit the map we want to submit

Anthony – if anything happens after this map thing then we walk.

Paul -- we actually hired Roger, Roger retired, we should have went to different Law Firm to write the appeal. Spoke against including the Aboriginal Title Claim in our Land Claim, the proof to get to their proof is impossible because we never heard them say they were going to own Canada in 1763, we helped them form Canada.

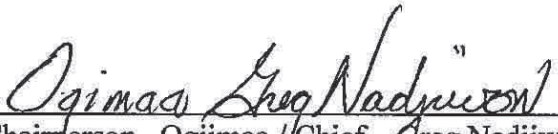
Chief – Aboriginal Title could include all the First Nations around the Great Lakes basin.

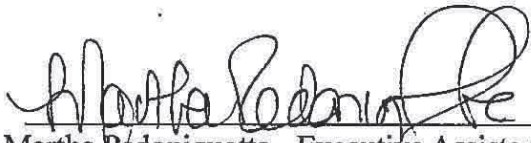
Paul – what about the Inland lakes?

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Anthony – agree with Howard Jones, that we never ceded the Inland Lakes.

Meeting Adjourned 3:00 p.m.

  
Chairperson – Ogiimaa / Chief – Greg Nadjiwon  
Eniigozid  
Chippewas of Nawash Unceded First Nation

  
Martha Pedoniquotte - Executive Assistant  
Ezhibiigejig  
Chippewas of Nawash Unceded First Nation