



Wei Wai Kum First Nation

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July 11, 2018

Jason Price
685 Loughborough Road
Campbell River, BC

Dear Mr. Price:

Re: Resignation from Council

Council is in receipt of your letter of resignation from Council and your undertaking not to run for a position on council for a period of six years. We further confirm, based on an email communication from your lawyer to ours, that although your resignation and undertaking is not dated, it is deemed to be effective as of July 6, 2018. The six-year prohibition on you running for council will be in effect until July 6, 2024.

On behalf of the Wei Wai Kum First Nation as its legal representative, Council hereby accepts your resignation and your undertaking not to run for a position on council for a period of six years commencing July 6, 2018.

Council considers your resignation, and the circumstances in which it was given, as substantiating the findings of the Independent Investigation, including that you have acted in breach of your fiduciary obligation to the band, as well as in breach of your oath and contract of office, and Wei Wai Kum's Operations Manual, which you signed.

The essential finding of the Independent Investigator was this:

Given Mr. Price's fiduciary obligations and his undisclosed conflict of interest in dealing with K&L Ltd., Mr. Price has an obligation to establish that he paid for the work and materials obtained through K&L Ltd., including for his home renovation and various RRAP projects listed above. Mr. Price chose not to be interviewed as part of this investigation, or provide a response to the Allegations of Wrongdoing, including those with merit. As a result, absent an explanation establishing that Mr. Price did not benefit, as the evidence suggests, he is in breach of his fiduciary duties to WWK.

You have now been given a full and fair opportunity to provide an explanation that might establish that you did not improperly benefit from payments to you from K&L Spooner Construction Ltd. You declined to provide an explanation to the Independent Investigator, claiming it was not a fair process. You then had a full and fair opportunity to provide an explanation, under oath, to the Arbitrator appointed to hear and determine the Council's petition. Instead of taking that opportunity, you chose to resign from Council and give the undertaking described above.

Council took a number of steps to ensure that you were given a fair opportunity including:

- Acceding to your request, given by your legal counsel (Mr. Wells), for an extension of time for the hearing of the Petition, with an additional 21 days (over and above the 20 days provided for in the Election Code) for you and Mr. Wells to prepare;
- Providing full disclosure of all documents in our possession or control relating to the subject matter of the petition;
- Identifying specifically what documents we would be relying upon at the hearing of the petition; and
- Providing a list of witnesses, together with a summary of the evidence that we expected them to give (thus ascending to another request of your lawyer).

Moreover, the arbitrator that was appointed to this matter under the Election Code is a highly experienced arbitrator with unquestionable qualifications. He conducted a fair process throughout. Thus, while you maintained (wrongly in our view) that the Independent Investigator did not provide you with a fair process, there is no basis at all for such an allegation to be made in respect of the Petition process.

Despite all these measures and the opportunity for you to present your case in full before the Arbitrator, you instead decided to avoid a hearing of the Petition by resigning your position on council and undertaking not to run for office for a period of six years. As this constitutes the maximum penalty the Arbitrator had jurisdiction to impose, we understand that he has determined he no longer has jurisdiction over the matter.

As you have now refused all opportunities to provide an explanation that might establish that you did not improperly benefit from your relationship with K&L Spooner Construction Ltd., we can only conclude that no such satisfactory explanation exists. That being the case, the Independent Investigator's findings that you are in breach of your fiduciary obligation are no longer qualified by the possibility that you might provide an acceptable explanation.

We therefore accept both your resignation and your undertaking effective July 6, 2018.

Yours truly,

On behalf of Wei Wai Kum Chief and Council

Chris Roberts,
Chief Councillor,
Wei Wai Kum