



**Board of Directors - Draft Minutes
January 7-8, 2016
AU Governing Council Chambers
Athabasca University, Athabasca**

Attending: Bob Savage (Friday 1:30-2:30 pm), Brian Deheer, Carolyn Campbell, Dave Loyie (via phone), Dave Mussell, Doug Badger (Thursday), Dan Moore, Doug Kariel, Garry Horton, Jamie Giberson, Janice Linehan, Janice Pitman, Marv Fyten, Tim Polzin

Regrets: Dr. John O'Connor, Kai Ma, Terry Sheehan

Thursday, January 7, 2016

1. Call to Order 10:37 am

2. Review and Approve Agenda

MOTION: Doug K moved to approve the Agenda. Marv seconded. **Approved by consensus.**

3. Review and Approve Board Minutes of Nov. 5-6, 2015

TABLE: Until January 8

4. Executive Committee Update

a. Staff and H.R. Committee - Brian

i. Hiring process – Admin. Coordinator

Discussion: Pros and cons of consultant vs. permanent position given funding uncertainty. Require a mature individual with strong communication, interpersonal skills. Employee Handbook will be good support.

MOTION: Carolyn moved that the Executive Committee be authorized to post a part-time position, with the intention to transition to full-time depending on funding. Doug B seconded. **Approved by consensus.**

ii. Complaint

MOTION: Doug B moved that the Executive Committee be authorized to offer \$1400 to the complainant, or \$1783.28 provided she sign a general release, and further to make clear to the complainant that if she seeks further claim, AWC will seek to recover the overpayment of severance to her, plus legal fees. Dave L seconded. **Approved by consensus.**

iii. H.R. Committee update

ACTION: Carolyn to send a Committee TOR template to HR Committee members, for drafting Committee TOR.

b. Office update - Brian

i. Edmonton move

Discussion: Successful move of those items, Portage College generously providing temporary free storage.

ACTION: Executive Committee to recommend how to assess/deal with these office materials.

ii. Athabasca University

Discussion: AWC has made formal request for office space, Athabasca University is considering request.

iii. Hinton

Discussion: Lease \$1100/mo.+GST until January 2017. To reduce payments, could offer subsidized rent to attract new tenant early, or lump sum. AWC office furniture is high quality, suitable for relocation. Terms of furniture purchase grant: furniture can be donated but not sold for 5 years after purchase, we have 2 years left.

MOTION: Janice L moved that the Treasurer be authorized to offer the Hinton office building owner up to \$8000 on condition to release AWC from lease obligations. Garry seconded. **Approved by consensus.**

ACTION: Executive Committee to determine furniture needs once new office space is obtained.

iv. Mailing address change

Deferred until office location is determined.

c. Treasurer Report – Tim

i. Financial update

Discussion: Reviewed statements, quite a bit not spent vs. budget. Can point to carryover of funds from other sources, shouldn't be a concern with our Alberta government (GoA) grant. AWC can make strong case even if some unspent GoA funds this year, have extensive outreach and staff buildup plans for next year.

ii. Bookkeeper (Decision request for next steps)

Discussion: Current bookkeeper wishes to step down. Prospective bookkeeper estimates ~3 hours per month @\$30/hour would be typical for our needs, and likely no more than \$200/month.

MOTION: Janice L moved that Treasurer engage Lac La Biche-based bookkeeper Terri Rudiger for Athabasca Watershed Council. Doug K seconded. **Approved by consensus.**

iii. Accounting software

Discussion: Bookkeeper and Treasurer are two separate roles, and financial reports come from bookkeeper. It would be helpful to have analytical tools for Treasurer to check/analyze financial reports (saving bookkeeper billed time) and for budgeting.

MOTION: Doug Badger moved to authorize purchase of SAGE accounting software up to \$250 which could include up to 2 users with Cloud access. Carolyn seconded. **Approved by consensus.**

iv. Expenditures by Committees

Discussion: Currently, no specific policy for Executive Committee to authorize expenditures between Board meetings other than expense/honoraria claims.

MOTION: Marv moved that AWC Committees are authorized to spend up to \$500 per item within approved budget, with a reminder that Committee minutes should document all spending decisions. Doug K seconded. **Approved by consensus.**

MOTION: Tim moved that Council approve payment of \$1124 for legal fees for labour complaint. Carolyn seconded. **Approved by consensus.**

d. Secretary Report – Carolyn

i. Accept EC Minutes of Nov. 13, Dec. 2, Dec. 16, Dec. 30

MOTION: Garry moved that the Executive Committee minutes of Nov. 13, Dec. 2, Dec. 16 and Dec. 30 be accepted. Doug B seconded. **Approved by consensus.**

ACTION: Carolyn to forward approved Board and Committee minutes to Janice Pitman and Wayne Brehaut for posting on AWC website.

ii. March Board meeting date

Discussion: Decision to hold next Board meeting is March 10-11 in Athabasca, with 10:30 am start time on March 10th and 3 pm adjournment on March 11th.

iii. Board Recruitment

ACTION: If enough collaborative groups can be arranged to present at March 11 Board meeting day, Carolyn to extend invitation to AWC stewardship sector members to attend meeting that day as well.

iv. Member update

Discussion: Doug B noted AWC member Sandy Willier attended last AGM and is interested in being part of the Board as an aboriginal representative, potentially as an interim member until the next AGM.

ACTION: Executive Committee to follow up to provide background and application to Board before March Board meeting.

v. Action Items Register update

ACTION: Carolyn to prepare Action Register for use at March Board meeting.

5. 2016-17 Planning Cycle - Brian

a. GoA Grant application preparation

Discussion: Noted Feb. 1 deadline for AB Environment & Parks GoA grant application. Agreed 3 main goals in proposed 2016-17 work plan will be same as in 2015-16: Promoting engagement and sharing knowledge; Integrated Watershed Management Plan (IWMP); Council is functional and sustainable.

Importance of skilled aboriginal, municipality and community outreach. AWC plans staff buildup. Plans to engage in processes including Land Use Framework regional planning and implementation, and Athabasca River Basin modeling Initiative, need to learn and consider how these fit with IWMP. Look to AGM for full sector representation. Describe in cover letter Council achievements this year. Treasurer led preliminary 2016-17 budget review. Committee meetings in January will review further plan and budget drafts before completion.

b. WPAC Forum, January 14 Leduc

TABLE: to January 8 'Outreach Opportunities' item.

6. Recess

The Board recessed at 5:30 pm until 8:30 am January 8.

Friday, January 8, 2016

7. Meeting Reconvened at 8:40 am, January 8

Agreed to move 'Regional stewardship' item later in agenda to accommodate call-in by AEP's Bob Savage.

8. Review and Approve Board Minutes of Nov. 5-6, 2015

MOTION: Tim moved to approve the November minutes as amended, with slight re-formatting for a unified style to be done by Carolyn. Janice P seconded.

Approved by consensus.

9. 2016-17 Planning Cycle

a. GoA Grant application preparation (continued from January 7)

ACTION: Tim to formalize In-kind reporting process by Board members.

ACTION: Brian to connect with Lesser Slave Lake watershed Council ED on plans, budgets, collaboration.

Discussion: Consultation is the bedrock of successful IWMP. Suggestions to build aboriginal trust with engagement include commitment to relationships, advance conversations and details about questions in advance, so no surprises. Yesterday discussed aboriginal, municipality and community outreach, also regulatory and research agencies important to engage with. Review IWMP Terms of Reference points at a future Board meeting

10. Technical Committee Update – Carolyn

Scheduled January 21 meeting to review 2016-17 plans.

11. Communications & Community Engagement Committee Update – Janice P

Discussion: Need input on what to include in newsletter. Will request updates from agencies/groups working in watershed.

ACTION: Janice P to set up January C&CE meeting, assisted if need be by Brian and Carolyn.

12. Finance & Fundraising Committee Update

a. Accept F&FC Minutes of Sept. 24, 2015

TABLED: Until F&FC Committee members first approve.

Other discussion: Tim reviewed action items for future consideration: review status of application to Canada Revenue Agency for charitable status; 2016-17 insurance requirements, casino potential.

13. AGM Preparation update – Brian and Carolyn

Carolyn reviewed: 2015-16 work plan Board representation goals; Board election-related TOR; Process guidelines for Membership application, renewal and sector accountability. Discussion: Newsletter should note need for membership renewal.

ACTION: Executive Committee to recommend easy membership renewal process.

ACTION: Executive Committee to review request for Bylaw review.

ACTION: Executive Committee should review/actively manage financial statement preparation and audit review timeline to recommend AGM date.

ACTION: Tim to work with volunteer audit members on audit process.

ACTION: Janice P and Executive Committee to recommend whether Annual Report needs to be printed (if so, quantity) or if electronic version sufficient.

a. Meeting rules development

ACTION: Carolyn to contact Paula Evans regarding AGM rule revision ideas.

b. Sector targets – municipality, industry

Discussion: Critical to have Lower Athabasca Board representation.

ACTION: Executive Committee to review Terms of Reference on municipalities and recommend any changes to Board.

ACTION: Executive Committee to make two contacts for potential Board members.

c. Nomination process

ACTION: Executive Committee to recommend process to receive Board member nominations and to preside over elections at AGM.

14. Outreach opportunities - Brian

a. CCEMC Climate Change Forum, Jan. 20/16, Edmonton

MOTION: Marv moved that Janice P and Dave L be approved to attend CCEMC forum. Carolyn seconded. **Approved by consensus.**

ACTION: Janice P and Dave L provide 1 page CCEMC Forum summary and contacts information.

b. WPAC Forum, January 14 Leduc

MOTION: Carolyn moved that 5 Board members be approved to attend WPAC Forum: Brian, Doug B, Tim, Kai, Dan.

ACTION: WPAC Forum Board attendees to provide 1 page update suitable for newsletter.

c. Athabasca River Basin Research Institute (ARBRI) Day, Nov. 23-24 report – Brian

Discussion: Thanks to Board members who helped with presentation content. Met Baptiste and Island Lake stewardship group members. Athabasca University has vision of research station on Athabasca River's banks. Many useful contacts made.

15. Regional stewardship

a. U of A Network Athabasca Watershed Collaborative – Carolyn

Discussion: Agree to invite to present at March Board meeting. Approved link to AWC website on Network's website.

b. Lesser Slave Watershed Council IWMP – Dave M.

Dave M is a LSWC Technical Committee member, gave this update: LSWC State of Watershed described water level and water quality issues facing Lesser Slave Lake. LSWC has an approved Terms of Reference for IWMP. Outreach now to

aboriginal communities and municipalities for participation to develop a lake watershed management plan.

Discussion: Learn from LSWC engagement. Possibility for AWC to co-host lake management workshop. Interest in how Lake weir and recent lakeshore developments have affected habitat and downstream flows.

ACTION: Executive Committee to invite LSWC ED Megan Payne to present at March Board meeting.

c. Lower Athabasca regional plan processes and WaterSmart Athabasca River Basin (ARB) Initiative – Bob

Bob updated on WPAC and ARB Initiative: GoA interested in reinvigorating WPACs' role in watershed management. WaterSmart a credible 3rd party in modeling, from Bow basin work. ARB Initiative aligns closely with WPAC work, AWC should be sure to work closely with it, and leverage its technical capacity and resources for AWC's work.

Discussion: AWC has been invited on to ARB Initiative Steering Committee. AWC could be steward of ARB Initiative modeling products.

Bob updated on other GoA watershed-related work: Lower Athabasca Regional Plan (LARP) review requested by First Nations, active follow-up discussions occurring between Minister and First Nations.

LARP Landscape management planning, three priority areas identified (Moose Lake traditional use area, Richardson backcountry, South Athabasca oilsands) to support traditional use, biodiversity and caribou goals using heightened avoid, minimize and reclamation approaches. Biodiversity management framework and policy work will continue in 2016-17.

LARP multi-stakeholder forum, still working out idea, will always be some one-off consultations but may be efficiencies in the forum idea.

Implementation of Green Zone wetlands regulations in 2016, watch for consultation.

Water Act ministerial regulation change 2016-17, WPACs can get involved.

Fish & Wildlife branch renewing fisheries regulations, WPACs can get involved.

d. WaterSmart Athabasca River Basin (ARB) Initiative Steering Committee participation – Brian

MOTION: Carolyn moved that Janice Pitman be Athabasca Watershed Council's rep on WaterSmart Athabasca River Basin (ARB) Initiative Steering Committee. Tim seconded. **Approved by consensus.**

16. New Business

MOTION: Garry moved to recognize the long service, personal investment and dedication of Tom Weber, and that he would be welcomed back. Tim seconded.

Approved by consensus.

ACTION: Brian to contact Robert Esau of MD of Lesser Slave River as Garry Horton's alternate on upcoming Board matters.

17. Adjournment – 3 pm

MOTION: to adjourn at 3:00 pm. **Approved by consensus.**