



**Board of Directors – Teleconference
Meeting Minutes
Tuesday, October 21, 2014
7:30 pm**

Attending: Doug Badger, Brian Deheer, Bill Grieve, Dean Lindsay, Dave Loyie, Janice Pitman, Tim Polzin, Kai Ma, Donna Mendelsohn, Bob Savage, Connie Simmons, Warren Walker, Tom Weber.

Regrets: Lorraine Johnson MacKay.

1. Call to order at 7:35 pm.
2. Approval of the Agenda.
Additions requested to the Agenda:
 - Tim Polzin – request status of industry and municipal representation request.
 - Bill Grieve – add discussion on proposed ‘management group’.

Brian Deheer – Motion: to approve agenda as amended. Janice seconded. Agenda approved as amended.
3. Bill provided a financial update. To date \$165,247.00 in the AWC account. Need to finalize third signing authority on the account.
Tim Polzin – Motion: That Bill Grieve be the third signing authority for the AWC financial account. Tom seconded. All in favor. Motion is approved.
4. Key points of advice to the Board:
 - In making decisions, important to address implications of the decision; plan accordingly.
 - The entire Board of Directors is responsible for decisions made.
 - Observation – need for alignment with entire Board on decisions. Need to take time to build trust through using proper process.

Agenda items 4,5,6,7 were addressed together. Lengthy Board discussion addressed the process of providing termination notices to staff and response from the GM. Clarification and discussion on steps taken and why they were taken was provided to the Board.

Bill Grieve - Motion: As the Board has not received clear response from the GM as to our decision of October 8th the AWC board considers this acceptance of termination immediately with full severance payment.

Doug seconded the motion. Vote: 9 in favor of the motion. 3 against the motion. Motion is approved.

Bill agrees to meet with the GM in a face to face meeting to advise the GM of the Board's decision, and will also provide a letter advising of the Board's decision.

Bill Grieve – Motion: Bill to take opportunity to meet with the Lee-Anne Bembeneck (Bookkeeper) to ensure she has received termination notice of 6 weeks, and to enquire about the potential for reduced hour contract after the 6 week termination date.

Doug – Seconded. All in favor. The motion is approved.

Discussion regarding the employment of the Research Coordinator: Bill agreed to meet with and provide a letter to the Research Coordinator regarding her employment status with the AWC. Bill will ask what the Research Coordinator would like to do regarding her continued employment with the Athabasca Watershed Council. There is a need for the Research Coordinator to understand the need of the AWC for fiscal constraint and a focus on governance, representation and Board development and to make her decision about continuing work with the AWC in view of these realities. This may also include a decision by the Board to close the Hinton office due to budget constraints and the necessity for staff to work from their homes.

5. Next steps - Strategic Work Plan needed to move forward on deliverables of the Gov't of Alberta grant funding: governance, representation; Board development; solid business practices.

Two options for how to proceed:

1. Framework for a Strategic Work Plan with key tasks provided by the Executive Committee and any Board member who wishes to assist with this task will be sent to the Board. Full discussion with the Board to plan how, who and by when Board members will, in the absence of staff assistance, accomplish these key tasks within the timeframe provided in the Government of Alberta 2014-15 grant agreement.
2. A 'Management Committee' may be formed to address the planning and implementation of the key tasks the Board must accomplish this fiscal year. The EC has ended up with opposition, so one option is to create a group outside of the EC to manage the AWC and the work that needs to be done.

The approach the AWC will take to accomplish the work of this fiscal year will be a point of discussion at the next Board meeting.

6. Tom Weber moved to adjourn the meeting at 10:28 pm.