

Athabasca Watershed Council
Board of Directors Meeting Minutes
January 30, 2015

Attendance: Kia Ma, Gary Horton, Tim Polzin, Tom Weber, Bob Yontz, Brian Deheer, Janice Pitman, Doug Badger, Donna Mendelsohn, Connie Simmons, Bob Savage, Bill Grieve.

Regrets: Lorraine Johnson-Mackay, Warren Walker

Absent: Dave Loyie, Dean Lindsay.

Guests: Peer Panel: Rhonda Clarke-Gauthier, David Trew, David Samm.

Facilitator: Rick Moyse

1. Call to order at 9:10 am.

Welcome to the two new Board members, representing Municipalities : Garry Horton from Lesser Slave River and Bob Yontz from the Association of Summer Villages.

2. Review and adoption of the Agenda.

Brian asked if we would be discussing filling remaining seats on the Board. This will be covered in the update on progress section. Tim requested a briefing from the Peer Panel on the Board representation of their WPACS.

MOTION: Janice Pitman moved to adopt the Agenda as amended. Brian Deheer seconded. Approved by consensus.

3. Review and adoption of the minutes of September 25-26th, 2014 and November 27-28, 2014.

- Kai Ma asked for an amendment to the minutes of September 26th, 2014.

MOTION: Brian Deheer moved to include to 'Action B' that direction was to be provided to the GM to provide notice of termination to the Bookkeeper. Tim Polzin seconded. Carried.

- Amend a typo on page 4, change to 'no' longer an employee.
- **Motion:** Kai Ma moved to accept the minutes as amended. Doug Badger seconded. Approved by consensus.

4. Board Discussion Points

- AGM preparation: A tour of Alpac will not be possible. Athabasca University will provide the venue for May 23rd, 2015 for the AGM. Other tour possibilities: Bird Centre at Slave Lake.
- Representation from Industry – update and discussion:
 - Approach both the AFPA and single companies
 - Energy – best to approach individual companies
 - Tim's Update:
Was discussed at the previous meeting within the Adhoc Committee– two sectors primarily to recruit to the Board – Industry and Government.

For Industry, we are looking for representation from these sectors: Energy/Forestry/Agriculture/Mining/Utilities. Suggest we consider 5 Industry reps to the Board.

For Government, we are looking at municipal representation from across the basin – suggest three regions: 1) Lower Athabasca, e.g. Regional Municipality of Wood Buffalo 2) Heartland (mid-Athabasca)e.g. Lac La Biche, Athabasca, Lesser Slave River 3) Upper reaches or Headwaters, e.g. Woodlands, Yellowhead Counties.

- WPAC Peer Panel provided a brief on the representation of their Boards.
Mighty Peace Watershed Alliance has 21 seats, 4 main sectors: Aboriginal Communities; Government; Industry; NGOs. One public member at large (now have 2).
North Sask. Watershed Alliance has 18 seats. Gov't: 1 federal; 2 provincial; 5 municipal. Industry: oil and gas; forestry, agriculture; Fort Saskatchewan C5A; Epcor, Transalta. Also have Ducks Unlimited and a member at large. First Nations is difficult, only have intermittent attendance. 2 Vacancies at present. We can appoint, so have two more sectors – noted in the Board TOR.
Battle River Watershed Alliance – 15 Board members. Changes from year to year who is on the Board. Municipalities have up to 3 seats; Province has up to 2 seats; Federal Gov't up to 2 seats; FN (0 right now); Industry up to 2 seats; Agriculture up to 2 seats; energy up to 2 seats; also seats for academia and health and wellness – public health. ESRD is an ex-officio member.
- For representation with the AWC – need to simply demonstrate progress and address priority gaps first. Suggest mapping the watershed to show regional and sector balances. Have the TOR's and Bylaws support this. Will need to show evidence of progress to ESRD at next reporting period – March 2nd.
ACTION: Human Resources and Nominations/Representation - Adhoc Committee to work on this – Tim (lead), Bill and Tom. Brian agreed to approach Alpac.

Question: are we looking for sector representation or stakeholder or individual group rep? Sector representation is sought with other WPACS. A sector rep may not have knowledge of all in the sector, but brings a sense of the broader sector perspectives. Nominations process is important when recruiting members from sectors. Careful thought is needed for this process. Look for well-connected people to entire sector.

- Strategic Planning for 2-3 years is required by ESRD as part of the funding cycle for this fiscal year. Discussion:
 - Address strategic planning at February Board meeting.
 - Book a March Board meeting also to complete the plan.
 - Consensus on approach: Do goals of the Strategic Plan on February 27th. Work on finishing Bylaw TOR's on February 6th.

5. Treasurer's Report – Bill

- New Bookkeeper, Chris, is now working on bringing all bookkeeping up to date.
- All financial records are now with Chris.
- She will be working approx. 15 hours/week. Considerable savings to the AWC. Cost is about \$600.00/month.
- Update on Bank Balance: \$81,000.00. We have more meetings and more work to do with incurred costs.

Costs:

- 2 day Board meeting: \$9000.00 with honorariums and expenses. 1 day: \$6000.00
- Monthly costs: Rent: \$1044.00/month
- Science Coordinator: \$4300.00/month
- Telus/Bell/Cleaning/Conferencing: \$100.00
Approximately \$6000.00/month at the point to keep the office open.
- Sub-lease of the office is a possibility. Will need to consider all costs very carefully to cover all future meetings and work of the Board.
- A full paper accounting of bank balance and costs will be available February 20th.

6. Discussion - office and staff situation

- Liability concerns with remaining staff on her own. Difficult for her to work on her own as well. Not an optimal situation for her.
- Sublet is possible – realtor has someone interested in this space.
- Concern regarding provision of supervision and further learning and development for staff member
- Suggestion from NSWA and BRWA – potential to provide mentorship for staff member for interim period. Could provide space and support for her.

MOTION: Brian moved to authorize the realtor to lease or sublease the full Hinton office space with furniture, and to seek option to be released from the long term rental lease (2017). Doug seconded. Carried by consensus.

- Requirement to have a registered office with the Society's Act. A registered Post Office box number is acceptable.

NSWA offered to provide space to house all files and office equipment for interim period.

MOTION: Bob Yontz moved to change the registered office of the Athabasca Watershed Council, with all files, to the office of the North Saskatchewan Watershed Alliance on an interim basis, and to change the AWC mailing address to be re-directed to the Bookkeeper on an interim basis. Janice Pitman seconded. Approved by consensus.

MOTION: Tim Polzin moved to charge Kai and Donna with the responsibility and authority to provide the Science Coordinator with 2 choices:

- 1) move to continue AWC work within the BRWA offices in Camrose, with a moving allowance of up to \$2500.00 or;
- 2) receive notice of termination without cause with full 6 weeks payout, with a decision regarding these two choices to be provided to the Athabasca Watershed Council Board of Directors by February 6, 2015.
Bill Grieve seconded. Approved by consensus.

7. Technical Committee Update; State of the Watershed Phase 3 Recommendations and next steps.

- Applications have been received for membership on the AWC Technical Committee from Janice Pitman and Janna Tondou.
MOTION: Doug moved to include Janice Pitman and Janna Tondou as members of the Technical Committee. Brian Deheer seconded. Approved by consensus.
- Discussion on State of the Watershed Phase 3 and 4 Reports:
 - Concerns from some on the Board with editorial comments and data sources that were not included in the original SoW 3 report. SoW 4 report is an additional report to provide with SoW 3.
 - Technical Committee reviewed both SoW 3 & 4 and discussed options to release or not release the reports. Noted that ESRD had signed off on the SoW 3 version 2 (revised) report. Much of the concerns with the SoW 3 report were addressed in version 2. ESRD was fine with the release of SoW 3 v. 2. It is understood that knowledge is never perfect, and science is changing and data sets become better. On balance the work is credible and reasonable enough. It is possible to add a disclaimer or caveat before releasing the report. Previous Technical Committee recommended a disclaimer be added. The authors of the report are prepared to provide a proper cover and include a disclaimer in the report.
 - Important to understand that with upcoming pre-planning for the Upper Athabasca Regional Plan, will need as much information as possible on water quality, air quality, reclamation, biodiversity etc. This is how WPACs provide good information to regional planning.
MOTION: Tom Weber moved to release the Athabasca State of the Watershed Phase 3, version 2 report by Fiera Biological Consulting dated April 2013 with a disclaimer 'This report does not necessarily reflect the opinions of all stakeholders or sectors of the Athabasca Watershed Council'. Bob Yontz seconded. Approved by consensus.
MOTION: Kai Ma moved to release the Athabasca State of the Watershed Phase 4 Report with the same disclaimer as the SoW 3 v. 2 report. Brian Deheer seconded. Approved by consensus.

8. Communications Update, Newsletter and Website.

- Janice Pitman provided an update on the Communications and Community Engagement Committee work.
- **MOTION:** Janice Pitman moved to have Bob Yontz be a member of the Communications and Community Engagement Committee. Doug Badger seconded. Approved by consensus.
- Review of the draft AWC newsletter – 3 typo/wording revisions provided by Board members.
MOTION: Doug Badger moved to approve the release of the newsletter as amended. Brian Deheer seconded. Approved by consensus.
- Website progress: Wayne Brehaut has been working to set up ability to update the website. All passwords are now in and control of the website is assured. In time, the AWC will need to request Big Pixel (website developer) to assist with site updates and staff training. This will require a contract with Big Pixel for these services. Cost is estimated \$225.00/quarter.
MOTION: Tim Polzin moved to set up a contract with Big Pixel for 6 months for maintenance, updates and other support for the Athabasca Watershed Council website to a maximum of \$2000.00. Tom Weber seconded. Approved by consensus.
- Question: Does the CCE need approval to update website content, ie: links to gov't documentation or notices?
CCE TOR outlines the duties and responsibilities – they are approved TOR by the Board. No need for a motion to approve updates.

9. Governance presentation presented by Rick Moyse. Addressed Board roles and responsibilities.

10. Next steps – discussion points.

- March 2nd Interim report on progress is due.
ESRD interested in 1) representation; 2) budget line items – match directly to work plan budget items. Will need to have solid evidence and references on progress of key items of the work plan. Question on where the \$100K came from and went to. This needs to be addressed.
- Will need to complete the Interim report and the Application for Funding 2015-16 with budget. This requires a good grasp of the Strategic Plan and a Work Plan for 2015-16.
- Peer Panel recommendations: take time to reflect and understand what it is going to take to address the work in the Strategic Plan and work plan. This year will need to factor in an Executive Director and capacity building of the organization. The MPWA asked ourselves WHY we are doing a Watershed Management Plan. The why came first, then the how and what comes afterwards.
The BRWA started with a 5 year plan. Education was huge, now going through it again with a different focus – re-align and set up direction.

- Board governance, education and capacity building takes multiple years of work.
- Will need to finalize the nomination committee process. E.g. how might we set up the nomination process to secure members we need. Credible company? Major player? Good track record? Who do you approach? Who is the best in the company? Ask these questions.
- Addressing the AFPA – call and ask how we can move this forward together. Face to Face meeting with a good package of materials on future potential of the work of the AWC. (3-4 pages).
- Need to put this together in folders, key messages and where we are going next.
- Nomination Committee is a gap. Need an approved TOR and guidelines for nomination process.

ACTION: Tim to set up a teleconference call with Brian and Tom to put together a strategy for working on the representation question.

11. Next Board meeting date:

February 26-27th, 2015 in Spruce Grove. Will be covering Strategic Planning, Budget, sector representation, application for funding to ESRD and Interim Report #2 – both due March 2nd. Rick Moyses will facilitate the process for the planning sessions.

12. Tom moved to adjourn the meeting at 4:08 pm.