



Executive Committee Minutes
Tuesday, January 6, 2015
7:30 pm

Attending: Donna Mendelsohn, Doug Badger, Bill Grieve, Lorraine Johnson Mackay, (late) Connie Simmons

1. Call to order at 7:35 pm
2. Review and approval of the Agenda: Bill moved. Doug seconded. Approved.
3. Review and approval of the EC Meeting minutes of November 18, 2014. Doug moved. Bill seconded. Approved.
Review and approval of the EC Meeting minutes of December 11, 2014. Doug moved. Bill seconded. Approved.
4. Review outstanding action items: See below
5. Financial update:
 - CRA refund: Bill is still working on this.
 - Bookkeeping: Bill Grieve has been working on finding a solid bookkeeper.
 - Manulife: Will not keep AWC account open with no benefits being paid out
 - Legal fees: Have been very reasonable, well within budget
 - Shell has agreed to pay the Hatfield invoice.
 - Office sublet: Door should be replaced by 16 Jan, and efforts to find sublet aware in progress.
6. EC Strategic Work Plan – discussion.
7. Funding for 2015-16 fiscal year: discussion on preparation of the Expression of Interest (EOI) in readiness for submission to ESRD for operations and project funding in the 2015-16 fiscal year. Government cutbacks on spending are a concern for the coming year and beyond. To date, Alberta WPACS have not received any indication of the how ESRD will request EOI's this year, or if there are budget cutbacks for all WPACS this coming year. The EC needs to review the EOI that was submitted to ESRD in early 2014, and will revise according to current realities and direction of the AWC, and to ESRD's requirements for funding requests this year. There may be significant decrease in the amount that is available for operations and projects and the EC needs to consider this scenario. A draft EOI, or whatever form of funding request ESRD will require this

year, will need to be sent to the Board of Directors for consideration at the January 30, 2015 meeting.

8. Policy revisions and improved governance discussion:

Adhoc committee work is not yet completed but we should encourage them to do so before the next meeting. The EC can proceed with a noting suggested revisions and amendments to governance documents:

Update on Progress and next steps:

- The North Saskatchewan Watershed Alliance has shared their Governance Manual with us and has given us permission to use any of this information if it suits our purpose.
- Terms of Reference for the Executive Committee, Technical Committee and Communications and Community Engagement Committee have been revised and are now ready for review and approval by the Board of Directors.
- Membership TOR and Board TOR still require review and suggested revisions to strengthen and clarify these documents.
- Process Guidelines require review and suggested revisions.
- A Board member covenant agreement may be considered by the Board of Directors. The Red Deer River Watershed Alliance has an example that may serve the AWC's purpose.
- The Employee Handbook requires review. The lawyer will be looking at this, to see if the guidelines and direction in the Handbook are actually already covered in Alberta Labour and Employment law, and whether it is necessary to have this information in a handbook. Suggestions for improvement include:
 - guidance for the significantly changing of the job description of any Staff member should include a process that requires Board of Directors approval for this change;
 - a clearly laid out process for addressing staff grievance with a supervisor (either a Staff Supervisor or Board of Directors supervisor(s)).

9. Agenda items for January 30th Board of Directors meeting:

- Earlier suggestion to include updates from each Board member on what is going on within their area of work/interest related to the AWC – it is felt that this is an excellent idea to have the Board do in the future, but while we are working on the governance revisions we need to focus and complete the Work Plan tasks first. Board updates will be included in future Board meetings, with clarity on the need to respect shortness of time allotted, and need to address the work of the Board.

- Agenda items will include:
 - Review financial status and budget for remainder of term.
 - Consider status of office and staff and address matters requiring board attention.
 - Consider Letter of Intent and 2015-16 Strategic Work Plan and Budget for submission to ESRD.
 - Consider SoW3 recommendation from Tech Committee and determine next steps.
 - Review communications initiatives, web site, newsletter, etc.
 - Consider revisions to governance documents.
- A facilitated approach to addressing the governance documents review is needed. We have one day and we should accomplish as much as possible during this day.
- The February board meeting will be used to complete any outstanding items in readiness for reporting to ESRD on the completed Work Plan of this fiscal year.

10. Doug moved to adjourn 8:45 pm

Action Items:

- The EC will compile point form list of potential revisions needed for each key governance document in readiness for Board review at the January 30, 2015 meeting. It would be helpful for all if a facilitator could be arranged for this part of the meeting to assist the Board in moving through this work in a focused and timely way. Connie will review the Process Guidelines and the Employee Handbook and will submit suggestions for improvement.
- Adhoc committees need to be encouraged to submit the outcomes of their tasks by January 20th for consideration by the Board of Directors at the January 30th Board meeting.
- Donna will send notice to the Board of Directors that the EC is compiling a list of potential revisions and will ask for comments and suggestions from Board members addressing potential revisions to any of the governance documents. These comments and suggestions will be included in the point form list that the EC will prepare for review at the January 30th Board meeting.
- Donna will send interim performance report to the Board.
- Upon receiving a letter from ESRD regarding funding requests for the 2015-16 year, the EC will review and revise the 2014 EOI and budget for the 2015-16 fiscal year, to be reviewed/approved at the January 30, 2015 Board of Directors meeting.