



**Board of Directors
Minutes
Friday, September 28, 2018
Athabasca Train Station**

Present: Brian Deheer, Tim Polzin, Marcel Ulliac, Larry Armfelt, Robert Holmberg, Greg Piorkowski, Robert Esau, Sterling Johnson, Tom Weber (teleconference), Janet Pomeroy (Executive Director), Marie Bay Breiner (Outreach Coordinator), Lisa Allan (Communications Specialist).

Regrets: Dave Coish (AEP), Cleo Reese, Morris Nesdole, Janice Pitman, Dan Moore, Marv Fyten, Janice Linehan, Robert Grandjambe, Lavone Olson (Alternate Upper Basin).

1. Call to Order

Brian Deheer called the meeting to order at 10:06 a.m. acknowledging that we were in Treaty 6 territory, the traditional territory and a traditional meeting ground and home for many Indigenous Peoples including Plains Cree, Woodland Cree, Beaver Cree, Saulteaux, Niisitapi (Blackfoot), Métis, and Nakota Sioux Peoples. He also acknowledged that we were close to the boundary for the Treaty 8 territory of the Woodland Cree, Dunneza (Beaver) and the Chipewyan.

2. Introductions, health and safety, determine if quorum is met.

Quorum was met, round table introductions were exchanged, and health and safety issues were addressed.

3. Review and Approval of Agenda

Additions to the agenda:

- 7.c) In camera – Board Orientation/Board Development.
- 7.d) New Board Member appointments.

8.c) IWMP Terms of Reference.

MOTION: Tim Polzin moved to approve the agenda as amended.

Approved by consensus.

4. Alberta WaterSmart Presentation – Guest speaker Mike Nemeth

Mike Nemeth gave a presentation on “The Sustainable Water Management in the Athabasca River Basin Initiative (The ARB initiative)”

The Sustainable Water Management in the Athabasca River Basin Initiative (The ARB Initiative or Initiative) is an innovative project using an integrated modelling tool, and collaborative modelling process, to identify water management issues, assess opportunities, and build resilience to future change.

5. Approval of Minutes

a) Board Meeting Minutes – July 13, 2018

MOTION: Marcel Ulliac moved to approve the minutes as presented.

Approved by consensus.

6. Old Business

a) Workplan 2018 – 2019 Progress Report

Discussion on Workplan included continued engagement of oil & gas stakeholders, forming stakeholder caucuses, and attending Farm Women conference. It was recommended to add pagination to the workplan.

MOTION: Robert Esau moved to accept the Workplan Progress Report as presented.

Approved by consensus.

b) Charitable Status

Discussions were held around benefits of pursuing charitable status.

MOTION: Larry Armfelt moved that the AWC-WPAC proceed with pursuing charitable status.

Approved by consensus.

c) 2020 WPAC Summit Budget

Discussion was held on the pros and cons of the three choices of place for the 2020 WPAC Summit: Jasper, Athabasca and Fort McMurray

MOTION: Larry Armfelt moved to approve the hosting of the 2020 WPAC Summit and to give the Executive Director authority to pursue all related options. *in Athabasca.*

Approved by consensus.

d) Human Resources Committee – Members

Morris Nesdole expressed interest in sitting on this committee.

MOTION: Larry Armfelt moved that Morris Nesdole be appointed to the Human Resources Committee.

Approved by consensus.

Meeting broke for lunch 12:12 p.m. and reconvened at 1:04 p.m. **Please note at this time the meeting did not follow the order of items on agenda. Minutes have been organized to follow agenda items.**

7. New Business

a) Bylaw Review

Discussion was held regarding the Bylaws. The Board, at its July 12, 2018 board meeting, passed a motion for the Executive Committee to review the bylaws and bring recommendations forward to the board. It was discovered that the 2015 proposed changes to the Bylaws were not ratified by the Registrar's Office. Further to this, multiple issues were discovered within both the ratified 2013 Bylaws and the 2015 proposed Bylaws. Changes were discussed at Executive Committee level, but consensus was not met.

MOTION: Robert Esau moved that each Board Member review current Bylaws, recommended Bylaws of 2015, and Executive Directors recommended changes to Bylaws, by December 31, 2018, and provide comments to Administration. All comments will be compiled and presented at January 11, 2019 Board Meeting, for presentation of a final set

of Bylaws to Membership at the 2019 AGM.

Approved by consensus.

b) AWC Membership

Tabled: to be included in Bylaw Review.

c) Board Orientation/Board Development

MOTION: Brian Deheer moved to go in camera at 2:04 p.m.

Approved by consensus.

MOTION: Marcel Ulliac moved to come out of in camera at 3:19 p.m.

Approved by consensus.

MOTION: Marcel Ulliac moved that the HR committee develop a process for the Annual Performance review for the Executive Director position and report back to the board and further to that point, moved that the HR committee review all governance documents for relevant inconsistencies as discussed in camera on Sept 28, 2018.

Approved by consensus.

d) Board Members – Nominations of New Board Members

Discussion on potential new Board Members, Bill Grieve and Robert Grandjambe.

MOTION: Tim Polzin moved that Bill Grieve be appointed as alternate Individual Member-at-Large.

Approved by consensus.

MOTION: Tim Polzin moved that Robert Grandjambe be appointed as Board Member (Indigenous).

Approved by consensus.

8. Reports

a) Executive Committee

Brian Deheer presented on activities, including one meeting held on September 17, 2018.

Executive Committee continued to discuss Bylaw items.

MOTION: Larry Armfelt moved to accept the executive committee report as information.

Approved by consensus.

b) Finance and Fundraising Committee

Marcel Ulliac presented on activities. Written report submitted.

MOTION: Robert Esau moved to accept the Finance and Fundraising committee report as information. **Approved by consensus.**

c) Technical Committee – IWMP Terms of Reference (TOR)

One meeting was held on September 21, 2018. Brian Deheer presented the TOR that were approved by the committee at that meeting. The committee recommended that the Board approve the IWMP Terms of Reference.

MOTION: Greg Piorkowsky moved that the Board of Directors approve the IWMP Terms of Reference as presented. **Approved by consensus.**

d) Communications and Community Engagement Committee

No meeting was held. Brian Deheer reported that Lavone Olson is willing to chair the committee.

e) Human Resources Committee

No meeting was held. The committee will determine a chair.

f) Executive Director's Report

Written report was submitted. Discussion around activities including application for grants. It was recommended that Letters of Support be requested from municipalities and stakeholders when applying for grants.

MOTION: Tim Polzin moved that administration be given authority to dispose of the aged computers and printers. **Approved by consensus.**

MOTION: Robert Holmberg moved to apply for credit card for Lisa Allan, Communications Specialist. **Approved by consensus.**

MOTION: Marcel Ulliac moved to approve the Executive Director's report as information. **Approved by consensus.**

g) Outreach Coordinator's Report

A written report was submitted. It was recommended that staff & Board Members should provide a written report on all courses and conferences attended.

MOTION: Robert Holmberg moved to approve the Outreach Coordinator's report as information.

Approved by consensus.

h) Communications Specialist's Report

A written report was submitted. It was recommended that the website be audited for browser compatibility. It was requested that Communications data be presented in graphs where appropriate.

MOTION: Robert Holmberg moved to approve the Communication Specialist's report as information.

Approved by consensus.

i) Financial Reports

Financial reports were reviewed as submitted. It was recommended that % of current expenditures, the date prepared and page numbers be added to financial reports.

MOTION: Larry Armfelt moved to approve the Financial report as information.

Approved by consensus.

9. Correspondence Received

a) Kingston Ross Pasnak LLP – Copy of Financial Statements, T2 returns for year ended March 31, 2018

b) Kingston Ross Pasnak LLP – Copy of T2 for the 20 days ended March 31, 2013

c) Alberta Ecotrust 2017 Annual Report

d) Canada Revenue Agency – Cheque for \$13,003.40 – 2013-2018 GST refund, plus interest.

e) Long-Narrow Lake – Potential Park Boundary

Discussion on proposed Provincial Park at Long-Narrow Lake.

MOTION: Sterling Johnson moved to approve the all correspondence as information.

Approved by consensus.

10. Set Meeting Dates, Locations and Times

a) Board Meetings:

- (i) Board Meeting – Strategic Plan update – November 16, 2018 - Westlock
- (ii) Municipal Forum – November 17, 2018 - Westlock
- (iii) Workplan, Budget, AEP Grant Application 2019-2020 Board Meeting

Confirmed date: Jan 10-11, 2019

Location: Athabasca Train Station

11. Roundtable Discussion and Meeting Evaluation

All were given the chance to provide their input and thoughts regarding the council, the direction, the work of the staff, upcoming events and the meeting.

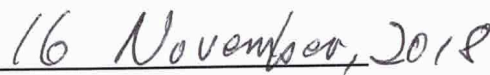
12. Adjournment

Brian Deheer moved to adjourn at 4:26 p.m.

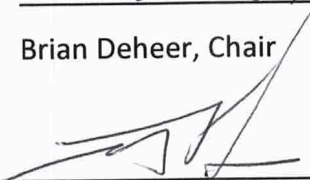
Approved by consensus.



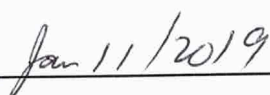
Brian Deheer, Chair



Date



Marcel Ulliac, Treasurer



Date

