

Annual General Meeting Minutes

Saturday, May 23, 2015

Athabasca University, Athabasca

Master of Ceremonies - Rick Moyse, Alberta Culture and Community Spirit

Election Facilitator - Paula Evans, Past President

Special Guest - Colin Piquette - MLA for Athabasca

Call to Order - 10:10 AM - Rick Moyse

Welcome and Introductions

Welcoming addresses were given by Jim Sellers of the Athabasca River Basin Research Institute and Larry Armfelt of the County of Athabasca. Colin Piquette, newly elected MLA for Athabasca, stated that the new government is supportive of AWC values. Rick Moyse introduced the 2014-15 AWC Board of Directors.

Review & Adopt Agenda

Rick asked for approval of the agenda. The agenda is set by the Board in advance.

Review and Approve Minutes of the 2014 AGM

Rick asked for approval of Minutes.

Question: Is Bev Yee's title correct? Answer: No, should be Assistant Deputy Minister.

Motion by Tom Weber to approve 2014 AGM minutes as amended. 2nd Wayne Brehaut. Carried.

Presentation of the 2014-15 Annual Report - Q & A

Donna Mendelsohn, President, introduced the 2014-15 Annual Report. Due to funding cuts, AWC was unable to retain staff. The Board of Directors worked exceptionally hard this year to accomplish necessary tasks, including improvement of all governance documents, clarification and incorporation of due process and encouragement of representation inclusive of the diverse interests and perspectives of all who live, work and play in the Athabasca Watershed. The Board has successfully accomplished the rebuilding of a firm foundation for the AWC. The Council is now ready to move forward with the Athabasca Integrated Watershed Management Planning process. A special thank you is due to all of the volunteers who have supported and assisted the AWC Board of Directors during this term. Volunteers included Executive Directors and Program Managers of several Watershed Planning and Advisory Councils across Alberta, in addition to talented and dedicated individuals from several community, educational and stewardship groups.

Question: What is the budget for upcoming year? Answer: A small reserve is set aside, but the budget for 2015-16 will be dependent on the new government.

Question: Why was the 2014-15 AWC funding cut? Answer: There were significant ideological differences between AWC and upper levels of ESRD management.

Presentation of the Review Engagement Report - Q & A

Treasurer, Bill Grieve introduced the review engagement report and noted that about \$40,000 is left in the bank.

Question: Are there any staff continuing on? Answer: No, volunteers have been active and also recruited to assist.

Question: What is the automotive expense on statement? Answer: We need clarification from the auditor.

Question: Is there an accounting of in-kind contributions? Yes, there is a record of this info. In the past, this has not been provided to the auditors. It should be included as part of audits or review engagements in the future.

Motion by Paula Evans to accept the Review Engagement Report. 2nd Connie Simmons. Carried unanimously.

Motion by Brian Deheer to accept two volunteer auditors, Heather Kariel & Connie Simmons, to review and approve the 2015-16 financial statement. 2nd Tim Polzin. Carried unanimously.

Motion by Doug Kariel to engage same accounting firm as previous year, SVF, as 2015-16 auditors. 2nd Garry Horton. Carried unanimously.

Technical Committee Report

Committee Chair, Kai Ma, introduced committee members and reviewed the committee's activities for the year. The primary goal was the release of the Phase 3 and 4 State of the Watershed reports to the public. The committee thoroughly reviewed these reports, recommended release, and the Board approved release in January 2015. The Technical Committee also provided advice to the CCEC in preparation of InfoSheet #8 - Soils in the Athabasca Watershed.

Question: Are the reports going to the Athabasca University library? Answer: No, the library has not received the reports, but has been mandated to gather them. They are available to the public on the AWC web site.

Communications Committee Report

Committee Co-Chair, Janice Pitman introduced Communication, Education and Community Engagement Committee members, thanked the Co-Chair, Doug Badger, and reviewed the committee's activities for the year. Committee goals include providing effective internal and external communications. The committee prepared two newsletters, which were released by the Board to the membership and the public in February and April of 2015. The committee drafted InfoSheet #8 - Soils in the Athabasca Watershed, which was released by the Board to the membership and the public in April of 2015. The committee worked very hard to bring the AWC web site back to life and up to date. The site now includes all approved AWC reports, governance documents and Board and committee minutes. Finally the CCEC worked

with Athabasca University and many individuals and groups to plan and organize this AGM.

Question: Wondering about the effectiveness and experience with media. Answer: \$10,000 was spent on advertising during the previous Board term, and advertising is still needed, but word of mouth has proven most effective.

Question: Where is the website hosted? Answer: Bluehost.

Question: Should we inform the membership of changes? Answer: The info is included in the newsletter.

Question: Any plans on developing social media? Answer: Yes, this is in progress.

Review and Vote on Special Resolution 1

The Board of Directors proposes that the Bylaw amendments indicated with red track changes in the attached Bylaws be adopted.

Question: How do we know what quorum is? Answer: Quorum is defined in the Bylaws and we do have quorum present today.

Motion by Tom Weber to change "Chairperson" to "Chair." 2nd Kai Ma. Carried by 75%.

Motion by Tom Weber to strike the term "and supervises the administrator" from clause 5.2.4. 2nd Janice Pitman. Carried by 75%.

Motion by Tom Weber to approve Resolution 1 with the above two amendments. 2nd Bruce Jackson. Carried unanimously.

Review and Vote on Special Resolution 2

The Bylaws are amended as follows:

3.4.1.f delete entirely "Elect the Chair of the Board; and"

4.1.3.g delete "and election of the Chair"

5.2.2 delete "From the appointed or elected Directors at the AGM, a Chair will be elected by a simple majority vote of the Membership at the AGM." and "remaining."

Motion by Tom Weber to approve Resolution 2. 2nd Gary Horton. In favor: 23. Opposed: 10. 75% vote required. Resolution Rejected.

Nominations and Voting for Directors

Seats for which there are a single nominee per open position:

Acclamation if Approved by Membership:

Dr. John O'Connor - Academic and Research

Terry Sheehan - Agriculture

Jamie Giberson - Municipal

Garry Horton - Municipal

Janice Linehan - Oil & Gas

Dan Moore - Forestry

Motion by Harvey Scott to approve acclaimed directors. 2nd Janice Pitman. Carried.

Two Nominations per Open Position -

Election by Membership Required:

Brief bios were provided by the candidates or their representatives.

Dr. Gerhard Benadé - Health and Environment
Marvin Fyten - Health and Environment
Doug Kariel - Member at Large
Lorraine MacKay - Member at Large
Carolyn Campbell - Stewardship
Tom Weber - Stewardship

Evelyn Scott announced the three leaders in their sectors as Doug Kariel, Marvin Fyten and Carolyn Campbell.

Motion by Evelyn Scott to approve Doug K., Marv and Carolyn as directors. 2nd Tim Polzin. Carried

Motion by Doug Badger to destroy ballots. 2nd Wayne Brehaut. Carried.

Introduction of Interactive Atlas

Wayne Brehaut briefly introduced the AWC Interactive Atlas and demonstrated some of the key features.

Keynote Presentation

Jana Tondy with ESRD gave an outstanding presentation, including a brief overview of current policy and legislation, current ESRD/AEMERA water quality monitoring programs, PRELIMINARY Athabasca River Synoptic Survey monitoring results, decline of fish species in the Athabasca River and future steps in watershed management.

Presentation of the Volunteer of the Year Award

Donna presented the award, a framed photograph with plaque, to the most deserving volunteer for the 2014-15 year, Dave Mussell, for his unflagging dedication and support of the Athabasca Watershed Council.

Election of Chairperson

Kai Ma was nominated by Tim. 2nd Bill Grieve. Kai declined.

Brian Deheer was nominated by Janice P. 2nd Doug Badger.

Motion by Dave Loyie to approve Brian Deheer as Chairperson by acclamation. 2nd Tim Polzin. Carried.

Thank You

Brian thanked everyone and stated that he is anxious to get to work and will make the effort needed to move forward.

Membership Fee

Rick explained the bylaw requirement to consider this at the AGM. The Board would prefer to continue with no fee.

Motion by Dave Loyie to continue with no fee. 2nd Doug Badger. Carried.

Date and Location for 2016 AGM

This will be determined by the Board according to revised bylaws.

Draw for 6 AWC Umbrellas

Dave and Rick conducted the draw and Donna handed out the umbrellas.

Closing Remarks

Brian thanked all who planned the AGM, the new MLA, Jana for her outstanding presentation, other distinguished guests, various committees over the year and departing board members. Special thanks to Donna and Connie for their dedication and hard work.

Meeting Adjourned at 2:42 p.m.

Tom moved to adjourn. Carried

AGM Attendance List

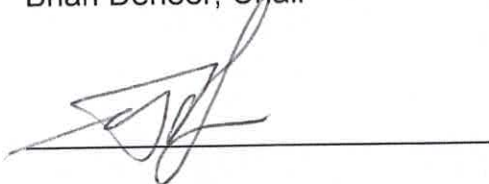
- 1 Rick Moyse Alberta Culture and Community Spirit
- 2 Jim Sellers Athabasca University
- 3 Larry Armfelt Athabasca County
- 4 Jean Brehaut Athabasca
- 5 Wayne Brehaut Athabasca
- 6 Brian Deheer Lac La Biche
- 7 Dave Ashworth Lac La Biche
- 8 Dave Mussell ESRD
- 9 JanaTondou ESRD
- 10 Bob Cameron Alberta Wilderness Association
- 11 Marilou Montemayor North Sask WPAC
- 12 Doug Kariel Athabasca
- 13 Heather Kariel Athabasca
- 14 Evelyn Scott CCCSA Athabasca
- 15 Harvey Scott CCCSA Athabasca
- 16 Connie Simmons Pincher Creek, AB
- 17 Jamie Giberson Aspen Regional Water Services Commission
- 18 Paula Evans Crooked Creek Conservancy
- 19 Bill Grieve Rochester, AB
- 20 Colin Picquette MLA for Athabasca
- 21 Donna Mendelsohn Central Athabasca Stewardship Society
- 22 Janice Pitman Colinton, AB
- 23 Jack Williams Yellowhead County
- 24 Tim Polzin Lac La Biche
- 25 Marv Fyten Lac La Biche
- 26 Sean Gallagher Lac La Biche
- 27 Robert Stokes ESRD
- 28 Bob Savage ESRD
- 29 Dan Moore Alberta Forest Products
- 30 Janice Linehan Suncor Energy
- 31 Peggy Lucy Central Athabasca Stewardship Society
- 32 Kai Ma NRCB
- 33 Doug Badger REAC
- 34 Skyra Badger REAC

- 35 Sandy Willier Jousard
- 36 Montana Willier-D'Houst Jousard
- 37 Tom Weber Fort McMurray
- 38 Garry Horton MD of Lesser Slave River
- 39 Alexandra Frederickson Land Stewardship Center
- 40 Robert Holmberg Science Outreach Athabasca
- 41 Shelleen Gerbig SARDA
- 42 Bruce Jackson Keepers of the Athabasca
- 43 Leslie Burke Regional Municipality of Wood Buffalo
- 44 Ahmad Asnaashari ESRD
- 45 Dean Litzenberger Lac La Biche
- 46 Brian Boyce Town of Edson
- 47 Kyle Ashmead Tawatinaw Watershed Stewards
- 48 Kati Blouin Tawatinaw Watershed Stewards

On behalf of the board,



Brian Deheer, Chair



Tim Polzin, Treasurer