



Board of Directors Meeting
February 11, 2021
FINAL Meeting Minutes

Meeting Summary:

The Athabasca Watershed Council Board of Directors met on February 11, 2021. Given that the Council is in a period of staffing transition, the meeting focussed on several business/ administrative items as follows:

- Board members welcomed Petra Rowell as the new Executive Director (ED).
- Approval of the minutes of the previous board meeting (Dec. 17-20) and the 2021-2023 Strategic Plan were deferred until the new ED could review.
- Motions were approved by consensus to appoint Morris Nesdole, Sterling Johnson, and Robert Holmberg as Interim (until the next election cycle in June) Chair, Vice-Chair and Secretary, respectively. Morris and Brian Deheer remain on Executive as Treasurer and Past Chair.
- A motion to give the new ED signing authority was approved.
- A sub-committee is still working on the member complaint to Service Alberta.
- The new ED will be in touch with the various committees to pursue work on hosting a WPAC Summit and June AGM, review of HR policies, IWMP completion, and other work planned for this calendar year.
- A round table of news and updates was shared. Several members thanked Janet for all her hard work and commitment to the Council and wished her well in the future.
- Members were reminded to attend Dr. Holmberg’s crustacean presentation on February 23.
- The next board meeting will be in late March.

ACTION LOG:

Action	Completed by:
Petra to review the Dec. 17-20 minutes and bring them back to the board for their approval at their next meeting.	Next meeting
Morris and Petra will file the proper paperwork with the bank as signatories for the AWC.	ASAP
Petra to work with the Governance Committee to develop Terms of Reference (TOR) for ad hoc committees. Petra will also work with all committee chairs to ensure TOR are in place and up to date.	March 31
The Member Complaint Ad Hoc committee will continue to work to resolve the issue and will report back to the board at its next meeting, if not sooner.	Next meeting

Petra to review the Strategic Plan and bring it back to the board for approval.	Next meeting
Petra to develop a proposal for an online WPAC Summit and present it to the board at their next meeting.	Next meeting
Petra to work with the HR Committee to draft a COVID-19 policy and to review the staff guide and other HR policies.	March 31
Petra to work with the CECE and Technical Committees on 2021 projects and bring updates to the next board meeting.	Standing item
Dr. Holmberg strongly encouraged everyone to attend his presentation on Feb. 23.	Feb. 23
Petra will poll the board for a suitable meeting date in late March.	ASAP

Attendees:

Member

Larry Armfelt
 Brian Deheer (Past Chair)
 Robert Esau
 Paula Evans (Alternate)
 Marv Fyten
 Kendra Gilbert
 Jamie Giberson (Alternate)
 Robert Holmberg
 Sterling Johnson
 Janice Linehan
 Dan Moore
 Morris Nesdole (Treasurer)
 Laura Pekkola
 Tim Polzin
 Colleen Powell (Alternate)
 Lavone Olson (Alternate)
 Abdi Siad-Omar
 Tom Weber

Representing/Affiliation:

Municipal (Middle Basin): Athabasca County
 Past Chair
 Municipal (Upper Basin): M.D. Lesser Slave River
 NGO (Stewardship): Crooked Creek Conservancy Society
 NGO (Health/Environment): Individual
 NGO (Stewardship): Baptiste Lake Conservation Group
 Industry (Mining/Utilities): Aspen Regional Water Services Commission
 NGO (Research & Academia): Athabasca University
 Municipal (Lower Basin): Lac La Biche County
 Industry Oil and Gas: Suncor
 Industry Forestry: Alberta Forest Products Association
 NGO (Stewardship): Baptiste and Island Lakes Stewardship Society
 Member-at-large: Inside Education
 Member-at-large
 Municipal (Middle Basin): Athabasca County
 Municipal (Upper Basin): Yellowhead County
 Provincial Government: Alberta Environment and Parks
 NGO (Stewardship): Clearwater River Heritage Society

AWC Staff:

Indah Holmberg Administrator
 Janet Pomeroy Outgoing Executive Director
 Petra Rowell Incoming Executive Director

Guests:

Wayne Brehaut AWC member

Regrets:

Sarah MacDonald AWC Watershed Planner

1. Call to Order.

Morris Nesdole called the meeting to order at 1:04 p.m. giving the following acknowledgement:

Athabasca Watershed Council acknowledges that our watershed is located on Treaty 6, Treaty 8 and Treaty 10 territory and respects the histories, languages, and cultures of First Nations, Metis, Inuit, and all First Peoples of Canada, whose presence continues to enrich our vibrant watershed.

The board was provided the links and the passwords to the policies, terms of references, and board only section of the website in the pre-meeting package.

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

Janet confirmed that quorum was met Morris welcomed everyone and health and safety were addressed.

3. Review and Approval of Agenda

Agenda items added:

- 7.7. Discussion regarding effective use of Committees

Agenda items moved:

- 5.d. Member Complaint to Service Alberta – Update was moved to an in-camera session at the end of the meeting.

MOTION: Tom Weber moved to approve the agenda as amended. All in favor. Approved by consensus.

4. Approval of Minutes

- a. Board Meeting Minutes – December 17, 2020

MOTION: After some discussion regarding the wording of the minutes in particular the vote to approve the revised 2020 bylaws, Brian Deheer moved that the board defer the decision until the Executive Director has time to review / verify the minutes. All in favor. Approved by consensus.

Action: Petra to review the Dec. 17-20 minutes and bring them back to the board for their approval at their next meeting.

5. Old Business

- a. **Executive Committee Appointments (interim Chair, Vice Chair & Secretary)**

Morris Nesdole called for nominations three times (there were no other nominations) before making a motion to appoint Sterling Johnson as interim (until the next election cycle) Vice-Chairman. All in favor. Approved by consensus. Sterling agreed to the appointment.

Morris Nesdole called for nominations three times (there were no other nominations) before making a motion to appoint Robert Holmberg as interim (until the next election cycle) Secretary. All in favor. Approved by consensus. Robert H. agreed to the appointment.

Larry Armfelt called for nominations three times (there were no other nominations) before making a motion to appoint Morris Nesdole as interim (until the next election cycle) Chairman. All in favor. Approved by consensus. Morris agreed to the appointment.

Rounding out the remainder of Executive Committee, Morris will remain as Treasurer; Brian Deheer is Past President.

Tim Polzin thanked Sterling, Robert, and Morris for taking on these new assignments.

b. Corporate and Financial Signatories Confirmation

Morris made a motion to give the new Executive Director, Petra Rowell, signing authority. Tom Weber seconded the motion. All in favor. Approved by consensus.

Action: Morris and Petra will file the proper paperwork with the bank as signatories for the AWC.

c. Executive Director Hire

Morris thanked the members of the Hiring Committee for their work and announced Petra Rowell as the new Executive Director. He thanked the outgoing Executive Director, Janet Pomeroy, for all her work and commitment to the AWC-WPAC.

There was some discussion about how the ad hoc Hiring Committee was formed. In the future, Terms of Reference will be developed to guide the use of ad hoc committees. All standing committees should also have Terms of Reference. Committees select their chair(s).

Action: Petra to work with the Governance Committee to develop Terms of Reference (TOR) for ad hoc committees. Petra will also work with all committee chairs to ensure TOR are in place and up to date.

d. Member complaint to Service Alberta – Update

Sterling made a motion to move in-camera. All approved by consensus. Moved to an in-camera session at the end of the meeting with Directors only. Not recorded. Outcome is that work on this issue will continue under the leadership of a small ad hoc committee. Larry motioned to come out of in-camera – all approved by consensus. Members reminded each other how important it is to listen and respect one another, even when viewpoint differ (our diversity makes us stronger).

Action: The Member Complaint Ad Hoc committee will continue to work to resolve the issue and will report back to the board at its next meeting, if not sooner.

6. New Business

a. Strategic Plan 2021 – 2024

Abdi Siad-Omar made a motion to defer board approval of the 2021-24 Strategic Plan to give the new Executive Director time to review and, if necessary, provide advice to the board on any recommended revisions. All in favor. Moved by consensus.

b. Hosting the WPAC Forum

Challenges about hosting this event in a pandemic were discussed. Petra asked if she could draft a proposal for a scaled-down, online event, run it by the WPAC Mangers meeting March 2, then bring something back to the next board meeting. Agreed to by consensus.

It was noted that while the WPAC boards and staff are one audience, we also need to think of 'pandemic proof' events to reach several audiences throughout the watershed – something the CECE committee will be working on.

c. Policy Review

Petra asked for assistance from the HR Committee to draft a COVID policy for staff, the office and future in-person board meetings. This committee will also be looking at other HR policies as well as the Staff Guide.

Action: Petra to review the Strategic Plan and bring it back to the board for approval.

Action: Petra to develop a proposal for an online WPAC Summit and present it to the board at their next meeting.

Action: Petra to work with the HR Committee to draft a COVID-19 policy and to review the staff guide and other HR policies.

7. Reports and Correspondence.

a. Committee Reports

- i. Executive Committee – nothing to report.
- ii. HR Committee – as noted above, will be working on a COVID policy, and reviewing other HR policies and guidance.
- iii. CECE Committee – looking at refreshing the communications strategy and the website; looking into a social media policy/sub-committee.
- iv. Technical Committee - Petra will be following up with to set a meeting date and discuss a plan to move forward with the IWMP.
- v. Governance Committee – will be addressing TOR for ad hoc committees.
- vi. Finance Committee - on standby to assist Petra with upcoming year-end and next year budgeting activities.
- vii. Regarding improving the effective use of committees, Marv noted that the Executive Director/board should review the number of committees, in comparison to cost/limited resources. Petra will take this under consideration and bring back her recommendations to the board.

Action: Petra to work with the CECE and Technical Committees on 2021 projects and bring updates to the next board meeting.

b. Financial Reports

Documents were circulated in the meeting package. Janet provided comments on the three-year budget approved by the board previously. Petra will get up to speed on the financial statements and updates will be a standing board meeting agenda item. Robert motioned that the financial report be accepted as information. Sterling seconded. All in favor. Approved by consensus.

c. Membership Report

Circulated with meeting package – no questions.

d. Executive Director's Report (including project updates)

Provided with package. Brief discussion about grant deadlines and deliverables, Synergy Groups, etc. Morris thanked Janet for her report and her work as Executive Director.

e. Correspondence Received

Correspondence is shared with the board as it is received.

f. Informational Reports and Links

Several recently released reports / links were shared as follows:

- i. Alberta Water Council – [Building Resiliency to Multi-Year Drought in Alberta: Guide and Companion report](https://www.awchome.ca/projects/building-resiliency-multi-year-drought-6/) <https://www.awchome.ca/projects/building-resiliency-multi-year-drought-6/>
- ii. Athabasca Rainbow Trout
 1. Aquatic species at risk map <https://www.dfo-mpo.gc.ca/species-especies/sara-lep/map-carte/index-eng.html>
 2. Species at risk PowerPoint – see SharePoint file 8.f.ii
- iii. Invitation to Canada Water Agency discussion – see <https://www.canada.ca/en/environment-climate-change/corporate/transparency/consultations/protecting-canada-fresh-water.html>
- iv. Feb 23. Dr. Holmberg's talk on Crustaceans (see flyer attached to these minutes)

Action: Dr. Holmberg strongly encouraged everyone to attend his presentation on Feb. 23 (see flyer attached).

8. Meeting Dates, Locations and Times

Committees will meet as needed at the call of their chair.

- a. Board Meeting - March 29, 2021 (*Petra will poll for a new date*)
- b. Tentative Online Annual General Meeting – June 12, 2021
- c. Tentative Board Meeting – June 24th, 2021
- d. Tentative Board Meeting – September 16th, 2021
- e. Tentative Board Meeting – Nov 12, 2021 (will re-poll to avoid the Nov. 11 weekend)

9. Round table Discussion, Sector Reports and Meeting Evaluation:

- Municipal Lower Basin (Sterling) – nothing to report.

- Forestry (Dan) – noted AFPA continues to support the work of the Alberta Water Council and WPACS and are involved in caribou management plans.
- Stewardship Clearwater River Heritage Society (Tom) – a small group, hoping to be busy come summer.
- Alberta Environment and Parks (Abdi) – noted the GOA has approved the Moose Lake Access Management Plan <https://open.alberta.ca/publications/moose-lake-access-management-plan>
- Oil and Gas (Janice) – following the Canada Water Agency engagement events; also, participating in the Oilsands Monitoring committee which will be doing state of reports for the Lower Athabasca this spring.
- Athabasca County (Larry) – the County recognizes the importance of the Athabasca River and is watching the WPAC with some concern. We need to assure them we are functioning well.
- Several individual comments regarding committee work moving forward, importance of respecting one another, keeping meetings productive, offers of assistance with the IWMP and education and outreach work.
- Petra let everyone know she is happy to do presentations on the AWC-WPAC and the IWMP: just let her know where and when (to councils, interest groups, industry, etc.). She will also let Directors know so they can participate as well.
- Several members thanked Janet for her work and dedication and wished her well.
- Morris was thanked for chairing the meeting.

10. **Adjournment**

Morris adjourned the meeting at 3:45 p.m.

Board 8-21 members: Quorum = 50% + 1 of filled board seats = currently 10/18

Director present	Alternate present	1 vote only
Abdi	Brock	✓
vacant	vacant	
Robert E	Lavone	✓
Larry	Colleen	✓
Sterling	vacant	✓
Dan	vacant	✓
Janice	vacant	✓
vacant	Terry	
vacant	vacant	
Andrew	Jamie	✓
Cleo	Chantel	
John	vacant	
vacant	vacant	
Morris	Julie	✓
Marv	Joel	✓
Kendra	Lorraine	✓
Tom	Paula	✓
Robert H	Scott	✓
Tim	Bill	✓
Laura	Paul	✓
Brian	N/A	✓
Total		15