



**Board of Directors Meeting**  
 March 29, 2021  
***DRAFT*** Meeting Minutes

**Meeting Summary:**

The Athabasca Watershed Council Board of Directors met on March 29, 2021. The meeting focussed on a number of business/ administrative items as follows:

- Minutes of two previous board meetings (Dec. 17-20, Feb. 11-21) were approved.
- A motion to give Director Larry Armfelt signing authority (as 3<sup>rd</sup> AWC signatory) was approved.
- A board ‘orientation’ presentation was given by Petra covering the AWC’s mandate, roles and responsibilities, consensus approach, etc.
- Several committee updates were provided: committees are updating Terms of Reference and reviewing various policies and processes, to be brought to the board for approval next meeting.
- A round table of updates was shared.
- The next board meeting is June 24 (with the AGM June 12).

**ACTION LOG:**

<b>Action</b>	<b>Completed by:</b>
Petra to work with all committee chairs to ensure TOR are up to date, embedded in updated Policy and Process Guide, and brought to the board for final approval.	June 24 board meeting
Petra to post the approved December 17, 2020 and February 11, 2021 meeting minutes on the website.	April 30
Petra to undertake planning for the WPAC Summit and keep the Board apprised of progress.	ongoing
Morris to follow up with Larry to get signing authority at the bank.	April 30
Larry to send details to Petra to present to Athabasca County April 29.	April 29
Petra to ask the CECE committee for input on a number of communications initiatives including dedicated emails, filing and archiving, public round tables, coffee talk and other forums and initiatives.	April 30
Petra to ask the Governance and Communications Committee to look at board make-up, the relationship between directors/alternates and their sectors, and how to improve communications with sectors and other stakeholders.	June 24

Board members to provide input to Lavone on how to update the AWC website (like, dislike, missing info, etc.).	June 24
Petra/Technical Committee to post the IWMP on the website and invite comment, bringing a final revised draft to the board for approval June 24.	June 24
Finance committee to draft and bring a fundraising plan to the board to approve June 24.	June 24
Brian to provide meeting details to Petra for a presentation to the Healthy Waters LLB group April 13.	April 13
Petra to re-poll for a suitable date for the November board meeting.	June 24.

**Meeting Attendees (shaded):**

**Attendees who have approved the minutes**

SEAT	DIRECTOR	ALTERNATE	Quorum
AEP Representative	Abdi Siad-Omar	Curtis Brock	Laura Redmond attended as observer
Provincial/Federal Government	Vacant	Vacant	
Municipal (Upper Basin)	Robert Esau	Lavone Olson	✓
Municipal (Middle Basin)	Larry Armfelt	Colleen Powell	✓
Municipal (Lower Basin)	Sterling Johnson	Vacant	✓
Forestry	Dan Moore	Vacant	
Oil & Gas	Janice Linehan	Vacant	✓
Small Agricultural Producer	Vacant	Terry Sheehan	
Agriculture	Vacant	Vacant	
Mining/Utilities	Andrew Hutchison	Jamie Giberson	
Indigenous	Cleo Reece	Chantel Quintel	
Indigenous	John Ritchie	Vacant	
Indigenous	Vacant	Vacant	
Health or Environment	Morris Nesdole	Julie Hink	✓
Health or Environment	Marv Fyten	Joel Gervais	✓
Stewardship	Kendra Gilbert	Lorraine Johnstone MacKay	
Stewardship	Tom Weber	Paula Evans	✓
Research and Academia	Robert Holmberg	Scott Ketcheson	✓
Member-at-Large	Tim Polzin	Bill Grieve	✓
Member-at-Large	Laura Pekkola	Paul Belanger	✓
Past Chair	Brian Deheer		✓
Quorum = 50% +1 of filled seats (17) = 9			<b>11</b>
<b>Staff present:</b> Petra Rowell, AWC Executive Director Sarah MacDonald, Watershed Science Coordinator Indah Holmberg, Communications Coordinator			

**Call to Order**

Morris Nesdole called the meeting to order at 10:03a.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.*

**1. Administration**

**a. Introductions, health and safety, determine if quorum is met.**

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

**b. Review and Approval of Agenda**

**MOTION:** Marv moved to approve the agenda as presented. All in favor. Approved by consensus.

**c. Review of Actions Arising and Approval of Past Meeting Minutes** Board Meeting Minutes – Petra reviewed the actions of the Feb. 11 2021 meeting as follows:

<b>Feb. 11 Action</b>	<b>Status for March 29 Board meeting:</b>
Petra to review the Dec. 17-20 minutes and bring them back to the board for their approval at their next meeting.	Included in today’s meeting package. (Agenda Item 1c.)
Morris and Petra will file the proper paperwork with the bank as signatories for the AWC.	Petra and Morris now have signing authority at the bank. Morris will make a motion today for a third signatory. (Agenda Item 2c)
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.	A draft ad hoc committee policy is now with the Governance Committee for review. Review of all committee TORs is ongoing with a package for board approval planned for the June 24 board meeting.
The Ad Hoc Resolution Committee will continue to work to resolve the bylaw issue and will report back to the board at its next meeting, if not sooner.	Verbal update to be provided today. (Agenda item 6b. vii)
Petra to review the Strategic Plan and bring it back to the board for approval.	Included in meeting package for today with request to approve. (Agenda item 2a.)
Petra to develop a proposal for an online WPAC Summit and present it to the board at their next meeting.	Verbal update to be provided today. (Agenda item 2b.)
Petra to work with the HR Committee to draft a COVID-19 policy and to review the staff guide and other HR policies.	Verbal update to be provided today. (Agenda item 6b.iv)
Petra to work with the CECE and Technical Committees on 2021 projects and bring updates to the next board meeting.	Technical and CECE Committee to provide verbal updates today. (6b. v and vi)
Petra will poll the board for a suitable meeting date in late March. (November also needs to be re-pollled)	The March meeting was scheduled for March 29.

**Dec. 17 2020 Board Meeting Minutes:** The Chair asked for a motion to approve the December 17, 2020 board meeting minutes. Brian Deheer noted his sector/affiliation needs to be corrected (not a member at large; past chair). Tim Polzin moved the minutes be approved as amended. All in favor. Approved by consensus.

**Feb. 11 2021 Board Meeting Minutes:** The Chair asked for a motion to approve the February 11, 2021 board meeting minutes (with the amendment of Brian Deheer's sector/affiliation noted). Colleen Powell moved to approve minutes as amended. All in favor. Approved by consensus.

*Action: Petra to post the approved December 17, 2020 and February 11, 2021 meeting minutes on the website.*

**Meeting Satisfaction Survey:** Petra noted that the satisfaction survey results from the February 11, 2021 board meeting were included in today's meeting package. She noted that the surveys are a tool for staff to quickly gather feedback from board members on meeting logistics and encouraged everyone to fill them out when they are sent out so that we can continuously improve meeting effectiveness.

**Meeting Minute Approval Process:** Petra noted that we need to make the approval of minutes timelier and more efficient. The board only meets quarterly so we need a process to approve minutes between meetings. Staff commit to getting minutes out to board members within two weeks of a meeting. In return, she asks board members to review the minutes and return any corrections to her within two weeks of receiving the draft document. If there is an issue, staff will follow up with individual board members, until all members have approved the minutes, at which time they will be posted on the website as draft. Minutes will still be approved at the next board meeting, at which time the 'draft' watermark will be removed from the posted version. After some discussion, the board agreed to the process, and also noted they are comfortable with attributing comments to individuals in the minutes. They also suggested that if staff have a problem resolving an issue with the minutes, they can take the issue to the Executive Committee for assistance in resolving if a board meeting is not imminent.

## **2. Old Business**

### **a. AWC Strategic Plan 2021**

Petra asked to move this topic to be included in agenda item 3a.

### **b. Hosting the WPAC Summit - Proposal**

Petra noted that she met with the WPAC Managers committee and they agreed to a virtual WPAC summit in the fall of 2021. The summit will include a number of zoom webinars/meetings examining various topics relevant to growing the WPAC brand / amplifying our collective voice. More details will be fleshed out in the next few months.

*Action: Petra to provide an update on the WPAC Summit to the Board at their June 24 meeting.*

### **c. Third Signatory for the bank**

Petra and Morris are both signatories for the AWC. We require a third individual, preferably someone in the Athabasca area. Robert H. made a motion to make Larry Armfelt a signatory. Larry accepted. All in favor. Approved by consensus.

*Action: Morris to follow up with Larry to get signing authority at the bank.*

### **3. New Business**

#### **i. Board Orientation, Strategic Plan and ED's Report**

Petra gave a presentation on the roles and responsibilities of the AWC, WPACs and the Board (Attachment 1). She also provided a quick overview of the AWC's strategic plan as well as the goals of the Integrated Watershed Management Plan.

Following the presentation, Larry invited Petra to provide a similar talk / introduce herself to Athabasca County on April 29<sup>th</sup>.

*Action: Larry to send invite/details to Petra to present to Athabasca County April 29.*

#### **ii. Staff Recognition**

Petra asked the board to join her in acknowledging the work of staff members Sarah MacDonald and Indah Holmberg. Despite the challenges and transitions of the past six months, Sarah and Indah have handled a number of additional duties with professionalism and competency. They've also made Petra's first month much easier which is much appreciated.

### **4. Communications to the Board**

The Chair would like more input from board members on board meeting agenda. He encouraged everyone to submit topics to the Secretary (Robert Holmberg) who will work with staff to compile agenda items, ensure the Executive Committee approve agenda, and agenda packages are sent out in a timely manner.

To help with archiving AWC records, Executive Committee and staff are looking into dedicated emails for officers (e.g., [President@awc-wpac.ca](mailto:President@awc-wpac.ca))

To better understand issues and concerns, the Chair noted (once we can gather in-person again) that he would like to see the AWC hold more public forums with members and stakeholders. Staff and Executive will also be looking more closely at board make-up to ensure there is good communication between Directors, Alternates and their sectors/constituencies.

Petra noted that the AWC has started a virtual public 'coffee talk' session. The first one, held March 12, was given by Petra on the role of the Executive Director. Sarah will provide the next one, April 9, on the role of the AWC Watershed Science Coordinator. The Chair will be the presenter on May 7<sup>th</sup>.

The Chair noted that he has reached out to a Métis group in the Lac Ste Anne area to fill the currently vacant Indigenous seat.

*Action: Petra to ask the CECE committee for input on a number of communications initiatives including dedicated emails, filing and archiving, public round tables, coffee talk and other forums and initiatives.*

*Action: Petra to ask the Governance and Communications Committee to look at board make-up, the relationship between directors/alternates and their sectors, and how to improve communications with sectors and other stakeholders.*

## 5. Appointments to Committees

The Chair noted that Executive Committee and staff are looking at the role and make-up of AWC standing committees in order to identify gaps and reduce redundancies. Petra showed a table (Attachment 2) comparing committee roles and responsibilities, as well as the number of members on each. Ideally, every board member and alternate would serve on at least one committee. Each committee is currently reviewing its terms of reference.

## 6. Committee and Other Reports

- i. **Alberta Water Council:** Morris, as the WPAC representative on the Alberta Water Council, provided an update on their activities. Petra and Morris attended their last board meeting where the Water for Life Implementation Review project was finalized/approved. Morris will be representing the Alberta Summer Villages Association on the source water protection project. Adam Norris, Mighty Peace Watershed Alliance, will be representing WPACS on that committee. Morris is also working on the drought simulation project. Brian Deheer noted he is on the Water Futures project, which will be wrapping up soon.
- ii. **Executive Committee:** Meeting monthly (2<sup>nd</sup> Monday afternoon). Next meeting is April 12.
- iii. **HR Committee:** Looking at amalgamating all HR policies and processes into a single document (the Staff Guide) and getting professional advice on (if anyone knows an HR specialist, please let Petra know). Petra noted that she has applied for WCB coverage as the AWC will have staff working in the field this summer.
- iv. **CECE Committee:** As Chair, Lavone noted this committee will meet April 19 to review their terms of reference and refresh a 2021-22 communications plan. In particular, they look forward to refreshing the website and encourage board members to have a look at it and let Lavone know how it could be improved. This committee is also looking for advice on how to be more inclusive of Indigenous voices in AWC communications. A list of Indigenous contacts in the Athabasca watershed will be used to inform this effort. Laura P. noted she is doing similar work for Inside Education.

*Action: Board members to provide input to Lavone on the AWC website.*

- v. **Technical Committee:** Robert H. noted that he and Dan Moore are co-chairing this committee. The committee has just completed another round of review and edits of the Integrated Watershed Management Plan (IWMP) and is now ready to seek public input on. Will post the IWMP on the website for April-May and use social media to invite comment on. A final draft will then be prepared and brought to the June 24 board meeting to approve.

*Action: Petra to post the IWMP on the website and invite comment, bringing a final revised draft to the board for approval June 24.*

- vi. **Governance Committee:** Is currently reviewing its TOR and drafting an ad hoc committee policy. Additionally, will be collating all policies and processes into a single Director's policy and process guide. Will bring it to the board for approval in June.
- vii. **Finance Committee:** Will be meeting April 14 to review their TOR, review the relevant financial polices and plan for the coming year of fundraising initiatives.

*Action: Finance committee to draft and bring a fundraising plan to the board to approve June 24.*

- viii. **Ad Hoc Resolution Committee** The committee met with Corporate Registries and followed up with a number of requested documents, resulting in the AWC suspension being lifted. A number of remaining issues will be resolved internally through the Board and Governance committee. The ad hoc committee was dissolved.
- ix. **Financial Report:** Petra provided an estimate of revenues and expenses to the fiscal year end (March 31, 2021). She also provided a proposed budget for the coming fiscal year of 2021-22 (Attachment 3). Lavone made a motion to approve the budget as presented. All were in favor. Approved by consensus.
- x. **Membership and Communications Report:** Petra noted that staff are working on a template for recording and reporting on communication trends over time (Attachment 4). They welcome board member feedback.
- xi. **Executive Director's Report:** Petra noted that she is also still working on the format of a monthly ED report (included in the board meeting package) but that the report will reflect activities undertaken in support of achieving the goals and outcomes of the strategic plan. She looks forward to board feedback on the monthly report.
- xii. **Correspondence Received:** nothing of note.

## **7. Round Table Updates and Sector Reports**

Several members commented it was a constructive meeting – good to be moving forward, particularly with watershed management issues. Additional points included the following:

- Laura P. noted she will be assisting the North Saskatchewan Watershed Alliance with work on a series of watershed videos – first meeting is in April and she will bring back information on that.
- Tim Polzin noted the Lac La Biche Watershed Management plan (LLB WMP) is nearing completion (this summer/ early fall).

- Brian Deheer noted he looks forward to working with the Governance Committee on outstanding policy and process issues. He also noted Healthy Waters Lac La Biche has a grant to do open houses on the LLB WMP but may have to do something different due to Covid. He invited Petra to present to the group April 13, 7 pm.

*Action: Brian to provide meeting details to Petra for a presentation to the Healthy Waters LLB group April 13.*

- Morris noted he is looking forward to moving ahead with round tables and other initiatives to better connect with the AWC's general membership and other stakeholders to increase inclusiveness and transparency and to identify and address water/watershed management issues.
- Paula noted the Athabasca Heritage Society is happy the AWC has renewed their lease for another year. She also liked the idea of tracking communications more in the future.

#### **8. Upcoming Meeting Dates and Times (all meetings are virtual)**

- a. Executive Committee – April 12, May 10 and June 14
- b. Finance Committee – April 14
- c. CECE committee – April 19
- d. Annual General Meeting – June 12
- e. Board Meeting – June 24
- f. Board Meeting – September 16
- g. Tentative Board Meeting – Nov xx, 2021 (Petra will re-poll to avoid the Nov. 11 weekend)

#### **9. Meeting Adjourned**

The Chair adjourned the meeting at 12:05 pm.

Attachment 1. Board Orientation PowerPoint

Attachment 2. Committee comparison

Attachment 3. Financial report

Attachment 4. Communications report