



**Board of Directors  
Meeting Minutes  
Tuesday, March 26, 2019  
Athabasca Train Station**

**Present:** Brian Deheer (Chair), Cleo Reece (Secretary), Marcel Ulliach (Treasurer), Marv Fyten, Morris Nesdole, Robert Esau, Tim Polzin, Robert Holmberg, Andrew Hutchison, Janice Linehan (Teleconference), Janet Pomeroy (Executive Director), Lisa Allan (Communications Specialist), Paula Sawatzky (Admin).

**Regrets:** Greg Piorkowski, Dan Moore, Lavone Olson, Bill Grieve, Bob Mitchell, Tom Weber, Larry Armfelt, Dave Coish (AEP), Janice Pitman, and Sterling Johnson.

**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 Dene.

**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. The Train Station is currently under construction so please note that there is dust in the air and several extension cords on the floor creating possible tripping hazards.

Andrew Hutchison was introduced as a potential new Board Member to fill the Mining/Utilities seat. Mr. Hutchison is the Director of Environment at Bighorn Mining.

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### 3. Review and Approval of Agenda

Changes to the agenda:

Robert Esau requested the addition of 6. c) Rural Municipalities of Alberta (RMA)

Resolution

**MOTION:** Marcel Ulliac moved to approve the agenda as amended.

**Approved by consensus.**

### 4. Approval of Minutes

a) Board Meeting Minutes – January 11, 2019

**MOTION:** Morris Nesdole moved to approve the minutes as presented.

**Approved by consensus.**

### 5. Old Business

a) AGM Location

Confirmed that the AGM will be held in Hinton on May 25, 2019.

b) Bylaws

Janet Pomeroy presented the recommended changes from the Board input to the AWC Bylaws from the last Board Meeting:

Further changes to the Bylaws included the following:

- 5.1.6.8 – **ADD** definition of "In Camera". Observers can attend Board Meetings but cannot speak unless they have made written application to do so 14 days prior to said meeting.
- 5.3.1 – **ADD** "the President serves as a point of contact between the Board and the Executive Director regarding 'Board governance matters'".
- 5.3.3 – **ADD** word "Ensures" to all Secretarial duties

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- 5.4.2 – **DELETE** all “General Procedures for Committees” as they are already defined by the Terms of Reference
- 5.5 – **CHANGE** title and description of ‘Standing Committees’ to ‘Executive Committee’ only.
- 5.6.2 – **CHANGE** to “The Board will determine the terms of employment of the Administrator and conduct an annual performance review.”
- 5.6.3 – **CHANGE** to “The Administrator shall subscribe to the Vision and Mission statements of the AWC and support the membership to achieve the overall goals of the Council.”
- 6.2.2 – **ADD** “...by a duly qualified accountant” to the end of the first sentence.

During discussions, it was determined that the whereabouts of the Athabasca Watershed Seal is unknown.

**MOTION:** Morris Nesdole moved to purchase a new Seal for the AWC.

**Approved by consensus.**

**MOTION:** Morris Nesdole moved to accept the proposed Bylaw changes as amended and to have such changes presented at the AGM for member approval.

**Approved by consensus.**

## 6. New Business

### a) Appointment of new Board Member

**MOTION:** Robert Esau moved to appoint Bighorn Mining to the Mining and Utilities seat on the AWC Board with Andrew Hutchison serving as their representative as of March 27, 2019.

**Approved by consensus.**

### b) Contingency Reserve Policy

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Reviewed the Contingency Reserve Policy presented by Janet Pomeroy. The policy was amended to add a seventh Guideline which will read as follows: "May be used as bridge funding between the receipt of grants for operating costs."

**MOTION:** Morris Nesdole moved to accept the Contingency Reserve Policy as amended.

**Approved by consensus.**

c) Rural Municipalities of Alberta (RMA) Resolution

Robert Esau presented (as information) a resolution that was passed at the Rural Municipalities of Alberta recent convention (9-19S "Watershed Planning and Advisory Council Funding), for the Alberta Government to provide WPAC's funding for 3-year periods to retain professional staff. Mr. Esau believes that this same resolution will be presented at the upcoming AUMA Convention as well.

**7. Reports**

a. Joint Executive/Finance Committee

Marcel Ulliac explained that this joint committee was formed to review AWC finances while there was uncertainty in funding. However, now that bridge funding is in place, there is no longer a need for the AWC to enter "Full Self Preservation Mode". The minutes from Joint Committee meetings were reviewed.

b. Financial Report

Janet Pomeroy presented the current AWC Financial report

c. Executive Director's Report

Janet Pomeroy presented her report to the Board.

**ACTION:** Janet to send information package from the AEP and northern WPAC workshop held on March 13 2019 to Janice Linehan when received.

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d. Communications Specialist's Report

Lisa Allan presented a written report. Lisa noted 2 upcoming Trade Shows – Athabasca (April 26-27) and Whitecourt (May 10-12). The Board discussed definitions of 'Membership' and 'Voting Members'.

**MOTION:** Morris Nesdole moved to invite representatives from the Wood Buffalo National Park World Heritage Site Action Plan to speak to the AWC about the Peace-Athabasca Delta.

**Approved by consensus.**

**MOTION:** Robert Esau moved to accept both the Financial Report, the Executive Director's report and the Communication Specialist's report as information.

**Approved by consensus.**

8. Correspondence Received

Reviewed correspondence from the following:

- a. Alberta Environment and Parks (March 18, 2019 Minister Shannon Phillips)– Watershed Resiliency and Restoration Program (WRRP) Grant success - \$150,000
- b. Alberta Summer Temporary Employment Program (STEP) March 12, 2019 Application denied.
- c. Alberta Environment and Parks (March 8, 2019 Minister Shannon Phillips) - \$100,000 Bridge Funding on the 2019-20 Grant and commitment to working to finalize another three-year funding agreement.
- d. Canada Revenue Agency February 25, 2019 – Charitable Status is being reviewed and we should hear within five months.
- e. Town of Mayerthorpe Feb 12, 2019 – Donation \$200
- f. Lac Ste Anne County Feb 15, 2019 – Donation \$5,130
- g. Lac La Biche County March 15, 2019 – Donation \$5,000
- h. The Water Council – March 2019 Partnership with the Wisconsin Historical Society

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**MOTION:** Morris Nesdole moved to approve the correspondence as information.

**Approved by consensus.**

**9. Set Meeting Dates, Locations and Times**

a. Meetings:

- i. Executive Committee – May 3, 2019 (discussing details of the AGM)
- ii. AGM Set for May 25, 2019 – Hinton
- iii. Committee Meetings – CECE – TBD; Technical – TBD
- iv. Board Meetings – June 13 and September 12, 2019

**10. Roundtable Discussion and Meeting Evaluation**

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

- a. Cleo Reece mentioned that she will be attending the UN Permanent Forum on Indigenous Issues from April 29 – May 5<sup>th</sup> in New York.
- b. Andrew Hutchison noted that Bighorn Mining would be releasing their Terms of Reference as part of Phase 2 in compiling the application for Bighorn Mining.
- c. Marv Fyten asked Andrew Hutchison about possibly arranging a tour of the Bighorn Mine during the AWC AGM.
- d. Robert Holmberg informed the Board of a Science Outreach presentation on 'Modeling for real-world systems' set for Wednesday, March 27<sup>th</sup> at 7 pm. The Athabasca River Basin is used as one example in the presentation.
- e. Brian Deheer reported that he will be attending the Alberta EcoTrust Environmental Gathering held on April 4-5.

**11. Adjournment**

Morris Nesdole moved to adjourn at 2:46 p.m.

**Approved by consensus.**

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Brian Deheer

Brian Deheer, Chair

Marcel Ulliac

Marcel Ulliac, Treasurer

13 June, 2019

Date

June 13, 2019

Date

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