



May 11, 2022

Dear Athabasca Watershed Council Members,

RE: Annual General Meeting

As per our bylaws, please consider this as an invitation and 30 days' notice of the Athabasca Watershed Council's virtual Annual General Meeting to be held Saturday June 11, 2021 from 10:00 am-12:00 pm.

Please note that anyone can attend our meetings, but only members in good standing (member for 30 days) can vote on motions made in the meeting or in the election of board members.

Due to the COVID pandemic, we will, again, hold the meeting via Zoom. The link to register for the meeting is <https://awc-wpac.ca/event/2022/6/11/annual-general-meeting-2/> (or go to our website and click on Events). Once you have registered, you will receive information needed to join the meeting via zoom.

An agenda for the meeting, as well as minutes of the previous AGM, are attached to this notice and will also be posted on our website. Additional meeting materials may be provided closer to the date.

For further information about our work, please visit our web site (<https://awc-wpac.ca/>) or contact the office.

Thank you for your interest in the Athabasca Watershed Council.

Sincerely,

Petra Rowell
Executive Director
Athabasca Watershed Council



2022 Annual General Meeting

Date: Saturday June 11, 2022

Time: 10:00 am – 12:00 noon

Registration Link: <https://awc-wpac.ca/event/2022/6/11/annual-general-meeting-2/>

Time	Agenda Item	Speaker
10:00–10:01	Housekeeping Items	AWC Staff
10:01 – 10:10	1. Call to Order, Welcome and Introductions, Quorum, Treaty Land Acknowledgement	Dan Moore, President
10:10– 10:15	2. Review and Approval of Agenda	
10:15 – 10:20	3. Approval of 2021 AGM Minutes	
10:20 – 11:00	4. 2021-22 Year in Review: Staff Update on projects and activities	AWC Staff
11:00 – 11:15	5. 2021-22 Financial Statements, KRP Review, and Selection of Auditors for 2022-23	Cleo Reece, Treasurer Petra Rowell, Executive Director
11:15 – 11:30	6. Election of Directors	Presiding Officer
11:30 – 11:50	7. Members Question Period	Members
11:50 – 12:00	8. Closing Comments / Acknowledgements	Dan Moore, President
12:00	Meeting Adjourned	



**Annual General Meeting
Minutes
June 12, 2021
Via Zoom and phone**

Housekeeping Items

Petra Rowell, AWC Executive Director (ED), shared a PowerPoint slide with Zoom meeting tips.

1. Call to order, Welcome and Introductions

Morris Nesdole (Chair), as Interim President, welcomed everyone, and encouraged them to provide their name and affiliation in the chat box. He then called the meeting to order and made the following acknowledgement:

We acknowledge that the Athabasca River watershed is located on Treaty 6, 8, and 10 territories. The Athabasca Watershed Council respects and supports the Truth and Reconciliation initiatives with the First Nations, Métis, and Inuit peoples of Canada and are grateful that Indigenous peoples' presence continues to enrich our vibrant watershed, Alberta, and Canada.

2. Confirm Quorum

The ED confirmed that quorum was achieved.

3. Review and Approval of Agenda

The Chair noted that the agenda was circulated 30 days prior to the meeting. He then asked for a motion to approve the agenda as presented.

Motion: Larry Armfelt made a motion that the agenda be accepted as presented. Sterling Johnson seconded the motion. The Chair asked if there was any discussion. There was none. The Chair then asked if anyone was opposed to the motion. Hearing no objections (from those joining by video or phone), he noted the **agenda was approved by consensus** as presented.

4. Adoption of 2020 AGM Minutes

The Chair noted that the 2020 AGM minutes were circulated with the meeting agenda 30 days before the meeting date. He then asked if there were any errors or omissions to the minutes. Hearing none, he asked for a motion to approve the minutes.

Motion: Sterling Johnson moved to approve the 2020 AGM Minutes as presented. Robert Holmberg seconded the motion. The Chair then asked if there was any discussion. Hearing none, he asked if there was anyone opposed to the motion. There was none. **The motion was approved by consensus.**

5. Chair's Report

As Interim Chair, Morris Nesdole provided the following Chair's report:

On Behalf of the Athabasca Watershed Council Board of Directors, I am pleased to provide you with this short report. Despite it being a challenging year with the pandemic, and despite having to do our business differently, the AWC managed to carry on its regular activities, as was reported in the AWC 2020-21 annual report; which is now available on the website.

Meeting four times throughout the year, the Board managed to conduct its regular business, including strategic planning, budgets, staffing and other operational issues. The Board presented and the membership approved a new set of bylaws. The Board began the process to review and renew its policies and practices to ensure alignment with the new bylaws and began work on updating other operational documents. Our Administration also engaged the support of a consultant to update and renew the Employee Handbook.

I want to thank all of the board members for this work, I would also like to acknowledge my fellow officers (Sterling Johnson, Vice Chair, Robert Holmberg, Secretary and Brian Deheer, Past President) as well as the standing and ad-hoc committee members, who took on additional duties throughout this challenging year.

Turning to the watershed science aspect of the Council, the Board was very pleased to see the AWC Technical Committee, chaired by Directors Robert Holmberg and Dan Moore, approve a draft of the Integrated Watershed Management Plan, which you will be hearing more on a little later in the agenda. We are also excited to see the work of Sarah MacDonald, our Watershed Science Coordinator, who is developing programs for riparian restoration in the Pembina sub-watershed and benthic invertebrate sampling in the headwaters. We hope you will all tune in to Sarah's webinar on the Pembina Riparian Restoration project on June 29 at 10:00 am. Details can be found under Events on our webpage.

Education and outreach activities are core to our mission. These efforts have been the hardest hit by the Covid restrictions which severely limited our ability to meet with people out in the watershed the past year. Despite these challenges, Indah Holmberg, our Administration and Communications Coordinator, has been working with the Communications, Education and Community Engagement Committee, chaired by Director Lavone Olson. They managed to keep everyone updated on activities. On top of this they coordinated the annual photo contest and produced an AWC calendar which is successful in building awareness of the AWC and its work.

We are very thankful to all of our funders and supporters who provided both in-kind and financial support. In particular, Alberta Environment and Parks provided core funding for the last year, and again for the new fiscal year of 2021-22. This support allows us to keep staff on the payroll, who in turn provide much-needed secretariat support to the Board of Directors and its Committees in order to do their work.

We are also very grateful to Alberta Conservation Association, Alberta EcoTrust, Government of Alberta Watershed Resiliency and Restoration Fund, TD Friends of the Environment Foundation, Plains Midstream, Trans Mountain and a number of individual donors for project dollars which allow us to undertake meaningful technical and engagement work on the ground. Without this support, much of our accomplishment would not have happened.

As noted earlier in the year, we regretfully said goodbye to our previous Executive Director Janet Pomeroy (we wish her all the best in her retirement), and we welcomed Petra Rowell in her place. We also said goodbye to some long-standing board members. I would like to say a huge thank you to Tom Weber, a founding member of the AWC, for his long-standing commitment and time spent on the AWC Board. Tom was a member of the Clearwater River Committee since it began in 1994 through to the Clearwater's designation as Alberta's first Canadian Heritage River outside of a national park in 2003. He participated as a member of the Athabasca Watershed Planning and Advisory Council Initiators' Group and was elected to the first Board of the Athabasca Watershed Council, remaining on the board until resigning earlier this year. Tom has moved out of the Athabasca watershed and is pursuing new opportunities in his new community in southern Alberta. We wish him the best and will be sending him a small token of our appreciation.

I personally would also to thank all the rest of the board members, including outgoing, returning and brand new! The AWC board is large and diverse, reflecting the diversity of the Athabasca River watershed – from its headwaters in the Rocky Mountains to its outflow in the Canadian Shield. Despite this diversity, we are all working towards a shared vision of a watershed and we each embrace our motto of “our watershed, our responsibility”. With a committed board, active committees, dedicated staff and unlimited opportunities, we look forward to moving the Athabasca Watershed Council forward. I would like to end by asking for a motion to accept my report as information.

Motion: Paula Evans made a motion to accept the Chair's Report as information. Robert Holmberg seconded the motion. The Chair asked if there were any questions or discussion. Hearing none, he asked if anyone was opposed to the motion. There were none. **The motion was approved by consensus.**

The Chair then introduced Petra Rowell, Executive Director, to provide a presentation and overview of the AWC's draft Integrated Watershed Management Plan (or IWMP).

6. IWMP Presentation

Petra provided an overview of the events leading up to the province's development of the Water for Life strategy. She discussed the mandate of Watershed Planning and Advisory Councils, in particular their role in watershed assessment and management planning. She then described the eight goals in the AWC Integrated Watershed Management Plan and encouraged members to provide feedback on the current draft, which is posted on the website at <https://awc-wpac.ca/iwmp/>. During the

question period, the impact of fracking and SAGD on water, groundwater studies/inventories, groundwater contamination from waste sites, source water protection planning, barriers to safe secure drinking water, sub-basin watershed management planning and Indigenous engagement were raised as areas requiring further work. There was also a question about the definition of water and a note that the *Water Act* defines a water body. It was also suggested in the chat box that a natural capital assessment be done for the Athabasca River watershed, similar to work being done for the Mackenzie River Basin.

It was also noted that for those looking for more information on the AWC riparian project to see the website page here <https://awc-wpac.ca/event/2021/6/29/the-state-of-riparian-areas-in-the-pembina-river-watershed/> or join in the upcoming riparian webinar, see <https://awc-wpac.ca/event/2021/6/29/the-state-of-riparian-areas-in-the-pembina-river-watershed/>. Also, two books, *Tom's River*, by Dan Fagin, and *Watershed*, by Doreen Vanderstoop were recommended reading.

Health Break: A 10-minute health break was taken before proceeding to the next agenda item.

7. Financial Statements, Auditors Report, and Selection of Auditors for 2021-22

As Treasurer, Morris Nesdole provided the following report:

I will start this agenda item by thanking our Executive Directors, past and present, for maintaining the AWC accounting records and for providing the year-end documents to our auditors. I would also like to thank our accountants, Kingston Ross Pasnak, for conducting this year's review and providing the financial statements in time to distribute to meeting attendees, done earlier this week. I would also like to introduce Jared Harmata, who is here today on behalf of our accountants Kingston, Ross, Pasnak, and who will speak to the review report in just a few minutes.

But first, as AWC Treasurer, I would like to say a few words about our finances for the 2020-21 fiscal year.

Revenues are obviously our lifeblood: without them, we cease to exist. For the fiscal year of 2020-21, core operational funding of \$200,000 was again provided by Alberta Environment and Parks. This amount will also be received this coming fiscal year. After that, GOA support is unknown – hence it is key that we find alternative sources of funding in the next year in order to secure our future. If you are thinking about becoming involved in the work of the AWC, we could use more volunteers on the Finance and Fundraising Committee. Or even if you have an idea about a funding opportunity, please contact me or Petra.

On the project side, we are very fortunate over the past two years to have received \$387,500 for the Pembina Watershed Shoreline Restoration Project with funds coming from the GOA Watershed Resiliency and Restoration Program, as well as corporate donations from Plains Midstream and Trans Mountain. About half of these dollars were expended in 2020-21 with the remainder to be spent as we continue to roll out the program this year and next. You can read about the Pembina

project on our webpage, where you will also find the riparian assessment reports which these dollars have funded.

We also received \$7,500 from Alberta Ecotrust in 2020-21 to be used in the Upper Athabasca Biomonitoring project. While some preparation was undertaken in the past year, the bulk of funds will be expended in the new fiscal year. An additional grant of \$3000 from the Alberta Conservation Association has been received this year to supplement the program.

For education and outreach activities for youth, we received a small grant last year from TD Friends of the Environment Foundation, however because of Covid protocols, we have had to re-think our youth/family educational programs. We still expect to expend these dollars this year, using the annual photo competition and calendar to engage youth in watershed activities.

Finally, we received a number of private donations, and we cannot emphasize how important these are. Donations can be used to fill gaps where grant dollars may not be available for operating expenditures. We also want you to know that the donation button on our website is now linked to the ATB Cares program which matches donations up to 20%. We really need our members to tell their family, friends, colleagues that if they like the work that the AWC is doing, to please consider going online and donating on our website. Is really quick and easy, and as we are a registered charity, you will quickly get a charitable tax receipt.

Finally, you will see we made a little bit of interest revenue last year. This is a bit of an artifact of having received the large WRRP grants in previous years, and only starting to expend it in the current year. Hence, we do not expect to see as much interest revenue going forward.

On the Expense side, I have talked a bit already about project grants and expenditures. On the operational side, staffing is our biggest expense (about 80% of our operational budget) but of course, without staff, we would not get as much done! The remainder of our core operational funds go towards maintaining our society status as well as our office in the Train Station in the Town of Athabasca, and towards the cost of board and committee meetings. The one good thing that has come from our collective pandemic experience, is that travel costs for meetings is way down. However, we also all feel the emotional loss these opportunities to socialize bring us, for which we cannot put a price on. Going forward, we will have to find the right balance of cost savings from meeting virtually, and the increase in expenditure to physically meet throughout the watershed, which helps to build relationships and networks.

At the bottom of the income statement, after the accountants added in Depreciation and GST Expenses, you will notice that we show a small loss. At the end of the year (i.e., on March 31, 2021) as per the balance sheet, we had remaining savings (not dedicated to grants and project deliverables) of approximately \$80,000.

With that quick overview, I will now ask Jared Harmata, to say a few words about the review of the financial statements undertaken by Kingston, Ross and Pasnak.

Jared Harmata provided a summary of the financial statements which accurately reflect AWC position on March 31, 2021, and which had been circulated to members six days before the meeting. He clarified that KGP undertook a 'review', not an 'audit', which provides limited assurance of statement accuracy and adherence to principles of accounting for non-profits. Although there were no significant findings or concerns raised by the review, he did note the AWC's dependency on GOA as the major funder for operations is a significant risk to the organization.

Morris then thanked Jared for his report and asked if there were any questions for Jared or himself. Hearing none, he asked for a motion to approve the financial statements for the year ended March 31, 2021, as presented.

Motion: Monica Grant made a motion to approve the 2020-21 Financial Statements as presented. Robert Holmberg seconded the motion. Morris asked if there was any discussion. Hearing none, he asked if anyone was opposed to the motion. There were none. The motion to approve the 2020-21 financial statements as presented was **approved by consensus**.

Motion: As Treasurer, Morris then made a motion that Kingston Ross Pasnak LLP Chartered Professional Accountants be retained as Athabasca Watershed Councils Auditors for the year 2021-2022. Monica Grant seconded the motion. Morris asked if there was any discussion. Hearing none if asked if there were any opposed to the motion. There was none. **The motion was approved by consensus.**

Morris then thanked Jared for attending on behalf of Kingston Ross Pasnak. Jared thanked Morris for the invitation and noted that KRP values the relationships it has with its clients. He also thanked AWC staff for providing files and responding to questions in a timely manner.

8. Membership Fees

The Chair noted that AWC membership fees are presently set at \$0. He then made a motion as follows:

Motion: Morris made the motion that membership fees are kept at \$0 for 2021-22 but that it goes back to the board to discuss setting a Membership fee structure for presentation for approval at the 2022 Annual General Meeting. Sterling Johnson seconded the motion. The chair then asked if there was any discussion. Several points were raised, summarized as follows:

- A survey of members in 2019 agreed that the membership fee should remain at \$0.
- We need to develop a business case, showing both pros and cons of collecting a fee.
- We could ask for a small donation, rather than a set fee.
- Given current economic circumstances, we need to look at all expenses including honorariums, travel costs, etc. We also need to look at how to improve revenues.

After some discussion, with several members stating they were against an increase in the fee, the two parts of the motion were separated. That is, there was consensus that the fee remains at \$0 for 2021-22 [this portion of the motion was approved by consensus]. And it was noted that it is up to the board if they want to examine fees and bring a proposal back to the next AGM (i.e., no motion required). The Chair thanked everyone for the great discussion.

9. Elections 2021

The Chair noted that, as per the Board Terms of Reference, nomination papers must be received by administration seven (7) days prior to the AGM and that nominations will not be accepted from the floor. He then thanked everyone who put their name forward. He then introduced the Presiding Officer, Colleen Powell, Mayor of the Town of Athabasca and an Alternate on the AWC board, to walk us through the elections portion of the AGM.

Colleen noted that the list of nominees was provided in the meeting supplementary package. Please note there was one small change from the document that was circulated last week with Marv Fyten agreeing to be nominated for the Small Agricultural Producer seat, rather than Health or Environment.

The following board seats that are up for election have received a single nomination, and hence the nominees can be accepted through a motion for acclamation. This includes:

- a. **Government: Municipal (Upper Basin)** Yellowhead County (Lavone Olson)
- b. **Governments: Municipal (Middle Basin)** Town of Athabasca (Larry Armfelt)
- c. **Governments: Municipal (Lower Basin)** Lac La Biche County (Sterling Johnson)
- d. **Industry: Forestry** Alberta Forest Products Association (Dan Moore)
- e. **Industry: Oil and Gas** Suncor Energy (Janice Linehan)
- f. **Industry: Small Agricultural Producer** Marv Fyten
- g. **Indigenous:** Cleo Reece, Fort McMurray First Nation
- h. **Health or Environment:** Brian Deheer
- i. **Stewardship:** Crooked Creek Conservancy (Paula Evans)
- j. **Research or Academia** Nominations received: Robert Holmberg

Colleen then asked for a motion to accept by acclamation the slate of Directors as presented.

Motion: Heather Stocking made a motion that the slate of nominees be accepted by acclamation. Harvey Scott seconded the motion. Colleen asked if there was any discussion on the motion. Morris Nesdole asked to make a friendly amendment to the motion, removing the Industry Small Agricultural Producer seat and nominee Marv Fyten from the slate of candidates, stating concerns with the nominee's lack of affiliation with an agricultural organization. Laura Pekkola seconded the amendment. Colleen then invited Marv to take 2-3 minutes to speak to his qualifications for the Small Agricultural Producer seat. After hearing from the nominee about his experience in the agricultural sector, and after a procedural question about splitting the friendly amendment from the initial motion, the Presiding

Office asked if there were any in favor of the friendly amendment. There were none. She then asked in regard to the initial motion, if any were opposed to the slate of nominees as presented being acclaimed. None were opposed. The motion was approved by consensus. The Presiding Office then handed the proceedings back to the Chair.

The Chair then thanked Colleen for presiding over the elections. He also thanked everyone for the good discussion and for finding our way to consensus. He then reminded everyone that there are still board vacancies, and we all need to work to find good candidates, to grow our sector networks and expand our sphere of influence.

10. Question Period

The Chair noted that it is a requirement of the bylaws that the AGM include a section for members to ask questions. He then invited any questions from attendees about today's proceedings or any other comments, suggestions, input on any aspect of the AWC's work going forward. Comments/questions included the following:

- Q. In regard to the WPAC collective submission to the House of Commons Standing Committee on Environment and Sustainable Development looking for input on formation of a Canada Water Agency, did the AWC sign onto the letter? A: No, we did not. We ran out of time to get to consensus, but some of our input was included in the document and the exercise helped us to refine our process for being involved in similar initiatives in the future.
- Marv took the opportunity to thank everyone for supporting his acclamation.
- Several members noted despite the challenging year, they are excited to see the AWC moving forward and getting engaged in current water topics.
- There was brief discussion about the desire to meet in person and when this might happen.
- There was a question regarding the election of officers: this will be carried out by the board at their June 24 board meeting.
- There was some discussion about board meeting materials. Petra noted that meeting dates and materials are publicly available / posted on the website under "Events". If you have any problems finding/downloading documents, please contact her at executive.director@awc-wpac.ca.

11. Closing Comments

The Chair again thanked everyone for taking the time on a Saturday to attend the meeting. He also thanked everyone for supporting the work of the AWC. He then asked for a motion to adjourn.

Motion: Monica Grant made a motion to adjourn the meeting. Brian seconded the motion. The Chair asked if there was any final questions or discussion. There was none. The meeting was adjourned at 3:50 p.m.

Attendee List:

Armfelt, Larry	Athabasca County
Brehaut, Wayne	
Deheer, Brian	
Evans, Paula	
Fyten, Marvin	
Gilbert, Kendra	
Grant, Monica	
Harmata, Jared	Kingston, Ross, Pasnak LLP Chartered Professional Accountants
Holmberg, Indah	Athabasca Watershed Council
Holmberg, Robert	
Jackson, Bruce	
Johnson, Sterling	Lac La Biche County
Kariel, Doug	
Linehan, Janice	
MacDonald, Sarah	Athabasca Watershed Council
Meintzer, Phillip	Alberta Wilderness Association
Moore, Dan	Alberta Forest Products Association
Nesdole, Morris	
Olson, Lavone	Yellowhead County
Pekkola, Laura	
Powell, Colleen	Town of Athabasca
Reece, Cleo	
Rowell, Petra	Athabasca Watershed Council
Scott, Evelyn	
Scott, Harvey	
Siad-Omar, Abdi	Alberta Environment and Parks
Skayman, Brenda	
Stocking, Heather	Athabasca Advocate
Wold, Randy	Town of Westlock