

Alberta Conservation Association

Minutes of the March 30, 2012 Board of Directors Meeting



Radisson Hotel Edmonton South, 4440 Gateway Blvd., Edmonton, AB
9:00 AM – 4:00 PM

PRESENT Tom Bateman (Chairman) – Alberta Hunter Education Instructors Association
Patrick Long (Vice Chairman) – Wild Sheep Foundation Alberta
Colin Gosselin (Secretary) – Public At Large, Regional
Sandra Foss (Treasurer) – Nature Alberta
Randy Collins (Past Chair) – Alberta Fish and Game Association
Calvin Rakach (Director) – Public At Large, Regional
Brian Bildson (Director) – Public At Large, Business Representative
Jeff Smith (Director) – Public At Large, Regional
Bob Haysom (Director) – Pheasants Forever Alberta Council
Adam Norris (Director) – Public At Large, Regional
Jeff Surtees (Director) – Trout Unlimited Canada
Gordon Burton (Director) – Alberta Professional Outfitters Society
Mark Boyce (Director) – ACA / U of A Chair in Fisheries & Wildlife
Bill Abercrombie (Director) - Alberta Trappers Association
Ken Ambrock (Director) – Northern Alberta Board Liaison
Lee Foote (Director) – Public At Large, Academic
Travis Ripley (Director) – Alberta Sustainable Resource Development

Todd Zimmerling – President & CEO, ACA
Debora Dueck – Recording Secretary, ACA

REGRETS Treaty 8

1. CALL TO ORDER

Chairman Tom Bateman called the meeting to order at 9:00 a.m.

2. WELCOME AND INTRODUCTIONS

Chairman Tom Bateman welcomed everyone to the meeting and requested round table introductions.

3. APPROVAL OF THE AGENDA & MEETING TIME LIMIT

Additions to the Agenda: 6(l) Business Representative Report
(m) PAL Committee Report

Conserving Alberta's Wild Side

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MOTION # 03/12

Moved by: Sandra Foss
Seconded by: Cal Rakach

Move that the March 30, 2012 agenda be accepted with additions.

MOTION CARRIED

The meeting was anticipated to close approximately 4:30 p.m.

4. ACCEPTANCE OF THE MINUTES

a. December 8, 2011 - Board of Director's Meeting

Attachment A – Minutes of the December 8, 2011 Meeting

MOTION # 04/12

Moved by: Ken Ambrock
Seconded by: Lee Foote

Move that the Minutes of the December 8, 2011, Board of Director's meeting be accepted with corrections to: Organizations - "PAL – **Business Representative**", Pheasants Forever "**Alberta Council**" and add missed attendee "**Ken Ambrock (Director) – Public At Large, Northern Alberta Liaison**".

MOTION CARRIED

5. BUSINESS ARISING

a. Review of Action Items

Attachment B – Action Items

Action Items were reviewed and updates were provided.

6. APPOINTMENTS

(Attachment C)

a. TUC Representative Appointment

Correspondence received from Trout Unlimited Canada appointing Jeff Surtees as the TUC Representative to the ACA Board of Directors, replacing Don Pike.

b. ASRD Representative Appointment

Correspondence received from Sustainable Resource Development appointing Travis Ripley as the Ministers' Representative to the ACA Board of Directors, replacing Deryl Empson.

MOTION # 05/12

Moved by: Patrick Long
Seconded by: Randy Collins

Move that the appointments of Jeff Surtees as Trout Unlimited Canada Representative and Travis Ripley as Sustainable Resource Development Representative be accepted, effective date of appointment being March 30, 2012.

MOTION CARRIED

Jeff Surtees and Travis Ripley provided brief biographies to the BOD.

7. COMMITTEE REPORTS

a. Chairman / Executive Committee

Tom Bateman, Chairman, provided a report to the BOD on the Chair’s activities since the last Board meeting:

Executive Committee members discussed the Pheasant Release Program, this topic will be discussed in detail further on the agenda. Tom Bateman recommended that training for board members will be restricted to training with regard to the member’s function on the board.

b. President and CEO

(Attachment D)

The attached (Attachment A to the minutes) President and CEO report was reviewed and highlights were discussed and noted:

- Don Pike has submitted his resignation to the ACA Board of Directors. Todd Zimmerling and Jeff Surtees will discuss options for a gift of recognition for his contribution (discussion to invite Don Pike to a meeting to receive presentation).
- CAPP – still very interested, will be meeting in the next month to discuss a proposal to fund the granting programs, additional funding for research projects on oil and gas related conservation issues and potential of a large land purchase.
- LGO TV Show has gone very well, 100% costs are covered by Corporate Partners for this year.
- **Pheasant Release Program** – ACA has been approached by SRD to run this program for 1 year, with grant funds in the amount of \$300,000.00 (intended as 1 year bridge financing to develop a proposal for a long term program and run the program for this year). President and CEO, in principle is supportive of this concept with conditions (written agreement with commitments and deadlines to ongoing issues). To move forward required board consensus.

MOTION # 06/12

Moved by: Colin Gosselin

Seconded by: Jeff Smith

Move that the ACA conditionally accept the \$300,000.00 grant from SRD to run the Pheasant Release Program for 1 year with conditions stipulated: no conditions with regard to how the grant dollars can be used; deadlines for completion of MOU negotiations and predator compensation issues; correspondence to be reviewed by the Executive prior to being sent to the Minister of SRD.

MOTION DEFEATED

13 Opposed, 4 In-Favor

Discussion ensued and concerns were raised with regard to ACA committing to running the Pheasant Release Program.

MOTION # 07/12

**Moved by: Gordon Burton
Seconded by: Lee Foote**

Move to close debate on motion currently on the table regarding the proposal from SRD and call for the vote.

MOTION CARRIED

- **Predator Compensation** – President & CEO advised the board that ACA had budgeted \$120,000.00 for predator compensation for 2011/2012, to date \$300,000.00 has been paid out by ACA for predator compensation. The budget amount for 2012/2013 is allocated at \$120,000.00. Enforcement roles are being carried out under the Solicitor General's Ministry. Discussion ensued regarding the payout limits (rates are set by SRD and Agriculture) for predator compensation and the coverage that ACA is expected to payout.

MOTION # 08/12

**Moved by: Brian Bildson
Seconded by: Randy Collins**

Move that the Predator Compensation budget be capped at \$120,000.00 as per the budget line item for 2012/2013 and that the President and CEO have the discretion to continue discussions/negotiations with SRD.

MOTION CARRIED

c. Finance & Audit Committee
(Attachment E)

Treasurer, Sandra Foss presented the Financial Overview submitted by the Finance Manager, for the year ended February 29, 2012 was presented and review by the BOD, with the following points highlighted:

- LGO Program – budget of \$400,000.00 - 13 episodes, \$300,000.00 in partner funding has been received to date, expecting \$100,000.00 yet to be received. \$350,000.00 in partner dollars is committed for year 2 of the program.
- Predator Compensation payouts are being held over to the next fiscal.

MOTION # 09/12

**Moved by: Sandra Foss
Seconded by: Cal Rakach**

Move that the Finance and Audit Report for the period ended February 29, 2012 be accepted as presented.

MOTION CARRIED

Finance and Audit Committee will be reviewing/revising the Terms of Reference in preparation to be presented and discussed at the BOD Retreat in June 2012.

d. Communications Committee
(Attachment F)

Jeff Smith, Committee Chair updated the board on the Communication Highlights submitted by the Communications Manager. Doing well, message is getting out, and surveys are receiving responses. Recognition has gone up from 53% - 61%, good job.

Communications Manager, Lisa Monsees provided a preview of advertising that will be placed in various publications. Currently the ACA E-Newsletter is being sent out to 53,000 recipients. Conservation Guide is at the printer and will be distributed prior to the May long weekend. Spring/Summer issue of the magazine will be going to the printer shortly.

Communications Committee will be reviewing/revising the Terms of Reference in preparation to be presented and discussed at the BOD Retreat in June 2012.

e. **The ACA Program Grants Committee**

Committee meeting included discussion of the recent grant adjudication process and approval of funding recipients took place. Electronic motion was completed to approve the list of recipients approved for the GEFCF. Previous discussion on the funding guidelines have taken place, Lee Foote and Randy Collins were tasked with providing a clarifying document with regard to the criteria and guidelines for the board members only. The clarifying document will be presented to the BOD at the next board meeting/BOD retreat, for review. *Statement will be circulated prior to the June 2012 Meeting.*

Payments will be staggered with regard to reporting requirements.

The ACA Program Grants Committee will be reviewing/revising the Terms of Reference in preparation to be presented and discussed at the BOD Retreat in June 2012.

f. **Operation Standards Review Committee**

Committee Chair Mark Boyce provided a report on the OSR.

- CCEMC – Pre-approval was unsuccessful.
- ILUI – New Executive Director, Andre Tremblay
- Meeting scheduled with AB Agriculture Re: Hutterites Community in Alberta and attempts to interface with the community.
- Big Horn Management Study – report not yet released.
- Rob Miskosky, Alberta Outdoorsman – has given permission to run ACA Directors (Brian B., Jeff S., Mark B.) columns on the ACA Website if we choose, on the condition that the magazine is off the shelves.
- ACA Chair Reception and Public Lecture took place (March 29, 2012).

The OSR Committee will be reviewing/revising the Terms of Reference in preparation to be presented and discussed at the BOD Retreat in June 2012.

g. **Organizational Risk Report**
(Attachment G)

Organizational Risk Report was presented by Todd Zimmerling, President & CEO
ACA has received COR, with a 93% score. Internal COR audits will be conducted every year, external COR audits will be conducted every 3 years.
Olson vs. NCC legal action is ongoing.

h. **Southern Board Liaison Report – Tom Bateman**
(Attachment H)

Tom Bateman updated the Board of Directors on the activities of the Southern Board Liaison for the period of – December 2011 – March 2012. (Attachment B to the minutes)

Highlights from report:

Several communities in the Taber area are interested in getting involved in this year's Pheasant Festival. Continue to meet and talk with people about the value of wildlife; dealing with a resource that needs attention and help; opportunities for mentoring; member groups cooperating and working together on these projects. Members of the community interested in reaching into the communities to expand youth programs.

i. **Northern Board Liaison Report – Ken Ambrock**
(Attachment I)

Ken Ambrock updated the Board of Directors on the activities of the Northern Board Liaison for the period of December 2011 – March 2012. (Attachment C to the minutes)

Highlights from report:

SRD advised that Enforcement/Field Services have moved to Solicitor General's department and the Minister's Representative will be replaced on the ACA BOD. Met with Executive Director of Nature Alberta, the organization is very pleased with the support received from ACA. Spoke with several fishermen in the Edmonton and St. Paul areas, warm weather and lack of snow has provided excellent opportunities for ice fishing this year.

j. **ACA Demonstration Farm Feasibility Committee**
(Handout)

Committee Chair Colin Gosselin provided an update and presented the notes from the demonstration farm workshop conducted in Lethbridge February 15, 2012. (Attachment to the minutes).

k. **Pheasant Festival Committee**

Todd Zimmerling, President and CEO provided an update on the Pheasant Festival for 2012.

- Good meeting this past week, planning for 2012 is underway.
- Taber, Vauxhall and other groups will be involved this year.
- Festival dates: October 20 – 27, 2012 in Taber

l. **PAL Committee Report**

The PAL Committee has been reinstated and is reviewing TOR of the PAL Committee and reviewing the structure of the PAL terms in order to adapt a staggered term expiry Advertising will take place late this summer for the recruitment of the 3 PAL positions that are scheduled to expire. The new PAL representatives should be in place, along with the departing PAL representatives for the December 2012 BOD meeting for a smooth transition.

m. **Business Representative Report**

(Handout)

Brian Bildson updated the Board of Directors on the activities of the Business Representative from December 2011 – 2012. *(Attachment to the minutes).*

Highlights from report:

Peace River Office – Paul Hvenegaard (ACA – NW Region) is gathering information and developing a proposal for potential options, clear direction is required from the BOD
Working on the Karvonen Films project.

7. **Presentation – Lunch Hour**

Suggestion that for the lunch hour presentations at the BOD meetings Member Groups be invited to make a presentation to the BOD of their ongoing activities.

- a. March 30, 2012 - APOS – Mission and Vision Statement Presentation by Gordon Burton.
- b. March 30, 2012 - AFGA – DVD Presentation.

8. **Reports**

a. **2012-2013 Draft Annual Operating Plan**

(Attachment J)

The 2012-2013 Draft Annual Operating Plan was presented for review and approval.

MOTION # 10/12

Moved by: Brian Bildson
Seconded by: Sandra Foss

Move that the ACA Board of Directors approve the 2012-2013 Annual Operating Plan with changes as noted.

MOTION CARRIED

Discussion:

Changes: Page 23 - Change the grant amount to read “up to (Amount)”; Page 27 - Change Representative names – **Travis Ripley – SRD Rep and Jeff Surtees – TUC Rep**
Request to send enough copies of the AOP to each Member Group for their Board Members.

b. **2009 - 2019 Draft Strategic Business Plan**

(Attachment K)

The 2009-2019 Draft Annual Strategic Business Plan was presented for review and approval.

MOTION # 11/12

Moved by: Brian Bildson
Seconded by: Randy Collins

Move that the ACA Board of Directors adopt the Strategic Business Plan.

WITHDRAWN

Amended Motion

MOTION # 12/12

**Moved by: Brian Bildson
Seconded by: Jeff Smith**

Move that the ACA Board of Directors adopt the Strategic Business Plan with amendment to – Pg. 17, #9 – “**Enhance our working relationship with Alberta Sustainable Resource Development.**” and with the understanding that any other grammatical, spelling, or wording changes required, be completed.

MOTION CARRIED

Discussion on the achievements of the SBP and the objectives of the 2009-2019 SBP going forward.
Request to send enough copies of the SBP to each Member Group for their Board Members.

9. New Business

a. Electronic Motion: 01/12EV - Ratification
(Attachment L)

Ratification of Motion #01/12EV: That the ACA Board of Directors approve \$260,000.00 from the 2012/13 Habitat Securement Fund to purchase the Ross Creek Property, 8-12-3-W4M and W 9-12-3-W4M (937.54 acres) located approximately 15 km east of Medicine Hat along the Trans-Canada Highway near the community of Irvine in partnership with other conservation organizations.

MOTION # 13/12

**Moved by: Adam Norris
Seconded by: Jeff Smith**

Move that the Board of Directors agree that this is an accurate reflection of the votes placed and therefore ratify Electronic Motion: 01/12EV.

MOTION CARRIED

b. Electronic Motion: 02/12 EV Ratification

Ratification of Motion #02/12EV: That the ACA Board of Directors accept the recommendations put forward by the Adjudication Committees for the Grant Eligible Conservation Fund (GECF) Part A and Part B, as presented.

MOTION # 14/12

**Moved by: Sandra Foss
Seconded by: Adam Norris**

Move that the Board of Directors agree that this is an accurate reflection of the votes placed and therefore ratify Electronic Motion: 02/12EV.

**MOTION CARRIED
(1 Opposed)**

c. MOU - Update

No progress to date. Discussion on options: is an MOU the way to go? President and CEO wants to work towards a true partnership with SRD.

d. Karvonen Films

Todd Zimmerling and Brian Bildson visited the archives to see the official footage. Arrangements have been made to have the majority of the footage digitized. Meeting with media legal advisor to discuss copyright issues, licensing will be scheduled. Facilitated usage of footage under a license agreement. Tourism and Travel Alberta have potential available funding for marketing. Moving forward with work on the corporate structure. Work with Communications department on footage with regard to social media (lots of potential). Official announcement on Karvonen Films will be made at the AGM along with a presentation.

e. Staff Survey Results

2011 Staff Survey results were provided to the BOD for review and discussion. Overall the staff survey results were very positive. Employee Satisfaction 93.5% (88% 2010); Satisfaction with President & CEO 86% (81% 2010).

The BOD commended Todd Zimmerling, President & CEO on the results of the Staff Survey, this is a result of Todd Zimmerling's leadership.

f. Committee Appointments & Chairs – New Representatives
(Attachment N)

The Board Committees and Taskforces list was reviewed. Committee Chairs were identified for each committee and new representatives were added to committees of their interest. Discussion ensued regarding review of existing board policies.

MOTION # 15/12

Moved by: Brian Bildson
Seconded by: Colin Gosselin

Move that the Board of Director's strike a Governance Committee to review board policies. Committee to consist of Gordon Burton (Chair), Jeff Surtees, Randy Collins and Adam Norris.

MOTION CARRIED

The Board Committees and Taskforces list will be updated and uploaded to the BOD Website.

ACTION ITEM: Deb Dueck to forward existing policies to the committee in order to begin the review process.

10. a. In Camera

MOTION # 16/12

Moved by: Adam Norris
Seconded by: Jeff Smith

Move that the Board of Director's go in camera @ 2:46 PM.

MOTION CARRIED

MOTION # 17/12

Moved by: Sandra Foss
Seconded by: Jeff Surtees

Move that the Board of Director's revert back to the regular meeting @ 3:13 PM.

MOTION CARRIED

b. Joussard Property

MOTION # 18/12

Moved by: Colin Gosselin
Seconded by: Adam Norris

Move that the Board of Director's accept the Land Management Team recommendation to accept the proposal of the developer to trade the Joussard Property for the 4 proposed quarter sections identified in the proposal (4-1 deal).

MOTION DEFEATED
13 Opposed, 4 In-Favor

Board direction for the President & CEO to communicate with the County and the Developer advising: *"Conservation value of the quarters on the table are not comparable to the property in question and do not reflect a fair conservation value".*

The Board of Director's is uncomfortable with the submitted proposal, more comfortable looking at lake shore or large contiguous pieces of property.

12. Date and Location of Next Meeting

2012 Meeting Calendar (*Attachment O*)

The next scheduled BOD Meeting – June 7- 9, 2012 – Peace River, AB

- June 7, 2012 – Committee Meetings – As required.
- June 8, 2012 – BOD Retreat – 9:00 AM – 4:00 PM
- June 9, 2012 – BOD Meeting – 9:00 AM – 4:00 PM
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ACTION ITEM: Todd Zimmerling and Deb Dueck will look into venue options and property tours in the Peace River or Grande Prairie area.

BOD Retreat Items:

- Granting Programs
- Strategic Planning

13. Presentation: 3:30 PM – Legal – Colin Lipsett of Davis LLP

Colin Lipsett of Davis LLP (Legal Advisor) provided a presentation to the Board of Directors on Fiduciary Responsibility, as well the Board of Directors had the opportunity to have questions answered.

14. ADJOURNMENT

MOTION # 19/12

Moved by: Adam Norris
Seconded by: Jeff Smith

Move that the BOD Meeting be adjourned.

MOTION CARRIED

The Board of Director's meeting was adjourned at 4:33 p.m.



(Chairman)



(Secretary)