

Alberta Conservation Association

Minutes of the June 8, 2013 Board of Directors Meeting

Walking Eagle Inn & Lodge,
4819 – 45 Street, Rocky Mountain House, AB
9:00 AM – 4:00 PM



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| PRESENT | Patrick Long (Chairman) – Wild Sheep Foundation Alberta Ken Ambrock (Vice Chair) – Public At Large, Northern Alberta Board Liaison Colin Gosselin (Secretary) – Public At Large, Regional Sandra Foss (Treasurer) – Nature Alberta Tom Bateman (Past Chair) – Public At Large, Southern Alberta Board Liaison Bill Abercrombie (Director) - Alberta Trappers Association Vince Aiello (Director) – Pheasants Forever Alberta Council Brian Bildson (Director) – Public At Large, Business Representative Mark Boyce (Director) – ACA / U of A Chair in Fisheries & Wildlife Gordon Burton (Director) – Alberta Professional Outfitters Society Randy Collins (Director) – Alberta Fish and Game Association Robert Gruszecki (Director) – Alberta Hunter Education Instructors Association Adam Norris (Director) – Public At Large, Regional Jeff Surtees (Director) – Trout Unlimited Canada Jaarno Van der Wielen (Director) – Public At Large, Regional Todd Zimmerling – President & CEO, ACA |
| REGRETS | John Pattison (Director) – Public At Large, Regional Travis Ripley (Director) – Alberta Environment and Sustainable Resource Development Debora Dueck – Recording Secretary, ACA Treaty 8 |

1. CALL TO ORDER

Chairman Pat Long called the meeting to order June 8, 2013 at 9:04 AM.

2. WELCOME AND INTRODUCTIONS

Chairman Pat Long welcomed everyone to the meeting.

3. APPROVAL OF THE AGENDA & MEETING TIME LIMIT

MOTION # 69/13

Moved by: Sandra Foss
Seconded by: Randy Collins

Move that the June 8, 2013 agenda be accepted with additions.

MOTION CARRIED

The meeting is anticipated to conclude by 3:00 PM.

4. ACCEPTANCE OF THE MINUTES

a. March 27, 2013 - Board of Director's Meeting – Electronic Motion: 17/13EV

(Attachment A – Minutes of the March 27, 2013 BOD Meeting)

MOTION # 70/13

Moved by: Brian Bildson
Seconded by: Sandra Foss

Move that the Board of Director's agree that this is an accurate reflection of the votes placed and therefore ratify Electronic Motion: 17/13 stating: "Move that the Minutes of the March 27, 2013 Board of Directors' meeting, be accepted with amendments as follows: Agenda Item: 6 (m) – correct spelling "Smoky"; 7 (a) – correct spelling "claim".

MOTION CARRIED

5. BUSINESS ARISING

a. Review of Action Items

(Attachment B – Action Items)

Action Items were reviewed and updates were provided.

6. COMMITTEE REPORTS

a. Chairman / Executive Committee

Pat Long, Chairman, provided a report to BOD stemming from the Executive Committee Meeting.

- Executive Committee will finalize the first draft of the Executive Committee Terms of Reference and circulate for review.
- In line with new ACA staff policy, ACA will no longer be paying for any alcohol at Board functions or events. All agreed with the policy.

b. President and CEO
(Attachment C)

The President and CEO report was reviewed and highlights were discussed and noted:

- 3 ACA employees have reached milestones with the organization this year for years of service.
- Several meetings conducted with ESRD on MOU negotiations, draft MOU completed for presentation to the ACA BOD. Program agreements still to be drafted.
- ACA held a meeting and lunch with Suncor recognizing 10 years of partnership.
- Attended several member group fundraising events: Pheasants Forever Banquet, TUC Dinner – Edmonton.
- Very productive Taber Pheasant Festival meeting held with Taber Chamber of Commerce and MD Members.
- Moving forward with the Bateman Site in cooperation with the Strathcona Wilderness Centre.
- Attended a Property Rights Workshop meeting in Calgary.
- Attended a Shell Offset meeting – discussion of the potential for conservation offsets, however there is a need for an agreed upon provincial system and standard.
- Taber Festival Registration June 3, 2013 – 870 people pre-registered on the website for the available 360 spots.
- ACA and corporate partners are running Kids Can Catch events again, very successful.

c. Finance & Audit Committee
(Attachment D)

Treasurer, Sandra Foss and President & CEO presented the Financial Overview and Financials to March 31, 2013. Points to be noted:

- An operational surplus of \$414,392 exists in comparison to the prior year deficit of \$(1,261,479). When adjustments are made to recognize realized and unrealized investment gains and losses, asset disposals, and removing revenue from donated land and allocated to land purchases, the final end result ends in a surplus of \$699,363 for the year.
- Total land acquisitions are \$3,001,908 which includes the Ross Creek site, the Durda property, the Bankhead donation, Musidora 3, the North Star Expansion Site, the Albright Conservation Site, the Allen land donation, Reiner donation, Lockerby purchase and Warrensville Expansion site.
- ACA reported an accounting surplus of \$699,363, an amount that includes interest income, realized and unrealized results for investments or asset disposals. The realized gain on

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investments was \$11,570; the unrealized gain on investments was \$261,195. Interest revenue was \$149,284, and the gain on asset disposal was \$12,206. Once these are removed from results, the true operational surplus is \$265,107 compared to the prior year operational deficit of \$(1,486,030).

- Yearend financial statements are not available as of today's date due to various challenges. The F&A Committee will meet with the Auditor later in the month to go over the draft financial statements and forward a recommendation to the BOD via electronic motion.

MOTION # 71/13

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

Move that the Financial Overview and Financial Statements to March 31, 2013, be accepted as presented.

MOTION CARRIED

Finance & Audit Committee Terms of Reference *(Attachment E)*

The Finance & Audit Committee Terms of Reference were presented to the Board of Directors with recommended amendments for discussion. Suggestion that all Terms of Reference once approved by board motion, be executed by the Board Chair, dated and committee members listed.

MOTION # 72/13

**Moved by: Sandra Foss
Seconded by: Robert Gruszecki**

Move that the draft Finance & Audit Committee Terms of Reference be accepted as presented with amendments implemented.

MOTION CARRIED

d. Communications Committee

Randy Collins Committee Chair updated the board on the Communication Highlights submitted by the Communications Manager.

- No committee meeting was held.
- Committee Chair will be having a future discussion with the Communications Manager with regard to the Discover Guide. Discover Guides will be sent out to board members at their request.

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e. The ACA Program Grants Committee

(Attachment F and G)

Sandra Foss, Committee Chair provided a report on the ACA Program Grants Committee. Sandra Foss presented the draft revised Terms of Reference for the ACA Program Grants Committee and Grant Eligible Conservation Fund for discussion and approval. Discussion in regard to whether or not there should be a maximum for the number of Board members on the committee ensued.

MOTION # 73/13

**Moved by: Mark Boyce
Seconded by: Randy Collins**

Move that the Board of Director's strike the maximum number of committee members from the ACA Program Grants Committee and Grant Eligible Conservation Fund Terms of Reference documents and accept the ACA Program Grants Committee and Grant Eligible Conservation Fund Terms of Reference documents with changes implemented.

MOTION WITHDRAWN

MOTION REINSTATED

MOTION CARRIED

Discussion ensued in regard to potential changes to the grant programs.

MOTION # 74/13

**Moved by: Colin Gosselin
Seconded by: Mark Boyce**

Move:

1. That the ACA Program Grants Committee be tasked with renaming GECF Part B Research in advance of the August Board meeting.
2. That the ACA Program Grants Committee working with ACA Management investigate the use of the NSERC Industrial model and funds for the Grants in Biodiversity Program.
3. That the expiring Recruitment and Retention grant be moved into GECF Part A and made a priority for the program, and that the committee may recommend a name change as well.

MOTION CARRIED UNANIMOUSLY

Further discussion: "The Board of Director's support in principle the concept of ACA using new monies to advance major conservation or major ACA led focused research projects as opportunities are identified/become feasible."

MOTION # 75/13

**Moved by: Gordon Burton
Seconded by: Jeff Surtees**

Move that the ACA Program Grants Committee be changed to the "ACA Grants Program Committee".

MOTION CARRIED

f. Operation Standards Review Committee

Mark Boyce, Committee Chair provided a report on the Operation Standards Review Committee. Mark Boyce in conjunction with ACA Staff and ESRD Staff are reviewing research priorities. Will be finalizing a draft report for submission to the President & CEO of ACA.

**g. PAL Committee Report
(Attachment H)**

Brian Bildson, Committee Chair provided a report on the PAL Committee.

Brian Bildson presented the revised Terms of Reference for the Public At Large Recruitment Committee for review and approval.

MOTION # 76/13

**Moved by: Brian Bildson
Seconded by: Ken Ambrock**

Move that the Public At Large Recruitment Committee Terms of Reference be adopted as presented.

MOTION CARRIED

Recommendation to reactivate the PAL Committee, as the Public At Large northeast position will become vacant at the end of the year.

ACTION ITEM: Todd Zimmerling / Deb Dueck to review bylaws to confirm if PAL's can return to the BOD in the future, after an absence.

**h. Governance Committee Report
(Attachment I)**

Committee Chair Gordon Burton provided a report from the Governance Committee.

The Executive Committee is reviewing the draft of the Governance Committee TOR and will provide consolidated comments back to the Governance Committee prior to the August 2013 BOD meetings.

i. **Organizational Risk Report**
(Attachment J)

Organizational Risk Report was presented by Todd Zimmerling, President & CEO, items brought forward from the report:

ACTION ITEM: President & CEO is directed to update future reports confirming that a review of HR policies has been undertaken and where the policies can be located in order to satisfy board due diligence.

ACTION ITEM: President & CEO will compile a list of the applicable policies from the HR Manual.

j. **Southern Board Liaison Report – Tom Bateman**
(Attachment K)

Tom Bateman updated the Board of Directors on the activities of the Southern Board Liaison for the period of March 2013 – June 2013.

Highlights from report:

- Connecting people with the spring waterfowl migration.
- Assisting Fish and Game groups and some community groups with planning novice-fishing programs.
- Connecting landowners who are troubled by gophers with mentors who take novices on gopher hunts.

k. **Northern Board Liaison Report – Ken Ambrock**
(Agenda Item 6k)

Ken Ambrock updated the Board of Directors on the activities of the Northern Board Liaison for the period of March 2013 – June 2013.

Highlights from report:

- Attended the Snow Goose Chase 2013 sponsored by the Edmonton Nature Club in Tofield, AB.
- Attended the TUC and DUC fundraising dinners in Edmonton.
- Strathcona Wilderness Center – several people have been lobbying the County to develop a full-scale Environmental Education Program at the Strathcona Wilderness Center, if this becomes a reality there is some potential partnering opportunities for ACA.
- Looking forward to the summer sport fishing season and introducing new people to the sport.

I. **Business Representative Report - Handout**

(Agenda Item 6 I)

Brian Bildson updated the Board of Directors on the activities of the Business Representative from March 2013 – June 2013.

Highlights from report:

- Peace River Building – NW Regional Manager will compile a list of suitable properties with relevant information. Recommend the BOD consider budgeting \$550,000 for the Peace River facility.
- Caribou Project – The government has not communicated back to ACA since the presentation, recommendation to continue dialogue with industry and consult with them on some of the in-the-field pilot design.
- Wolverine Project – Compass Media is in development with both national and international broadcasters to start filming a documentary on wolverines in the fall of 2013. As part of the documentary Compass Media will be showcasing the ACA / ATA research and research being conducted by ACA Wildlife Chair – Mark Boyce.
- K-Library – In the hands of ACA operations and communications department, anticipate seeing the end project soon on a variety of media. Looking forward to seeing these projects move forward in 2013, some of them will have significant conservation values while others raise ACA profile.

m. **ESRD Representative Report**

President & CEO, presented Travis Ripley, Ministers Representative submitted report, key points as noted:

- Kristina Norstrom – very much appreciate the condolences sent to the Minister, Deputy Minister and ESRD staff on behalf of ACA.
- Re-organization update - recruitment to Executive Directors is complete, these positions commence on June 10/13. There is an Executive Director of Fish & Wildlife Policy Branch (Edmonton), in the Policy Division and 5 Executive Regional Directors (one for each region) in the Operations Division.
- Staffing – pleased to report the progress on filling many of the vacant fisheries and wildlife positions both in Edmonton and the regions.
- Fisheries Protection, *Fisheries Act (Canada)* – discussions with the Department of Fisheries and Oceans regarding the new provisions of the Fisheries Act have been ongoing.
- MOU – Todd Zimmerling, Ron Bjorge and Travis Ripley have worked to provide a draft copy of the MOU in advance of the June board meeting.
- Consultation – recently held the Provincial Fisheries Management Round Table and the Alberta Game Management Advisory Committee meetings. Some of the key elements include a proposal to alter various conditions and fees for recreational sport fishing licenses, proposal to simplify the sport fishing regulations.

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- Caribou update – following the finalization of the National Strategy for Recovery of Woodland Caribou, Boreal Population, Alberta is working to roll out a process for development of range plans.
- Predator Compensation – Department is in the process of working with Agriculture Financial Services Corporation to finalize the approach for the Federal Government to provide payment for a portion of livestock losses from predation. This work is subject to some internal process at AFSC, which they hope to have finalized in the near future.

n. ACA Demonstration Farm Feasibility Committee

Colin Gosselin, Committee Chair updated the Board of Directors on the ACA Demonstration Farm Feasibility Committee.

Jaarno Van der Wielen, SO PAL Representative was added to the committee.
Farm tours are scheduled for June 21-22 in southern Alberta.

Committee Chair presented a draft of the revised Terms of Reference for the ACA Demonstration Farm Feasibility Committee for acceptance by the board.

MOTION # 77/13

**Moved by: Colin Gosselin
Seconded by: Adam Norris**

Move that the ACA Demonstration Farm Feasibility Committee Terms of Reference be adopted as presented.

MOTION CARRIED

o. Pheasant Festival Committee

Todd Zimmerling, President and CEO provided an update on the Pheasant Festival for 2013.

- Committee meeting held May 15, 2013 in Taber.
- Good response to the registration for the festival, all spots booked within 4 minutes of online registration opening.
- Pheasants have been sourced out for the event, storage site to be determined.

7. Old Business

a. Draft MOU

The draft MOU was reviewed in detail by the board at the BOD Strategic Planning meeting on June 7, 2013. Discussion ensued with regard to pheasant release program being a part of the MOU. Majority of the board members could go along with the President & CEO discussion an overall upland gamebird enhancement program with ESRD, where pheasant releasing was one component, but not the whole

program. The BOD will have to see the details of the program agreements before signing off on the documentation.

***ACTION ITEM:** Todd Zimmerling is directed to review the Charitable Status limitations in regard to pheasant release program and request a legal opinion of the same.*

b. Levy Proposal

President & CEO will be preparing a proposal on a fishing levy increase for presentation at the August BOD meetings.

c. Treaty 8

President & CEO update the board members on his discussion with Mr. Doug Badger and the possibility of Mr. Badger being the appointed the Treaty 8 Representative. Consensus that the PAL Committee be re-activated to move forward with discussions with Mr. Badger. If the PAL Committee feel that this person could be a good candidate, advise Mr. Badger to contact Treaty 8 about having them appoint him as their representative to the ACA BOD.

d. Conservation Education

President & CEO along with the Southern Board Liaison have investigated the number of people that are involved with various conservation education programs of ACA's Member Groups, estimating a number of 85,000 to 100,000 people involved in programs.

8. Reports

a. Draft Audited Financial Statements 2012

The draft Audited Financial Statements 2012, were not available for review at the June 8, 2013 BOD meetings. The Finance & Audit Committee will conduct a meeting with the auditor at future date to review/discuss the statements and forward the statements on to the board as a whole with recommendation for approval.

9. New Business

a. Bull Trail Conservation Site – HSF - Electronic Motion: 18/13EV - Ratification
(Attachment M)

MOTION # 78/13

Moved by: Jeff Surtees
Seconded by: Mark Boyce

Move that the Board of Director's agree that this is an accurate reflection of the votes placed and therefore ratify Electronic Motion: #18/13EV:

"Move that the ACA Board of Directors approve \$186,000.00 (One Hundred and Eighty Six Thousand) from the 2013/14 Habitat Securement Fund to purchase the Bull Trail Property (Neubauer), SE/NE 5, E 8, SW 9-9-2-W4M (529.10 acres) located approximately 45 km southeast of Medicine Hat and 5 km northeast of the Hamlet of Elkwater, in partnership with other conservation organizations."

MOTION CARRIED

10. In-Camera

Not required.

11. Date and Location of Next Meeting

2013 Meeting Calendar (*Attachment N*)

The next scheduled BOD Meeting – August 14-15, Edmonton, AB

- August 14, 2013 (Wednesday) – Committee Meetings – as required
- August 14, 2013 (Wednesday) – Member Group Meeting – 3:00 PM
- August 14, 2013 (Wednesday) – AGM – 5:30 PM.
- August 15, 2013 (Thursday) – Regular BOD Meeting – 9:00 AM – 4:00 PM

14. ADJOURNMENT

MOTION # 79/13

Moved by: Brian Bildson
Seconded by: Gordon Burton

Move that the BOD Meeting be adjourned.

MOTION CARRIED

The Board of Director's meeting was adjourned at 2:10 PM.



(Chairman)



(Secretary)