

Alberta Conservation Association



Minutes of the December 15, 2016 Board of Directors Meeting

Radisson Hotel and Convention Centre
4520 – 76 Avenue, Edmonton AB
9:00 AM – 4:00 PM

PRESENT

Patrick Long (Chairman) – Wild Sheep Foundation Alberta
Brian Bildson (Vice-Chairman) - Public At Large, Business Representative
Bill Abercrombie (Secretary) – Alberta Trappers Association
Robert Gruszecki (Treasurer) – Alberta Hunter Education Instructors Association
Ken Ambrock (Vice Chair) – Public At Large, Northern Alberta Board Liaison
Tom Bateman (Past Chair) – Public At Large, Southern Alberta Board Liaison
Adam Norris (Director) – Public At Large, NW Region
Sandra Mellon (Director) – Public At Large, NW Region
Mark Boyce (Director) – ACA / U of A Chair in Fisheries & Wildlife
Fred Calverley (Director), Alternate – Trout Unlimited Canada

Brian Joubert (Director) – Nature Alberta
Lee Foote (Director) – Academic Representative
Rob Duncan (Director) – Public At Large, SO Region
Chris Fowler (Director) – Public At Large, NE Region
Greg Shyba (Director) – Public At Large, CE Region
Carla Rhyant (Director) – Alberta Professional Outfitters Society
Leonard Hanson (Director) – Pheasants Forever Alberta Council
Travis Ripley (Director) – Alberta Environment and Parks

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

REGRETS

Treaty 8
Silvia D'Amelio (Director) – Trout Unlimited Canada
Randy Collins (Director) – Alberta Fish and Game Association

1. CALL TO ORDER

Chairman Pat Long called the meeting to order December 15, 2016 at 9:02 AM.

2. WELCOME AND INTRODUCTIONS

Chairman Pat Long welcomed everyone to the meeting.

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3. APPROVAL OF THE AGENDA & MEETING TIME LIMIT

MOTION # 40/16

Moved by: Robert Gruszecki
Seconded by: Fred Calverley

Move that the December 15, 2016 agenda be accepted as presented:

MOTION CARRIED

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

4. ACCEPTANCE OF THE MINUTES

- a. August 17, 2016 - Board of Director's Meeting – Electronic Motion: 38/16EV
(Attachment A – Minutes of the August 15, 2016 BOD Meeting)

MOTION # 41/16

Moved by: Brian Bildson
Seconded by: Ken Ambrock

Move that the ACA Board of Directors' agree that this is an accurate reflection of the votes placed and therefore ratify Electronic Motion: 38/16V stating: "Move that the Minutes of the August 17, 2016 Board of Directors' meeting, be accepted as presented".

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:

- Staying in touch with the President and CEO.

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- Participated in all committee meetings.
- Review of NW PAL Resumes.

b. **President & CEO**
(Attachment C)

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

- It has been a busy fall at ACA. Surface aerators have now been deployed at all of our regular aeration lakes. Projects for 2017/18 have been determined and staff have put significant effort into developing the draft AOP, which has been discussed with AEP through the JPC process and now awaits Board approval to move forward. In their spare time many staff, including me, enjoyed an excellent hunting season as the mild weather made for some great waterfowl hunting late into the season.
- Relationship/Partnerships – As would be expected finding corporate partners has not been easy, however, staff did an excellent job with securing significant sponsors for the Taber Pheasant Festival and have identified several potential sponsors for the other activities. We continue to work closely with our member groups, recognizing that the economic downturn is impacting our member groups to a greater extent than it is ACA.
- Events: ACA has won a **Canadian National Recreational Fisheries Award** from the Minister of Fisheries and Oceans for the Kids Can Catch program; **Kids Can Catch** – The next event is scheduled for Wabamun Lake on the Family Day long weekend, Saturday, February 18, 2017. Confirmed sponsors and partners for the 2017 event (TransAlta in-kind and \$1000, Cabela's in-kind TBD; Wabamun Chamber in-kind; Parkland County in-kind; ATB Stony Plain.
- Taber Pheasant Festival supported planning and hosting of Game to Gourmet Culinary Event. Supported coordination of the media tour by Alberta Culinary Tourism Alliance (ACTA) and Calgary Brewery Tours. Hosted media at a "Fireside Chat" on the Saturday evening at Heritage Inn. Seven traditional media and social media influencers participated in Sunday Novice Hunt resulted in media reach to new urban and foodie audiences. (See Calgary Herald article). Panelist on "Best Practices in Food Tourism in Alberta" at Forum on Food Tourism, hosted by Banff Lake Louise Tourism and the Ontario Culinary Tourism Alliance. Followed up post-event with November Hunt sponsor, C&D Alberta Solar Development to encourage continued sponsorship in 2017.
- Waterfowl Warmup – event was a great success again this year.
- Grants: Awarded – EC Habitat Securement for SAR in Southern Alberta, \$600,000 request for land acquisition. Three year project 16/17, 17/18, 18/19 (\$200K per year). National Fish and Wildlife Foundation (Northern Great Plains Stream), US \$156,223.46 (ACA:\$24,733.46; AFGA: \$10,000; TNC: \$121,490). TD Friends of the Environment: Wolverine Project, \$9000.

c. **Finance & Audit Committee**
(Attachments D)

Robert Gruszecki, Treasurer, presented the Financial Overview and Financials to October 31, 2016. Points noted:

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Total revenue decreased from the prior fiscal period by \$(515,785). With the exception of donation revenue, all categories are lower than prior year.

- Levy revenues are \$(125,401) lower than received in the prior year. Although poor weather in May and June temporarily decreased sales, hunting draws seem to have increased overall receipts as compared to prior year. This will even out over time and levies are anticipated to be at or close to budget.
- Partner Contributions are lower by \$(328,146). The current economic downturn continued to have an impact on partner contributions compared to previous years as the majority of these funds came through MULTISAR project. Partner revenue generation will be a focus for the remainder of the year.
- Miscellaneous revenue includes money from sales on raffles for the Pheasant Festival. Sales this year will not open until June and raffle sales are lower than last year.
- Donations include amounts from the UGB Raise and Release Program and amounts donated for events like Archery Days, Waterfowl Warmup and Kids Can Catch.

Revenues are \$935,919 higher than the year to date budgeted amounts.

- Levy revenue is over budgeted levels by \$1,592,590. This includes a \$400,000 deferral of levy revenue for our Golden Ranches commitment. Budgeted revenue is based on a formula using prior years receipts – this could also artificially inflate the variance as the budgeted amount could be low on a monthly basis. Levy is anticipated to meet budget for the year, a position that is borne out with actual weekly receipts equaling prior year in mid-November.
- Partner revenue is lower than budget by \$(295,618). There are funds that have been received and not yet spent that are recorded as deferred revenue and as such will not appear in this revenue code in the current year. These funds amount to \$711,489 and an amount of \$633,059 is expected to be recorded later in the year as project work progresses.
- Operating expense (expenses that are controllable by management) were \$509,308 higher than previous year levels. Although individual expense categories vary, the overall expenditure is consistent with anticipated expenditures.
- The organization is \$(2,502,544) under budgeted expenditures. The majority of this variance is explained within salaries, benefits and allowances, property taxes, advertising, construction and building services, rentals and leases, grants, and support payments.
- An operating surplus (excess of revenue over expenditures for management controlled items including actual interest revenue which is outside of management control) of \$4,425,824 exists, which is lower than the results of the prior year where a surplus of \$5,452,916 was recorded. When adjustments are made to recognize realized and unrealized investment gains and losses, asset disposals, and removing revenue from donations that was allocated to land purchases, the final result ends in an accounting surplus of \$4,880,710 for the period.
- ACA reported an accounting or total organizational surplus of \$4,880,710, an amount that includes interest income, realized (actual changes from sold investments) and unrealized (changes in book value due to cost versus market fluctuations) results from investments and asset disposals that are not in management control. The realized gain on investments was \$47,166; the unrealized gain on investments was \$413,663. Interest revenue was \$34,822, and the loss on the asset disposal

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(amount received for sold assets over the remaining book value of the asset) was (\$5,943). Once these are removed the total organizational results, the true original surplus that is in direct control of management is \$4,391,002 compared to prior period operational surplus of \$5,408,769.

- The Endowment Fund balance is \$1,745,623 up from \$1,401,400 last year. Contributions to this fund were made through funds designated for land purchases. The annual transfer amount of 50% interest for 2015-2016 is included and will be used for land maintenance in 2016-17.
- Land purchases closing in this period were \$475,600 with Suncor and Shell funds. Land donations valued at \$415,235 were also added to the land asset to total bringing total land owned at \$23,631,224. Equipment comprises the remaining additions. The largest additions were in vehicles (additional quad and trucks purchased), trailers (purchase of new travel trailers) and equipment (purchase of new desktop computers and storage equipment for media).
- The fair market value of the investments is \$5,697,118 representing an increase (or gain) of 8.2% over the market value at October 31, 2015. Of the total 59.7% are held in equities with the remainder held in Cash and Fixed Income instruments which meets the Investment Policy set by the Board of Directors. This also meets the contingent minimum balance requirement from the board for wind up activities as well as the bank covenant for lending purposes.
- The Habitat Securement Fund had a balance at prior year end of \$194,183. Transfers were made to replenish the fund to \$394,183.

d. Communications Committee

- Committee Chair sends regrets - No update provided.

e. ACA Grants Program Committee

Adam Norris, Committee Chair advised the BOD that the ACA Grants Program Committee meeting will be conducted following the regular board meeting in order to appoint a committee chair, once the committee members have been appointed at the BOD level.

- e-1 Proposed past Adjudicators List was presented for review and acceptance by the BOD and the random selection process for adjudicators for the upcoming granting cycle was recommended. BOD members may also forward any additional names to be added to the list to the President and CEO.

MOTION # 42/16

**Moved by: Adam Norris
Seconded by: Mark Boyce**

Move that the ACA Board of Director's accept the proposed adjudicators list and that the President & CEO conduct the random selection process and that the list of selected names be forwarded on to the Grant Administration Coordinator for implementation.

MOTION CARRIED

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e-2 ACA Research Grant Applications 2-17-18 – **CONFIDENTIAL**

The list of applicants was provided for information only and reviewed by the BOD. Reminder to the BOD members that this list/information is “**confidential**”.

f. Operations Standards Review Committee

Mark Boyce provided an update from the OSR Committee meeting, points noted:

- AGPAC Discussion: Travis Ripley comments: AGPAC (TOR) – Provincial Level Public Committee designed to capture the concerns of the stakeholders in order to influence policy, advice and recommendation committee, broad spectrum of recommendations (Regulatory & Management policy). Director comments: Should ACA have representation on this Committee? Essentially ACA is being represented by the 8 members that are on the committee representing the stakeholders.

ACTION ITEM: Travis Ripley will take back to AGPAC a request for consideration that ACA be at the table.

- Moose APP – Providing ACA with a workshop on analysis to organize data.
- Special Feature – organized a special feature in the Journal of Wildlife Management on Mountain Sheep.
- Symposium – Canadian Society of Ecology for May 2017.

f. Recruitment Committee

Bob Gruszecki, Committee Chair provide an update from the committee, with the following points noted:

- Recruitment Committee went through the recruitment process to select the NW PAL Representative who will replace Adam Norris (term expired as of December 2016) on the ACA Board of Directors.
- Sandra Mellon was appointed as NW PAL Representative via Electronic Motion 39/16EV on November 18, 2016.
- The committee has been working on a Self-Assessment document. **Reminder to BOD Members to review the document and conduct a self-assessment on annual basis.**

ACTION ITEM: Deb Dueck will forward the Self-Assessment document to all BOD Members prior to the March 2017 BOD Meetings for review and completion.

ACTION ITEM: Deb Dueck will upload the “Director’s Start and End Date” spreadsheet to the BOD Website.

- Committee Chair explained the PAL Recruitment process to the group. Sandra Mellon, newly appointed NW PAL Representative commented that the process went well and was a good process, very good experience.

g. Governance Committee Report

Committee Chair Brian Joubert provided an update from the committee, with the following points noted:

- Conflict of Interest Policy – Board of Directors: Policy was reviewed by the committee and proposed to the Board of Directors for approval.

MOTION # 43/16

Moved by: Lee Foote

Seconded by: Leonard Hansen

Move that the ACA Board of Director's approve the "Conflict of Interest Policy – Board of Directors" as presented.

MOTION CARRIED

Discussion:

- For a conflict of interest is to be identified it has be intentional or destructive to ACA.
- Conflict needs to be transparent in regard to procurement.
- Disclosure of convictions – Can ask the question, but you can't require the disclosure. Financial convictions (CRA) must be asked and answered.
- *ACTION ITEM: Governance Committee to develop a procedure: "Action upon disclosure of conviction".*
- *ACTION ITEM: Governance Committee to develop a procedure: "Removal of a BOD Member".*

h. Organizational Risk Report

(Attachment E)

Organizational Risk Report was presented by Todd Zimmerling, President & CEO, no major risks were identified at this time.

j. Southern Board Liaison Report – Tom Bateman

(Attachment F)

Tom Bateman submitted a report to the Board of Directors on the activities of the Southern Board Liaison for the period of August - December 2016, for review.

k. Northern Board Liaison Report – Ken Ambrock

(Attachment G)

Ken Ambrock updated the Board of Directors on the activities of the Northern Board Liaison from August - December 2016.

l. Business Representative Report

(Handout)

Brian Bildson submitted a report to the Board of Directors on the activities of the Business Representative August - December 2016, for review.

m. **AEP Representative Report**
(Verbal)

Travis Ripley, AEP Representative provided an update:

Update on Fish and Wildlife Policy Renewal

- The department will be looking to engage in a three phase process to draft this renewed policy. Initial engagement expected to begin in 2017

Wildlife permitted weapon list – regulation change

- Consultation and engagement completed in 2014 indicating strong support for this regulation change. Recent discussions at Alberta Game Policy Advisory Council supported the change.

Update on Whirling Disease

- Several private aquaculture facilities still under quarantine due to confirmed presence of WD. CFIA and the department is working on trace out of stocked fish from infected hatcheries. CFIA is likely to apply a designation for Alberta in January 2017. The next WD committee meeting is scheduled for December 20, 2016

Big Game Allocation policy update

- Policy drafted in association with a sub-committee of AGPAC. Initial policy draft presented to Environment and Parks Policy Committee and will be discussed in further detail at subsequent meetings of the AGPAC sub-committee

Increases on indigenous engagement

- First Nations and Metis consultation issues related to trapping, hunting and fishing continues

Release of National Fish Recreation Survey (Federal report)

- Important report that signals trends in participation and economics related to angling across Canada

Trends in angling and hunting licences – largely on track

- Environment and Parks, despite a slow uptake in sport fishing licence sales, believes we will be close to sales approaching 300,000. This is slightly below 2015 sales of angling licences (approximately 303,000).

bTB update near Suffield

- Despite suspicion of elk involvement in bTB, there is no evidence to support that elk have this form of tuberculosis. Our ongoing CWD monitoring program is monitoring for abnormalities and will report these to CFIA.

Fisheries Act input

- Ongoing work for restoring lost protections and incorporation of modern safeguards to the Fisheries (Canada) Act. Public feedback through web based input has closed.

Recreational Fish Conservation Fund – promotion of applications in Alberta.

7. Presentations:

- 11:30 AM – 12:00 PM – Let's Go Outdoors – Michael Short and Guy Barber
- 1:00 PM – 1:45 PM - Multiple Facets of CWD Research – Professor Marty Luckert and Professor Judd Alan

8. Old Business

a. Golden Ranches Home ¼'s

President and CEO will forward mortgage details to the BOD, once received.

b. Wolverine Project

Project underway at Birch Mountains, staff in the field.

c. MOU Negotiations

Extension to December 31, 2016, no meetings schedule to date.

9. Reports

- 2017/18 Draft Annual Operating Plan - Presented to the BOD for final review and approval.

MOTION # 44/16

Moved by: Ken Ambrock
Seconded by: Greg Shyba

Move that the ACA Board of Director's accept the 2017-2018 Draft Annual Operating Plan as presented.

MOTION CARRIED

Final 2017-2018 Annual Operating Plan will be presented in March 2017 for approval

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10. New Business

- a. Electronic Motion: #27/16/EV – Ratification – Funds to Close Tiger Lily Conservation Site
(Attachment I)

MOTION # 45/16

Moved by: Brian Joubert
Seconded by: Leonard Hansen

Move that the ACA Board of Director's agree that this is an accurate reflection of the votes placed and therefore ratify Electronic Motion: #27/16EV stating: "Move that the ACA Board of Directors approve the wire transfer to Dentons LLP (In Trust) in the amount of \$168,000.00 (One Hundred and Sixty Eight Thousand Dollars) representing the Funds to Close for the Tiger Lily Conservation Site (Gibbs) – Shell Energy Canada. SW 28-060-0-W5M (160 Acres) – Closing Date: September 16, 2016 ."

MOTION CARRIED

- b. Electronic Motion: #28/16/EV – Ratification – Funds to Close Beaton Wetland Conservation Site
(Attachment J)

MOTION # 46/16

Moved by: Greg Shyba
Seconded by: Lee Foote

Move that the ACA Board of Director's agree that this is an accurate reflection of the votes placed and therefore ratify Electronic Motion: #28/16EV stating: "Move that the ACA Board of Directors approve the wire transfer to Dentons LLP (In Trust) in the amount of \$104,000.00 (One Hundred and Four Thousand Dollars) representing the Funds to Close for the Beaton Wetland Conservation Site (Cooper) – SUNCOR. NE 32-087024-W5M & SSE 33-087024-W5M (320 Acres) – Closing Date: October 5, 2016 ."

MOTION CARRIED

- c. Electronic Motion: #39/16/EV – Ratification – NW PAL Representative
(Attachment K)

MOTION # 47/16

Moved by: Brian Bildson
Seconded by: Bill Abercrombie

Move that the ACA Board of Director's agree that this is an accurate reflection of the votes placed and therefore ratify Electronic Motion: #39/16EV stating: "Move that the ACA Board of Directors ratify and approve the recommendation from the Recruitment Committee to accept Sandra Mellon into the vacant NW PAL Directors role."

MOTION CARRIED

d. Election of Officers and Committee Appointments

(Attachment :)

For the position of Chairman

- Bill Abercrombie nominated Pat Long.
- Pat Long accepted nomination.
- Brian Joubert nominated Mark Boyce.
- Mark Boyce declined nomination.
- Seeing no other nominations, nominations cease, **Pat Long** is appointed by acclamation to the position of **Chairman**.

For the Position of Vice-Chairman

- Brian Bildson nominated Bill Abercrombie.
- Bill Abercrombie accepted nomination.
- Brian Joubert nominated Lee Foote.
- Lee Foote declined nomination.
- Seeing no other nominations, nominations cease, **Bill Abercrombie** is appointed by acclamation to the position of **Vice-Chairman**.

For the position of Treasurer

- Pat Long and Tom Bateman nominated Robert Gruszecki.
- Robert Gruszecki accepted nomination.
- Brian Joubert nominated Carla Rhyant.
- Carla Rhyant declined nomination.
- Seeing no other nominations, nominations cease, **Robert Gruszecki** is appointed by acclamation to the position of **Treasurer**.

For the position of Secretary

- Brian Joubert nominated Greg Shyba.
- Greg Shyba accepted nomination.
- Brian Joubert nominated Brian Bildson
- Brian Bildson declined nomination.
- Seeing no other nominations, nominations cease, **Greg Shyba** is appointed by acclamation to the position of **Secretary**

Standing Committees were reviewed and the list of appointed to committees were discussed.

MOTION # 48/16

Moved by: Fred Calverley
Seconded by: Tom Bateman

Move that the ACA Board of Director's accept the names put forward for the Standing Committees as presented.

MOTION CARRIED

11. In-Camera Session

No In-Camera session required.

12. Date and Location of Next Meeting

2017 Meeting Calendar (*Attachment M*)

The next scheduled BOD Meeting – March 22 - 23, 2017 – Edmonton, AB

- March 22, 2017 (Wednesday) – Committee Meetings
- March 23, 2017 (Thursday) – Regular BOD Meeting

10. ADJOURNMENT

MOTION # 49/16

Moved by: Adam Norris
Seconded by: Fred Calverley

Move that the BOD Meeting be adjourned.

MOTION CARRIED

The Board of Director's meeting was adjourned at 2:40 PM.



(Chairman)



(Secretary)