

Alberta Conservation Association

Minutes of the March 23, 2017 Board of Directors Meeting



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

- PRESENT
- Bill Abercrombie (Vice Chairman) – Alberta Trappers Association
 - Greg Shyba (Secretary) – Public At Large, CE Region
 - Robert Gruszecki (Treasurer) – Alberta Hunter Education Instructors Association
 - Tom Bateman (Past Chair) – Public At Large, Southern Alberta Board Liaison
 - Randy Collins (Director) – Alberta Fish and Game Association
 - Carla Rhyant (Director) – Alberta Professional Outfitters Society
 - Brian Joubert (Director) – Nature Alberta
 - Leonard Hanson (Director) – Pheasants Forever Alberta Council
 - Silvia D'Amelio (Director) – Trout Unlimited Canada
 - Chris Fowler (Director) – Public At Large, NE Region
 - Sandra Mellon (Director) – Public At Large, NW Region
 - Rob Duncan (Director) – Public At Large, SO Region
 - Travis Ripley (Director) – Alberta Environment and Parks
 - Ken Ambrock (Vice Chair) – Public At Large, Northern Alberta Board Liaison
 - Brian Bildson (Vice-Chairman) - Public At Large, Business Representative
 - Lee Foote (Director) – Academic Representative
 - Mark Boyce (Director) – ACA / U of A Chair in Fisheries & Wildlife
- Todd Zimmerling – President & CEO, ACA
Debora Dueck – Recording Secretary, ACA
- REGRETS
- Patrick Long (Chairman) – Wild Sheep Foundation Alberta Treaty 8

1. CALL TO ORDER

Vice Chairman Bill Abercrombie called the meeting to order March 23, 2017 at 9:02 AM.

2. WELCOME AND INTRODUCTIONS

Vice Chairman Bill Abercrombie welcomed everyone to the meeting.

3. APPROVAL OF THE AGENDA & MEETING TIME LIMIT

MOTION # 08/17

Moved by: Lee Foote
Seconded by: Brian Bildson

Move that the March 23, 2017 agenda be accepted as presented:

MOTION CARRIED

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

4. ACCEPTANCE OF THE MINUTES

- a. December 15, 2016 - Board of Director's Meeting – Electronic Motion: 01/17EV
(Attachment A – Minutes of the December 15, 2016 BOD Meeting)

MOTION # 09/17

Moved by: Brian Joubert
Seconded by: Greg Shyba

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 December 15, 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.

MOTION # 10/17

Moved by: Greg Shyba
Seconded by: Lee Foote

Move that the ACA Board of Directors' agree to allocate \$8,000.00 to move forward with the proposal for a grants database.

MOTION CARRIED

Discussion – Action Item #1: Is database static? – updated every 4th year. Who has access? – open access. Will this lead to further projects or research? – tool for researchers. How do we guarantee public access? – ACA has to feature this. Need to advertise and promote the research component.

6. COMMITTEE REPORTS

a. Chairman / Executive Committee

Bill Abercrombie, Vice Chairman, provided a report to BOD:

- In the absence of Chairman Pat Long, Bill Abercrombie communicated with the Pres & CEO to plan for upcoming meetings.
- Participated in all committee meetings.
- Executive Committee conducted the annual performance review of the President and CEO, confirmed position and agreement on remuneration – no changes!

b. President & CEO (Attachment C)

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

- Since the Christmas break things have been fairly busy. Finalizing AOP took up a significant amount of time along with a large number of meetings aimed at firming up some of our plans for next fiscal year. The Wabamun Kids Can Catch event was a highlight with over 1600 people and 70 volunteers joining us at Wabamun Lake for a great day of fishing. We were also informed the Kids Can Catch program has been awarded a National Recreational Fisheries Award. This is great recognition for what can be accomplished with partnerships. Although ACA may help promote all these events, it is our partners like AFGA, AHEIA, local community groups, municipalities and corporations that make the program run. In total we have 60+ event partners across the province, helping to ensure 17 events happen and thousands of people are introduced to fishing.
- ESRI – has baseline APPs that can be customized.
- Anti-Hunting Campaign meeting with Member Groups – ACA is not an advocacy group, will collect data, deliver a message on the positive aspects of hunting.
- Meeting with the DM of AEP in the first week of April 2017.
- Relationship/Partnerships – We continue to work hard a finding new corporate partners and there does appear to be some light at the end of the tunnel on the economic side as we are having more companies show interest in some kind of relationship. We also continue to work closely with our member groups to look for project partnerships and cross promotional opportunities.
- Events: ACA will maintain and increase financial, in-kind and corporate volunteer contributions to ACA-led and affiliated events, in particular Kids Can Catch, Waterfowl Warmup and Taber Pheasant Festival. ACA will approach new companies as well as expand the contributions of existing companies.
- 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:

Conserving Alberta's Wild Side

\$121,490). TD Friends of the Environment: Wolverine Project, \$9000; ALTA Grants: Beaton Wetland (NW), Musidora 4 (NE).

c. Finance & Audit Committee
(Attachments D)

Robert Gruszecki, Treasurer, presented the Financial Overview and Financials to February 28, 2017. Points noted:

Total revenue decreased from the prior fiscal period by \$(65,533). Levy revenue, partner contributions and grant revenue are all lower than the prior year.

- Levy revenues re \$(80,543) lower than received in the prior year. Although poor weather in May and June temporarily decreased sales, hunting draws seem to have recovered and put levies at close to the prior year. Levies are anticipated to be slightly below budget at year end.
- Partner Contributions are lower by \$(71,880). The current economic downturn continued to have an impact on partner contributions compared to previous years as most current funds come through the MULTISAR project. Partner revenue generation continues to be our 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 \$37,295 higher than the year to date budgeted amounts.

- Levy revenue is over budgeted levels by \$671,225. 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 higher than our anticipated annual budget of \$139,992 and is expected to be slightly above budget at year end as most levy revenue for the year has been received.
- Partner revenue is lower than budget by \$(165,613). There are funds that have been received and not yet spent that are recorded as deferred revenue and as such will not appear in the revenue code in the current year. These funds amount to \$642,859 and an amount of \$582,429 is expected to be recorded later in the year as project work progresses.
- Grant revenue is significantly lower than anticipated. Budgeted amounts are mostly for the Predator Compensation Program; accumulated billings are \$271,928 with some claims yet to come. The billings are show both in grant and miscellaneous revenue. As this revenue comes from the recovery of almost 50% of predator claims from the Federal Government, expenses relating to this revenue are also down to offset the shortfall in revenue.

Operating expense (expenses that are controllable by management) were \$(102,475) lower than previous year levels. Although individual expense categories vary, the overall expenditure is consistent with anticipated expenditures with the exceptions explained in the Financial Overview report.

- The organization is \$(2,246,156) under budgeted expenditures. Explanations of the major item variances are provided in the Financial Overview report.

Conserving Alberta's Wild Side

An operating surplus (excess of revenue over expenditures for management controlled items including actual interest revenue which is outside of management control) of \$3,585,477 exists, which is comparable to the results of the prior year where a surplus of \$3,548,535 was recorded. As we move closer to year end the amount should decrease as monthly expenditure will be greater than monthly revenues.

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 result ends in an accounting surplus of \$4,069,002 for the period.

ACA reported an accounting or total organizational surplus of \$4,069,002, 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 for investments and asset disposals that are not in management control. The realized gain on investments was \$82,016; the unrealized gain on investments was \$407,802. Interest revenue was \$260,696, and the loss on asset disposal (amount received for sold assets over the remaining book value of the asset) was \$(6,293) after the last round of surplus equipment was auctioned off.

- The Endowment Fund balance is \$1,820,411 up from \$1,396,008 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 \$517,440 with Suncor and Shell funds. ACA funds used in the Golden Ranches deposit were \$463,750; title will close on the property before year end with additional mortgaged funds available. Land donations valued at \$415,235 were also added to the land asset total bringing total land owned at \$24,136,817.
- The fair market value of the investments is \$5,885,036 representing an increase (or gain) of 13.3% over the market value at February 29, 2016. Of the total 56.2% 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.

Predator Compensation Program

370,000 owing by AEP – discussion on the relevancy of how this outstanding amount for accounts receivable. Propose that this be listed as a bad debt item.

MOTION # 11/17

Moved by: Robert Gruszecki
Seconded by: Mark Boyce

Move that the ACA Board of Directors' agree that the Predator Compensation outstanding amounts owed by AEP be listed as a bad debt as per accounting principles.

MOTION CARRIED

President & CEO will discuss the Predator Compensation issues at the meeting with the DM of AEP in April, 2017.

d. Communications Committee

Randy Collins, Committee Chair advised that there was no committee meeting conducted.
Note to Member Groups: Michael Short is very willing to do work for any of the Member Groups.

e. ACA Grants Program Committee

Chris Fowler, Committee Chair provided presentation on the following grants awarded:

- Grants in Biodiversity - \$214,210.00
- Research Grants - \$329,990.00
- CCEG Grants - \$970,056.44

e-1 Grants in Biodiversity

Recipient list of awarded grants provided for information.

e-2 Research Grants

MOTION # 12/17

Moved by: Randy Collins
Seconded by: Brian Joubert

Move that the ACA Board of Director's approve the ACA Research Grant recommendations for funding in the amount of \$329,990.00 (Three Hundred and Twenty Nine Thousand, Nine Hundred and Ninety Dollars) and that the funds be released. 27 projects awarded

MOTION CARRIED

e-3 Conservation, Community and Education Grants

MOTION # 13/17

Moved by: Sandra Mellon
Seconded by: Carla Rhyant

Move that the ACA Board of Director's approve the ACA CCEG Grants (Conservation, Community and Education Grants) recommendations for funding in the amount of \$970,054.44 (Nine Hundred and Seventy Thousand, Fifty Four Dollars and Forty Four cents) and that the funds be released. 82 projects awarded

MOTION CARRIED

Discussion:

- Grants administrator had to reach out to 23 adjudicators to get a full slate this year.
- BOD reviews the list of applicants prior to adjudication in order to identify any red flags.
- *ACTION ITEM: - Grants committee to review procedure/process for granting program.*

f. Operations Standards Review Committee

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

- What is the future plan for the Golden Ranches Home ¼'s? President & CEO will provide a report in regard to the infrastructure.
- Karvonen Films – is there anything ACA can do to have much better access to the footage? A for-profit company out of Calgary currently arranges the licensing of the footage. Does the BOD want to explore additional options in house for the linkage to the footage? Look at a 3rd party group who could look at options for education purposes. **Challenges – cataloguing of footage, video in order to get out to educational partner.**
- *ACTION ITEM: Brian Bildson to investigate "1% for the planet" program.*
- BC now has a BCA (BC Conservation Association).
- Carbon – Grasslands Conservation monitoring. AGGP received 2 million for the next 5 years to look at alternative grazing strategies.

f. Recruitment Committee

Chris Fowler, Committee Chair advised that there was no committee meeting conducted. But with the resignation of Tom Bateman, Southern Board Liaison, what is the plan? This will be discussed at the Executive Committee level with a recommendation coming back to the BOD for final decision (Possible retreat discussion item).

g. Governance Committee Report

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

Conserving Alberta's Wild Side

h-1 Conflict of Interest Policy

Board of Directors: Approved at the December 2016 BOD meeting (Motion: 43/16).

h-2 Policy Statement: Access to Information

MOTION # 14/17

Moved by: Brian Joubert
Seconded by: Lee Foote

Move that the ACA Board of Director's recommend that the "Policy Statement: Access to Information" is an operational item and therefore be moved to an Operational Review policy.

MOTION CARRIED

Other procedures discussed at the committee level and recommendations to the BOD:

- *ACTION ITEM: Governance Committee - Procedure for the "Action upon disclosure of conviction" to be developed similar to the "Conflict of Interest Policy".*
- *ACTION ITEM: Governance Committee - Procedure for the "Removal of a BOD Member" to be developed similar to the "Conflict of Interest Policy".*

h. Organizational Risk Report

(Attachment H)

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 I)

Tom Bateman submitted a report to the Board of Directors on the activities of the Southern Board Liaison for the period of December 2016 - March 2017, for review.

Tom Bateman submitted his letter of resignation from the ACA BOD, and provided comments in regard to the successes of the board and how much he has enjoyed his time on the board.

Robert Gruszecki provided comments and thanks to Tom Bateman for his contributions to the ACA BOD during his time on the board.

MOTION # 15/17

Moved by: Greg Shyba
Seconded by: Brian Bildson

Move that the ACA Board of Director's name Tom Bateman "Director Emeritus" of the ACA.

MOTION CARRIED

Tom Bateman accepted the title of "Director Emeritus" of the ACA.

k. **Northern Board Liaison Report – Ken Ambrock**
(Attachment J)

Ken Ambrock updated the Board of Directors on the activities of the Northern Board Liaison from December 2016 – March 2017.

l. **Business Representative Report**
(Handout)

Brian Bildson submitted a report to the Board of Directors on the activities of the Business Representative December 2016 – March 2017, for review.

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

Travis Ripley, absent from BOD Meeting.

Report received and filed – deferred to June meetings

ACTION ITEM: Administration directed to provide report with the June 2017 agenda.

Additional Item Submitted by AEP Representative: Report A Poacher

Information on Report A Poacher received and filed. Tabled until AEP Representative Travis Ripley is in attendance to speak to submission.

n. **PAL Member Committee – working group**

Tom Bateman, Chairman of the working group advised that a couple of meetings have been conducted over the last year (all PAL members participating). Discussions coming forward that this has been a beneficial working group and should be established as a standing committee.

MOTION # 16/17

Moved by: Tom Bateman

Seconded by: Lee Foote

Move that the PAL Working Group be established as a standing "PAL Member Committee" by the ACA Board of Director's.

MOTION CARRIED

MOTION # 17/17

Moved by: Tom Bateman
Seconded by: Brian Bildson

Move that the PAL Self-Assessment document be established, specific to the PAL Members.

MOTION CARRIED

7. Old Business

a. Golden Ranches Home ¼'s

Property purchase closed on February 27, 2017. Working with AHEIA on potential uses for the facilities.

b. Wolverine Project

- All collars out for this year (6 collars).
- Good work, going very well.
- Scientists working with the trappers – excellent project.

c. MOU Negotiations

MOU Agreements expired December 31, 2016, no progress, discussions or meetings scheduled to date. Agenda item for meeting with DM of AEP.

d. DAO Consultant Review

Agenda item for meeting with DM of AEP.

e. Predator Compensation

Discussed under item 6 (c) - Finance and Audit Committee Report.

8. Reports

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

MOTION # 18/17

Moved by: Robert Gruszecki
Seconded by: Rob Duncan

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

MOTION CARRIED

9. New Business

a. Employee Survey

(Uploaded to BOD Website for review)

The Employee Survey results were available to the board members for review on the BOD Website prior to the scheduled meeting. Results were reviewed and discussed as a group.

b. Ratification of Electronic Motions

(Attachments L - N)

MOTION # 19/17

Moved by: Mark Boyce

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 Motions:

Electronic Motion: 02/17EV – Funds to Close – Golden Ranches Home ¼'s

Electronic Motion: 03/17EV – HSF Funds – Edson Creek Conservation Site

Electronic Motion: 04/17EV – HSF Funds – Ross Creek Conservation Site

MOTION CARRIED

c. Election of Officers and Committee Appointments

11. In-Camera Session

No In-Camera session required.

12. Date and Location of Next Meeting

2017 Meeting Calendar *(Attachment O)*

The next scheduled BOD Meeting – June 8 – 10, 2017 – Rocky Mountain House, AB

- Week of May 29 – June 6, 2017 – BOD Committee Meetings
- June 8, 2017 (Thursday) – BOD Property Tour
- June 9, 2017 (Friday) – Strategic BOD Meeting
- June 9, 2017 (Friday Evening) – CE Region Meet and Greet
- June 10, 2017 (Saturday) - Regular BOD Meeting

10. ADJOURNMENT

MOTION # 20/17

Moved by: Randy Collins
Seconded by: Mark Boyce

Move that the BOD Meeting be adjourned.

MOTION CARRIED

The Board of Director's meeting was adjourned at 3:10 PM.



(Chairman)



(Secretary)