

Alberta Conservation Association

Minutes of the June 10, 2017 Board of Directors Meeting



Walking Eagle Hotel and Conference Centre
4819 – 45 Street, Rocky Mountain House, 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
Randy Collins (Director) – Alberta Fish and Game Association
Carla Rhyant (Director) – Alberta Professional Outfitters Society
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
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
Reg Prostesby (Alternate) – Wild Sheep Foundation Alberta

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

REGRETS

Patrick Long (Chairman) – Wild Sheep Foundation Alberta
Brian Joubert (Director) – Nature Alberta
Rob Duncan (Director) – Public At Large, SO Region
Treaty 8

1. CALL TO ORDER

Vice Chairman Bill Abercrombie called the meeting to order June 10, 2017 at 9:00 AM.

2. WELCOME AND INTRODUCTIONS

Vice Chairman Bill Abercrombie welcomed everyone to the meeting.

Conserving Alberta's Wild Side

3. APPROVAL OF THE AGENDA & MEETING TIME LIMIT

MOTION # 21/17

Moved by: Lee Foote
Seconded by: Leonard Hansen

Move that the June 10, 2017 agenda be accepted as presented:

MOTION CARRIED

The meeting is anticipated to conclude by 3:30 PM.

4. ACCEPTANCE OF THE MINUTES

- a. March 23, 2016 - Board of Director's Meeting – Electronic Motion: 08/17EV
(Attachment A – Minutes of the March 23, 2017 BOD Meeting)

MOTION # 22/17

Moved by: Robert Gruszecki
Seconded by: Chris Fowler

Move that the ACA Board of Directors' agree that this is an accurate reflection of the votes placed and therefore ratify Electronic Motion: 08/17EV stating: "Move that the Minutes of the March 23, 2017 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

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 meeting conducted: discussed Peace River office property; Golden Ranches proposal and BOD Liaison positions.

b. President & CEO
(Attachment C)

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

- Spring has arrived and so has the start of our summer field season. All seasonal staff have now started and so far things seem to be going well. Whirling disease has been a hot topic and has played havoc with our fish stocking program and some Kids Can Catch events, but for the most part we have worked with AEP to work through any major issues. As of June 1 we have stocked the Shell True North Pond for the first time. This represents the first new fishery that we have established in at least 10 years.
- CLAS meeting – Canadian Land Access System, opportunity to connect landowners and hunters for hunting opportunities.
- Calgary Fish and Game Association presented ACA an award, “**Conservationist of the Year**” award.
- Relationship/Partnerships – We continue to work on growing our corporate partners. Although the uptake has been a little slower over the last couple of years, we are starting to see some very positive signs, with a number of companies reaching out to ACA to talk about possibilities again. The first JPC meeting of the year is scheduled for June 23 with AEP staff. To date, this year has been very productive in our dealings with AEP and we are looking forward to continuing to work cooperatively together on a number of initiatives.
- Grants: Awarded – DOW Chemical Canada, \$10K for Kids Can Catch Program. Pending – Wildlife Crimestoppers International, Forest Resource Improvement Association of Alberta, Non-Profit Energy Efficiency Transition Program, Environment Canada, Alberta Real Estate Foundation, Alberta Emerald Foundation.
- Corporate involvement in events: We 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. We will approach new companies as well as expand the contributions of existing companies.

c. Finance & Audit Committee
(Attachments D)

Robert Gruszecki, Treasurer, presented the Financial Overview and Financials to March 31, 2017. Points noted:

Total revenue increased from the prior fiscal period by \$191,848. Levy revenue, partner contributions and grant revenue are all lower than the prior year.

- Levy revenues are \$(55,487) 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. An amount of \$400,000 was deferred to 2017-18 for a balloon payment on the mortgage for Golden Ranches home quarter.

- Partner Contributions are higher by \$127,157. 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.
- 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 \$(358,765) lower than the year to date budgeted amounts.

- Levy revenue is under budgeted levels by \$(179,033). This includes a \$400,000 deferral of levy revenue for our Golden Ranches commitment. Without this adjustment levies would be slightly higher than the previous year.
- Partner revenue is lower than budget by \$(461,246). Current economic conditions negatively impacted anticipated corporate partner donations.
- Grant revenue is significantly lower than anticipated. Budgeted amounts are mostly for the Predator Compensation Program. The revenue for claims is shown both in Grants and Miscellaneous Revenue, while the expense is shown in Support Payments. The budgeted value of claims was \$750,000 for the year and came in far short of budget at just under \$300,000 creating a variance in both revenue and expense.

Operating expense (expenses that are controllable by management) were \$(288,228) 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 \$(1,324,674) under budgeted expenditures. Explanations of the major item variances are provided in the Financial Overview report.

An operating surplus (excess of revenue over expenditures for management controlled items including actual interest revenue which is outside of management control) of \$965,910 exists, which is comparable to the results of the prior year where a surplus of \$480,076 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 result ends in an accounting surplus of \$1,477,406 for the period.

ACA reported an accounting or total organizational surplus of \$1,477,406, 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 \$91,318; the unrealized gain on investments was \$428,300. Interest revenue was \$326,969, and the loss on asset disposal (amount received for sold assets over the remaining book value of the asset) was \$(8,122) after the last of 2016-17 surplus equipment was auctioned off.

- The Endowment Fund balance is \$1,791,312 up from \$1,432,836 last year. Contributions to this fund were made through funds designated for land purchases. Half the increase in the fund on a yearly basis due to interest and gains (not including increase because of additional principle investment) are directed towards enhancement and/or management of ACA lands, and half will be retained to grow the fund on an annual basis (to allow for monies to be removed from the fund the interest and gains retained must at minimum match the rate of inflation for the previous year). The interest and gains removed from the fund will first be directed to cover taxes and other fees. Any excess generated may then be directed to other enhancements or management initiatives related to ACA lands. The amount recognized this year was \$49,000.
- Land purchases and donations in this year were \$4,261,225. ACA funds used in the Golden Ranches Home Quarter purchase were \$3,328,550 from a mortgage with TD as well as ACA funds. Equipment comprises the remaining asset 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 total fair market value of the investments is \$4,947,876 representing an increase (or gain) of 11.8% over the fair market value at March 31, 2016. Of the total 56.4% 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. Amounts spent in the year totaled \$18,001 leaving a balance of \$376,182, of which \$296,446 is committed to fund pending land deals in 2017-18

Draft Financial Statements for the Year Ended March 31, 2017

Management Representation Letter (*Attachment E*) – Review by the BOD, received and filed.

Draft Consolidated Financial Statements for the Year Ended March 31, 2017 (*Attachment F*) - Robert Gruszecki, Treasurer presented the Draft Consolidated Statements prepared by Kingston Ross Pasnak LLP for review by the Board of Directors. Informing the Board of Director's that the Finance and Audit Committee held a meeting with the auditors to review the year end reports on June 9, 2017 @ 8:00 AM.

MOTION # 23/17

Moved by: Robert Gruszecki

Seconded by: Chris Fowler

Move the recommendation from the Finance and Audit Committee that the audited Consolidated Financial Statements for the Year Ended March 31, 2017, be approved as presented.

MOTION CARRIED

1 Abstention – AEP Representative declared a conflict of interest

Draft Summarized Consolidated Financial Statements for the Year Ended March 31, 2017 (*Attachment G*) - Robert Gruszecki, Treasurer presented the Draft Summarized Consolidated Statements prepared by Kingston Ross Pasnak LLP for review by the Board of Directors.

MOTION # 24/17

Moved by: Robert Gruszecki
Seconded by: Silvia D'Amelio

Move the recommendation from the Finance and Audit Committee that the audited Summarized Consolidated Financial Statements for the Year Ended March 31, 2017, be approved as presented, and submitted to AEP.

MOTION CARRIED

1 Abstention – AEP Representative declared a conflict of interest

Final Audit Findings 2017 (*Attachment H*) - Robert Gruszecki, Treasurer presented the Final Audit Findings prepared by Kingston Ross Pasnak LLP for review by the Board of Directors.

MOTION # 25/17

Moved by: Robert Gruszecki
Seconded by: Greg Shyba

Move the recommendation from the Finance and Audit Committee that the Final Audit Findings 2017, be submitted for information and accepted by the Board of Director's.

MOTION CARRIED

1 Abstention – AEP Representative declared a conflict of interest

Discussion: Auditors advised the Finance and Audit Committee that there are substantial internal controls in place and the auditors are confident that the BOD is receiving accurate information.

INVESTMENT POLICY REVIEW

ACA Endowment Fund Policy April 2017 (*Attachment I*)

ACA Long Term Fund Policy (*Attachment J*)

Endowment Fund TOR (*Attachment K*)

Documents presented by Robert Gruszecki and reviewed the by the Board of Directors.

MOTION # 26/17

Moved by: Robert Gruszecki

Seconded by: Brian Bildson

Move the recommended policies and Terms of Reference be accepted at presented.

Investment Policy for ACA Endowment Fund

Investment Policy for ACA Long Term Investment Fund

Terms of Reference for the Habitat Securement, Enhancement and Management Endowment Fund

MOTION CARRIED

1 Abstention – AEP Representative declared a conflict of interest

d. Communications Committee

Randy Collins, Committee Chair advised that there was no committee meeting conducted.

Other discussion:

- Boat access and fishing access – would like to see more information in the Discovery Guide, Counties are shutting down access and boat launches.
- ACA managed sites with boat access are in the guide.
- IFish identifies lakes with launches.
- Track down a list of lake with launches. *ACTION ITEM: Administration to contact Kate Wilson with Alberta Invasive Species Council – request a list of where the Clean, Drain, Dry signage was put up (essentially there is probably a boat launch at the same location).*

e. ACA Grants Program Committee

Chris Fowler, Committee Chair advised that a committee meeting will be scheduled in June or early July to discuss/review the granting process.

f. Operations Standards Review Committee

Mark Boyce, committee chair advised that no OSR Committee meeting was held. Mark Boyce will be on sabbatical for the next year.

g. Recruitment Committee

Chris Fowler, committee chair advised that the SO BOD Liaison position – will be discussed in-camera later in the agenda.

f. Governance Committee Report

Greg Shyba, committee member advised that no committee meeting was held. However, a document on the "Removal of Directors" has been circulated with the committee for review will be brought to the next board meeting for review and potential approval.

g. Organizational Risk Report
(Attachment L)

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

j. Northern Board Liaison Report – Ken Ambrock
(Verbal)

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

k. Business Representative Report
(Attachment M)

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

Philip Curry Museum Information - \$800/month rent for space. Vice Chair commented that the BOD needs to make a decision if they are interested or not. Discussion followed: Start lease October 1/17 – Lease hold improvements next fiscal. **ACTION ITEM: Brian Bildson and Sandra Mellon to start raising funds for rent and other (lease hold improvements, display etc.)**

MOTION # 27/17

Moved by: Brian Bildson
Seconded by: Lee Foote

Move that the Business Representative approach Philip Curry Museum to negotiate a 5 year lease starting October 1, 2017 with lease hold improvements anticipated for next fiscal year. Opening 2018.

MOTION CARRIED

Urban Fish Pond – Assessment can/will be done. Physical site development – cost of the developer or donated.

Saskatoon Lake - ACA Land Management Team NW staff will assess the property.

Ernie Lake – Functioning riparian area, discussion on preservation of the area.

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

Travis Ripley, Minister Representative provided an update.

Review of "Metis Harvesting in Alberta" Policy – Modernizing the policy for Metis harvesting

Update on Wildlife Habitat Canada

Update on draws

- The 2017 Special Licence Hunting Draws opened Tuesday April 30 at 9:00 am as expected.
- Over 28,000 applications have been received in the opening 3 days
- 92% of application have been made on-line at AlbertaReIm.com while the remaining 8% made at the over 300 Licence Issuer locations.
- It is expected that over 400,000 applications will be received from over 100,000 hunter by the time the Draws close at midnight on June 22nd.

Sport fishing updates:

- Opened several walleye lakes for increased consumption in 2017
- Exploring, with stakeholders, expanded walleye harvest opportunities
- Investing in significant efforts related to recovery of westslope cutthroat trout and bull trout
- New webpage information available for anglers

Chronic Wasting Disease Update

Whirling Disease Update

Invasive species – chemical rehabilitation

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

Lee Foote, Acting Chairman advised that no committee meeting was held. Meeting will be scheduled for the August 2017 committee meetings.

7. **Old Business**

a. **Report A Poacher**

Deferred from the March 2017 meeting, Travis Ripley provided clarification on Report A Poacher topic. ACA is already providing education, awareness and outreach. AEP will work with enforcement to discuss pursuing process to report an environmental concern/offence. Discussion on award payments for environmental offences: there is a financial liability and optics not directly related to conservation. Looking at financed specified penalties, creative sentencing option, ATV Regulation additional levy. Minister has not requested that ACA fund this.

BOD supports what ACA is currently doing – Education, Awareness and Outreach.

b. Golden Ranches

To be discussed during the in-camera session.

c. Deputy Minister Meeting Update.

Very good meeting! Very positive meeting. Predator compensation payment (invoiced to AEP) was received within 7 days of the meeting. Discussed Eagle Terrace property.

8. New Business

a. Ratification of Electronic Motions
(Attachments P-R)

MOTION # 28/17

Moved by: Brian Bildson
Seconded by: Carla Rhyant

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: 05/17EV – HSF Funds – Little Burnt River Conservation Site

Electronic Motion: 06/17EV – Funds to Close – Edson Creek Conservation Site

Electronic Motion: 07/17EV – Funds to Close – Ross Creek Conservation Site

MOTION CARRIED

1 Abstention – AEP Representative declared a conflict of interest

b. Peace River Office Proposal

No headway has been made with AEP Infrastructure over the last couple of years in regard to the office space situation in Peace River.

President & CEO provided a proposal on another option for the Peace River office relocation:

- Lease negotiated – 2 year lease at \$15.00/sq. ft.
- 3700 sq. ft. – 11 staff (will fulfill the needs of ACA).
- Furnished.
- Difference in cost – increase of 66K all-in.
- Will alleviate the internet issues being experienced in current space.

MOTION # 29/17

**Moved by: Brian Bildson
Seconded by: Mark Boyce**

Move that the ACA Board of Director's empower the President and CEO to enter into a 2 year lease with terms as negotiated at \$15.00/sq. ft. to accommodate the needs of the Peace River Office.

MOTION CARRIED

c. Trapping Guideline

Trapping Guideline document was submitted by the ACA Land Management Team for review.
Review and discussion by the Board of Directors.

MOTION # 30/17

**Moved by: Mark Boyce
Seconded by: Brian Bildson**

Move that the ACA Board of Director's accept the Trapping Guideline document with the provision that trapping can be allowed with identified provisions and where applicable.

MOTION CARRIED

President & CEO informed that Board of Directors' that the hunting guideline is with legal for review.

9. In-Camera Session

MOTION # 31/17

**Moved by: Ken Ambrock
Seconded by: Randy Collins**

Move that the ACA Board of Director's move to an In-Camera Session @ 1:43 PM

MOTION CARRIED

MOTION # 32/17

**Moved by: Greg Shyba
Seconded by: Brian Bildson**

Move that the ACA Board of Director's revert back to the regular Board of Directors' meeting @ 1:50 PM

MOTION CARRIED

MOTION # 33/17

Moved by: Greg Shyba
Seconded by: Randy Collins

Move that the ACA Board of Director's hold the BOD Liaison position open until such time a suitable candidate is found.

MOTION WITHDRAWN

MOTION # 34/17

Moved by: Bill Abercrombie
Seconded by: Robert Gruszecki

Move that upon vacancy of the BOD Liaison positions, the positions will not be filled until such time a suitable candidate is identified, if the Board of Directors' feel there is a requirement.

MOTION CARRIED

MOTION # 35/17

Moved by: Carla Rhyant
Seconded by: Leonard Hansen

Move that the ACA Board of Director's move to an In-Camera Session @ 1:53 PM

MOTION CARRIED

MOTION # 36/17

Moved by: Greg Shyba
Seconded by: Brian Bildson

Move that the ACA Board of Director's revert back to the regular Board of Directors' meeting @ 2:23 PM

MOTION CARRIED

10. Date and Location of Next Meeting

2017 Meeting Calendar (*Attachment U*)

The next scheduled BOD Meeting – August 15 & 16, 2017 – Edmonton, AB

- August 15, 2017 (Tuesday) – BOD Committee Meetings
- August 15, 2017 (Tuesday) – ACA AGM @ 5:30 PM
- August 16, 2017 (Wednesday) – Regular BOD Meeting

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11. ADJOURNMENT

MOTION # 37/17

Moved by: Robert Gruszecki
Seconded by: Leonard Hansen

Move that the BOD Meeting be adjourned.

MOTION CARRIED

The Board of Director's meeting was adjourned at 2:45 PM.



(Chairman)



(Secretary)