

Alberta Conservation Association

Minutes of the August 16, 2017 Board of Directors Meeting



Four Points by Sheraton
7230 Argyll Road, 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
Randy Collins (Director) – Alberta Fish and Game Association
Carla Rhyant (Director) – Alberta Professional Outfitters Society
Perry McCormick (Alternate) – Pheasants Forever Alberta Council
Silvia D'Amelio (Director) – Trout Unlimited Canada
Sandra Mellon (Director) – Public At Large, NW Region
Brian Joubert (Director) – Nature Alberta
Rob Duncan (Director) – Public At Large, SO Region
Ken Ambrock (Vice Chair) – Public At Large, Northern Alberta Board Liaison
Lee Foote (Director) – Academic Representative

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

REGRETS

Patrick Long (Chairman) – Wild Sheep Foundation Alberta
Chris Fowler (Director) – Public At Large, NE Region
Travis Ripley (Director) – Alberta Environment and Parks
Brian Bildson (Director) – Public At Large, Business Representative
Mark Boyce (Director) – ACA / U of A Chair in Fisheries & Wildlife
Michael Perkins (Director) – Pheasants Forever Alberta Council
Treaty 8

1. CALL TO ORDER

Vice Chairman Bill Abercrombie called the meeting to order August 16, 2017 at 9:04 AM.

2. WELCOME AND INTRODUCTIONS

Vice Chairman Bill Abercrombie welcomed everyone to the meeting.

3. APPROVAL OF THE AGENDA & MEETING TIME LIMIT

MOTION # 38/17

Moved by: Randy Collins
Seconded by: Robert Gruszecki

Move that the August 16, 2017 agenda be accepted as presented:

MOTION CARRIED

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

4. ACCEPTANCE OF THE MINUTES

- a. June 10, 2017 Board of Director's Meeting – Electronic Motion: 09/17EV
(Attachment A – Minutes of the June 10, 2017 BOD Meeting)

MOTION # 39/17

Moved by: Lee Foote
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 June 10, 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 chaired the meeting
- Advised that Pat Long has tendered his resignation as Chairman of the ACA BOD, but will continue on as the Wild Sheep Foundation representative on the BOD.

- Bill Abercrombie will act in the capacity of Chairman until the December meetings when elections will be held (annual election process).
- AGM held Tuesday, August 15, 2017, well attended.
- Fred Calverley was appointed as representative to the ACA BOD for Trout Unlimited Canada.
- A thank you was extended to Silvia D'amelio for her service to the ACA BOD for the past year.

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

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

- Summer has been rolling along very well We have not run into any of the typical weather issues related to field work, such as too much rain or too many fires. We have started into our planning cycle for 2017/18 with numerous productive meetings with AEP staff helping to define priorities.
- Drone and infrared camera use for upland game birds, pheasants and piping plovers. Pheasants worked okay – could find the birds, plovers was less effective – problematic due to sites and timing. Could be a management tool in the future, rules for drones are changing regularly making it difficult to use.
- Relationship/Partnerships – Kids Can Catch events have been occurring across the province with great success as a result of our partnering groups. In addition, we have recently be placed on title with AFGA on a donated property east of Edmonton. From a corporate partner aspect we have had several new sponsors come on board in support of the Taber event and we have begun conversations with a number of organizations that we have never talked with before.
- Sponsorship / CPIC – New: Can West Legacy Inc, Aquality Environmental; Pending: Roughrider International, Silvacom, AltaLink, ConocoPhillips, Heritage Inn, University of Calgary, Cenovus.
- Grants: Awarded – Alberta Emerald Foundation's Youth Environmental Engagement Grant (\$500); DOW Chemical Canada, Community Grants Program (\$10,000); Forest Resource Improvement Association of AB (\$20,000); Environment Canada (\$50,000); International Wildlife Crimestoppers (\$1,000); Alberta Innovates (\$44,800).
- Corporate involvement in events: We worked to maintain and increase financial, in-kind and corporate volunteer contributions at ACA-led and affiliated events.

c. **In-Camera Session**

MOTION # 40/17

Moved by: Robert Gruszecki
Seconded by: Lee Foote

Move that the ACA Board of Director's move to an In-Camera Session @ 9:49 AM

MOTION CARRIED

MOTION # 41/17

Moved by: Carla Rhyant
Seconded by: Brian Joubert

Move that the ACA Board of Director's revert back to the regular Board of Directors' meeting @ 9:52 AM

MOTION CARRIED

c. Finance & Audit Committee
(Attachments D)

Robert Gruszecki, Treasurer, presented the Financial Overview and Financials to June 30, 2017. Points noted:

Total revenue decreased from the prior fiscal period by \$(295,522). Partner contributions and miscellaneous revenue are lower than the prior year while levies are very slightly higher.

- Levy revenues are \$16,611 higher than received the prior year. This indicates a steady level in license sales over the two years so far this year.
- Partner Contributions are lower by \$(352,459). Most current funds come through the MULTISAR project and will be monitored as the year progresses. Both the current partner funds and amounts carried forward from the previous year are lower.
- Miscellaneous revenue includes money from sales on raffles for the Pheasant Festival. Income seems to be on par with prior year amounts.
- Donations include amounts donated for Kids Can Catch and Syncrude's contribution to the Biodiversity Challenge Grants.

Revenues are \$2,487,023 higher than the year to date budgeted amounts.

- Levy revenue is over budgeted levels by \$2,404,552. Budgeted income is an estimate only based on formula calculations. Revenue is analyzed weekly to quickly identify negative trends so that adjustments can be made to spending when required.
- Partner revenue is higher than budgeted by \$115,474. The revenue received mainly came from partners in conservation site maintenance carried forward from the prior year and the Ridge Reservoir Habitat project.
- Grant revenue is significantly lower than anticipated. Budgeted amounts are mostly for the Predator Compensation Program for which billing occurs every quarter. Most of the amounts occur during hunting season.

Operating expense (expenses that are controllable by management) were \$(152,531) 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 \$(1,137,182) 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 \$2,448,106 exists, which is comparable to the results of the prior year where a surplus of \$2,591,106 was recorded. This is typical as levy revenue is collected earlier in the year but should even out as the year goes forward.

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 \$2,507,791 for the period compared to \$2,729,716 in the prior year!

ACA reported an accounting or total organizational surplus of \$2,507,791, 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 \$55,320; the unrealized loss on investments was \$(5,108). Interest revenue was \$18,366, and the gain on asset disposal (amount received for sold assets over the remaining book value of the asset) was 9,473.

- The Endowment Fund balance is \$1,850,399 up from \$1,661,158 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.
- Land purchases and donations in this year were \$605,425. Equipment comprises the remaining asset additions. The largest additions were vehicles (additional quad and trucks purchased), trailers (purchase of new travel trailers) and fisheries equipment.
- The total fair market value of the investments is \$5,999,858 representing an increase (or gain) of 10.1% over the fair market value at June 30, 2016. Of the total 59.64% 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 \$376,182. Transfers were made to replenish the fund to \$576,182 of which \$299,374 as used to fund land deals in 2017-18. The balance consists of \$276,811 for additional land purchases. Please note that unbudgeted land purchases usually are funded at least in part by partner contributions

d. Communications Committee

Randy Collins, Committee Chair provided an update from the Communications Committee meeting, points noted:

- Don Myhre, Communications manager provided a presentation to the committee members – highlights: 20 Anniversary Magazine is out, promotional PSA's and other forms of media being used to promote ACA property; fundraising campaign for the Drake Property (Porter) is ready for release.
- Website it getting lots of action.
- RAP Trailer changes to keep things current – in progress.

e. ACA Grants Program Committee

Todd Zimmerling, President and CEO provided an update from the ACA Grants Program Committee meetings. Conference call meeting conducted on July 27, 2017 to make changes to the grant process, recommendations presented to the ACA BOD:

- Adjudicator selection by the end of December.
- Amy M. & Todd Z. to discuss process and priorities for the CCE Grants.
- Todd Z. and Doug M. to discuss process and priorities for the Research and Biodiversity Grants.
- Each application should be reviewed by 5 adjudicators if possible a minimum of three.
- Move to a number grading system (0- 5 ranking system).
- ACTION ITEM: Grants Program Committee to develop a criteria for adjudicators for the December meeting.
- Adjudicator List – develop a better process for adding and removing adjudicator names from the list.

MOTION # 42/17

Moved by: Brian Joubert
Seconded by: Silvia D'Amelio

Move that the ACA Board of Director's accept the recommendations from the ACA Program Grants Committee with the changes to the process, as follows:

1. Adjudicator selection completed by the end of December each year.
2. President & CEO and Grant Administrator to discuss process and priorities (CCE Grants).
3. President & CEO and Wildlife Program Manager to discuss process and priorities (Research and Biodiversity Grants).
4. Each application should be reviewed by 5 adjudicators if possible a minimum of three.
5. Move to a number grading system (0-5 ranking system).

MOTION CARRIED

f. Operations Standards Review Committee

No Operations Standard Review Committee meeting was conducted. No updated provided.

g. Recruitment Committee

No Recruitment Committee meeting was conducted. No updated provided.

h. Governance Committee Report

Brian Joubert, Committee Chair provided an update from the Governance Committee meeting, following points noted:

- No changes to the Membership Process. *ACTION ITEM: Deb Dueck - Document to be formatted and branded.*
- Disclosure of Conviction: Organization cannot legally ask someone to disclose a conviction, the Conflict of Interest Policy would provide sufficient coverage for conviction issues.
- Removal of a Board Member – Policy is at the draft stage. *ACTION ITEM: Brian Joubert to forward final edits to Deb Dueck, document to be revised, formatted, branded and presented at the December BOD meeting for approval.*

i. PAL Member Committee

Lee Foote, Committee Chair provided an update from the PAL Member Committee meeting, following points noted:

- No changes required to the following documents: Terms of Reference; Self Evaluation; Position Description.
- Work plans – ongoing, in progress. Want the PAL members to be effective, encouraged and accountable. PAL members would like a guideline.
- Discussion on a First Nations PAL position – to bring diversity to the BOD.
- Lee Foote appointed to Chair of the Committee.

j. Organizational Risk Report
(Attachment E)

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

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

Ken Ambrock updated the Board of Directors on the activities of the Northern Board Liaison from June 2017 – August 2017. Nothing to report, minimal ACA work since the June meetings.

l. **Business Representative Report**

President and CEO provided a update from the Business Representative.

- Dinosaur Museum – Susan Hunter, new CEO – meeting scheduled for next week.
- Met with Mr. Anderson, re: land – progressing well.

m. **AEP Representative Report**

No report available.

7. **Old Business**

a. **Golden Ranches - Update**

Meeting with Strathcona County, very positive. Planning to meet with local division councilor to advise and discuss the proposed project.

b. **Proposed Adjudicators List**

The proposed adjudicators list was provided for review. ***ACTION ITEM: BOD Members are to review list and forward any suggestions for removal or addition of names. Forward potential names to the President and CEO with all pertinent contact information.***

c. **Grants Priorities Review**
(Attachment G1 & G2)

The priorities for the ACA Research Grants (G1) and the ACA Conservation, Community and Education Grants were review by those in attendance.

MOTION # 43/17

Moved by: Silvia D'Amelio
Seconded by: Randy Collins

Move that the ACA Board of Director's replace Funding Priority Number 8 of the ACA Research Grants list with the following:

"Investigate the human dimensions of fish and wildlife management."

MOTION CARRIED

MOTION # 44/17

Moved by: Lee Foote
Seconded by: Silvia D'Amelio

Move that the ACA Board of Director's accept the remainder of the funding priorities lists for the ACA Research Grants and the ACA Conservation, Community and Education Grants as presented and the change to priority number 8 as per Motion # 43/17.

MOTION CARRIED

Discussion at the committee level of coordinating a meeting / creating a process to discuss with the large grant recipients for feedback as to the application process.

8. Reports

a. 2016 – 2017 Annual Report

The 2016-2017 Annual Report was presented for final approval.

MOTION # 45/17

Moved by: Carla Rhyant
Seconded by: Sandra Mellon

Move that the ACA Board of Director's approve the 2016-2017 Annual Report as presented.

MOTION CARRIED

9. New Business

No new business brought forward.

Conserving Alberta's Wild Side

10. In-Camera Session

MOTION # 46/17

Moved by: Greg Shyba
Seconded by: Carla Rhyant

Move that the ACA Board of Director's move to an In-Camera Session @ 11:12 AM.

MOTION CARRIED

MOTION # 47/17

Moved by: Lee Foote
Seconded by: Randy Collins

Move that the ACA Board of Director's revert back to the regular Board of Directors' meeting @ 11:36 AM.

MOTION CARRIED

MOTION # 48/17

Moved by: Greg Shyba
Seconded by: Robert Gruszecki

Move that the ACA Board of Director's support the AEP ask for CWD Surveillance up to \$215,000.00 (Two Hundred and Fifteen Thousand Dollars for the logistics (laboratory) expenses, provide the use of trucks and help with communications. Funds will be released as receipts and costs are incurred.

MOTION CARRIED

President and CEO will contact AEP, Travis Ripley and discuss the decision of the ACA Board of Director's.

11. Date and Location of Next Meeting

2017 Meeting Calendar (*Attachment I*)

The next scheduled BOD Meeting – December 13 & 14, 2017 – Edmonton, AB

- December 13, 2017 (Wednesday) – BOD Committee Meetings
- December 14, 2017 (Thursday) – Regular BOD Meeting

11. ADJOURNMENT

MOTION # 49/17

Moved by: Randy Collins
Seconded by: Ken Ambrock

Move that the BOD Meeting be adjourned.

MOTION CARRIED

The Board of Director's meeting was adjourned at 11:52 AM.



(Chairman)



(Secretary)