

# Alberta Conservation Association

## Minutes of the June 14, 2019 Board of Directors Meeting



Coast Lethbridge Hotel & Conference Centre  
526 Mayor Magrath Drive South, Lethbridge, AB  
9:00 AM – 4:00 PM

---

PRESENT

Bill Abercrombie (Chairman) – Alberta Trappers Association  
Robert Gruszecki (Vice Chairman) – Alberta Hunter Education Instructors Association  
Greg Shyba (Secretary) – Public At Large, CE Region  
Ken Ambrock (Director) – Public At Large, Northern Alberta Board Liaison  
Fred Calverley (Director) – Trout Unlimited Canada  
Randy Collins (Director) – Alberta Fish and Game Association  
Sander Duffhues (Alternate Director) – Alberta Professional Outfitters Society  
Lee Foote (Director) – Academic Representative  
Brian Joubert (Director) – Nature Alberta  
Matt Mellon (Director) – Wild Sheep Foundation Alberta  
Michael Perkins (Director) – Pheasants Forever Alberta Council  
Chuck Priestley (Director) – Public At Large – NE Region  
Richard Stamp (Director) – Public At Large, SO Region

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

REGRETS

Sandra Mellon (Treasurer) – Public At Large, NW Region  
Brian Bildson (Director) - Public At Large, Business Representative  
Mark Boyce (Director) – ACA / U of A Chair in Fisheries & Wildlife  
Travis Ripley (Director) – Alberta Environment and Parks  
Jeana Schuurman (Director) – Alberta Professional Outfitters Society  
Vacant - Treaty 8

### 1. CALL TO ORDER

Chairman Bill Abercrombie called the meeting to order June 14, 2019 at 9:21 AM.

### 2. WELCOME AND INTRODUCTIONS

Chairman Bill Abercrombie welcomed everyone to the meeting, round table introductions were made.

### 3. APPROVAL OF THE AGENDA & MEETING TIME LIMIT

Additions: 9 b. Future Revenues

MOTION # 20/19

Moved by: Robert Gruszecki  
Seconded by: Lee Foote

Move that the June 14, 2019 agenda be accepted with additions.

MOTION CARRIED

The meeting is anticipated to conclude by 4:00 PM.

### 4. ACCEPTANCE OF THE MINUTES

- a. March 28, 2019 Board of Directors' Meeting – Electronic Motion: 19/19EV  
(Attachment A – Minutes of the March 28, 2018 BOD Meeting)

MOTION # 21/19

Moved by: Brian Joubert  
Seconded by: Randy Collins

Move that the ACA Board of Directors' agree that this is an accurate reflection of the votes placed and therefore ratify Electronic Motion: 01/19EV stating: "Move that the Minutes of the March 28, 2019 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, Chairman, provided a report to BOD:

- Discussion at Executive Committee regarding the format and topics of the Strategic Planning Meeting.

*Conserving Alberta's Wild Side*

- Compensation review and associated documents have been executed with the President & CEO.
- Discussed the Director Emeritus Role appointment with Pat Long. Pat Long is extremely excited and felt honored to be appointed to this role.

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

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

- Field season is now in full swing. Unfortunately, some of our projects have been impacted by wildfires, and we do have concerns that lack of rain may impact fisheries work to start later in June; however, staff are dealing with these logistics.
- You will note under the Human Resources section that we have had an abnormal amount of staff turn over in the last three months for various reasons.
- Relationships/Partnerships: We have had our first meeting of the year with AEP to discuss our working relationship going forward. In addition, as you will see below, we have been successful at finding a number of partners to work with us on a range of projects, from events to habitat.
- Sponsorship / CPIC: We recruit new sponsor/partner dollars for ACA projects with a focus on multi-year commitments as Corporate Partners in Conservation. We have the following new partnerships: Saddle Hills County; Wolf Midstream; Cabela's; SMRID; County of Cardston; Southern Alberta Bowhunters Association.
- Grants: Business Development applies for and supports project leads in applying for grants. Summary of the grants submitted in the fiscal year, as per the President & CEO Report.

c. **Operations Standards Review Committee**

- No Report.

d. **Finance & Audit Committee**

Financial Overview to March 31, 2019 - (Attachment D)

Robert Gruszecki, Vice Chairman, presented the Financial Overview to March 31, 2019 on behalf of the Treasurer. Points noted:

- Total revenue decreased from the prior fiscal year by \$ (722,296).
- Levy revenues are \$ (929,776) lower than received in the prior year. This demonstrates the impact of lower fishing license sales, as well as the effects of the reduction in senior's hunting license cost imposed by the Provincial Government.
- Miscellaneous revenue includes advertising fees for the Conservation Guide, magazine and raffles.
- Donations include amounts donated for Kids Can Catch which increased this year.

Revenues are \$ (1,186,213) lower than annual budgeted amounts.

- Levy revenue fell short of the budgeted levels by \$(1,242,270). As changes occurred through the year, management created measures to reduce spending and diminish the impact of reduction.
- Partner revenue is lower than the year-to-date budget by \$(499,456). The revenue received mainly came from partners in conservation site maintenance carried forward from the prior year and the MULTISAR group of projects. The offset for Predator Compensation from the Federal Government is contained in this budget. Currently, \$250,000 of the shortfall is stemming from reduced Predator Compensation claims as compared to budget.
- Grants and funds are under budget by \$ (330,762). These were funds primarily budgeted for partner offsets to our CCE Grants and Biodiversity Challenge Grant.

Operating expenses (expenses that are controllable by management) were \$1,399,696 higher than previous year levels. Although individual expense categories vary, the overall expenditure is consistent with anticipated expenditures with the exceptions noted in the Financial Overview report.

- The organization is \$(32,755) under budgeted year to date expenditures. Explanations of the major item variances as noted in the Financial Overview report.

An operating deficit (excess of revenue over expenditures for management-controlled items including actual interest revenue which is outside of management control) of \$(773,457) exists, which is lower compared to the results of the prior year where a surplus of \$1,348,535 was recorded. The impacts from senior hunting license changes made by the Province and reduced fishing license sales of approximately \$1,000,000 was offset partially by cost control measures implemented by management.

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 deficit of \$(344,400) for the period compared to \$1,367,481 in the prior year. The change in overall results was due to the unexpected levy revenue shortfall and was mitigated by cost constraints implemented mid-year.

ACA reported an accounting or total organizational deficit of \$(344,400), an amount that included 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 \$241,760; the unrealized loss on investments was \$(466,273). Interest revenue was \$478,841, and the gain on asset disposal (amount received for sold assets over the remaining book value of the asset) was \$653,571, which occurred from sales of surplus assets through an online auction with the bulk gains through title transfer with AFGA.

#### Cash Flow Statement

- Cash flows from operating activities resulted in a cash decrease of \$(809,460) for the period. Inflows were used to purchase capital assets, the largest being our land assets. The resulting decrease of cash provides a cash position of \$724,528. This balance is mainly held in the designated accounts not available for operating expenses, such as the Restricted account and Land Trust fund.

#### Statement of Financial Position

- Current assets have decreased by 41.1% from recorded levels at March 31, 2018. Our cash position is reflective of our decreased levy receipts this year. Accounts Receivable is comprised of receivables from partners and contributors, with the majority being the accrual for levy revenue that spanned month end and for Predator Compensation reimbursement. These amounts are expected to be collected in the next 30 days.
- The Endowment Fund balance is \$2,104,078 up 12.9% from last year. Contributions to the fund this year were for the ALT Grant and Suncor money designated from 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) is directed towards enhancement and/or management of ACA lands, and half is 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 a minimum match the rate of inflation for the previous year). Management is not transferring this amount this year as the fund had unrealized losses in excess of the amount of interest earned.
- Land purchases and donations in this period were \$2,723,425 from Porter, Chinook and MacConnachie property purchases and title transferred from and to AFGA. Equipment comprises the remaining asset additions. The largest equipment changes were in vehicles and trailers, with adjustments stemming from the 2017-18 audit, and purchases of computer equipment.
- The total fair market value of the investments is \$3,080,431 representing a decrease of 49.7% over the fair market value at March 31, 2018. Just over three million was withdrawn from the fund in order to retire debt on the Sherwood Park building and the Golden Ranches purchases. Of the total 57.88% 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.
- The Habitat Securement Fund had a balance at prior year end of \$276, 811. Transfers were made to replenish the fund to \$476,811. This was used to fund the Chinook Property purchase in June with a remaining balance of \$40,410.

#### Other discussion regarding the finance report:

- 9.4% drop in resident anglers.
- Need to manage deficit.
- This coming year – set lower budget, set aside HSF in case of shortfalls (as a reserve if necessary).
- Marketing of the organization.
- Develop relations with the Minister.
- Should see a bump if levy is increased for various fees.

#### MOTION # 22/19

Moved by: Michael Perkins  
Seconded by: Greg Shyba

Move that the ACA Board of Directors' direct administration to conduct an Asset Review.

**MOTION CARRIED**

Other discussion regarding assets: Keep acquiring / consolidating, making sure the assets make sense. Which assets cannot be sold.

*Conserving Alberta's Wild Side*

**Levy Revenue Analysis 2019 YTD - (Attachment E)**

Presented by Robert Gruszecki, points noted:

- 12K low in fishing licenses.
- Suggestion to have a plot graph provided.

**Draft Financial Statements for the Year Ended March 31, 2019.**

**Management Representation Letter - (Attachment F) – Reviewed by the BOD, received and filed.**

Noted that: The tender process will be conducted next year for the audit process as per ACA policy.

**Final Audit Findings - (Attachment G)**

Robert Gruszecki, Vice Chairman, presented the Final Audit Findings prepared by Kingston Ross Pasnak LLP for review to the Board of Directors.

**MOTION # 23/19**

Moved by: Richard Stamp  
Seconded by: Randy Collins

Move the recommendation from the Finance and Audit Committee, that the Final Audit Findings 2019, be submitted for information and accepted by the Board of Directors.

**MOTION CARRIED**

**Draft Consolidated Financial Statements Year Ending March 31, 2019 - (Attachment H)**

Robert Gruszecki, Vice Chairman, presented the Draft Consolidated Financial Statements Year Ending March 31, 2019, prepared by Kingston Ross Pasnak LLP for review to the Board of Directors.

**MOTION # 24/19**

Moved by: Ken Ambrock  
Seconded by: Brian Joubert

Move the recommendation from the Finance and Audit Committee, that the audited Consolidated Financial Statements Year Ended March 31, 2019, be accepted as presented.

**MOTION CARRIED**

**e. Communications Committee**

Randy Collins, Committee Chair advised that no committee meeting was held, other comments noted:

- Communications Department update was provided for information in the President and CEO Report.

f. ACA Grants Program Committee

Randy Collins, Committee Chair advised that no committee meeting was held, other comments noted:

- Randy Collins will be meeting with the past committee chair Lee Foote to get up to speed on the status of the grants committee prior to the August meetings.

g. Recruitment Committee

Robert Gruszecki advised that no committee meeting was held, other comments:

- Looking into a succession planning process for board members who are potentially resigning from a position. *ACTION ITEM: BOD / Recruitment Committee directed to develop a proposal regarding succession planning process for BOD members. Greg Shyba will forward a Matrix to the board members for review and as a starting point.*

h. Governance Committee Report

Brian Joubert, Committee Chair provided an update from the Governance Committee:

- Review of policies and procedures to ensure no revisions are required.
- Final review of new policies being recommended to the BOD for final approval.
- Discussion on BOD Composition in regard to addition of New Member Groups.

The following policies were presented for approval:

- Executive Committee TOR – Revised (*Attachment I*)
- F&A Committee TOR – Revised (*Attachment J*)
- Governance Committee TOR – Revised (*Attachment K*)
- Indigenous Liaison TOR – New (*Attachment L*)

MOTION # 25/19

Moved by: Fred Calverley  
Seconded by: Bill Abercrombie

Move that the ACA Board of Directors' approve the Executive Committee TOR as presented (Terms of Reference/TOR001-Rev.2-20190614)

MOTION CARRIED

**MOTION # 26/19**

Moved by: Robert Gruszecki  
Seconded by: Ken Ambrock

Move that the ACA Board of Directors' approve the Finance and Audit Committee TOR as presented (Terms of Reference/TOR003-Rev.1-20190614)

**MOTION CARRIED**

**MOTION # 27/19**

Moved by: Randy Collins  
Seconded by: Greg Shyba

Move that the ACA Board of Directors' approve the Governance Committee TOR as presented (Terms of Reference/TOR002-Rev.2-20190614)

**MOTION CARRIED**

**MOTION # 28/19**

Moved by: Greg Shyba  
Seconded by: Robert Gruszecki

Move that the ACA Board of Directors' approve the Indigenous Liaison TOR with noted revisions (Terms of Reference/TOR014-Rev.0-20190614)

**MOTION CARRIED**

***ACTION ITEM:** Administration will contact Indigenous Liaison – Robert Grandjambe and provide copy of TOR, advise of upcoming meetings and request set up on the BOD Website.*

**i. PAL Member Committee**

Lee Foote, PAL Member Committee Chair provided an update:

- PAL Members will report annually on their activities to the BOD, submit written reports for inclusion in the BOD agenda package.
- 2 board members will be leaving the ACA BOD in December 2019. TOR's for both positions are required, administration has draft job descriptions – what is the process? ACTION ITEM: Greg Shyba will forward a matrix document to the committee and BOD for review on a process.

**j. Organizational Risk Report**  
*(Attachment M)*

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



k. Northern Board Liaison Report – Verbal Report

Ken Ambrock provided an update to the Board of Directors on the activities of the Northern Board Liaison from March 2019 – June 2019.

l. Director Emeritus Report

*(Attachment N)*

Tom Bateman, Director Emeritus submitted a report on his activities from March 2019 – June 2019.

m. Business Representative Report

*(Attachment O)*

Brian Bildson submitted an update on the activities of the Business Representative from March 2019 - June 2019.

n. AEP Representative Report

No report.

7. Old Business

a. 1:00 PM Golden Ranches Presentation – Golden Ranches Update

AHEIA representatives provided a presentation on a conceptual plan on opportunities and activities at the Golden Ranches home quarters conservation site.

- BOD is in agreement with the proposal.
- AHEIA should provide a timeline for continual preparations.
- ***ACTION ITEM: President & CEO and AHEIA (Robert Gruszecki) to start to develop an agreement.***

MOTION # 29/19

Moved by: Richard Stamp  
Seconded by: Brian Joubert

Move that the ACA Board of Directors' support the initiative of the Golden Ranches proposal as presented by AHEIA, including the notion of title transfer.

MOTION CARRIED

a. Phillip J. Currie Museum

Presentations have been ongoing at the museum, two presentations to date: Wolverine Project (Andrew Manske and Mark Boyce); Bull Trout work on Lynx Creek (Paul Hvenegaard) – presentations have been well received.

8. Reports

No reports presented

9. New Business

a. Alberta Bowhunters Membership Application  
(Attachment P)

An application for membership status into Alberta Conservation Association from the Alberta Bowhunters Association requesting consideration for voting member status on the ACA Board of Directors was presented.

ACA BOD reviewed and discussed the application. General consensus that the Alberta Bowhunters would be a welcome addition at the BOD table.

**MOTION # 30/19**

**Moved by: Lee Foote**

**Seconded by: Randy Collins**

Move that the ACA Board of Directors' recommend the Alberta Bowhunters Membership on the ACA Board of Directors to the Member Groups at the Annual General Meeting August, 2019.

**MOTION CARRIED**

b. Prospects for Future Revenue

Discussion ensued in regard to prospects for future revenues, point noted:

- Reduced rate for senior's licensing (as people turn 65 they continue to pay but at a potentially reduced rate).
- Request / implementation of a senior's fishing license. Currently if a senior would like to buy a license, they don't have that option.
- Are license fees a deterrent for people purchasing? No information available.
- Increase of non-resident fees.

*Conserving Alberta's Wild Side*

10. In-Camera Session

MOTION # 31/19

Moved by: Randy Collins  
Seconded by: Fred Calverley

Move that the ACA Board of Directors' move to "Closed Session" @ 1:31 PM.

MOTION CARRIED

MOTION # 32/19

Moved by: Brian Joubert  
Seconded by: Randy Collins

Move that the ACA Board of Directors' revert back to the regular board meeting @ 1:39 PM.

MOTION CARRIED

11. Date and Location of Next Meeting

2019 Meeting Calendar (*Attachment Q*)

The next scheduled BOD Meeting – August 13 - 14, 2019 – Edmonton, AB

- August 13, 2019 (Tuesday) 9:00 AM – 5:00 PM Committee Meetings
- August 13, 2019 (Tuesday) 5:30 PM – 8:00 PM ACA Annual General Meeting
- August 14, 2019 (Wednesday) 9:00 AM – 4:00 PM Regular BOD Meeting

12. ADJOURNMENT

MOTION # 33/19

Moved by: Bill Abercrombie

Move that the BOD Meeting be adjourned.

MOTION CARRIED

The Board of Director's meeting was adjourned at 1:45 PM.



(Chairman)



(Secretary)