

## **Board of Directors MEETING MINUTES Monday, April 24, 2017 – 9:00 a.m. LICA Board Room**

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**Present:** Andrea Woods, Board Chairperson  
Wayne Bamber  
Mildred Dunham  
Paul Kip  
Monty Moore  
Randy Parenteau (Attended 9:35 a.m.)  
Harold Ross  
Dana Swigart  
Wilf Tomchek

**Observers and Guests:**

**Staff and Contractors:** Arianne Crook, LICA Executive Director  
Carrie Cardamone, LICA Executive Assistant  
Colin Hanusz, BRWA Program Manager

**Regrets:** Michael Bisaga, Manager, Environmental Monitoring  
Programs  
Randi Blackwell  
Darlene Gates  
John Ilchuk  
Kristy Tetreau  
Neil Young  
Colin Woods

### **1. CALL TO ORDER**

Chairperson Andrea Woods called the meeting to order at 9:00 a.m.

- 1.1 Roundtable Introductions**
- 1.2 Vision, Mission and Values**
- 1.3 Roll Call**

**#1 Moved by Harold Ross AND RESOLVED that the board of Directors will reconsider the absences of Kristy Tetreau, and Randi Blackwell at next month's meeting.**

**2. APPROVAL OF AGENDA**

**#2 Moved by Monty Moore AND RESOLVED that the April 24, 2017 Agenda be approved as presented.**

**3. ITEMS FOR DISCUSSION ON UPCOMING DECISIONS**

**3.1 Debrief of the Special Meeting**

The Board of Directors discussed the Special meeting on April 20, 2017; with everyone feeling the evening went well and with positive results.

**4. APPROVAL OF MINUTES**

**#2 Moved by Harold Ross AND RESOLVED that the Minutes of the Board of Directors Meeting of March 9, 2017 be approved, as presented.**

**5. ITEMS FOR DECISION**

**5.1 LICA Bylaws**

Arienne informed the Board of Directors that now that the Bylaws have been approved by the membership with the changes for the reorganization; the next step is to file them with Corporate Registries.

**5.2 Policy 5.4 - Bylaws**

**#3 Moved by Wilf Tomchek AND RESOLVED that the recommendations from the Governance Committee to Policy 5.4 – Bylaws be approved, as presented.**

**5.3 Policy 5.13 – Volunteer Hours**

**#4 Moved by Harold Ross AND RESOLVED that the recommendations from the Governance Committee to Policy 5.13 – Volunteer Hours be approved, as presented.**

**5.4 Policy 5.19 – Ensuring LICA Sustainability**

**#5 Moved by Monty Moore AND RESOLVED that the recommendations from the Governance Committee to Policy 5.19 – Ensuring LICA Sustainability be approved, as presented.**

**5.5 Policy 6.1 – Fiscal Year and Budget**

**#6 Moved by Wilf Tomchek AND RESOLVED that the recommendations from the Governance Committee to Policy 6.1 – Fiscal Year and Budget be approved, as presented.**

**5.6 Policy 6.3 – LICA Signing Authority**

**#7 Moved by Harold Ross AND RESOLVED that the recommendations from the Governance Committee to Policy 6.3 – LICA Signing Authority be approved, as presented.**

**5.7 Policy 6.6 – Records Retention**

**#8 Moved by Wilf Tomchek AND RESOLVED that the recommendations from the Governance Committee to Policy 6.6 – Records Retention be approved, as presented.**

**5.8 Policy 6.12 – Rewards & Acknowledgement**

**#9 Moved by Mildred Dunham AND RESOLVED that Policy 6.12 – Rewards & Acknowledgement sub-policy 6.12.1.3 be amended to strike “Industry members” and to add the word “Contractors” and to be approved.**

**#10 Moved by Harold Ross AND RESOLVED that the Board of Directors recommends to the Governance Committee that there be clear definitions of terms to the specific seats on the Board of Directors in the reorganization structure.**

**6. PRESENTATIONS**

**6.1 Airshed Zone Report**

**6.1.1 Airshed Zone Minutes of April 5, 2017**

The Board of Directors reviewed the minutes of the April 5, 2017 Airshed Zone Meeting.

**6.1.2 Projects and Operations Update – March, 2017**

Arianne reviewed an update on Airshed Projects and Operations that Michael Bisaga had provided for the Board of Directors.

**6.2 BRWA Report**

**6.2.1 BRWA Meeting Minutes of March 7, 2017**

The BRWA Meeting Minutes from March 7, 2017 were reviewed by the Board of Directors.

**6.2.2 BRWA Strategic Plan 2017 – 2022**

BRWA’s Strategic Plan for 2017 - 2022 Strategic Budget was received as information and filed without motion.

**6.2.3 BRWA Strategic Budget 2017 – 2022**

BRWA’s budgetary projections for 2017 - 2022 Strategic Budget was received as information and filed without motion.

#### **6.2.4 BRWA Operating Plan 2017/18**

BRWA's Operating Plan for 2017/18 received as information and filed without motion.

#### **6.2.5 2017-2019 Education and Communications Plan**

The 2017-2019 Education and Communication Plan was received as information and filed without motion.

#### **6.2.6 Watershed Resiliency & Restoration Program Grant Application**

Colin reviewed the Watershed Resiliency & Restoration Grant application with the Board of Directors for the amount of \$42,000.00, and informed the Board that the application was successful and we are expecting the funds in the near future.

#### **6.2.7 Projects and Operations Update – March, 2017**

Arianne and Colin Hanusz explained to the Board of Directors that it was difficult to work with the current Capital Assets threshold of \$500.00 in regards to financial reporting & for cash flow purposes and request that the limit be increased to \$5000.00.

Colin also indicated to the Board of Directors that Grant funds are not expected until mid - May, and that if the Board of Directors would consider interim funding as was done last year to cover expenses for BRWA's, contractor's payments, and contractor cell phone costs as required.

**#11 Moved by Wayne Bamber AND RESOLVED that the Capital Assets threshold be increased from the current \$500.00 to \$5000.00.**

**#12 Moved by Wayne Bamber AND RESOLVED that approval be given to providing interim financing to BRWA on the following conditions:**

- i) That all funds that BRWA has on deposit in their bank account(s) will be utilized prior to any financing being provided by LICA;**
- ii) That financing will be provided up to \$24,500.00;**
- iii) That financing will only be utilized for the following expenses as they are incurred:
  - a. Payments to in-house contractors (2 months)**
  - b. Contractor cell phone expenses (2 months)****
- iv) That all interim financing advanced by LICA to BRWA will be a first charge against the 2017-2018 grant funding that BRWA receives from the Government of Alberta, regardless of that grant amount; which funding is anticipated no later than early June, 2017.**

## **7. FOR INFORMATION ONLY (FIO)**

### **7.1 Board Chairperson's Report**

Andrea indicated to the Board of Directors that she has no report for March, 2017; as she has been dedicating time to the Board Organization Structure Proposal.

### **7.2 Executive Director's Report**

Arianne reviewed her report for March, 2017 with Board members.

### **7.3 Table Officers (TOs) Report**

No Report.

### **7.4 Education & Information Committee (EIC)**

#### **7.4.1 Education & Information Committee Meeting Minutes – March 8, 2017**

The EIC minutes of March 8, 2017 were reviewed by the Board of Directors.

#### **7.4.2 2017 Earth Day Birthday**

Harold indicated to the Board of Directors that there was a lot of interest from people at the event.

Andrea also indicated that there were limited volunteers for the event this year, but that was sufficient for the format of this Earth Day Birthday.

### **7.5 Governance Committee (GC)**

#### **7.5.1 Policy Awareness**

No Report.

### **7.6 Synergy Alberta**

No Report.

### **7.7 Treasurer's Report**

#### **7.7.1 Accounts Receivable Report January – March 31, 2017**

Arianne and Monty reviewed the Accounts Receivable Report with the Board of Directors.

**7.7.2 Comparative Income Statement January – March 31, 2017**

Arianne reviewed the Comparative Income Statement with the Board of Directors.

Board members indicated that the current report presented to the Board was difficult to read and requested that options for a more visually appealing format be explored by Arianne.

**8. FEEDBACK ON MEETING AND ROUNDTABLE DISCUSSION**

Randy Parenteau had indicated that it should be noted with the reorganizational changes, efficiencies are already showing.

**9 NEXT MEETING DATE**

June 1, 2017

**10. ADJOURNMENT**

The Meeting adjourned at 11:15 a.m.