

## **BOARD OF DIRECTORS**

### **Organizational Meeting Minutes April 21, 2016 – 9:00 a.m. LICA Board Room**

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**Present:** Andrea Woods, Chairperson  
Wayne Bamber  
Randi Blackwell  
Mildred Dunham  
John Ilchuk  
Monty Moore  
Harold Ross  
Dana Swigart  
Kristy Tetreau  
Wilf Tomchek  
Colin Woods (Excused at 11:00 a.m.)  
Duane Zaraska

**Observers and Guests:** Roxane Bretzlaff  
Alana Phelps

**Staff and Contractors:** Charmaine Code, LICA Executive Manager  
Carrie Cardamone, LICA Executive Assistant  
Michael Bisaga, Manager, Environmental  
Monitoring Programs (Via Teleconference at  
10:30 a.m.)  
Lisa Isaacman (Attended at 10:40 a.m.)

**Regrets:** Darlene Gates  
Paul Kip  
Neil Young

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

Charmaine Code, Executive Manager, called the meeting to order at 9:00 a.m.

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

## **2. AGENDA:**

**# 1 Moved by Colin Woods AND RESOLVED that the April 21, 2016 Agenda be amended as follows:**

**That item “3.2 Stipends, Mileage and other Expenses – Policy 6.8 – Policy Review” be renumbered as 5.3 to be considered later in the meeting;**

**and, that the April 21, 2016 Agenda be approved, as amended.**

## **3. Policy Reviews & Elections**

### **3.1 Role of Board of Directors, Chairman, Vice-Chair and Secretary – Treasurer Policies 5.3 and 5.7**

Board members reviewed Policy 5.3 Responsibilities of the Board of Directors, and Policy 5.7 Board Member Job Descriptions.

### **3.3 Consensus Decision Making – Policy 5.5**

Board Members reviewed Policy 5.5 Decision – Making Process.

### **3.4 Election of Chair, Vice-Chairperson and Treasurer**

It was confirmed that the Board of Directors for 2016/2017 now consists of:

Community Members: Randi Blackwell  
John Ilchuk  
Harold Ross  
Kristy Tetreau  
Andrea Woods

Community Alternates: Mildred Dunham  
Wilf Tomchek

Industry Members: Wayne Bamber - Cenovus  
Monty Moore - Husky  
Darlene Gates - IOR

Industry Alternates: Paul Kip - CNRL  
Neil Young – Pengrowth

Government: Dana Swigart  
Colin Woods

Métis: Duane Zaraska

First Nations: Vacant

Charmaine reviewed the individuals entitled to vote, as well as, the voting procedures to be followed.

### **Chairperson**

Charmaine Code, Executive Manager, opened the floor for nominations for the position of Board Chairperson for a one (1) year term.

John Ilchuk nominated Andrea Woods, Seconded by Harold Ross.

**# 2 Moved by Monty Moore, Seconded by Kristy Tetreau AND RESOLVED that nominations cease.**

**Charmaine declared Andrea Woods to be elected by acclamation as Board Chairperson for a one (1) year term.**

### **Vice-Chairperson**

Charmaine Code, Executive Manager, opened the floor for nominations for the position of Board Vice-Chairperson for a one (1) year term.

Harold Ross nominated Kristy Tetreau, Seconded by Wayne Bamber.

**# 3 Moved by Monty Moore, Seconded by Wayne Bamber AND RESOLVED that nominations cease.**

**Charmaine declared Kristy Tetreau to be elected by acclamation as Board Vice-Chairperson for a one (1) year term.**

### **Secretary-Treasurer**

Charmaine Code, Executive Manager, opened the floor for nominations for the position of Secretary-Treasurer for a one (1) year term.

Colin Woods nominated Monty Moore, Seconded by Harold Ross.

**# 4 Moved by Kristy Tetreau, Seconded by Harold Ross AND RESOLVED that nominations cease.**

**Charmaine declared Monty Moore to be elected by acclamation for the position of Secretary-Treasurer for a one (1) year term.**

### **3.5 Code of Ethics (Conduct)**

All Board members reviewed the Code of Ethics (Conduct) and signed a copy for retention by the Executive Manager.

### **3.6 Oath of Confidentiality – Policy 5.14**

All Board members reviewed the Oath of Confidentiality and signed a copy for retention by the Executive Manager.

### **3.7 New Board or Committee Member Sign-On**

All Board members reviewed the New Board or Committee Member Sign-On and, if required, signed a copy for retention by the Executive Manager.

### **3.8 Canada Pension Plan (CPP) - provisions**

Charmaine reviewed the provisions of the CPP with Board members.

## **4. APPOINTMENTS TO COMMITTEES:**

Board members reviewed the following material prior to appointments:

- Committee Member Lists for 2015/2016 and 2016/2017
- Meeting Attendance of Board and all Committees
- Expressions of Interest TO APRIL 18, 2016.
- Policy 5.9 – Committees

### **4.1 Education & Information Committee**

**#5 Moved by Kristy Tetreau, Seconded by Harold Ross AND RESOLVED that the following be appointed to the position of Community Member of the Education & Information Committee for a one (1) year term:**

- 1. Unas Balkhi**
- 2. Judy Cabay**
- 3. John Ilchuk**
- 4. Harold Ross**
- 5. Wilf Tomchek**

### **4.2 Governance Committee**

**#6 Moved by Harold Ross, Seconded by Monty Moore AND RESOLVED that John Ilchuk, Delano Tolley, and Wilf Tomchek be appointed to the Governance Committee.**

#### 4.3 Resolution Committee

**#7 Moved by John Ilchuk, Seconded by Colin Woods AND RESOLVED that the Board appoint members of the Resolution Committee if and when that Committee is required to meet, with subject matter experts to be appointed also, as required.**

#### 4.4 Airshed Zone

Following a secret ballot, Charmaine Code declared the following appointed as *Community Members of the Airshed Zone* for a one (1) year term:

1. Amanda Avery-Bibo
2. Randi Blackwell
3. Colin Hanusz
4. Marie Ilchuk
5. Kristy Tetreau

#### 4.5 Beaver River Watershed Alliance (BRWA)

**#8 Moved by Monty Moore, Seconded by John Ilchuk AND RESOLVED that appointments to BRWA be made following the BRWA Annual Meeting on April 26, 2016. The Board of Directors will receive an email to identify those individuals who are eligible for appointment to the LICA positions on the BRWA; with responses from Board members regarding their votes for 'LICA Member', and 'LICA Alternate Member' to be provided prior to May 2, 2016.**

**#9 Moved by Harold Ross, Seconded by Dana Swigart AND RESOLVED that all ballots utilized in today's election process be destroyed.**

#### 3.2 Stipends, Mileage and other Expenses

Board members reviewed the current Policy 6.8 Board and Committee Expenses and Remuneration. Charmaine informed the Board that there has been no change in the provincial government mileage rate between 2015 and 2016 and, pursuant to Policy 6.8, the LICA rate will remain unchanged for the coming year.

**#10 Moved by Harold Ross that the Stipends, provision in Policy 6.8 remain in place until the Industry group provides feedback to the Board.**

**MOTION WITHDRAWN**

**#11 Moved by Kristy Tetreau AND RESOLVED that the Stipend rate be decreased to \$130.00 per meeting, event, and training; with the Governance Committee to review and provide their recommendation regarding the required change(s) to 'Policy 6.8 –**

**Board and Committee Expenses and Remuneration' to accommodate the decrease in stipend rate.**

**5. OTHER ITEMS:**

**5.1 LICA 2016 Meeting Calendar**

The meeting calendar for the balance of 2016 was reviewed by Board members.

**5.2 Policy 6.3 LICA Signing Authority**

Charmaine advised Board members that, pursuant to Policy 6.3, LICA signing authority will remain with the Table Officers: Andrea Woods, Kristy Tetreau and Monty Moore.

**6. FEEDBACK ON MEETING:**

Feedback was provided by those in attendance.

**7. UPCOMING MEETING DATES:**

- May 19, 2016 – 9:00 a.m.to 4:00 p.m. – Orientation & Development
- June 2, 2016 – 9:00 a.m. – Board Meeting
- June 9, 2016 – 9:00 a.m. to 4:00 p.m. - Strategic Planning

**8. ADJOURNMENT:**

The meeting adjourned at 12:10 p.m.