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## **Board of Directors**

### **MEETING MINUTES**

**Thursday, January 7, 2016 – 9:00 a.m.**  
**LICA Board Room**

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- Present:** Andrea Woods, Board Chairperson  
Wayne Bamber  
Robert Deresh  
Mildred Dunham  
Darlene Gates (Excused at 1:10 p.m.)  
John Ilchuk  
Paul Kip  
Monty Moore  
Harold Ross  
Dana Swigart  
Kristy Tetreau  
Colin Woods
- Observers and Guests:** Roxane Bretzlaff (Excused at 11:30 a.m.)  
Alana Phelps (Excused at 11:30 a.m.)
- Staff and Contractors:** Charmaine Code, LICA Executive Manager  
Carrie Cardamone, LICA Executive Assistant  
(Excused at 11:30 a.m.)  
Lisa Isaacman, BRWA Program Manager (Excused at  
11:30 a.m.)  
Michael Bisaga, Manager, Environmental Monitoring  
Programs (Via Teleconference 10:00 a.m. – 11:30  
a.m.)
- Regrets:** Wilf Tomchek  
Neil Young  
Duane Zaraska

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

Chairperson Andrea Woods called the meeting to order at 9:05 a.m.

##### **1.1 Roundtable Introductions**

##### **1.2 Vision, Mission and Values**

### **1.3 Roll Call**

1.3.1 Charmaine informed the Board of Directors that Duane had called in regarding his absence, also reminding them that Wilf is still away.

Mildred Dunham was designated Alternate for the January 7, 2016 meeting, given Wilf Tomchek's absence.

## **2. APPROVAL OF AGENDA**

**#1 Moved by Harold Ross AND RESOLVED that the Agenda of January 7, 2016 be amended to include:**

**8 – Incamera Meeting to continue discussions regarding Personnel Matter, and Legal Matter from the December 3, 2015 meeting**

**9, 10, 11 – Renumbered from items 8, 9, and 10;**

**and, that the January 7, 2016 Agenda be approved, as amended.**

## **3. APPROVAL OF MINUTES**

**#2 Moved by John Ilchuk AND RESOLVED that the Minutes of the Board of Directors Meeting of December 3, 2015 be approved, as presented.**

## **4. ITEMS FOR DECISION**

### **4.1 Review of Composition of the Board**

The Board of Directors reviewed the composition of the Board, considering if there should be expanded representation from each of the Independent Standing Committees at Board of Directors' meetings.

Policy 5.10 – Committee Reporting Process can be reviewed to include presence and participation of Committee Co – Chair/representative in advisory capacity.

### **4.2 Memo from Executive Manager dated January 4, 2016 with respect to Pre Planning Meetings & Events**

Charmaine reviewed her Memo dated January 4, 2016 in regards to Pre-Planning for upcoming Meetings and Events with the Board of Directors.

**#3 Moved by Colin Woods AND RESOLVED that the following recommendations of the Executive Manager as contained therein be approved:**

**“That the following dates and times be approved for the meetings and events as listed:**

- 1 - Annual General Meeting: Thursday, April 14, 2016, or alternately on April 7, 6, or 13, 2016, if required; with the AGM being held in Bonnyville.**
- 2 - Organizational Meeting (within 14 days of AGM): Thursday, April 21, 2016 - 9:00 a.m., or alternately the Thursday of the first full week following the AGM.**
- 3 - Inaugural Board Meeting: Thursday, April 21, 2016 immediately following the Board’s Organizational Meeting, with the date to be determined once the AGM date is finalized.**
- 4 - Budget Review Meeting: Immediately following the April, 2016 Board of Directors Inaugural Meeting.**
- 5 - Committee Meetings: Request that meetings be held in the three weeks immediately following the Board’s Organizational Meeting of April, 2016.**
- 6 - Board and Committee Orientation & Development (within 2 months of AGM): Thursday, May 19, 2016 – 9:00 a.m. – 4:00 p.m.**
- 7 - Strategic Planning: Thursday, June 9, 2016 – 9:00 a.m. – 4:00 p.m.**
- 8 - Social Event: If the Board wishes, Thursday, June 9, 2016 in conjunction with the Strategic Planning Session.”**

**4.3 LICA Annual General Meeting – Guest Speaker**

Board members showed interest in having a CAPP representative speak at the AGM, or alternately Jim Ellis of AER, with other suggestions also noted.

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

**5.1 OSM (Oil Sands Monitoring) Program**

**5.1.1 Correspondence from AEMERA President & CEO dated December 23, 2015 providing a Year End Update to Oil Sands Community Leaders & Stakeholders**

Mike Bisaga reviewed Jay Nagendran’s Year End Update to Oil Sands and Community Leaders & Stakeholders with the Board of Directors.

**5.1.2 Governance review (Stratos Inc., July 2015) – Interested Party Expectations of AEMERA**

Mike Bisaga outlined the AEMERA governance review recently completed for that agency.

Mike also advised Board members of the upcoming launch of AEMERA's microsite containing a Community Report.

**6. PRESENTATIONS**

**6.1 Airshed Zone (AZ) Report**

**6.1.1 Airshed Zone Meeting Minutes – November 25, 2015**

Board of Directors reviewed the Minutes from the November 25, 2015 meeting.

**6.1.2 Projects and Operations Update – December, 2015**

Mike Bisaga provided an update on Airshed Projects and Operations, advising that AEMERA has requested a 2016 – 17 Work Plan and Budget from the LICA Airshed Zone.

**6.2 BRWA Report**

**6.2.1 Projects and Operations Update – December, 2015**

Lisa Isaacman provided a BRWA Projects and Operations Update with Board Members.

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

**7.1 Board Chairperson's Report**

Andrea Woods, Chairperson, provided her report for December, 2015.

**7.2 Executive Manager's Report**

Executive Manager, Charmaine Code, provided her report for December, 2015.

**7.3 Table Officers Report**

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

Board members reviewed EIC Expenses for 2015.

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

### **7.5.1 Policy Awareness – Policy 5.2 - Policy Making**

As a matter of Policy awareness, Board Members reviewed Policy 5.2 – Board Structure and Composition.

## **7.6 Synergy Alberta**

## **7.7 Treasurer's Report**

### **7.7.1 Accounts Receivable Report to December 22, 2015**

The Accounts Receivable Report to December 22, 2015 was presented by Monty Moore.

### **7.7.2 Comparative Income Statement to December 22, 2015**

Charmaine presented the Comparative Income Statement to December 22, 2015.

## **8. INCAMERA SESSION**

**#4 Moved by Harold Ross AND RESOLVED that the Board, along with the Executive Manager, go Incamera at 11:30 a.m. to continue discussions regarding Personnel Matter, and Legal Matter from the December 3, 2015 meeting.**

**#5 Moved by Harold Ross AND RESOLVED that the Incamera session conclude at 2:25 p.m.**

**#6 Moved by Harold Ross AND RESOLVED that the Board meet January 21, 2016 at 9:00 a.m. for a special Annual General Meeting Planning Meeting.**

## **9. FEEDBACK ON MEETING AND ROUNDTABLE DISCUSSION**

Feedback was provided by all.

## **10. NEXT MEETING DATE**

February 4, 2016 – 9:00 a.m. – Board of Directors Meeting

## **11. ADJOURNMENT**

The Meeting adjourned at 2:30 p.m.