

WUQWATR Board Meeting Minutes – January 21, 2020

1:00 p.m. Conference Call

Present: Sherwin Petersen, Sandra Bathgate, Jim Elliott, Rod Halyk, Tom Fink, David Sloan and Garth Burns

Absent: Barry Gunther, Delbert Schmidt, Sharon Rodenbush, Lori Bresciani and John Langford

Staff: Melissa Bramham

Guest:

1. Call to Order

The meeting was called to order at 1:04 p.m.

2. Self Declaration For Conflict of Interest

There were no self-declarations for conflict of interest to the agenda of the meeting.

3. In Camera Session

Motion (Burns/Fink) (M/S/C) that the session be tabled to the next meeting.

4. Adoption of Agenda

Motion (Petersen/Bathgate) (M/S/C) that the agenda be adopted as presented.

5. Minutes of October 11, 2019

Motion (Elliott/Burns) (M/S/C) that the minutes of October 11, 2019 be adopted as presented.

6. Business Arising

- a. Board Governance/Bylaws and Policies/Procedures

There are two governance training sessions. Tom, David, Melissa and Jim will attend January 28/29 in Regina. Sharon and maybe Rod will attend February 25/26.

Jim will send out recent bylaws from April 2016. Suggested changes for 2021 AGM would be that the AGM date be set to within 15 months of the previous AGM.

Jim will send out all previous draft and approved policies to Board so that they can be incorporated into new policy binder along with others suggested by USWA review.

Motion (Petersen/Fink) (M/S/C) that the bylaws be changed to align with ISC guidelines.

We will try to capture some rules in policy and this will be done by the governance committee. Job descriptions are being developed by General Manager and will be reviewed by Executive Committee. With a new job description for General Manager, the evaluation process for annual review of General Manager will need to be updated. Other policies should include non-partisan position, salary grid, conflict of interest, banking/financial, credit card, branding. The binders should be in print and electronic. They will house policies, bylaws, minutes, financial statements, audit and other relevant documents. There was also a need to have a check list to identify what might be missing at this point.

Motion (Halyk/Petersen) (M/S/C) that the General Manager develop the document binder with the Governance Committee to assist.

b. Review of 2020 Budget

There needs to be a review of the membership fees for WUQWATR.

Motion (Petersen/Bathgate) (M/S/C) that the membership fees for the coming year be the following:

Large Urban	\$0.10 per capita
Small Urban minimum	\$100
200-500	\$150
501-1000	\$175
1001-1500	\$300
Rural municipalities	\$300
Business	\$300
Non-profit Organizations	\$100
C & D	\$150
Individuals	\$ 25

These budget adjustments will be put into the 2020 by the General Manager. Any other questions or suggestions are to be submitted to the General Manager. The General Manager will be sending out the draft in the coming days.

c. Date and Location of AGM

Motion (Halyk/Burns) (M/S/C) that the 2020 AGM will be held in Manitou Beach on April 8, 2020. The time will be 5:00 p.m. for supper and 6:00 p.m. for the meeting.

d. Future of Watershed Advisory Committees

Motion (Petersen/Bathgate) (M/S/C) that the executive recommendation options of 4,5,6,7 be included in the updating of the policy items and changes of the bylaws be done to fulfill that change.

Option 5

Establish a membership committee derived from the full board and make necessary efforts to dissolve WACs. Simplify and focus on driving committee work. Focus on member and region communications.

Option 4 & 6

Develop Nominating Committee of WUQWATR Board members last to be elected to the Board at the previous AGM. Committee to recruit Board members whether existing board members or new persons. To use the existing based WACs as regions to select maintain the regional representation and the equitable distribution between rural, urban and associate. No nominations from the floor. Committee to ensure candidates are qualified. Represent a paid member for the appropriate Rural, Urban or Associate member categories. 18 years of age. Have an interest in watershed protection. Desirable to have someone with a background in water related issues.

Nominating Committee reports nominees and they are all elected at the AGM. Four different colored voting cards to members from each region. Only the member delegates from each region are eligible to vote for the board member for their region.

Use the existing Board member election rotation as the basis to invoke and continue election process.

Option 7

Develop a system, if there is a vacancy during the year the board can appoint a representative to fill the vacancy until the next AGM. Preference will be to select a person from the vacant region and priority to a person with the background for the appropriate vacancy. At the next AGM the vacancy shall be open for nomination the same as dealt with in the same manner as normal Board positions up for election in that year.

Prepare an amendment to the bylaws to implement the modification for 2021. The amendments would be presented at the 2020 AGM and fully implemented the following year. The basics are to be in the Bylaws with details outlined in a drafted Board policy. There also needs to be a trigger mechanism to attend to something contentious at the watershed level. This should be initiated by either the three board members, the community, the General Manager or the Chairperson.

- e. Appointment of 2019 Auditor

Motion (Elliott/Bathgate) (M/S/C) that WUQWATR appoint Amy Jane Lunov from Moose Jaw as our 2019 auditor.

- f. Purchase of QuickBooks Desktop

Motion (Fink/Burns) (M/S/C) that WUQWATR purchase Quickbooks Desktop version for 2020.

7. Correspondence

Motion (Halyk/Fink) (M/S/C) that we acknowledge the letter from U of S dated December 20, 2019 and that we make a presentation of it at our AGM.

8. Upcoming Seminars and Conferences

Motion (Elliott/Burns) (M/S/C) that we approve the attendance of 9 people to the Prairie Water & SAW Conference in Saskatoon on January 23/24, 2020.

It was identified that Fred Clipsham would not be getting the SAW Watershed Stewardship Award this year but was recommended that his name be put forward again next year. And with the inability to work with the Federated Cooperative on the Waste Reduction Council award this year, we consider something for the following year.

Motion (Fink/Petersen) (M/S/C) that we approve that David Sloan and Sandra Bathgate attend the Prairie Water Summit in Saskatoon on February 4, 2020.

9. Reports

a. ALUS Report

Motion (Burns/Halyk) (M/S/C) that this presentation be tabled to the Strategic Planning Meeting.

Motion (Fink/Burns) (M/S/C) that the GM recommendations be moved to the Strategic Planning Meeting. GM Recommendations to the board for further engagement and goal setting:

- Board members to assist WUQWATR advocacy efforts by talking openly as to how our organization functions and serves our watershed and the people
- Committees to encourage membership growth within your local communities
- 3. Short, succinct conversations can have a great impact. All efforts matter!
- 4. Attempt to make one meeting annually to your local RM, RV, town or city. This can be done in tandem with the WUQWATR GM or Communications Specialist.

b. Financial Report

Motion (Bathgate/Elliott) (M/S/C) that the Balance Sheet as of December 31, 2019 with total assets of \$182,634.92 be approved.

Motion (Halyk/Fink) (M/S/C) that the Profit Loss Statement – January – December 2019 with a net profit of \$43,997.42 be approved.

Motion (Fink/Petersen) (M/S/C) that the Account QuickReport for October – December 2019 with a total of \$ - 4,157.43 be approved.

Motion (Halyk/Burns) (M/S/C) that the Income Expense Statement as of December 31, 2019 with a net profit for 2019 of \$5142.00 be approved.

c. Reports from Watersheds

The BMP process has not been completed yet.

Motion (Burns/Petersen) (M/S/C) that all other reports be tabled to the next meeting.

d. SAW Report

There was a meeting with the Minister of Agriculture about an upgrading in funding. There was a thought to encourage the participation of the Touchwood Hills Tribal Council in WUQWATR. The SAW conference is January 23/24th. They are still trying to include the other watersheds. Resolutions are to go to the AGM in June 2020.

Motion (Fink/Burns) (M/S/C) that WUQWATR acknowledges the verbal report.

e. Strategic Planning Meeting

Motion (Burns/Fink) (M/S/C) that the next board meeting is March 4, 2020 and that the next day, March 5, 2020 be the Strategic Planning Meeting. There would be presentation from WSA, SAW, ALUS and MOA.

On the evening of March 4th, there was to be a presentation from Margot Hurlbert and Kerri Finlay about Resilient Land and Water Futures.

Motion (Fink/Burns) (M/S/C) that we approve rooms for evening of March 4th for out of town board members.

10. Committees

a. Entrepreneurial Committee

Motion (Fink/Burns) (M/S/C) that the application to the Waste Reduction Council award be deferred until their next submission period.

11. Adjournment

Meeting was adjourned at 3:40 p.m.