

## 12<sup>th</sup> Annual General Meeting

June 13, 2019; 12:30 – 4 pm

Crowfoot Room, Medicine Hat College, 299 College Drive SE, Medicine Hat

Present: Directors of the Board -10 (Ron Linowski, recording); SEAWA members – 6; Staff – 4; and Randi Perry, Burns Valkenburg & Associates

### Minutes

1. Welcome

Garry Lentz, Chairman, called the meeting to order at 1:05 pm and welcomed the audience.

2. Adoption of the Agenda (**Doc1**)

Moved to adopt the agenda by Alf Belyea; seconded by Diane Harty CARRIED.

3. Adoption of minutes: Annual General Meeting June 14, 2018 (**Doc2**)

Moved by Olivia Sederberg to adopt the minutes of the Annual General Meeting, June 14, 2018; seconded by Audrey Goodwin CARRIED.

4. Chairman's report

Moved to adopt the Chairman's report by Karen Saffran; seconded by Stuart Murray CARRIED.

5. Financial Report (**Doc3**)

Randi Perry, Burns Valkenburg & Associates presented the Financial Statements as at March 31, 2019.

Moved to approve the Financial Statements, March 31, 2019 by Brian Frey; seconded by Karen Saffran CARRIED.

Moved to re-appoint Burns Valkenburg & Associates to do SEAWA's bookkeeping and Review Engagement, by Alf Belyea; seconded by Ron Linowski CARRIED.

6. Approval of proposed amendments to the Board of Directors Terms of Reference – Conflict of Interest Section (**Doc4**)

Section 8. Conflict of Interest

Conflict of interest is defined as a situation or circumstance that places or may be perceived by others as placing a Director or committee member in a position where his or her personal interest may influence his or her decisions or actions in carrying out his or her responsibilities as a Director or member.

To assure the objectivity of the Board or committees and maintain public confidence in the integrity of the SEAWA, Board or committee members must avoid any conflict of interest, or perception thereof, with respect to their fiduciary responsibilities.

- a. No Board member shall receive any direct financial benefits from the SEAWA, personally or by a company or group with which they are associated, from the business of the SEAWA.
- b. Board members shall not use their positions to obtain employment within the SEAWA for themselves, family members, or close associates.
- c. Board members are responsible for declaring a conflict of interest, or perception thereof. Such declaration is to be made in an open meeting prior to Board and committee discussion and decision of the subject and shall be recorded in the minutes.
- d. In the event of an actual or perceived conflict of interest by the Board or Committee, the party will not participate in discussion or decisions on the subject and shall be recused from the meeting.
- e. Board procedures shall assure the public equal access to information, not limited under *Freedom of Information and Protection of Privacy (FOIP) Act*.

Moved to adopt the Conflict of Resolution sections in the Board of Directors Terms of Reference by Stuart Murray; seconded by Greg Heebner CARRIED.

7. Presentation – Riparian Areas Restoration Project Update

Marilou Montemayor, Executive Director, presented a summary of McKinley, Yeast, Sauder reservoir, Connaught Pond, Krauss, and Saratoga restoration projects under the RFCPP and WRRP. The final report of the RFCPP riparian restoration project is available on SEAWAs website, [www.seawa.ca](http://www.seawa.ca), Project Page, Project Reports.

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8. Nomination report; candidates introduce themselves; election

Nominations:

Land resource, Industry (1) – no nomination

Licensee, Irrigator (1) – Mike Zmurchyk (SMRID)

Licensee, Non – irrigator (1) – no nomination

Municipal Government, Urban (2) – Greg Paxman (City of Medicine Hat)

Environmental Non-government Organization (1) – Tina Regehr (Grass Naturalists)

Provincial government (2) – Audrey Goodwin (AEP)

Federal government (1) – no nomination

Members-at-large (2) – Karen Saffran, Olivia Sederberg

Aboriginal (1) – no nomination

Academic institution (1) – Brent Smith (Medicine Hat College).

The Chairman requested for any other nominations to each seat three times then closed the nomination. Vacant seats were filled by acclamation.

Moved to accept the nominations, and the new directors of the board by acclamation, by Stuart Murray; seconded by Alf Belyea CARRIED.

9. Appointment of two SEAWA members as auditors for 2019-2020

Moved to appoint Brian Frey and Mike Zmurchyk as member auditors by Martha Munz Gue; seconded by Olivia Sederberg CARRIED.

10. Closing remarks was delivered by Ryan Davison, Vice-Chairperson.

11. Moved to adjourn the meeting by Stuart Murray. The meeting was adjourned at 3:30 pm.

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