Alberta Water Council Process Guidelines

Alberta Water Council documents referenced in these guidelines:
- Bylaws and Articles of Incorporation
- Stakeholder Support Policy
- Statement of Opportunity Guidelines

1   About the Alberta Water Council

The Alberta Water Council is a multi-stakeholder partnership with Members from governments, industry, and non-government organizations. All Members have a vested interest in water. The Council was created in 2004 under Ministerial Order by Alberta's Minister of Environment. It is one of three types of partnerships established under the *Water for Life* strategy; the others are Watershed Planning and Advisory Councils, and Watershed Stewardship Groups. In November 2007, the Council incorporated as a not-for-profit society under Alberta's *Societies Act.*

The Council monitors implementation of the *Water for Life* strategy and champions achievement of the strategy's goals. The structure of the *Water for Life* strategy is based on a strong relationship between three goals:
- Safe, secure drinking water supply
- Healthy aquatic ecosystems
- Reliable, quality water supplies for a sustainable economy

and three key directions in water management practices that are intended to achieve these outcomes:
- Knowledge and research
- Partnerships
- Water conservation

The Council also advises the Alberta Government, stakeholders and the public on effective water management practices and solutions to water issues, as well as on priorities for water research. Where there the Board agrees, the Council may advise on government policy and legislation. However, the Government of Alberta remains accountable for the implementation of the *Water for Life* strategy, and continues to administer water and watershed management activities throughout the province.

For more information on the Council's structure and mandate, consult the bylaws and the business plan, available online at www.awchome.ca.

Vision
All Albertans are water stewards, working together to ensure safe, healthy and abundant water for a high quality of life for future generations.

Mission
The Alberta Water Council is a stakeholder partnership that provides leadership, expertise and advocacy, to engage and empower individuals, organizations, business and governments to achieve the outcomes of the *Water for Life* strategy.

Values

The Alberta Water Council, individually and collectively, is guided in its activities by a desire to be:

- **Collaborative:** The Council will work with individuals, organizations, businesses and governments to build agreement.
- **Fair:** The Council will not be biased toward any individual, organization, business or government.
- **Innovative:** The Council will bring together expertise and experience to find the best solutions to provincial water management issues.
- **Respectful:** The Council will value all ideas and attitudes.
- **Timely:** The Council will respond to issues in a timely fashion.
- **Transparent:** The Council will be visible and accessible with established processes to bring issues forward and to communicate Council activities.
- **Trustworthy:** The Council will earn public trust as an independent advisory body to government, stakeholders and the public, supported by credible data and information.

Goals

1. Alberta has an effective, adaptive water management system which enables the achievement the three *Water for Life* goals.
2. Albertans are empowered and engaged in creating shared solutions to the challenges of managing our water and watersheds.

Objects

The objects of the Society are to:

- Develop, recommend and advise on policies to ensure integrated and comprehensive support for effective watershed management systems in Alberta;
- Advocate for and catalyze improvements to Alberta's watershed management systems;
- Identify priority water knowledge and research needs in Alberta and advocate that these needs be met;
- Support and enhance the effectiveness of local and regional watershed groups;
- Influence Albertans and sectors to improve their water management practices and performance;
- Guide, assess and report on the effectiveness of the implementation of the *Water for Life* strategy.
- Act in any capacity under any legislation, regulations or Ministerial Order delegating authority to the Society;
- Enter into any arrangements with any authorities, industry participants, or otherwise which are conducive to the attainment of the objects of the Society or any of them, and to obtain from any such authority any rights, privileges, and concessions which the Society determines is desirable to carry out, exercise and comply with such arrangements, rights, privileges and concessions;
- Receive, sell, manage, invest, lease, mortgage, dispose of or otherwise deal with the property of the Society.

Understanding Who's Who with the Alberta Water Council Association:

Throughout this document, the following terms are used to refer to specific groups or individuals:

Council
The organization called the Alberta Water Council Association.

Member
An organization or group of organizations that have applied for membership on the Alberta Water Council Association (AWC) and have had their request granted. A Member of the Council may be a single organization or a group of organizations. For example, the nine Watershed Planning and Advisory Councils (WPACs) are a single Member of the Council. In this case, the Council Member is the "WPAC Collective" which includes all nine organizations. Throughout the document, *Member* with an uppercase *M* is used to refer to Members of the Alberta Water Council Association.

Directors and Alternates
Each Member of the Council appoints a Director and, if desired, an Alternate Director, to represent them in governing the affairs of the Council. The WPAC collective is represented by a Director and an Alternate Director, whom they have selected.

Board of Directors, or Board
Collectively, the Directors and Alternates who manage the affairs of the Council are called the *Board of Directors*, or the *Board*.

Sector
Each Member of the Council speaks for a specific part of society that has an interest in water. The word *sector* refers to that part of society. For example, CAPP (a Member of the Council) represents the oil and gas *sector*.

Broad Category
Members of the Council are organized into four *broad categories*, based on similarities between their sectors. The four broad categories are: (1) industry, (2) government, (3) non-government organizations, and (4) the Government of Alberta and Provincial Authorities. The four broad categories are defined in the Council's bylaws.

Throughout this document, the word **participant** is used to refer collectively to those who are directly involved in some aspect of the affairs of the Council. *Participants* include Members, Directors, Alternates, project team members, committee members, and working group members.

In addition to those organizations that are Members of the Council, other groups and individuals may have an interest in the work of the Council. Throughout this document, the term **stakeholder** is used to refer to those groups that are interested in the work of the Council, but who may or may not participate directly in the work of the Council. Stakeholder groups with a specific interest in a Council project or topic would likely be asked to participate on a project team considering that topic.

Except when discussing specific aspects related to committees, working groups and project teams, this document uses the term **teams** to apply to all Council committees, working groups and project teams.

2 Why Have Process Guidelines?

When the Council affirmed its desire to incorporate as a not-for-profit society, it was agreed that process guidelines should be developed and adopted by the new organization. This document, a companion to the bylaws, describes in a general way the roles and responsibilities of the Board, project teams, working groups, committees and staff. It also identifies the practices and procedures that Council participants are expected to follow. In a few places, the process guidelines reiterate content in the bylaws to provide additional context and clarity. These guidelines are flexible and thus it is acceptable, with approval of the Board, for the practice to differ from these guidelines on occasion. Flexibility is a key principle in consensus decision making.

Although the Council has been operating for several years, participants change and new teams are formed on a regular basis. These guidelines were developed to:
- Formally describe the Council's practices and procedures, thus ensuring all participants have the same information.
- Help the Council's Board of Directors, teams and staff understand their roles and responsibilities as well as the expectations of them.
- Provide the public and Council stakeholders with an overview of Council processes and practices.

The process guidelines will be reviewed every three years but can be updated between reviews, as the need arises.

3 General Process Guidelines

The Council has established certain practices and procedures that apply to all aspects of its work and which all participants are expected to follow; these pertain to decision making and confidentiality.

3.1 Decision Making

3.1.1 Consensus
The Board and all of its project teams, working groups and committees operate by consensus in which participants work collaboratively to find solutions that are in the best interests of everyone. Consensus is reached when everyone agrees they can live with the outcome, although the decision may not achieve all the desired outcomes of every sector. Those who have been part of the process of reaching consensus are expected to uphold those agreements and champion them to their sector stakeholders and others.

Consensus is possible only when the conditions regarding a quorum are met. For the Board, a quorum exists when 55% of Directors or their Alternates are present and all four broad categories are represented (Government of Alberta and Provincial Authorities, government, industry, and non-government organizations). Further, when a decision that could significantly affect a particular sector is pending, a representative from that sector must be present when the decision is made.

For project teams, working groups and committees, at least one representative from each broad category must be present to have quorum and for consensus to be achieved. One or more representatives indicating a lack of support for a decision means that consensus is not reached.

In working toward consensus:
- All working group, project team and committee members must have a reasonable opportunity to participate in discussions and review proposals before they are brought forward as recommendations to the Board.
- Participants in Council work are responsible for bringing forward their sector's perspective, including any potential concerns, as early in the process as possible.
- Those who do not support the direction or decision are expected to explain what they cannot agree to, provide the rationale for their position, and offer alternative solutions or changes that would make the idea acceptable.

The chair of the Board or team will ensure that everyone has an opportunity to be heard, and that silence is not taken as agreement. When consensus is reached, the agreement will be noted in the minutes.

3.1.2   When consensus is achieved

When a team reaches consensus on their work, they will usually submit a report to the Board for approval outlining their thoughts and recommendations. Formats and types of reports will vary widely, but they should all be well-written and have the consensus support of the team. Because teams are composed of those sectors that have an interest in the issue being considered, reports being submitted for approval should generally have the support of the Board, as written.

From time-to-time, minor edits to team reports such as wording changes, formatting adjustments or grammatical edits may be necessary. Directors and Alternates may suggest these minor changes at the Board meeting. If the Board has consensus agreement to incorporate the suggested minor changes, a new version of the report will be prepared by Council staff and the communication plan will be executed. The report will not come forward to the Board again for review.

If the Board feels that there is consensus support for the content of a report, but more substantive changes are required, Council staff will coordinate the necessary revisions and a new version of the document will be tabled at the next Board meeting for approval. The communication plan would be executed after the report is approved.

3.1.3   When consensus cannot be achieved
a) When a team is unable to reach consensus

If a team is unable to reach consensus, the co-chairs and project manager can propose a path forward for the team to discuss. Options will depend on the issue and the circumstances. One option is tabling the matter for future discussion, particularly if there are other related items under consideration. Another option would be to take it to the Board for advice and direction.

If the team feels they cannot resolve the issue, they will develop a non-consensus report to take forward to the Board. It should contain:

- the areas of consensus
- the areas of non-consensus
- alternative solutions or changes that would make the original idea acceptable to the various sectors.

The Board may decide to ask the team to try again to reach consensus or the Board may make a decision based on the team's input.

b) When the Board is unable to reach consensus

When the Board cannot reach consensus on all or part of a policy matter that requires a decision, the matter will be referred to the Minister of Environment, who will determine which, if any, other Ministers need to be consulted to make a decision. When matters are referred in this way, the referral to the Minister will describe:

- The decision being requested of the Minister;
- The areas of consensus;
- The areas of non-consensus;
- The various positions on the matter; including proposed alternative solutions that would make the matter acceptable; and
- The positions of other Members on those alternatives.

3.1.4 Voting

Consensus is the usual way in which the Board of Directors makes decisions. However, when consensus is not achieved on **administrative matters only**, a vote will be taken and requires a) that there be quorum, and b) a majority of 2/3 of the directors support the decision. "Administrative matters" includes all approvals required to confirm the ongoing operations of the Council including, but not limited to:

- Approval of minutes
- Approval of agendas
- Appointment of an auditor
- Addition of a Member to the Association
- Removal of a Member from the Association

3.2 Transparency and Confidentiality

Transparency and confidentiality are important factors in deliberations of the Council and its teams. Council discussions are a critical means to help participants better understand the positions of others. To encourage and support open and candid dialogue, the Council adheres to the following guidelines with respect to transparency and confidentiality:

- Participants are encouraged to speak frankly, collaboratively and openly at meetings to communicate their sectors' interests related to a topic.
- Comments, discussions and decisions at meetings will be recorded in the minutes without individual attribution, unless requested. However, those individuals making presentations associated with a specific agenda item will be identified in the minutes. For example, co-chairs presenting a team's final report to the Board or those who provide informational presentations to the Board or a team would be identified in the minutes.

- Participants will not attribute specific comments to others in any discussions they may have outside meetings, but their own sector interests on issues may be discussed.
- Participants must identify as such, confidential material they may wish to share with the Board or with their team members and how it will be used, and the Board or team must agree to accept the confidential material.
- If interim or draft reports are released publicly, they will be clearly designated as drafts. Teams should decide by consensus on the need for making interim or draft reports public. One option for updating the public if the team's work is extended is to prepare a shorter, consensus progress update.
- Participants are encouraged to share draft documents within their sectors as part of the consensus building process, but such documents should clearly indicate the degree of consensus on the material and whether the document can be made public.

Following approval by the Board, Board minutes and meeting summaries are public documents and are available on the Council's website.

4   Process Guidelines for the Board of Directors

4.1   Accountability, Authority and Reporting

Accountability is a key principle in the consensus decision-making process. The Council is accountable, through its Members and partners, to the people of Alberta for its decisions. Council participants are accountable to the sectors they represent, to each other, and to the process. As part of this accountability to the sector, Board and team members must represent their sectors' views at meetings and report back to them on a regular basis.

In November 2007, the Council incorporated under the *Societies Act* as a not-for-profit society. The objects and bylaws were approved by consensus of the Board and describe the legal obligations of the Board of directors.

To maintain accountability to all stakeholders, reporting is an important function of the Council's Board. The annual report is distributed to all Members of the Council and to other interested parties on request. It is also posted on the Council's website. Final reports and recommendations prepared by teams and approved by the Board are made public according to the timing outlined in their approved communication plans. Consultation workbooks, summaries and other public outreach materials will be made public via the website upon their approval by the Board.

4.2   Membership on the Council and the Board of Directors

The Council is comprised of Members from four broad categories, as specified in the bylaws (industry, non-government organizations, Government of Alberta and provincial Authorities, and government). This ensures a wide range of views and reflects the multi-stakeholder nature of water use and management in Alberta. Each Member of the Council can name one Director and one Alternate Director to represent them on the Council's Board of Directors. The bylaws also specify that the Board can have a minimum of six Directors and a maximum of 32 Directors.

4.2.1   Addition of Members to the Council

Consensus is used to add new Members to the Council, whether it is to represent a new sector or to replace a vacant sector. Any organization(s) wishing to join the Council should submit a letter of application to the Secretary-Treasurer (this is usually the Executive Director) outlining

their interest in water and why they wish to join the Council. The Secretary-Treasurer will review the application for completeness and arrange for it to be considered at an upcoming Board meeting. If the Board fails to reach consensus on the addition of the new Member, a vote can be taken as described in the bylaws.

4.2.2   Removal of Members from the Council

Any Member wishing to withdraw from the Council may do so by giving written notice to the Secretary Treasurer. Their membership will end on the date requested in the letter or upon its earlier acceptance by the Board.

The Board of Directors may suspend or expel a Member of the Council as described in the bylaws. This is expected to be extremely rare and will only occur after the Executive Director has reviewed the situation and put forward a recommendation to the Board. Suspension or expulsion of a Member would be considered if a Member has failed to participate in good faith as described in these process guidelines and has damaged the operation or credibility of the Council.

4.3   Selection of Directors and Alternate Directors

Each Member is responsible for appointing a Director and, if desired, an Alternate Director, to represent them on the Council's Board of Directors. This self-selection process ensures that each sector's views are well-represented at the table and encourages ongoing communication between the Director and their sector.

Each Member has its own process for selecting its Director and Alternate Director. Where the Member is a single organization, that organization is responsible for identifying and selecting their representatives through their own internal process. Where membership is shared by several organizations, these organizations will have to work together to select their representatives. The Executive Director can assist with this process if required. Directors and Alternates are expected to liaise with their Member to periodically confirm their ongoing representation. Representation is confirmed each year at the Council's Annual General Meeting.

Directors and Alternates should have the following attributes:

- Be knowledgeable about water, watershed function and sector use of water.
- Be able to represent the interests of their sector while working creatively and constructively with others towards a common goal.
- Be able to effectively communicate the work of the Council to others in their sector.
- Have the time required to complete the work of the Council.
- Respect the opinions and experience of others on Council.

In selecting their Director and Alternate Director, Members should review the values that Council Directors and Alternates are expected to share, as well as their roles, responsibilities and expectations, described below. These roles and responsibilities should guide organizations in selecting their Director and Alternate Director.

Directors and Alternates do not have a specific term of office and essentially serve at the pleasure of the Member they represent. Turnover is expected to occur through normal attrition and change. If a

Director or Alternate steps down, the Member can fill the vacancy at any time through their selection process, following which they need to notify the Executive Director of their new representative.

4.4   Board Duties and Obligations

The Board of Directors has a number of duties, including understanding the Council's organizational documents and activities, procedural rules, policies and decision-making processes. The Board's fiduciary duty means that Directors must act honestly and in good faith, with a view to the best interests of the organization. Directors also have statutory responsibilities, as prescribed by certain statutes. These include, but are not limited to, legislation related to employee source deductions, employment standards, goods and services tax, and environmental protection. The Executive Director is responsible for briefing new Directors and Alternates, who are expected to make time for these important orientation sessions to ensure they are familiar with their duties and obligations. Directors and Alternates must sign a declaration indicating their understanding of and intent to abide by the Council's *Process Guidelines* and the various documents referenced within them.

The Director is expected to take a lead role in attending and participating at the Board level. The purpose of the Alternate Director position is to act in place of the Director if he or she is unavailable. Both the Director and Alternate are welcome to attend meetings and both are eligible for stakeholder support, as described in the Stakeholder Support Policy. However, if both are present at a Board meeting, the Director will take the lead in participating in Board discussions and the Alternate will be primarily an observer. Both representatives are expected to take a unified position on issues.

Alberta Water Council Directors are expected to:
- Support consensus decisions made by the Board.
- Not discuss the positions, opinions or suggestions of other Directors in their communications with the media or the public.
- Be personally involved and interested in Council activities.
- Be prepared and empowered by their sector to speak and make decisions on behalf of the sector.
- Accurately represent the interests of their Member and sector.
- Attend Board meetings and be fully informed and up to date about the subjects to be discussed at such meetings.
- Abide by the Council's Conflict of Interest Policy (see section 6).
- Engage in principled negotiation and consensus decision making.
- Have full authority to participate in decision making at the Board level.
- Keep their organizations informed in a timely manner about the Council's work and ensure that their sector has opportunities to provide input.
- Maintain communications and a good working relationship with their Alternate Director.

Alberta Water Council Alternate Directors are expected to:
- Assume the roles and responsibilities of the Director in the Director's absence.
- Work with and communicate regularly with his or her Director to represent the views of their sector, and to keep each other informed about Council business.
- Take an active role in the work of the Council by participating on teams, championing Council activities and otherwise promoting awareness of the Council and its priorities as opportunities arise.
- Support and engage in principled negotiation and consensus decision making.

- Attend at least one Council meeting annually.

The Board also has certain responsibilities as its own entity. The Board will:
- Set policies on direction and priorities, with a particular focus on the long term.
- Coordinate and commit resources.
- Approve recommendations from teams, which may include specific recommendations to the Government of Alberta as a whole or to its departments or agencies.
- Evaluate the results of its projects and the implementation success of its recommendations.
- Regularly assess progress and Board functioning.

4.5   The Executive Committee

The Council executive committee includes a President, three Vice-Presidents and a Secretary-Treasurer. The President and the three Vice-Presidents are chosen from among the Board's Directors and are appointed so that each broad category has a representative on the executive committee. Each broad category will use its own process to select its executive member and Directors are encouraged to reach consensus on their selection. The four individuals selected by their respective broad categories decide which of them will serve as President.

The terms for the President and Vice Presidents are two years. The Board also appoints a Secretary-Treasurer, which is usually the Council's Executive Director. Specific duties for each executive member are noted in the bylaws. All terms can be renewed.

Minutes from Executive Committee meetings are summarized in the Executive Director's Report which is included as part of Board meeting briefing materials. Approved Executive Committee meeting minutes are not posted to the website, but are available upon request to Directors and Alternates.

Responsibilities of the executive committee include:
- Setting meeting agendas and chairing meetings (the chairing duties are typically shared among two or three executive members at each Board meeting);
- Providing impartial leadership, mainly through focusing on the content of meetings and keeping the Council focused on moving forward;
- Providing guidance to and taking direction from the Board;
- Liaising with Ministers;
- Advocating for and marketing the Council;
- Monitoring Board effectiveness and adherence to policies and procedures;
- Communicating with the media as required; and
- Hiring and reviewing the performance of the Executive Director. (When the Secretary-Treasurer and Executive Director is the same person, he or she will not participate in reviewing the performance of the Executive Director.)

4.6   Board Meetings

4.6.1   Scheduling, Agendas and Briefing Materials

The Board meets at least three times per year, with meeting dates for the upcoming calendar year determined at the last meeting of the previous year. Agendas are prepared by the executive committee. Directors and Alternates may work through their executive committee member to bring items forward for consideration when agendas are being prepared. When

considering approving the agenda at the Council meeting, other items may be added by consensus of the Board.

Briefing materials are distributed to the Board at least two weeks prior to each Board meeting. The materials provided in the briefing binder are intended to facilitate communication between Directors and the sector they represent. Circulation of all or part of the briefing binder within sectors is encouraged to keep stakeholders informed and up to date. Those circulating briefing materials should ensure those receiving them understand the degree of consensus on the material and that the materials are not available to the public.

Normally, the Board will not make decisions on issues that have not been included in the pre-meeting briefing materials. If a Director or Alternate has an issue or concern that he or she wants to present to the Board on short notice, the Board may agree to hear the concern, but will not be expected to make any decision.

4.6.2   Meeting Attendance by non-Council Participants
The Council aims to be open and transparent in its work, and transparency is one of the Council's stated values. At the same time, candid discussions among Directors and Alternates are encouraged and may be necessary to ensure that matters are addressed appropriately.

Project team, working group and committee members are welcome and encouraged to attend Council Board meetings when their work is being discussed. Other observers, particularly those from Council Member organizations, may also be invited to sit in on Board meetings but do not participate in the discussions unless specifically asked. All attendees are expected to advise the Executive Director in advance of the meeting if they will be attending. From time to time, speakers and other guests may be invited at the discretion of the Board. Media are not allowed to attend Board meetings because this can inhibit the ongoing negotiations that are required when using consensus however; the summary notes are posted to the website following their approval by the Board.

4.7   Board Committees
Committees may be struck to address specific, on-going issues or may be established to address "corporate" Council business, such as business planning and communications. All committees follow the same multi-stakeholder, consensus procedures as the Board and its other teams. Committees are slightly different from other Council teams however, in that a Council staff member usually plays a key role in committee's work and has a stake in the committee's results. Board committees are normally made up of Directors or Alternate Directors. An example of a committee formed to deal with a specific issue is the *Water for Life* Implementation Review Committee. The Board agreed that a committee should undertake this work rather than a project team because the reviews will be repeated on a regular basis.

5   Process Guidelines for Working Groups and Project Teams

When the Board agrees to investigate topics or issues in more detail, consistent with its business and operational plans, it establishes multi-stakeholder teams, which is where much of the Council's work is done. These teams reflect the general make-up of the Council and follow the same processes regarding consensus and confidentiality as the Board (see section 3). Working groups and project

teams are supported by a project manager who remains neutral and works in the best interest of the group or team.

5.1   Authority and Accountability

Working groups and project teams report directly to the Board, with the Board giving final approval to all recommendations and serving as the fallback decision makers in the event that consensus cannot be reached at the team level. The work of Council teams is often complex, with negotiations and recommendations in one area potentially affecting those in other areas. Team members may agree generally with the intent of specific recommendations as they work through the team's tasks, but often prefer to reserve final consensus until the full package of recommendations is complete. Nevertheless, teams are expected to work in good faith, in accordance with the process guidelines with the intent of developing recommendations to which all team members can agree. The Process Guidelines will be distributed at the first working group or project team meeting and the minutes will note that team members have understood and agreed to follow them.

5.2   Working Groups

When the Board identifies an issue as a priority, it may form a working group to explore the issue in more detail and report back. A working group's key tasks are to identify the issues, define the problems, propose a preliminary budget, and develop draft Terms of Reference for Board consideration and approval. If the Board approves the draft Terms of Reference, they are posted to the website and a project team is formed to carry out the work described in them. Many of the members of a working group may become part of the project team when the Terms of Reference are approved. The membership of the working group should be broad enough to ensure that all relevant stakeholders are represented in scoping the issue. A template has been developed for use by working groups in preparing their draft Terms of Reference and will be provided by the project manager.

5.3   Project Teams

A project team is a group of stakeholders that has accepted a mandate from the Board to accomplish the tasks specified in their Terms of Reference. Project teams are formed by the Board following discussion and agreement concerning tasks, timelines, funding, deliverables, and membership. The project team identifies the resources needed to fulfill its terms of reference. If funds are needed beyond core support for the team, such as for a conference or specific research, the team is responsible for identifying and securing those funds. Council staff can assist with fundraising efforts as required. Core support covers team costs and expenses associated with providing a project manager, stakeholder support, and hosting meetings.

Occasionally, a team may identify issues that fall outside the scope of its approved Terms of Reference. When this happens, the team has two options:
1. If team members believe they have the resources, time and ability to address the newly-identified issue(s), they can ask the Board to amend their Terms of Reference. They would need to develop a clear rationale for such an amendment and make their case to the Board along with proposed revisions to their Terms of Reference.
2. If they believe they are not the right group to address the issue but that it is important and within the Council's scope of activity, they can recommend an approach for dealing with it in their final report.

In rare circumstances, after approving a team's Terms of Reference, the Board may determine that it could be in the overall interest of the Council to amend the Terms of Reference. In such cases, the

team would be consulted about the specific amendments and given an opportunity to discuss the implications. If agreed to, a revised Terms of Reference would subsequently be issued and posted to the website.

Project team members are encouraged to circulate draft documents within their sectors for comment and information.   Team members will advise those receiving the documents of the degree of consensus, their draft status and whether they can be made public. Team members are asked to use discretion when forwarding materials to their particular stakeholder groups.

Project teams, in collaboration with Council staff, will develop and execute a communications plan that describes how the team will communicate the results of its work, both internally and to a wider external audience. So as not to inhibit the openness required for consensus, approved minutes from these meetings are not available to the public.

5.4   Membership on Project Teams and Working Groups

When a project team or working group is established, its membership should include those sectors that: a) have a stake in the outcome of the work, b) could block implementation of the recommendations, and c) are needed to implement the recommendations. All project teams and working groups must have balanced representation from the Council's four broad categories. This does not necessarily mean there must be an equal number of team members from each broad category, but that each broad category must be satisfied that it is fairly represented on the team.

When the Board agrees to form a working group or project team, Directors are expected to indicate if their sector wishes to participate. If they do, it is up to each Member to identify a suitable individual, using whatever process they have in place to name their representatives. It is not necessary for the Director or Alternate to sit on the team or working group as long as they communicate regularly with their sector's representative. Generally, project teams do not have alternate team members, although there may be circumstances in which alternates are needed to ensure continuity of a sector's participation.

Working group and project team members are expected to:
- Represent a particular stakeholder organization or sector;
- Make constructive contributions that advance the team's goals and objectives, and help others to do the same;
- Report regularly to their sector;
- Brief their sector's Director regularly, including prior to the team's report and recommendations being presented to the Board;
- As appropriate, participate in briefing Directors and Alternates in their broad category;
- Liaise with their sector's participants on the Board and other Council teams to maximize synergy, ensure coordination, and prevent duplication by keeping each other informed; and
- Follow the rules and principles of consensus decision making.

5.5   Team Chairs

Working groups and project teams usually have at least two co-chairs from different broad categories. Co-chairs are chosen by team consensus.

Co-chairs are expected to:
- Set a good example for effective meeting participation;

- Encourage the efforts of others on behalf of the group;
- Listen actively to the contributions of others;
- Summarize and test for consensus on group decisions;
- Work with the project manager to develop agendas and ensure assignment of responsibility for follow-up on decisions and actions from meetings;
- Keep the meeting on schedule to complete the agenda; and
- From time to time, request feedback on meeting process.

6 Conflict of Interest

Council Directors and Alternates should consider whether they may be perceived as personally gaining from a potential outcome of Council work. If so, they are expected to declare their potential conflict of interest and refrain from participating in any discussions or decisions related to it.

Team members should also consider whether they may be perceived as personally gaining from a potential outcome of Council work. If so, they are expected to declare their potential conflict of interest and either remove themselves from the team or at least refrain from participating in any discussions or decisions related to it.

7 Administrative Matters

7.1 Funding and Resources

The Council's work is supported by all participants, whether they contribute time, money or other resources. In-kind contributions are an important part of the support the Council receives, and are tracked and noted in the annual report. In-kind and other contributions come from all four broad categories.

The Council's core funding comes from Government of Alberta grants. These funds cover internal costs approved by the Board and managed by the Executive Director. They include staff salaries, office support, Board and team meetings, and some stakeholder costs. Resourcing (funds, time, expertise, etc.) for specific project team work (i.e., costs approved by teams and managed by project managers) is typically provided by the sectors involved in the project team, or other stakeholders. These costs include things like hiring consultants, undertaking research, and sponsoring workshops or conferences.

7.2 Stakeholder Support

Stakeholder support is available to Directors and Alternates of the Board and to working group, project team and committee participants who are:
1. designated to represent their sector or Member, and
2. requested by the Council to participate.

The purpose of providing financial support is to ensure all stakeholders have an equal opportunity to participate, which is a key principle of consensus decision making.

Every six months, the Board of Directors will be given a list of individuals and groups who received stakeholder support (honoraria and/or expenses) from the Council in the previous six months. This list will be included in the Executive Director's report. The Executive Director's report forms part of Board meeting briefing material, which is not public information.

8 Alberta Water Council Staff

Council staff members provide support to the Board and its teams. Staff members include an Executive Director, project managers, and administrative staff. Council staff have an overall coordination function, including organizing Board meetings, team meetings and completing necessary administrative tasks. All staff remain neutral on all water issues to avoid favouring, or being seen to favour any one sector. Staff members are committed to the collective good of the Council and act as custodians and facilitators of the consensus-based process. The Executive Director or other staff members may also communicate to external audiences on behalf of the Council.

8.1 Executive Director
The Executive Director is responsible for managing the overall operations of the Council. The Executive Director is an ex-officio member of the Board. On a day-to-day basis, the Executive Director reports to the executive committee as represented by the President.

The Executive Director is responsible for:
- Managing Council staff;
- Hiring and assigning staff as required to meet the needs of the Board and its teams;
- Working collaboratively as a member of the executive committee;
- Ensuring the agreed upon decision-making process is followed;
- Bringing important issues to the attention of the Board;
- Providing regular updates and reports to the Board;
- Briefing and orienting new Directors and Alternates on the Council's mandate, operating procedures, and projects, and responding to their questions;
- Helping to maintain and improve the smooth functioning and group dynamics of the Board;
- Implementing communication and consultation activities with the assistance of other staff;
- Coordinating and integrating resources across various teams;
- Advising the Board with respect to its liability, as required for particular situations;
- Managing the fiscal resources of the Council under the direction of the executive committee, and
- Undertaking other specific tasks and authorities as delegated by the Board.

8.2 Project Managers
A project manager is assigned to each team to provide logistical support and capacity to undertake work. Project managers are knowledgeable about all Council processes and procedures and report to the Executive Director or Senior Project Manager.

Project Managers are responsible for:
- Organizing team meetings;
- Working collaboratively with team co-chairs to advance the work of the team;
- Facilitating team meetings, as required (this may also be done by team co-chairs or a consultant);
- Ensuring that the team operates within the Council's consensus process;
- Providing meeting minutes;
- Ensuring the team operates within its Terms of Reference;
- Ensuring the team operates according to a work plan;

- Preparing information sheets, decision sheets, presentations, reports, summaries and other materials as required;
- Collecting and distributing contact information to the team; and
- Obtaining advice from communications staff or the Executive Director as needed.

8.3   Administrative Staff

Administrative staff are responsible for a range of office duties to support the operation of Council. These include providing support to the Executive Director related to budget preparation, expenditure monitoring, forecasting and reporting; and managing the administrative systems of the office.

9   Communications

Generally, the Council regards public and media interest in its activities as desirable, to the extent that it supports and respects its multi-stakeholder processes. Directors, Alternates, and project team members represent the Council collectively where consensus is reached on water issues, and they also represent the interests of their particular stakeholder organizations. Council participants must ensure that their media relations activities respect the consensus based, multi-stakeholder nature of the process.

Communications guidelines assist the Council in being accountable and transparent to public through the media, while ensuring that appropriate levels of confidentiality and trust are respected throughout its processes. The purpose of this section of the process guidelines is to define roles and responsibilities for Council participants in working with the media. The objective is to establish a framework for achieving an effective working relationship with the media.

Whenever possible, the Council will coordinate media activity with sector partners in order to raise awareness of the Councils' role of providing leadership, expertise and advocacy, to engage and empower individuals, organizations, businesses and governments to achieve the outcomes of the *Water for Life* strategy.

9.1   General Roles & Responsibilities

When working with the media, Council participants will:
- Act honestly and in good faith, considering the best interests of the Council.
- Not discuss the positions or opinions of others in their communications with the media or the public.
- Not use disclosure to the media as a means of retribution or negotiation. This is of particular importance when issues of non-consensus arise.
- Consider the long-term reputation of the Council in all their dealings with the media. Messaging should aim to position the Council as a credible, trusted and respected organization by providing information that is objective and factual.

When approached by media for general information on the Council or its processes, participants will refer the request to the Council's Executive Director, who will respond to the issue or identify another suitable spokesperson.

9.2   Communications Support

The following services will be provided by Council staff:

- Work with project teams and the Board to develop and distribute key messages and communications strategies in advance of anticipated media interest on particular initiatives or issues.
- Identify potential spokespersons for particular initiatives and ensure they are properly briefed and prepared with key messages prior to the release of Council products or launch of Council media events.
- Monitor press coverage looking at the volume of articles, the tone, whether the news releases are used, etc.
- When media/editorial content about the Alberta Water Council are inaccurate, the Board may elect to submit a "letter to the editor" to correct the error. Letters representing the views of the Council will be submitted by the Executive Director on behalf of the Council. At all times consideration will be given as to how the correspondence may affect the reputation of the Council. The executive committee will be consulted prior to the submission of such correspondence.
- Monitor the implementation of this policy.
- Council staff, in collaboration with the Executive Committee, will develop an emergency communications strategy in the event of an emerging media issue that will have a significant impact on the Council, its Directors, or stakeholders.

9.3   Communications Guidance for Issues under Discussion

It is understood that Council participants will engage in media relations regarding issues being discussed by the Council. Indeed, this is impossible to avoid as many participants regularly publish water-related information as part of their day-to-day operations. Because many Council participants must speak for both their own sector and the Council, the following principles are proposed to avoid confusion and conflicts-of-interest:

- It is expected that participants will clearly identify for whom they are speaking and that the views expressed are those of their own organization and not the collective views of the team or Council.
- It is expected that participants will not discuss the positions or opinions of others.
- It is expected that participants will not disclose specific conversations on-going at the team or Council table.
- It is expected that participants will not disclose information that has been shared in confidence or that they would not otherwise have had access to.
- Participants may speak about the work plan, Terms of Reference, goals, and intended outcomes of a particular team.
- It is expected that participants will notify the Executive Director when they have taken part in a broadcast interview or if they have been interviewed for a newspaper or other publication regarding Council initiatives.
- Participants will direct the media to the Executive Director on specific questions related to Council processes or operations.

9.4   Communications Guidance for Product Releases

Documents coming forward for final approval by the Board will be accompanied by a draft communication plan. This plan will recommend a schedule for each initiative including messaging, timelines and draft versions of the supporting materials. This process will allow for the strategic release of Council communications materials and provide adequate time to format, print and prepare

final materials prior to distribution. Council staff will distribute the final materials to Directors and Alternates on the identified launch date, at which point they may forward these materials to their stakeholders.

During the product release phase of any project, Directors and Alternates have a responsibility to support the consensus-based communication plan by:

- Endorsing and enabling the communications strategies for both consensus and non-consensus documents, agreed to by Council.
- Adhering to communication and product release protocols related to: (a) product launches, including media conferences, news releases, articles, etc.; and (b) media directives including key timing, key messages and identified spokespeople.
- Promptly contacting the Council's Executive Director when approached by media for information about the Council or for comment on a particular Council initiative.

Special care must be taken in the case of non-consensus report to ensure positive relationships between stakeholders are maintained, despite differences in opinion. In the case of non-consensus reports, participants may speak to the media regarding the interests of their own organizations or sectors, as outlined and detailed in the non-consensus report. In doing so, it is expected that participants will:

- Be clear that the views and opinions expressed are those of their own organization and not those of the Council or the project team.
- Ensure that the release of these communications do not precede the release of the Council's communications materials.
- Highlight areas of agreement and not focus solely on areas of disagreement.
- Speak positively of the multi-stakeholder process and the importance of the work of the Council.
- Notify the Council's Executive Director regarding the timing and content of these releases.
- Not discuss the positions or opinions of others.
- Not discuss the specific conversations that occurred at the project team table.

9.5   Document Distribution

The distribution and availability of Council documents are described in several places within these process guidelines. This information is summarized here for convenience.

Document Type	Distribution Guideline	Section
Terms of Reference	Available to the public via the website, once approved by the Board.	5.2
Project Team Minutes	Available upon request to Directors and Alternates, not public.	5.3
Draft Reports	Circulation within sectors is encouraged for discussion; however the documents are not public.	10.2
Public consultation materials	Workbooks, "What we Heard" summaries, information sheets and other public outreach documents will be available to the public via the website once approved by the Board.	4.1
Board meeting briefing materials	Circulation within sectors is encouraged for discussion; however the documents are not public.	4.6.1 & 7.2
Executive Committee Minutes	Available upon request to Directors and Alternates after approval by the Executive Committee.	4.5
Board Meeting Minutes	Available to the public via the website, once approved by the Board.	4.6.2
Annual Reports	Available to the public via the website, once approved by the Board.	4.1
Final Reports	Available to the public via the website, once approved by the Board and as described in its approved communication plan.	4.1 & 10.3