

# Washington Association of Conservation Districts

## Summary of June Board Actions

- Motion: Cindy Pierce moved to adopt the meeting's agenda with three additional agenda items: "Juneteenth", "Authorization to hire Director of Development & Engagement" & "Authority to provide legal services". Second by John Preston. Motion carried.
- Motion: Alan Chapman moved to approve the minutes from the May and Special June Meeting. Second by Jeff Schibel. Motion Carried.
- Motion: Jeff Schibel moved to approve the treasurer's report. Second by John Preston. Motion carried.
- Motion: Alan Chapman moved to authorize a budget adjustment not to exceed \$51,000 for PMC expenditures. Second by John Preston. Motion carried.
- Motion: Doug Rushton moved to approve the new reserve policy as presented. Second by Mary Collins. Motion carried.
- Motion: Alan Chapman moved for the Board to adopt the LGIP resolution as well as LGIP authorization form, and authorize Treasurer Fenn and Executive Director Salzer to sign the two forms with five authorized signatories as per WACD policy. Second by Cindy Pierce. Motion carried with Lisa Zaborac abstaining.
- Motion: Alan Chapman moved to approve the draft FY 2024 work plan as presented. Second by John Preston. Motion carried.
- Motion: John McLean moved to authorize the creation of a Director of Development & Engagement position. Jeff Schibel seconded. Motion carried.
- Motion: Alan Chapman moved to approve the FY24 Conservation Commission and WACD lobbyist contracts. Second by Mary Collins. Motion carried on a voice vote.
- Motion: Mary Collins moved to approve the proposed COLA figures. Second by Cindy Pierce. Motion carried.
- Motion: John McLean moved to approve the proposed merit increases for WACD staff. Second by Doug Rushton. Motion carried on a voice vote.
- Motion: John Preston moved to adopt a 10% price increase for PMC plant sales. Second by Jerry Kolke. Motion carried. Cindy Pierce abstains.

- Motion: John McLean moved to authorize the Executive Director to search for and hire a Director of Development & Engagement. Second by John Preston. Motion carried on a voice vote.
- Motion: Doug Rushton moved to authorize the Executive Director to enter into a contract with CSD Attorneys at Law for up to 10,000 dollars to provide legal services for member-districts in good standing and as general counsel to WACD. Second by Jerry Kolke. Motion carried with Lisa Zaborac's abstention.
- Motion: Doug moved to authorize the Executive Director to negotiate a contract with CSD Attorneys at Law for up to 10,000 dollars to provide legal services for member-districts in good standing and as general counsel to WACD. Second by Jerry Kolke. Motion carried with Lisa Zaborac's abstention.
- Motion: Mary Collins moved to adopt the draft budget as presented, with a calculation of a 4.5% COLA. Second by John Preston. Motion carried.
- Motion: Cindy Pierce moved WACD designate Juneteenth as a paid holiday, in line with state and federal governments. Second by Jeanette Dorner. Motion carried on a voice vote.

## **Washington Association of Conservation Districts**

Remote Connection through Zoom

June 19, 2023

Board Meeting Minutes

### Members Remotely Present

Amy McKay, Vice President (Whitman CD)  
 Doug Rushton, National Director (Thurston CD)  
 Jeanette Dorner, Past President (Pierce CD)  
 Alan Chapman, Northwest Area Director (Whatcom CD)  
 Lisa Zaborac, Southwest Area Director (Grays Harbor CD)  
 Jerry Kolke, Southwest Area Director (Clark CD)  
 John Preston, North Central Area Director (Columbia Basin CD)  
 John McLean, North Central Area Director (Foster Creek CD)  
 Jack Clark, South Central Area Director (Benton CD)  
 Jeff Schibel, Northeast Area Director (Lincoln County CD)  
 John Floyd, Northeast Area Director (Pend Oreille CD)  
 Mary Collins, Southeast Area Director (Palouse CD)  
 Cindy Pierce, WADE President (Skagit CD)

### Others Remotely Present

Tom Salzer, WACD Executive Director  
 Ryan Baye, WACD Legislative & Membership Director  
 Jim Brown, WACD Director of Nursery Operations

Vice President McKay called the meeting to order at 6:00. Ryan Baye conducted a roll call of the members present to confirm a quorum.

Cindy Pierce moved to adopt the meeting's agenda with three additional agenda items to the draft agenda: "Juneteenth", "Authorization to hire Director of Development & Engagement" & "Authority to provide legal services". Second by John Preston. Motion carried. No member of the public entered a comment during the public comment period.

Alan Chapman moved to approve the minutes from the May and Special June Meeting. Second by Jeff Schibel. Motion Carried.

### **Treasurer's Report**

Tom Salzer presented the Treasurer's Report in the absence of Treasurer Fenn, sharing the high points of the May financial report. He answered questions about any remaining big purchases before the end of the year and how the financial assumptions lined up with the actual figures for FY 23. Jeff Schibel moved to approve the treasurer's report. Second by John Preston. Motion carried.

Jim Brown provided information on summer nursery operations, highlighting \$1.744 million in sales by May 31<sup>st</sup>. He broke down the differences between FY2023 and FY2022, with larger orders than in the past, increased expenses, and the increased federal income tax amount. He had spoken with the accountant and identified \$51,000 in potential purchases that could be made before the end of the year to reduce tax liability. Alan Chapman moved to authorize a budget adjustment not to exceed \$51,000 for PMC expenditures. Second by John Preston. Motion carried. Jim answered questions about plastic usage at the nursery, early ordering opportunities for member-districts, and the use of cedar tow (cedar shavings).

### **Finance Committee Recommendations**

Tom presented the Finance Committee's recommendations to adopt a new reserve policy, providing background information and the potential reallocation of reserve fund amounts compared to the current system. Doug Rushton moved to approve the new reserve policy as presented. Second by Mary Collins. Motion carried. Tom also presented the LGIP resolution and authorization form to be authorized by the board, who would be authorizers based on current policy, and how signatures would be obtained from different officers through the use of a notary. Alan Chapman moved for the Board to adopt the LGIP resolution as well as LGIP authorization form, and authorize Treasurer Fenn and Executive Director Salzer to sign the two forms with five authorized signatories as per WACD policy. Second by Cindy Pierce. Motion carried with Lisa Zaborac abstaining.

### **Work Plan**

Tom Salzer presented the draft work plan, how measurements would be tracked, and the incorporation of the PMC's business plan into the FY24 work plan. Alan Chapman moved to approve the draft work plan as presented. Second by John Preston. Motion carried.

### **Director of Development & Engagement**

Tom Salzer provided a draft job description for a new Director of Development & Engagement and his goals for the position. John McLean moved to authorize the creation of a Director of Development & Engagement position. Jeff Schibel seconded. Tom Salzer answered questions from board members about funding the position, the need for WACD staff capacity, and what the third staff position would allow WACD to do. Motion carried on a voice vote.

### **FY24 Draft Budget**

Tom Salzer detailed the draft association budget for FY24, with the stated financial assumptions and board decisions that would be required. Ryan Baye explained the additional items added at start of the meeting and answered questions about the changes to the WSCC/WACD Contract. Alan Chapman moved to approve the FY24 Commission and lobbyist contracts. Second by Mary Collins. Motion carried on a voice vote. Ryan Baye described the policy on how the proposed COLA figures for full-time, permanent staff were developed, based on cost-of-living and divided so that all staff received an equal amount before submitting it to the Board for their consideration. Mary Collins moved to approve the proposed COLA figures. Second by Cindy Pierce. Motion carried. Tom Salzer spoke to his proposed salary increases for specific employees and his reasoning. John McLean moved to approve the proposed merit increases for WACD staff. Second by Doug Rushton. Motion carried on a voice vote.

Tom Salzer brought to the Board's attention the disparity of health insurance options for dependents within WACD. He informed the Officers and Directors present WACD's current structure and pay model. Lisa Zaborac moved to make insurance available to employee spouses and dependents, at their own cost. Second by Cindy Pierce. Tom Salzer led a discussion on who currently among WACD employee had their dependents costs covered, how different conservation districts provide insurance options to dependents, and the possibility of joining a larger insurance pool. Lisa Zaborac offered a friendly amendment to grandfather in current employee contracts. There were board members who wanted to see all employee benefit packages be equal, with the only difference being in terms of salary. Cindy Pierce moved to post the discussion to the September Board meeting. Second by Doug Rushton. Request by Cindy Pierce to see more information and different options come back to the board at the next meeting. Motion carried.

Cindy Pierce moved for a 15% increase for non-members and 5% for member sales. Second by Lisa Zaborac. Jim Brown was asked to speak on the proposal, stating he felt 15% would be a big jump, that it would be hard to differentiate price increases, and that there will always be objections from customers if prices go up, either by 1% or 10%. Cindy Pierce withdraws her motion. John Preston moved to adopt a 10% price increase for PMC plant sales. Second by Jerry Kolke. Motion carried. Cindy Pierce abstains.

John McLean moved to authorize the Executive Director to search for and hire a DDE. Second by John Preston. Tom Salzer answered questions from the board members about the expected lack of advertisement for the position because Tom already had a candidate in mind to offer

the position to, worries about transparency, and confusion as to whether it was appropriate for the Board to authorize this. Motion carried on a voice vote.

Ryan Baye described the work conducted by the Shared Resources Work Group, and their identification of legal services as the most immediate need for WACD member-districts. He explained to the board the proposal of CSD Attorneys at Law based on a recommendation from Spokane CD, which has used the firm for many years and meant they were familiar with the unique needs of a conservation district. Doug moved to authorize the Executive Director to negotiate a contract with CSD Attorneys at Law for up to 10,000 dollars to provide legal services for member-districts in good standing and as general counsel to WACD. Second by Jerry Kolke. Motion carried with Lisa Zaborac's abstention.

Mary Collins moved to adopt the draft budget as presented, with a calculation of a 4.5% COLA. Second by John Preston. Motion carried.

### **Summer Engagement**

Tom Salzer asked the board how they'd like to receive information over the summer interim until the September meeting. Board members commented that a single midsummer update was sufficient, unless something urgent came up, and that the twice monthly newsletter was more than adequate to keep track of WACD activities.

### **Juneteenth**

Cindy Pierce moved WACD designate Juneteenth as a paid holiday, in line with state and federal governments. Second by Jeanette Dorner. Motion carried on a voice vote.

### **Partner Reports/Announcements**

Cindy Pierce announced her re-election and the selection of Chevelle from Okanogan CD as the new WADE Vice President.

Ryan Baye shared an update on the status of Ron Shultz.

Meeting adjourned at 8:39.