

## WASHINGTON ASSOCIATION OF CONSERVATION DISTRICTS

Board of Directors Meeting  
Hal Holmes Center – Ellensburg  
June 27, 2017

### MOTIONS

- **MOTION:** Jeanette Dorner moved to approve the agenda as presented. Motion second by Eddie Johnson. Three suggested changes to the agenda were accepted. Agenda was approved as amended.
- **MOTION:** Larry Davis moved adoption of the minutes for the Board meetings held February 13, March 15, and April 28. Motion second by Jeanette Dorner. Motion approved.
- **MOTION:** Eddie Johnson moved that the FY '18 dues categories and assignment of districts be accepted as presented. Motion second by Jerry Hendrickson. Motion approved.
- **MOTION:** Sarah Richards moved approval of the FY '18 budget as presented. Motion second by Mark Craven. Larry Davis moved to amend the budget by adding an additional \$50.00/month (\$600.00/year) for parking at the new WACD office building. Motion second by Doug Rushton. Motion approved. The motion to approve the FY '18 budget, as amended, was approved. Eddie Johnson voted no.
- **MOTION:** Mark Craven moved to approve PMC staff bonuses for FY '17 based on current policy. Motion second by Jerry Hendrickson. Motion approved. Larry Davis voted no.
- **MOTION:** Doug Rushton moved to approve the amended travel reimbursement policy. Motion second by Sarah Richards. Motion approved. Mark Craven voted no.
- **MOTION:** Jeanette Dorner motioned to approve the amended WACD Legal Assistance Fund policy. Motion second by Jerry Hendrickson. Motion approved.
- **MOTION:** Mark Craven moved approval of the FY '18 contract with Jim Jesernig for Consultant/Government Relations services. Motion second by Jerry Hendrickson. Motion approved.

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### MEMBERS PRESENT

Tom Miller, President (Spokane CD)  
Jeanette Dorner, Vice President (Pierce CD)  
Mark Craven, Past President (Snohomish CD)  
Larry Davis, Sec-Treasurer (Whatcom CD)  
Doug Rushton (National Director (Thurston CD)  
Eddie Johnson (NE Area Director) (Lincoln CD)  
Jerry Hendrickson (SE Area Director) (Asotin CD)  
John Floyd (NE Area Director) (Pend Oreille CD)  
Sarah Richards (NW Area Director) (Whidbey Is. CD)  
Steve Hallstrom (SW Area Director) (Grays Harbor CD)  
Denise Smee (WADE President) (Clark CD Dist. Mgr.)

### MEMBERS UNABLE TO ATTEND

John Preston (NC Area Director) (Grant CD)  
John McLean (NC Area Director) (Foster Creek CD)  
Dick Ryon (NW Area Director) (King CD)  
Mark Moore (SC Area Director) (Kittitas CD)  
Dave Guenther (SC Area Director) (Central Klickitat CD)

### OTHERS PRESENT

John Baugher (Clark CD) (Chair, PMC Adm. Cmte.)  
Jim Brown (PMC Manager)  
Lori McLaughlin (WACD Bookkeeper)  
Ryan Baye, (WACD Legislative & Membership Assistant)  
Mark Clark (WSCC Executive Director)  
Bill Eller (WSCC VSP Coordinator)  
Erin Kaczmarczyk (NRCS)  
Jim Jesernig (WACD Consultant/Government Relations)

President Miller called the meeting to order at 9:04am.

**Opening Remarks:** President Miller announced he would vote only to break a tie. He requested that the chairs of the Finance and PMC Administrative Committees find a time to meet jointly before the September Board of Directors meeting. One item for that meeting is to discuss the idea of direct PMC fiscal support to WACD Executive Operations based on a percentage of annual PMC profits rather than a flat amount.

### **Agenda Approval**

Jeanette Dorner moved to approve the agenda as presented. Motion second by Eddie Johnson. Three suggested changes to the agenda were accepted:

- Larry Davis – Include 2018 dues as part of the FY 2017 Budget Close-Out report;
- Jerry Hendrickson – Switch Agenda Items #5 and #6; and
- Eddie Johnson – As needed, add an Executive Session to Agenda Item #18.

Agenda was approved as amended.

### **Approval of Minutes**

Larry Davis moved adoption of the minutes for the Board meetings held February 13, March 15, and April 28. Motion second by Jeanette Dorner. Motion approved.

### **Executive Director Search Status Report**

Jeanette Dorner, Chair of the Search Committee, provided an update: including members of the committee and thanking Ryan Baye for his support. Jeanette requested that Board members share the job announcement with potential candidates.

### **FY '18 District Dues Report**

Larry Davis and Lori McLaughlin presented the report. Eddie Johnson moved that the FY '18 dues categories and assignment of districts be accepted as presented. Motion second by Jerry Hendrickson. Motion approved.

Larry Davis shared that the Grays Harbor and Pacific CD's overpaid their dues in FY '17 by a combined \$3,300. The Executive Committee discussed the matter and recommended reimbursement.

### **Budget Close Out Report for FY '17 (July 1, 2016 – June 30, 2017)**

Larry Davis provided the report. The final numbers have yet to be determined, but it appears that Executive Operations savings will be approximately \$57,000 (due primarily to the resignation of the Executive Director and under-expending the travel budget.) Subject to final numbers being determined, it looks like the PMC will realize a profit of about \$200,000, including a \$90,000 return on the investment accounts.

There was discussion about whether or not the PMC investments need to comply with state investment rules. Larry Davis will follow up and bring information to the joint meeting of the Finance and PMC Administrative Committees.

### **PMC Report**

John Baugher, Chair of the PMC Administrative Committee shared some organizational thoughts and concerns as a precursor to the PMC report by Jim Brown. (See raw meeting notes attached to these minutes.)

Jim Brown walked the Board through the PMC portion of the FY '18 budget. He reviewed the net revenue and expense information to date (the fiscal year closes on June 30<sup>th</sup>). He shared concerns relating to potential PMC budget impacts from increasing the direct support to Executive Operations by \$20,000, the proposal to not reimburse the PMC for the bookkeeper's time spent on WACD matters, the lack of a COLA for PMC staff, and need to look carefully at non-technical changes to the policy manuals

vis-à-vis the current bylaws. He commented on the employee bonus issue. There was group discussion about the Open Public Meetings act and recordkeeping as relates to the PMC. There was also discussion about voting by committees. (Raw meeting notes available upon request to Ryan Baye.)

### **FY '18 Proposed Budget**

Larry Davis presented the proposed FY '18 budget recommended for approval by the Finance Committee and the Executive Committee. He cited the concerns by the PMC Administrative Committee about the budget including an increase in direct support of Executive Operations by \$20,000 and the lack of a 3% COLA for PMC staff.

Sarah Richards moved approval of the FY '18 budget as presented. Motion second by Mark Craven. Larry Davis moved to amend the budget by adding an additional \$50.00/month (\$600.00/year) for parking at the new WACD office building. Motion second by Doug Rushton. Motion approved. The motion to approve the FY '18 budget, as amended, was approved. Eddie Johnson voted no. (Raw meeting notes available upon request to Ryan Baye.)

Larry Davis clarified for the Board that in the absence of an Executive Director, staff compensation decisions are the purview of the President.

Discussion ensued about staff bonuses. Mark Craven moved to approve PMC staff bonuses for FY '17 based on current policy. Motion second by Jerry Hendrickson. Motion approved. Larry Davis voted no.

### **Travel Reimbursement Policy**

Larry Davis presented this policy proposal, indicating that it was first presented at the Board meeting last November. Time constraints did not allow action. The majority of the amendments are technical. Removed as reimbursable expenses are meal tips and fees for charity golf tournaments. Doug Rushton moved to approve the amended travel reimbursement policy. Motion second by Sarah Richards. Motion approved. Mark Craven voted no.

### **WACD Legal Assistance Fund**

Larry Davis presented the proposed amendments to the policy. It was first presented at the November 2016 Board meeting. The amendments are technical. Jeanette Dorner motioned to approve the amended WACD Legal Assistance Fund policy. Motion second by Jerry Hendrickson. Motion approved.

### **Conflict of Interest Form**

Larry Davis noted that the annual conflict of interest form was being circulated for the Board members in attendance to sign.

### **Legislative Report**

Jim Jesernig, WACD lobbyist, provided a status report on the 2017 legislative session, including the potential for a state government shutdown. He talked about the status of WACD priority legislation. (Raw meeting notes available upon request to Ryan Baye.)

### **Annual Contract for Consultant/Government Relations**

Mark Craven moved approval of the FY '18 contract with Jim Jesernig for Consultant/Government Relations services. Motion second by Jerry Hendrickson. Motion approved.

### **Supervisor Elections Report**

Bill Eller, Commission staff, presented the report on 2017 outcomes, lessons learned, and potential legislative ideas. (Raw meeting notes available upon request to Ryan Baye.)

### **Annual Meeting Planning Committee**

Larry Davis is serving as chair of the Planning Committee for the annual meeting (in the absence of an Executive Director). He is looking for ideas from Board members for speakers, breakout sessions, etc. The theme for the conference is: Breaking New Ground. Tom Miller suggested consideration of a session on direct seed.

### **Partner Reports** (Raw meeting notes available upon request to Ryan Baye.)

Reports were shared with the Board by:

- Mark Clark, Executive Director for the Washington State Conservation Commission (WSCC). He mentioned the August 23-24 all districts meeting and provided an update on the health status of Lynn Brown.
- Denise Smee, President, Washington Association of District Employees (WADE). The annual WADE conference earlier this month was well attended, the most ever.
- Erin Kaczmarkczyk, substituting for Acting State Conservationist Alan McBee, reported on the federal budget process, staff reductions, and the work of State Conservationist Roylene Rides-at-the-Door on temporary assignment in Washington, D.C.

### **Lunch recess from 12:45-1:30.**

### **White Paper status report**

Larry Davis is continuing to work on completing a paper on the history and relationship of WACD and the PMC. His self-imposed deadline has been shifted to September 1<sup>st</sup>. He has shared the paper in its current form with WACD historians for input: Wade Troutman, Lynn Brown, and Kelly Niemi. Since Larry is self-termining out of his position as Secretary-Treasurer, he now refers to the document as a 'Term Paper'.

### **Comparison of WACD and PMC Policy Manuals to the Bylaws**

No discussion was held. Will be discussed at the joint meeting of the Finance and PMC Administrative Committees.

### **Area Director Reports** (Raw meeting notes available upon request to Ryan Baye.)

Reports were given on activities and news by:

- Jerry Hendrickson, SE Area Director
- Eddie Johnson, NE Area Director
- John Floyd, NE Area Director
- Steve Hallstrom, SW Area Director
- Sarah Richards, NW Area Director

Meeting was adjourned at 2:08pm by President Miller.