

WACD BOARD OF DIRECTORS QUARTERLY MEETING

February 6, 2018

DoubleTree Hotel – Olympia, WA

Time	CONTENT	Presenter	Info/Action
10:00am	Call to Order, Welcome, Roll Call	Tom Miller	Information
10:05am	Approving Board Meeting Minutes from November 27, 2017	Lynn Bahrych	Action
10:10am	Confirming New Southwest Area Director	Tom Miller	Action
10:15am	Treasurer's Report: <ul style="list-style-type: none"> • Executive Operations • PMC 	Wendy Knopp	Information
10:20am	PMC Updates	Jim Brown	Information
10:30am	Executive Director Report on PMC leave issue	Patricia Hickey	Action
11:30am	Legislative Update	Martin Flynn/ Brynn Brady	Information
11:45am	Legislative Day Recap	Ryan Baye	Information
11:50am	Audit Update	Patricia Hickey	Information
12:00pm	LUNCH		
12:30pm	Partner Reports <ul style="list-style-type: none"> • Washington State Conservation Commission • Natural Resource Conservation Service • Washington Association of District Employees • Washington Conservation Society • National Association of Conservation Districts 	Mark Clark Roylene Rides At the Door Denise Smee Larry Davis Doug Rushton	Information
1:25pm	WACD Annual Conference <ul style="list-style-type: none"> • Survey Results of 2017 Conference Participants • 2018 Three Rivers Convention Center Contract 	Ryan Baye	Action
1:45pm	WACD Policy Manual	Larry Davis	Action
2:15pm	Status Report from Sustainable Funding Work Group		Information
2:45pm	Executive Director Report	Patricia Hickey	Information
3:00pm	Area Director Reports		Information
3:30pm	Executive Committee Reports		Information
3:45pm	Closing Remarks	Tom Miller	Information
4:00pm	ADJOURN		

Washington Association of Conservation Districts

Board of Directors Meeting

Three Rivers Convention Center-Kennewick

November 27th, 2017

Motions

- **Motion:** Sarah Richards moved to add discussion on accumulated leave issue, report from Sustainable Funding Work Group, Tribal Outreach Task Force Chair Tanna Engdahl, and NACD Report as agenda items and adopt agenda. Second by Jerry Hendrickson. Motion approved.
- **Motion:** Jeanette Dorner moved adoption of the September 19th Board meeting minutes. Second by Javier Lopez. Motion approved.
- **Motion:** Larry Davis moved a 2% COLA for all WACD employees retroactively effective from July 1, 2017. Second by Jerry Hendrickson. Motion approved.
- **Motion:** Javier Lopez moved approving the recommendation by Patricia Hickey for a salary increase for Membership Assistant Ryan Baye. Second by Sarah Richards. Amendment by Dave Guenther with a second by Doug Rushton requiring a report from the Finance Committee. Amendment was accepted by the maker of the motion. Motion Approved. Finance Committee supports recommendation. Salary increase is approved.
- **Motion:** Dave Guenther moved to direct Patricia Hickey to bring a recommendation addressing accumulated leave issue to the February Board of Directors Meeting. Second by Doug Rushton. Motion approved.
- **Motion:** Jeanette Dorner moved to authorize Patricia Hickey to enter into lobbying contract with Cieba Consulting and Martin Flynn Public Affairs at \$3,000 per month and negotiate as needed for additional travel cost as authorized by Executive Director. Second by Larry Helm. Amendment offered to enter into contract that does not extend past \$4,000 per month. Second by Larry Helm. Amendment passed. Motion passes.
- **Motion:** Larry Helm moved to recommend to the Association the full list of recommendations of the Legislative, Bylaws, and District Policies Committee. Second by Jeanette Dorner. Motion by Dave Guenther to amend recommendation on page 28. Second by Sarah Richards. amendment passed. Motion by Sarah Richards to amend recommendation on page 11. Second by Steve Hallstrom. Amendment Passed. Unanimous adoption of report to the Annual Meeting.

Washington Association of Conservation Districts
Board of Directors Meeting
Three Rivers Convention Center- Kennewick
November 27th, 2017

Members Present

Tom Miller, President (Spokane CD)
Jeanette Dorner, Vice President (Pierce CD)
Larry Davis, Secretary-Treasurer (Whatcom CD)
Doug Rushton, National Director (Thurston CD)
Mark Craven, Past President (Snohomish CD)
Larry Helm, NW Area Director (Whatcom CD)
Sarah Richards, NW Area Director (Whidbey Island CD)
Steve Hallstrom, SW Area Director (Grays Harbor CD)
Jason Will, SW Area Director (Wahkiakum CD)
John McLean, North Central Area Director (Foster Creek CD)
Dave Guenther, South Central Area Director (Central Klickitat CD)
Javier Lopez, South Central Area Director (South Yakima CD)
John Floyd, Northeast Area Director (Pend Oreille CD)
Eddie Johnson, Northeast Area Director (Lincoln CD)
Jerry Hendrickson, Southeast Area Director (Asotin CD)
Amy McKay, Southeast Area Director (Whitman CD)
Denise Smee, WADE President (Clark CD)

Staff Present

Patricia Hickey, Executive Director
Jim Brown, PMC Manager
Lori McLoughlin, Bookkeeper
Ryan Baye, Legislative & Membership Assistant

Others Present

Teresa Sygitowicz, Whatcom CD Supervisor
George Boggs, Whatcom CD District Manager
Dean Longrie, WSCC Commie
Roylene Rides At the Door, NRCS State Conservationist

President Miller called the meeting to order at 10:07am.

Introduction of Executive Director and New Area Directors

Agenda Approval

Request by Larry Davis to add discussion on accumulated leave issue, report on Sustainable Funding Work Group, and Tribal Affairs Committee Chair Tanna Engdahl. Request by Doug Rushton to add NACD. Sarah Richard moves to add aforementioned items and adopt agenda. Second by Jerry Hendrickson. Motion approved.

Adoption of Minutes from September 19th Board Meeting

Motion by Vice President Jeanette Dorner to adopt the September 19th Board Member. Second by Javier Lopez. Motion passed.

Treasurer's Report

Secretary-Treasurer Larry Davis shared report regarding the finances of the Association. He highlighted roughly \$60,000 in Executive Operations savings from not paying an Executive Director, the end of the lobbyist contract with Jim Jessernig, and underclaiming of expected travel expenses from Area Directors. The Plant Materials Center had \$90,000 in unrealized investment gains and \$119,670 from operations.

NW Area Director Larry Helm asked if the PMC had lost money in recent memory. PMC Manager Jim Brown was able to answer the investment account had lost money once in the last five years, and there had been no operation lost in the last fifteen years.

Cost of Living Report from Finance/ PMC Committees

Larry Davis described conference call from October, and how a decision was reached to recommend 2% COLA for all Association employees. He noted PMC Committee member John Baugher's preference for 2.3%. An additional recommendation was reached for amending COLA policy so a baseline reference point of the CPI for Anacortes/Mount Vernon and Olympia/Tumwater was to be used. Larry Davis moved a 2% COLA for all WACD employees retroactively effective from July 1, 2017. Seconded by Jerry Hendrickson. Motion approved.

Amendment to the Budget

Motion by Javier Lopez to approve recommendation by the Executive Director for a salary increase for Membership Assistant Ryan Baye. Second by Sarah Richards. Amendment by Dave Guenther with a second by Doug Rushton requiring a report from the Finance Committee. Amendment was accepted by the maker of the motion. Motion Approved. Finance Committee supports recommendation. Salary increase is approved.

PMC Business Plan

Jim Brown updated the Board on his work with the Small Business Development Center, a service of the WSU extension system. They were looking at three scenarios: natural growth, a little growth, and a massive expansion of the PMC. A cash-flow analysis had been completed, and WSU marketing interns were starting a market analysis.

WACD Audit

President Tom Miller reported the work being done by Fox & Company had stalled. Fox & Co. would need to be part of harvest process to complete any audit including the PMC. Some confusion concerning what specifically was to be audited. Have only made one payment, and the auditor assigned to our work has been very difficult to contact. New Executive Director Patricia Hickey is taking this under her wing, will work to clarify situation.

Accumulated Leave

Concern by Larry Davis of this lingering issue, want to solve this and stop kicking it down the road. Motion by Dave Guenther to direct Patricia Hickey to bring a recommendation addressing accumulated leave issue. Second by Doug Rushton. Motion passed.

Conservation Commission Report

NRCS Report

NACD Report

Conservation Society Report

Report from Tanna Engdahl

Executive Committee on Lobbyist Recommendation

Vice President Jeanette Dorner described the process used to select to select Cieba Consulting and Martin Flynn Public Affairs as the recommended new lobbyist for the WACD. She outlined their work with CDs in the past, the benefit of a bipartisan team, and their record of success. Brynn Brady shared her background, and the work done by herself and Martin Flynn. Brynn answered several questions from Board Members. Jeanette Dorner moved to authorize Patricia Hickey to enter into lobbying contract with Cieba Consulting and Martin Flynn Public Affairs at \$3,000 per month and negotiate as needed for additional travel cost as authorized by Executive Director. Second by Larry Helm. Amendment offered to enter into contract that does not extend past \$4,000 per month. Second by Larry Helm. Amendment passed. Motion passes.

Report from Legislative, Bylaws, and District Policies Committee on Proposed Bylaws Amendments

Larry Davis reported on the proposed bylaws changes. Recapped the eight that were substantive and answered questions from board members. Motioned by Larry Helm to recommend to the Association the full list of recommendations. Second by Jeanette Dorner. Motion by Dave Guenther to amend recommendation on page 28. Second by Sarah Richards. Motion passed. Motion by Sarah Richards to amend recommendation on page 11. Second by Steve Hallstrom. Motion Passed. Unanimous adoption of report to the Annual Meeting.

Adjourned at 4:23

Memo

To: WACD Board of Directors
From: Patricia Hickey, WACD Executive Director
cc: N/A
Date: 01.23.2018
Re: Accrual of vacation time at the PMC

In an effort to bring PMC staff time tracking procedures into alignment with our policies we have been looking into the status of current accounting and reporting procedures. Although Lori McLaughlin has been providing financial statements to the WACD Board of Directors in accordance with our vacation accrual policy, a second set of books showing an unrecorded debt of \$39,032.73 for vacation accrual days in excess of our end of year allowance of no more than 240 hrs. per employee (Table 1).

ANNUAL LEAVE Potential Payout					
Name	Balance as of 12/31/17	Hours over 240	Approved Balance as of 1/1/18	Hourly Rate	Liability / Payout
Ryan Baye	8	0	8	\$ 24.04	N/A
Patricia Hickey	16	0	16	\$ 39.41	N/A
Jim Brown	1018	778	240	\$ 45.67	\$ 35,533.65
Lori McLaughlin	306	66	240	\$ 29.96	\$ 1,977.36
Bill Mulder	273.5	33.5	240	\$ 21.62	\$ 724.27
Efrain Tapia	289.5	49.5	240	\$ 16.11	\$ 797.45
Julie Whitacre	34	0	34	\$ 21.85	N/A
					\$ 39,032.73

Given that Jim Brown and the PMC Admin Committee has been authorizing limitless vacation accrual at the PMC in lieu of hiring additional staff, we are likely liable for some or all of that debt per my discussions with an employment attorney at Square Ledger Law in Tacoma. I have had some extended conversations with Jim Brown, Tom Miller, Larry Davis, and Javier Lopez around settling the debt and instituting revised policies. Based on the current state of affairs I recommend the following actions be taken:

- 1) We recommend to the WACD Board of Directors at the February 6th meeting that we pay out the full \$39,032.73 accrued debt as of December 31, 2017.

- 2) That the funds be withdrawn from the PMC Savings Account (balance as of 12/31/2017 is \$163, 571.16).
- 3) A revised and clearly stated policy on vacation accrual and overtime will be signed by all staff. Our current policy authorizes "compensation time" for non-exempt employees which is illegal. We will need to move to paying time and a half for overtime worked.
- 4) Hire Dawn Bekenyi (Whatcom CD bookkeeper) as a private consultant to help Lori straighten out our accounts and accounting procedures. Dawn is one of the few bookkeeping professionals in the area who also uses Peachtree accounting software. Dawn also understands federal and state laws around payroll and already has a supportive relationship with Lori. George Boggs has given Dawn permission to work with us.
- 5) In addition to enhancing our financial accounting capacity, Lynn Bahrych and I will assist Jim Brown with hiring an understudy to increase operations capacity.
- 6) We should consider hiring a non-profit dispute resolution firm (George Boggs recommend one) to help us create a new organizational structure for the PMC Admin Committee that serves the interests of the WACD Board and the staff at the PMC. For example, a five or six-member Advisory Group comprised of three members of the WACD Finance Committee and two/three members selected by the PMC/WACD staff with expertise in nursery operations. I suggest we conduct this organizational planning meeting at the June 2018 WACD Board Meeting to be held at the PMC.

Respectfully,

A handwritten signature in black ink that reads "Patricia Nuckey". The signature is written in a cursive, flowing style.

WACD Executive Director

Results of Post-WACD Annual Conference Survey

44 Participants

1. What hotel did you stay at?
 - 22 at the Springhill Suites
 - 14 at the Hilton Gardens
 - 1 at the Red Lion
 - 1 at Best Western
2. How would you rank your hotel based on cost and comfort?
 - 90% answered “High”
 - 5% answered “Medium”
 - 5% answered “Low”
3. Please score your satisfaction with the meeting venue (i.e., comfort, acoustics, visibility, accessibility issues)?
 - 64% answered “High”
 - 29% answered “Medium”
 - 7% answered “Low”
4. What could we do or provide that would better meet your needs?
 - 4 comments about the microphones.
 - 4 comments about the lighting and screens.
 - 6 comments about the rooms (different types of water pitchers, temperature, etc).
 - 9 comments were positive.
5. How could the registration process be improved to better accommodate your needs?
 - Online registration option/ability to pay with credit card.
 - Share conference schedules in advance.
 - More prominent option for meeting food needs.
 - Explore using complimentary hotel breakfast to reduce costs.
 - Scholarships for at-need districts, incentivize attendance (4th supervisor free)
 - There were 18 answers with some variation of “good job”.
6. Please provide us with suggestions on types of training sessions you would like to see?
 - 9 focused around board governance.
 - 7 centered on outreach/education of elected officials.
 - 5 regarding conservation education/ new supervisor centered programs.
7. If you attended as a New Supervisors, what types of training would have been most helpful?
 - A breakdown of the various conservation programs in Washington
 - More like the one on financial statements.
 - Sexual harassment training from Enduris.
 - Encouraging other new supervisors to stay for Commission Meeting.
8. Did you find the guest speakers to be relevant and worthwhile?
 - 95% answered “Yes”
 - 5% answered “No”
9. What type of guest speakers would you like in coming years?
 - 75% answered “Leaders from Washington State”
 - 50% answered “Leaders from other states”
 - 70% answered “Conservation Partners”
 - 55% answered “Inspiration Speakers”

10. Topics to focus on at future Annual Meetings?
 - 4 comments on the future of Washington agriculture.
 - 3 comments on bridging the rural/urban divide.
 - 3 comments on agriculture/natural resource government policies.
 - 2 comments on the impact of changing climates.
11. Do you prefer panel discussions or single presenters?
 - 70% answered “Panel Discussions”
 - 30% answered “Single Presenters”
12. Would you like to suggest a guest speaker or topic for the 2018 Annual Meeting?
 - 4 suggestions concerning different agency heads or elected officials.
 - 2 suggestions on individuals from the environmental community
 - 2 suggestions for a representative of agriculture producer groups
13. Would you like us to spend more time showcasing unique programs or partnerships within the conservation district community?
 - 33 answered “Yes”
 - 2 answered “No”
14. Is evening entertainment something you believe is important?
 - 13 answered “Yes”
 - 27 answered “No”
15. Suggestions on improving the Environmental Auction
 - 13 were disappointed with how long Ducks Unlimited spoke.
 - 4 asked for more prominent displaying of silent auction items.
 - 5 lamented the lack of “competition”.
16. Suggestions on how to improve award ceremonies
 - 3 had positive comments.
 - All other comments had an opposing comment.
17. Suggestions on improving the committee meetings.
 - 7 comments were disappointed with the audience (repetitive talk, wandering debate)
 - 5 comments complimented the committees
18. Would you appreciate having longer breaks in between sessions?
 - 22 answered “Yes”.
 - 17 answered “No”.
19. How would you recommend shortening the program days?
 - 6 wanted to keep the current structure.
 - 2 suggested allowing less debate.
 - 2 offered a shortening meal time.
 - 2 thought to add a day to the conference.
20. Ideas on how to increase attendance?
 - 7 suggested subsidizing travel costs.
 - 3 wanted to change the purpose of the conference.
 - 6 agreed supervisors needed to encourage their peers more.
21. Overall experience?
 - 23 thought it was very well done.
 - 2 thought it was unfulfilling.