



Washington Association of Conservation Districts

**Board of Directors Meeting
Tuesday ● September 27, 2016
10:00 – 4:00
Hal Holmes Center – Auditorium
209 North Ruby Street – Ellensburg, WA**

MOTIONS

- A **motion** was made by Michael Crowder to approve the minutes as presented of the Board of Directors meeting on June 21, 2016. Motion received a second from John Preston. One amendment was incorporated. Minutes passed as amended.
- A **motion** was made by Mark Moore to approve the financial report as presented. Motion received a second from Eddie Johnson and passed.
- A **motion** was made by Mark Moore to approve the FY 2017 contract between the WSCC and WACD. Motion received a second from Doug Rushton and passed.
- A **motion** was made by Larry Davis to send the proposed bylaws changes to the membership. Motion received a second from Jerry Hendrickson and passed.
- A **motion** was made by Eddie Johnson that the Board must approve actions of the NW Area and SW Area to allow the Mason CD to move from the SW Area to the NW Area. Motion received a second from Larry Davis and passed.
- A **motion** was made by Tom Miller to refer to the Bylaws Committee suggestions relating to officer term limits and designating an alternate for National Director. Motion received a second from Doug Rushton and passed.
- A **motion** was made by Larry Davis to approve the proposed modified FY 2016-17 WACD budget, effective July 1, 2016 (Copy attached). Motion received a second from Dick Ryon. Discussion ensued. The question was called and the motion passed.

- A **motion** was made by Mark Craven to prioritize the following actions to implement the vision: 1) Hire an administrative assistant for the Executive Director; 2) Find a stand-alone, principal base of business for the WACD office in Olympia/Thurston County; and 3) Update the WACD website. Motion received a second from Larry Davis and passed.
- A **motion** was made by John McLean to share the WACD vision with the membership and by July 1, 2017, reach a resolution on a more integrated structure between WACD and PMC. Motion received a second from John Preston and passed.
- A **motion** was made by Larry Davis to approve WACD Policy #2016-01, Executive Committee Conference Call. Motion received a second from Tom Miller and passed.
- A **motion** was made by Larry Davis to approve WACD Policy #2016-02, Annual Conference Auction Policy. Motion received a second from Tom Miller and passed.
- A **motion** was made at 3:40pm by Larry Davis to adjourn the meeting. Motion received a second from Jerry Hendrickson and passed.

WACD
Washington Association of Conservation Districts

Board of Directors Meeting

Tuesday ● September 27, 2016

10:00 – 4:00

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<p><u>Board of Directors Present</u> Mark Craven, Snohomish, President Tom Miller, Spokane, Vice President Larry Davis, Whatcom, Secretary-Treasurer Alan Stromberger, Lincoln, Past President Michael Crowder, Benton, National Director Doug Rushton, Thurston, SW Area Director Dick Ryon, King, NW Area Director John McLean, Foster Creek, NC Area Director John Preston, Grant, NC Area Director Mark Moore, Kittitas, SC Area Director John W. Floyd, Pend Oreille, NE Area Director Eddie Johnson, Lincoln, NE Area Director Jerry Hendrickson, Asotin, SE Area Director Karen Bishop, Whidbey, WADE President</p>	<p><u>Board Members Unable to Attend</u> Dean Longrie, Clark, SW Area Director Jeff Ellingson, Snohomish, NW Area Director Gail Thornton, No. Yakima, SC Area Director VACANT, SE Area Director</p> <p><u>WACD Staff Present</u> Bob Schroeter, WACD Executive Director Jim Brown, PMC Manager/Technical Advisor</p> <p><u>Others Attending All or Part of Meeting</u> Wade Troutman, Foster Creek, NACD Board Ron Schultz, Gov't Relations, WSCC Jim Jesernig, WACD Consultant/Lobbyist Alan McBee, NRCS</p>
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The meeting was called to order at 10:00am by President Mark Craven. Self-introductions were made by the board members and audience members. General comments were made by President Craven.

WACD BUSINESS

Minutes

A **motion** was made by Michael Crowder to approve the minutes as presented of the Board of Directors meeting on June 21, 2016. Motion received a second from John Preston. One amendment was incorporated. Minutes passed as amended.

Financial Report

Larry Davis presented the financial report. A **motion** was made by Mark Moore to approve the financial report as presented. Motion received a second from Eddie Johnson and passed.

Resolutions Status Update

Bob Schroeter shared that an in-depth update will be presented at the November Board meeting at Semiahmoo.

WSCC/WACD Contract

Bob Schroeter reported on his negotiations with Mark Clark, WSCC Executive Director, on the proposed FY 2017 contract. The amount is \$65,000 with key elements pertaining to: WACD Annual Meeting and Training; Conservation District Supervisor Engagement, Training and Leadership Development; Tribal Task Force; Outreach and Education with Local Leaders; and WACD Administration. A **motion** was made by Mark Moore to approve the FY 2017 contract between the WSCC and WACD. Motion received a second from Doug Rushton and passed.

Policies – Brief Introduction of Proposed Policy Changes

Bob Schroeter provided information about proposed policy changes relating to: the Executive Committee Weekly Conference Call; and the Annual Conference Auction Policy.

- The conference call policy amendment would eliminate the weekly call requirement and let the President or Board determine when calls are needed.
- The annual conference auction policy amendment would direct the Executive Director, with approval of the Executive Committee, to determine each year toward what purpose the auction proceeds would be directed.

Bylaws – Brief Introduction of Proposed Bylaws Amendments

Bob Schroeter provided information about proposed bylaws changes relating to:

- Separating the officer position of Secretary-Treasurer into two positions: Secretary, and Treasurer.
- Creating a process for a conservation district to move from one Area to another Area.
- Deleting a section under Part XVII that is redundant to language that is the same in the Articles of Incorporation.

Strategic Planning:

Bob Schroeter shared a PowerPoint presentation on: **The Road Toward Being a Living & Sustainable Association & Organization**. Extended conversation followed the presentation. Comments were generally positive: ● Great vision ● WACD needs to stay relevant ● Move forward ● Structural integration is needed ● Give the Executive Director the tools he needs ● Prioritize the steps to realize the vision ● Let's make a difference ● Status quo isn't good enough ● Critical leadership opportunity for the Board.

Challenges for the Board, now and going forward: ● Board engagement follow through ● Members must be active and engaged ● Officers must be very active and engaged ● Need better follow through –more action.

Cost was discussed and concern expressed about the budget adjustment proposal and its impact on the PMC. Bob's recommendations:

- Staff capacity to support WACD primary purpose – at least 2 FTE with the potential for expansion.
- Permanent, physical, principal place of business in Olympia to support WACD primary purpose – closer to Capital, with capacity to hold meetings – at less than \$1k month
- Resource capacity to support WACD primary purpose – sufficient funding for website design, travel, etc.

The Board was unanimous in supporting the vision as presented. There was a request that the PowerPoint presentation be made at the annual meeting.

Executive Committee Reports:

Mark Craven, President: The Working Effectively with American Indians (WEWAI) conference in August was a big success.

Tom Miller, Vice President: Reported on his attending the Dept. of Ecology Agriculture Water Quality Advisory Committee meeting. Tom serves on the committee. He was impressed by a presentation by Kay Meyer on an initiative of the Washington Direct Seed Association, Farmed Smart, in cooperation with the Department of Ecology and other partners. The statistics are striking about the value of direct seeding for water quality and farmer economic benefits.

Ty Meyer presented on Spokane CD's federal RCCP grant for the Spokane watershed. Tom shared that much of the Spokane CD funding comes from Ecology.

Doug Rushton indicated that these presentations might be an opportunity for an op-ed in the Capital Press.

Larry Davis, Secretary-Treasurer: Reported on his involvement with the Good Governance Work Group of the Commission – maintain the current legal checklist and develop a voluntary, performance-based accreditation program. He reminded members about the October Area meetings.

Alan Stromberger, Past President: Facilitated a drone demonstration for the Senate Agriculture Committee.

Michael Crowder, National Director: Reported on NACD's Soil Health Champions Network, and ongoing work to fill the membership of the new NACD Tribal Outreach Partnership Committee for which he is the chair. He also serves on the NACD Farm Bill Steering Committee and Public Lands Subcommittee. He is working with Wade Troutman on a resolution that would place the NACD Policy Book on the NACD website for easy access.

Other Reports:

Doug Rushton, SW Area Director and member of the NACD Forestry Resource Policy Group, provided an update on the work of the Forestry RPG.

Wade Troutman, NACD Executive Board Member (representing the Pacific Region) and Foster Creek CD Supervisor: He observed that districts in Washington are national leaders and it's important to continue the momentum and influence by staying involved with NACD. Not all state associations are as strong as WACD.

Work is starting on the next Farm Bill. WACD needs to work to influence its provisions for conservation districts, and to influence changes at NACD. He indicated that NACD is making an effort to get more federal money for forest work to reduce fuels. A big effort will be made to increase funding for Conservation Technical Assistance.

Wade made a request to consider amending the bylaws and removing the term limit for the National Director position, and dropping the WACD President as the automatic National Director alternate. Discussion ensued, including whether any officer position should be term limited.

Area and Other Committee Reports:

Jerry Hendrickson, SE Area Director, shared information about the Asotin CD relationship with the Nez Perce Tribe. The time for review of cultural resources is down to about two months. It is a good, working relationship.

Karen Bishop, WADE President, commented on the Firewise Program and relationship between CDs and the Department of Natural Resources. She reported that the Puget Sound CD Caucus would like to see a strategic plan created for Firewise.

Mark Craven, President, shared about his visit with U.S. Rep. Suzan DelBene. She is on the U.S. House Agriculture Committee, as is Rep. Dan Newhouse.

Legislative Report:

Jim Jesernig, WACD Consultant/Lobbyist, and **Ron Schultz, Government Relations, WSCC**, talked about the election and forecasting what will happen with the 2017-19 operating and capital budgets. It is important that supervisors talk to their local legislators and express support for the Commission's funding requests. Tell legislators success stories, let them know the results of the monies they have invested. More funding will bring more success. Mark Craven stressed that, "We (CDs) have to do the work to get the money we want."

Bob Schroeter shared that the annual WACD Legislative Days will be February 12-14, 2017.

Washington State Conservation Commission (WSCC) Report

Ron Schultz shared information about the Commission's effort to improve the Conservation Practice Data System (CPDS) to help districts enter information that will help tell the story of how incentive programs are effective. Ron also shared that conservation districts might hear conversations about seeking long-term funding for various needs such as stormwater, Yakima, or salmon recovery. He suggested to let him and Jim Jesernig cover those conversations while districts stay focused on the primary objective of protecting the base and building the base.

Plant Materials Center Report:

Jim Brown, PMC Manager, provided an update on PMC operations. It's early in the fiscal year so expenditures are within budget. Sales look really good. There is a seasonal labor shortage in the winter.

2016 Annual Conference Update:

Bob Schroeter shared that the program is coming along well. A bus has been contracted for up to 55 folks to travel to Semiahmoo from Eastern Washington. It will depart from Spokane and make one stop in Ellensburg enroute to Blaine.

2017-18 Annual Conference Location Options:

Bob Schroeter reviewed site visits he conducted with Lori McLaughlin, and the results of their rating scale. He recommended that the 2017 WACD Annual Conference be held at the Three Rivers Conference Center in Kennewick. The Board supported this recommendation.

NRCS Report:

Alan McBee, Soil Conservationist, NRCS Central Area, reported on behalf of State Conservationist Roylene Rides at the Door. \$19million has been obligated for EQIP projects and there is \$9million in new funds for the Resource Conservation Partnership Program (RCPP). New change re: EQIP – as soon as application is received – pre approved for eligibility – NRCS staff will act on the application. Applications will be screened based on highest priority identified by the local work group.

NRCS is trying to open the window to give more time for NRCS staff to work with landowners.

NRCS will change the way it handles Comprehensive Nutrient Management Plans (CNMP). If NRCS is doing any work with animal waste, must have a CNMP. Farm Bill requires the entire CNMP must be implemented regardless of whether NRCS is paying for it. State NRCS is trying to make this work. One way – requiring all CNMPs to be done ahead of time before application. Second – not asking any LWG to change the pools, but is looking to fund a statewide CNMP funding pool with no limit on practice. Would like to put \$2m+ in this pool in the first year. State NRCS has requested this of national and will not know until they get their budget. If they don't get it funded, State plans on scraping money together from other sources to do this.

ACTIONS:

BYLAWS PROPOSED AMENDMENTS:

A **motion** was made by Larry Davis to send the proposed bylaws changes to the membership. Motion received a second from Jerry Hendrickson and passed.

A **motion** was made by Eddie Johnson that the Board must approve actions of the NW Area and SW Area to allow the Mason CD to move from the SW Area to the NW Area. Motion received a second from Larry Davis and passed.

A **motion** was made by Tom Miller to refer to the Bylaws Committee suggestions relating to officer term limits and designating an alternate for National Director. Motion received a second from Doug Rushton and passed.

BUDGET ADJUSTMENT PROPOSAL:

A **motion** was made by Larry Davis to approve the proposed modified FY 2016-17 WACD budget, effective July 1, 2016 (Copy attached). Motion received a second from Dick Ryon. Discussion ensued.

Jim Brown asked from where the money would come, as the PMC budget is tight and he would be concerned about into the red. Bob Schroeter responded that he would work with the PMC Administrative Committee and Jim to better understand the PMC budget in relation to the motion, and referenced the PMC reserves. This is an opportunity to have a discussion between WACD and PMC about budget priorities. Bob said his immediate need is for an assistant and that the money is in the PMC reserves. He said the relocation of the WACD office is a lower priority. Bob indicated that if some of his priorities are addressed there would still be about \$16,000 left in the WACD portion of the PMC reserves.

Tom Miller raised a concern about transfers that could create problems for the 501(c)(6) status of the Association.

Michael Crowder said he thought the historic issues between the WACD and the PMC had been fixed. He supports the motion and the need to do it.

Jerry Hendrickson raised concerns about ambiguous elements of the proposal, including travel and the total cost for the administrative assistant. He would like to see actual numbers.

Bob said he is interested in better integration between the WACD and PMC. This discussion needs to be ongoing. He acknowledged Jerry's concern by saying this could be addressed either by sorting it out after approval of the motion, or addressed through reference to the priorities Bob has laid out.

Alan Stromberger sees the motion as representing the need to move forward as an organization.

Eddie Johnson suggested asking districts if they could kick in some money to help update computers, web, and communication at WACD.

Bob expressed that if the next several months are taken to evaluate the relationship between WACD and PMC, we can get to a good fiscal structure between the two and address the 501(c)(6) status of the Association.

The question was called and the motion passed.

A **motion** was made by Mark Craven to prioritize the following actions to implement the vision: 1) Hire an administrative assistant for the Executive Director; 2) Find a stand-alone, principal base of business for the WACD office in Olympia/Thurston County; and 3) Update the WACD website. Motion received a second from Larry Davis and passed.

A **motion** was made by John McLean to share the WACD vision with the membership and by July 1, 2017, reach a resolution on a more integrated structure between WACD and PMC. Motion received a second from John Preston and passed.

POLICY CHANGES:

A **motion** was made by Larry Davis to approve WACD Policy #2016-01, Executive Committee Conference Call. Motion received a second from Tom Miller and passed. (Copy attached.)

A **motion** was made by Larry Davis to approve WACD Policy #2016-02, Annual Conference Auction Policy. Motion received a second from Tom Miller and passed. (Copy attached.)

The next Board meeting will be on November 28th, 12:00-3:00, at the Semiahmoo Resort in Blaine, in conjunction with the WACD annual meeting.

ADJOURNMENT

A **motion** was made at 3:40pm by Larry Davis to adjourn the meeting. Motion received a second from Jerry Hendrickson and passed.

WACD POLICY #2016-01
Executive Committee Conference Call Policy

The Washington Association of Conservation Districts' Executive Committee may hold periodic conference calls to ensure regular communication with the Executive Director regarding operations. Such calls shall be scheduled as determined by the President, or as set by the Board by action at a regularly set or special board meeting. Participants in the call shall include the Executive Committee officers. The call is open to others who may participate at the request of the President or Executive Director.

WACD POLICY #2016-01 replaces WACD POLICY #2012-002 which is repealed.

Adopted on September 27, 2016
by the WACD Board of Directors meeting in Ellensburg, WA.

WACD POLICY #2016-02
Annual Conference Auction Policy

As part of the Washington Association of Conservation Districts annual conference planning, the Executive Director, with consultation of the Executive Committee, may contract with an individual or entity to conduct an auction as a part of the conference; PROVIDED, that accounts budgeted for the conference have available funding.

WACD POLICY #2016-02 replaces WACD POLICIES #2001-36B; #2002-01A; #2002-01B; and #2013-002 which are repealed.

Adopted on September 27, 2016
by the WACD Board of Directors meeting in Ellensburg, WA.

BUDGET ADJUSTMENT

Motion that the Board approve the modified FY 2016-17 budget, as included in the agenda mailing, effective July 2, 2016. (Copy attached.)

The bookkeeper/PMC Administrative Manager shall consult with the Executive Director and PMC Manager and make such adjustments needed to the previously adopted budget to ensure that the following changes are effected:

1. Budgetary expenditures for all Board operations, including but not limited to Board travel and staff costs, shall be transferred to the PMC budget, effective July 1, 2016.
2. All budgetary designations stating "support" for transfers from PMC to any other WACD operations shall be amended to "Association Operations".
3. Should the Board's contracted accounting firm indicate in writing that any action taken herein would create unintended tax consequences to the Association, then the fund transfer amounts shall be added to the aggregate total of Association Operations.

Adopted on September 27, 2016
by the WACD Board of Directors meeting in Ellensburg, WA.