

**Minnesota Association of Watershed Districts
Board of Directors Meeting Minutes**

September 21, 2018

Sauk River Watershed District, 524 4th St. S, Sauk Centre, MN 56378

Board Members present:

Ruth Schaefer, President, Middle Fork Crow River WD
Duane Willenbring, Vice President, Sauk River WD
Mary Texer, Secretary, Capitol Region WD
Sherry Davis White, Co-Treasurer, Minnehaha Creek WD
Gene Tiedemann, Red Lake WD
Tim Dritz, Yellow Medicine River WD
Linda Vavra, Bois de Sioux WD
Peter Fjestad, Buffalo Red WD

Board Members absent with prior notice:

Craig Leiser, Treasurer, Brown's Creek WD

Others Present:

Emily Javens, Executive Director
Maddy Bohn, Program Manager

Call to Order

President Schaefer called the meeting to order at 10:00 a.m.

Willenbring moved/Dritz seconded the agenda. Motion carried.

Tiedemann moved/Davis White seconded the approval of the March 7th Minutes as amended to include that Tiedemann did attend the meeting. Motion carried.

Treasurer's Report

- All treasurer files have been transferred to Davis White with the exception of the checkbook which Leiser still has.
- There is currently \$15,119.10 in the checking account and \$206,038.20 in the savings account.
- Javens, Leiser, Davis White, and the accountant will change the coding for next year's budget and expenses. This will make the financials easier to understand.
- All officers have check signing privileges. Currently bills are sent to the treasurer for review. In the future these may be sent to Javens first. Once approved, Davis White or Leiser will sign the check. This process will be refined and documented for the next fiscal year.

Texer moved/Vavra seconded acceptance of the Treasurer's report. Motion carried.

President's Report – Ruth Schaefer

Clean Water Council

- Pam Blixt currently represents watershed districts on the Clean Water Council and has been on the Council since its inception. Last January Ray Bohn thought it would be a good idea to extend Blixt at least one year given all the changes at MAWD (his retirement, bringing on an Executive Director, etc.). Blixt was recommended for reappointment and retained her seat.

- Since Blixt was not reappointed to her seat on her watershed district and is no longer a manager, Schaefer proposed replacing Blixt with a current manager.
- We would have to contact Blixt and ask her to step down (her appointment is for 3 years) and then seek a replacement. With the upcoming elections we would like to do this ASAP.

Texer moved/Willenbring seconded that Schaefer and Javens ask Blixt to resign and work to identify replacements to represent MAWD on the Clean Water Council. Motion carried.

Cooperative Agreement with Capitol Region Watershed District (CRWD)

- Javens and Mark Doneux, CRWD, have drafted a cooperative agreement for MAWD to office at the new CRWD offices beginning in January 2019. The agreement is for six months after which a longer agreement would be put in place assuming everything works out. The amount for this initial agreement would be \$300-400 per month with separate charges for staff assistance, copies, etc.
- This agreement meets all of the requirements identified by the MAWD Transitions Committee.
- The Board directed Javens to work with Doneux to finalize the terms of the agreement, including the rental amount, add a notification period for termination of the agreement for each party and signature lines to the agreement and present the completed agreement to the Board at the November 29th meeting for final ratification.

Contract Proposal for Event and Communication Support

- Last fall the Board awarded Maddy Bohn a contract for all support in 2018.
- For 2019, Bohn has proposed 3 potential levels of support
 - A – Similar to 2017 and 2018 -- \$45,000
 - B – Same as A but without the Summer Tour coordination (online registration only) and any additional training events or seminar sponsorship done solely by MAWD -- \$38,000
 - C – Same as B but with online registration only for the Summer Tour and Legislative Breakfast -- \$32,000
- After reviewing and discussing the three options, Javens recommended Option B as we partner with the hosting watersheds to coordinate the Summer Tour.

Davis White moved/Dritz seconded contracting with Bohn at Level B. Motion carried.

Bohn will prepare a contact for signature with an attached detailed list of duties and responsibilities.

Joint Letter to the Clear Water Council

The Board reviewed a proposed joint letter to the Clear Water Council from MAWD, the Association of Minnesota Counties and the Minnesota Association of Soil and Water Conservation Districts regarding how monies are reported.

Dritz moved/Vavra seconded to approve the letter. Motion carried.

Local Government Water Roundtable

Davis White will replace Leiser on the Local Government Water Roundtable. Willenbring and Tiedemann also sit on the Roundtable. Javens participates but does not have voting privileges in the group.

Heron Lake Letter

MAWD received a letter from the Heron Lake Watershed District (HLWD) expressing their concern about some seemingly anti-farmer opinions expressed by some of the speakers on the MAWD Summer Tour during the boat tour.

Javens acknowledged receipt of the letter to HLWD and expressed appreciation to them for taking time to write. Javens mentioned to key partners of the event that we had received the letter, including Steve Woods, emcee from Fresh Water Society, and Linda Loomis, Administrator from the Lower Minnesota River Watershed District and coordinator of the boat tour. Javens had not shared the letter directly with anyone. She asked if the Board wanted the letter to be shared with the speakers as requested by HLWD. The Board thought that was reasonable and confirmed she should do that.

Vavra commented that our goal is to work together to protect water not to blame each other.

WMO Membership

Javens has been contacting several WMOs regarding membership and has put a brochure together detailing the benefits of membership. Lower Rum River WMO wants to join at the \$500 non-voting WMO membership rate.

Tiedemann moved/Willenbring seconded to accept Lower Rum River WMO as a non-voting member with the \$500 dues giving membership for 4th quarter 2018 and all of 2019. Motion carried.

Javens will write a letter to the Lower Rum River WMO welcoming them to MAWD.

Executive Director's Report – Emily Javens

- Javens attended the Red River Watershed Management Board meeting the week before the MAWD Board meeting and the Region 1 administrators' meeting that followed. She found this very valuable.
- BWSR is distributing funds in the metro area on a county basis. Javens organized a meeting with the metro Administrators to discuss how that funding formula was working. This was in preparation for a meeting they would all attend with BWSR to discuss the funding formula. Following this stakeholder meeting, watershed district reps will attend a forum with representatives from SWCDs, counties, cities, and WMOs. Mark Doneux (Capitol Region WD) and Becky Christopher (Minnehaha Creek WD) will represent the WDs, Diane Lynch (Prior Lake – Spring Lake WD) will serve as an alternate.
- During the watershed district discussion, the following themes emerged:
 - There is a set of guiding principles for funding.
 - Several principles were not being followed.
 - Javens will send the board a copy of the checklist that was developed showing which principles were followed and which ones were not.
 - Funding distribution needs to be results-oriented and watershed-based.
- Drainage Workgroup
 - Members are working on how to handle small minority of members who disagree with the rest of the members.
 - Work is stalled to the point that they may not have legislative communication this year.
- Legislative Day at the Capitol
 - Javens is working on "Resolutions 101" training for the membership
 - How to get a resolution pushed forward
 - How to socialize it
 - How to raise their issue's visibility
- The Red River Watershed Management Board is supporting removal of the \$250,000 limit. To quote them, "the 250 limit is horrid."

- An idea was floated to pair a metro manager and a rural manager to visit the legislators.

Annual Meeting Committee

- The Annual Meeting Committee met on September 5 with the following in attendance:
 - Tim Dritz, Yellow Medicine River (Chair)
 - Maddy Bohn, MAWD Program Manager
 - Jan Voit, Heron Lake
 - Margaret Johnson, Middle Fork Crow River
 - Tina Carstens, Ramsey Washington Metro
 - Duane Willenbring, Sauk River
 - Emily Javens, MAWD Executive Director
- 24 Abstracts have been selected for presentations
- New Item: Thursday evening, 7:00 Night at the Movies, where we will show movies/videos created by the watersheds. The favorite will be selected by those attending and award will be given during the Banquet on Friday night. Popcorn and movie snacks will be provided.
- With all that Alexandria has to offer there will be NO Spouses or Guest program this year.
- Manager hotel reservations opened up September 14th with 76 made on the first day. Vendor reservations open on September 24th.
- Attendee registrations open on October 8th.
- Entertainment on Friday night- We will be moving the entertainment for Friday night during the banquet to the social hour on Friday evening instead of after the dinner. We are looking to bring in a local musician or high school band members to participate.
- WD Education and Outreach program - We are asking the WDs to showcase their districts and set up a booth at our Tradeshow. These booths will be at no charge to the WDs. One winner will be selected based on ballot feedback from the attendees. Every attendee will receive a ballot to vote for their district of choice and the winning district will be announced during the Luncheon on Friday and given a traveling trophy
- Vendors have consistently given feedback that our rates are low. Comparing these rates to other shows, the Board concurred. The committee proposed an increased rate structure which the Board further increased to the following. The committee’s original proposal is in parentheses.
- Sponsorship Levels Proposal:

Annual Sponsor Level	Number of Tradeshow Booths	Annual Convention and Summer Tour Registrations	Half ad in our program	Full ad in our program	Annual Promotions	Night at the Movies Sponsor recognition	Priority Tradeshow Booth Selection
Bronze \$1500 (\$1000)	1 booth	1 registration for each event	X		Yes		
Silver \$2000 (\$1500)	1 booth	2 registration for each event	X		Yes		
Gold \$3000 (\$2000)	2 booths	2 registration for each event		X	Yes		
Platinum \$4000 (\$3000)	2 booths	4 registration for each event		X	Yes	X	X

- Rates for Vendors (non-sponsors) and Government Agency a-la-carte options:
 - Booth only (no recognition): \$600 (400)
 - Double table booth: \$950 (\$750)
 - Registration (each vendor much pay for event registration): \$200
 - Full Ad: \$450
 - Half Ad: \$250

- Texer moved/Davis White seconded acceptance of the Board revised vendor rates. Motion carried.
- Jeff Strock, an ag researcher, will be the main speaker and will also do a tech session. He will be discussing water quality and a treatment program he developed and revised.
- The schedule for the annual meeting and conference is being redefined so that sessions will be held concurrently with the annual business meeting. The annual business and regional meetings will be held Friday morning from 9-12:00. The board agreed that to do this successfully there needed to be tighter adherence to Roberts Rules of Order. Additionally, Javens and the Resolutions Committee will have to make sure all resolutions are cleaned up prior to the meeting.

Governance Committee

- The Governance Committee is comprised of two subcommittees: Bylaws and the Manual of Policies and Procedures (MOPP) and Strategic Planning.
- The Bylaws and MOPP committee reviewed both documents and recommend the following changes:
 - Clean up the language in both to make the documents consistent both internally and with each other.
 - Adding language to allow for Water Management Organizations (WMOs) to join MAWD with full voting rights. Dues would be calculated using the same formula as used for Watershed District members.
 - Providing additional guidance regarding per diem policies for the Board of Directors and aligning these to the policies of the Board of Soil and Water Resources where appropriate.
- The Strategic Planning Committee reviewed the 2016-19 Strategic Plan and the 2016 Board of Directors' Succession Plan to identify what has been accomplished and what remains outstanding. The committee decided that before writing a new Strategic Plan for 2020 to 2022 a new membership survey needs to be taken to identify membership priorities/needs.
 - Survey will be announced at the 2018 Annual Meeting
 - Administered December 2018/January 2019
 - Survey results would be available to the MAWD Board by the March 2019 Board meeting
 - The Strategic Planning Committee would have from April until the June 2019 Board Meeting to write a new Strategic Plan for review and approval by the Board no later than the September 2019 Board meeting
 - The Plan would be presented to the membership for a vote at the 2019 Annual Meeting.
- The Strategic Planning Committee made an addendum to the current plan to further MAWD growth by identifying high priority activities in the area of administration, lobbying, membership and partnerships and services provided.

Texer moved/Davis White seconded moving the Bylaws proposed changes onto the membership. Motion Passed.

Texer moved/Vavra seconded accepting the changes to the MOPP. Motion carried.

Finance Committee Report

The Finance Committee met September 10th to review FY 2018 expenses and preparing the 2019 Budget. Topics discussed included:

- The MAWD revenues and expenditures for October 1, 2017 through September 30, 2018
- The Treasurer expects to transfer an additional \$20,000 from savings to checking by the end of September to cover projected expenses known to be in the queue.
- The budget impact of establishing a “permanent” MAWD office.
- Discussed establishing a “reserve fund” per the guidance offered by the Strategic Planning Committee. After analysis we determined that we would have about ½ of our annual expenses in the two bank accounts meeting this guidance.
- Discussed the three significant funded events and changes that could be made to reduce expenses.
- Discussed and concur with the new membership categories as proposed by the Governance Committee.
- An alternate format in which to present revenue and expenses as proposed by Javens.
- A recommended 2019 Budget.
- Partner Sponsorships.
- Approval of Expenditures. We will investigate direct deposit and electronic fund transfer as appropriate.
- Dues. We recommend keeping dues at the current levels.
- Lobbying Activity. We support raising the levy limit to an amount greater than \$250,000 for those watershed districts in greater Minnesota. We further encourage that the Legislature fund SWCDs from the General Fund rather than continuing to borrow from the Clean Water Fund.
- Services Provided will be under ongoing development.

Texer moved/Dritz seconded approval of submitting the 2019 Budget to the membership. Motion carried.

Davis-White moved/Texer seconded approval of the dues structure for 2019. Motion carried.

Personnel Committee

The Personnel Committee conducted a review of Executive Director Javens and made the following recommendation:

- Increase the annual salary from \$85,000 plus benefits to \$90,000 plus benefits
- Pay to attend WEFTEC the first week in October; \$1090 plus expenses. (WEFTEC is the Water and Environment Federation Technical Exhibition and Conference)

Dritz moved/Vavra seconded the recommendations of the committee. Motion carried.

Additional Notes:

- The Resolutions Committee will meet the week of October 8th, specific date is to be determined.
- Packets need to be sent to the membership by 10/26.
- M. Bohn and Javens are meeting to work on finalizing details for the upcoming conference.
- Javens and Davis White will attend the October 9th Prior Lake-Spring Lake Board Workshop.
- Davis White will attend the 9 Mile Creek Open House.

- The Board agreed that quarterly financial reports are fine as long as they are notified if issues arise.
- The Board agreed that more read only accesses to the checking account are needed; Angie Fischer, our accountant, will look into getting these at no additional cost.

The meeting was adjourned at 1:40 p.m.

Respectfully submitted,
Mary Texer, Secretary