

**Washington Association of Conservation Districts**  
WACD Plant Materials Center - Bow  
June 25, 2019  
Summary of Board Actions

- **Motion:** Doug Rushton moved to adopt the revised agenda. Second by Renee Hadley. Motion carried.
  
- **Motion:** John Keatley moved the WACD Board of Directors accept the letter of resignation of Patricia Hickey, dated June 18<sup>th</sup>, with her last date of employment on June 28<sup>th</sup>. The Board approved the severance agreement dated June 25<sup>th</sup> and directed that President Dorner write a letter to the Association membership and partners by early next week. Second by Dean Longrie.
  - Friendly amendment by Jason Schlee to insert "with regret", so the Board would "accept with regret the letter of resignation..." was accepted by the maker of the motion and the second and incorporated into the motion.
  - Motion carried.
  
- **Motion:** Mark Craven moved to authorize President Jeanette Dorner to work with staff and the WACD Annual Conference Planning Team to hire outside assistance for the 2019 Annual Conference. Second by Jason Schlee. Motion carried.
  
- **Motion:** Jason Schlee moved to authorize President Jeanette Dorner (working with staff, the Executive Committee, and the Board) to develop an Executive Director position announcement. Second by Sarah Richards.
  - Friendly amendment by Doug Rushton to add "as well as process and recruitment announcement" to the motion was accepted by the maker and second of the motion.
  - Motion carried.
  
- **Motion:** Dean Longrie moved Ryan Baye be given additional responsibility as Executive Office staff, except serving as supervisor of the PMC, to immediately be effective. Additional temporary compensation shall be determined by President Jeanette Dorner. Second by Amy McKay.
  - Friendly amendment by John Keatley to include a temporary title of Interim Executive Operations Director for Ryan Baye was accepted by the maker of the motion and the second.
  - Motion carried.
  
- **Motion:** Sarah Richards moved that WACD secure Officer and Director insurance. Second by Renee Hadley.
  - Friendly amendment by Sarah Richards to substitute "explore" for "secure". Accepted by the second.
  - Friendly amendment by John McLean to insert "liability" after Officer and Director. Accepted by the maker of the motion and the second.

- Motion carried.
- **Motion:** Amy McKay moved to approve the previous meetings minutes. Second by Cindy Reed. Motion carried with abstentions from Alan Chapman and Barbara Bailey.
- **Motion:** Sarah Richards moved to accept the June Financial Statement. Second by Amy McKay. Motion carried.
- **Motion:** Dean Longrie moved to approve the WACD Executive Operations FY 2020 Budget as presented, with an additional \$8,000 for Communications and \$2,500 for Officer and Director Liability Insurance. Second by Amy McKay.
  - Friendly amendment by Sarah Richards to remove the \$8,000 for Communications until its purpose is identified. Accepted by the maker and second of the motion.
  - Motion carried.
- **Motion:** Dean Longrie moved to approve the WACD Plant Materials Center FY 2020 budget as presented. Second by Amy McKay. Motion carried.
- **Motion:** Dean Longrie moved to authorize Jim Brown to explore additional bids for 5 inches of new asphalt for the PMC and proceed with the project without exceeding \$50,000. Second by Cindy Reed. Motion carried with one opposed and one abstention.
- **Motion:** Mark Craven moved to authorize Jim Brown to purchase a new electric forklift. Second by Dean Longrie. Motion carried.
- **Motion:** Dean Longrie moved to accept the Finance Committee's recommendation to increase Ryan Baye's vacation accrual rate to 12 hours per month. Second by John McLean. Motion carried.

**Washington Association of Conservation Districts**  
Board of Directors Meeting Minutes  
WACD Plant Materials Center - Bow  
June 25, 2019

Members Present (or present by telephone)

Jeanette Dorner, President (Pierce CD)  
Wendy Knopp, Treasurer (Spokane CD)  
Doug Rushton, National Director (Thurston CD)  
Mark Craven, Past President (Snohomish CD)  
Sarah Richards, Northwest Area Director (Whidbey Island CD)  
Alan Chapman, Northwest Area Director (Whatcom CD)  
Dean Longrie, Southwest Area Director (Clark CD)  
John Keatley, Southwest Area Director (Cowlitz CD)  
John Preston, North Central Area Director (Grant County CD)  
John McLean, North Central Area Director (Foster Creek CD)  
Cindy Reed, South Central Area Director (North Yakima CD)  
Barbara Bailey, South Central Area Director (Underwood CD)  
Jeff Schibel, Northeast Area Director (Lincoln County CD)  
Mike Mumford, Northeast Area Director (Pend Oreille CD)  
Amy McKay, Southeast Area Director (Whitman CD)  
Jason Schlee, Southeast Area Director (Asotin County CD)  
Renee Hadley, WADE President (Walla Walla County CD)

Others Present

Ryan Baye, WACD Legislative & Membership Assistant  
Jim Brown, WACD Nursery Manager  
Lori McLaughlin, WACD Financial Accountant & HR Administrator  
John Knox, WACD Assistant Nursery Manager  
Carol Smith, WSCC Executive Director  
Sarah Tanuvasa, NRCS District Conservationist  
Brynn Brady, WACD Lobbyist

President Jeanette Dorner called the meeting to order at 8:08 AM. Ryan Baye called the roll of Board members. Jeanette announced the submission of a letter of resignation from Executive Director Patricia Hickey and the need to change the agenda. **Doug Rushton moved to adopt the proposed revised agenda, second by Renee Hadley.** Motion carried.

The Board of Directors convened in Executive Session from 8:20 to 9:45 per RCW 42.31.110 clause (g) for the purpose of reviewing the performance of an employee and clause (i) to discuss with legal counsel the legal risk of a proposed action. After the Executive Session there was a recess from 9:45 to 9:55.

John Keatley moved the WACD Board of Directors accept the letter of resignation of Patricia Hickey, dated June 18<sup>th</sup>, with her last date of employment on June 28<sup>th</sup>. The Board approved the severance agreement dated June 25<sup>th</sup> and directed that President Dorner write a letter to the Association membership and partners by early next week. **Second by Dean Longrie.** Friendly amendment by Jason Schlee to insert "with regret", so the Board would "accept with regret the letter of resignation..." was accepted by the maker of the motion and the second and incorporated into the motion. Motion carried.

#### WACD Structure and Effectiveness

Jeanette Dorner led a discussion on how the board needed to begin a conversation examining how the Association operates, sets expectations, and makes decisions. She saw this as an opportunity to look at how things worked and what she could do specifically as President.

Suggestions toward that end included requests to bring the new area directors up to speed quickly so they could be full participants in this discussion, conducting exit interviews with long-time individuals and those stepping back from involvement so their knowledge wouldn't be lost, bringing new energy to the WACD Communications Committee, and orientation packets for new supervisors, as well as new area directors and WACD officers. Multiple board members agreed that additional board gatherings were necessary, potentially in conjunction with the September Board meeting or the August WSCC all-district meeting.

Jeanette Dorner asked the board to consider how to approach the search for the next Executive Director and the additional need for assistance on the Annual Conference. **Mark Craven moved to authorize President Jeanette Dorner to work with staff and the WACD Annual Conference Planning Team to hire outside assistance for the 2019 Annual Conference. Second by Jason Schlee.** Amy McKay commended staff for sending out conference sponsorship information and asked each Area Director to commit to bringing in sponsorships to help defray the cost of the conference. **Motion carried.**

**Jason Schlee moved to authorize President Jeanette Dorner (working with staff, the Executive Committee, and the Board) to develop an Executive Director position announcement. Second by Sarah Richards.** Friendly amendment by Doug Rushton to add "as well as process and recruitment announcement" to the motion was accepted by the maker and second of the motion. **Motion carried.**

Jeanette Dorner suggested the Board set parameters of staff during the vacancy of an Executive Director and managing the workload of Ryan Baye with these additional responsibilities. Ryan Baye shared with new board members he served as Interim Director from May to November of 2017 after he was hired in April. **Dean Longrie moved Ryan Baye be given additional responsibility as Executive Office staff, except serving as supervisor of the PMC, to immediately be effective. Additional temporary compensation shall be determined by President Jeanette Dorner. Second by Amy McKay.** Friendly amendment by John Keatley to include a temporary title of Interim Executive Operations Director for Ryan Baye was accepted by the maker of the motion and the second. **Motion carried.**

**Sarah Richards moved that WACD secure Officer and Director insurance. Second by Renee Hadley.** Mark Craven and Ryan Baye shared background information on WACD's issues with securing Officers and Directors insurance. Friendly amendment by Sarah Richards to substitute "explore" for "secure". Accepted by the second. Friendly amendment by John McLean to insert "liability" after Officer and Director. Accepted by the maker of the motion and the second.  
**Motion carried.**

#### Area Director Proposed Policy

After the discussion during the previous agenda item, Jeanette Dorner decided to postpone this issue and include it in a larger conversation at a later time.

#### Association Communication Discussion

Sarah Richards asked for thoughts of the other Area Directors in their communications with the districts in their area. She was having WACD staff send out information on her behalf and there had been some questions on the appropriateness of that action. After discussion it was generally agreed each area director would determine their own preferred communication methods.

#### Executive Office Report

Ryan Baye shared an abbreviated report on behalf of the Executive Office, sharing an update on the Annual Conference Planning Team and the 2019 Area Meeting schedule.

#### Approving Previous Meeting Minutes

**Amy McKay moved to approve previous meetings minutes. Second by Cindy Reed.** John Keatley asked that staff circulate draft minutes as soon as possible after board meetings. **Motion approved with abstentions from Alan Chapman and Barbara Bailey.**

#### Treasurer's Report

Wendy Knopp recapped the Treasurer's Report shared in the packets sent to each board member and answered questions about bad debt, credit card charges, specific line-items, and past due accounts. Jim Brown briefly outlined the PMC's year as a supplement to his written report. He answered questions about the PMC Sub-Committee Retreat in May and the progress of a business plan for the PMC. **Sarah Richards moved to accept the June Financial Statement. Second by Amy McKay. Motion carried.**

#### WACD Dues Summary

Wendy Knopp explained to the Board that all conservation districts had completed the dues calculation worksheet and dues were set for the upcoming fiscal year. She also answered questions related to the financial situations of individual districts.

#### Executive Operations Proposed Budget

Wendy Knopp led the discussion regarding the Executive Operations budget recommended by the Finance Committee and answered questions about the "bad debt" line-item, the new WACD

website, and specific line-items. **Dean Longrie moved to approve the WACD Executive Operations FY 2020 Budget as presented, with an additional \$8,000 for Communications and \$2,500 for Officer and Director Liability Insurance. Second by Amy McKay.** Friendly amendment by Sarah Richards to remove the \$8,000 for Communications until its purpose is identified. Accepted by the maker and second of the motion. **Motion carried.**

*Recess from 12:40 to 1 o'clock for lunch.*

#### Plant Materials Center Finances

Jim Brown shared additional information not included in the draft PMC budget and answered questions about asphalt and the proposed price increase for PMC plant stock. **Dean Longrie moved to approve the WACD Plant Materials Center FY 2020 budget as presented. Second by Amy McKay. Motion carried.**

Jim Brown brought to the Board's attention new issues he was seeking approval on: an asphalt resurfacing project and the purchase of a new electric forklift. Renee Hadley shared her personal recommendation based on her background and expertise in the area. **Dean Longrie moved to authorize Jim Brown to explore additional bids for 5 inches of new asphalt for the PMC and proceed with the project without exceeding \$50,000. Second by Cindy Reed. Motion carried with one opposed and one abstention.** Mark Craven moved to authorize Jim Brown to purchase a new electric forklift. **Second by Dean Longrie. Motion carried.**

Ryan Baye asked the board to take formal action on a recommendation by his supervisor and the WACD Finance Committee regarding his performance evaluation. **Dean Longrie moved to accept the Finance Committee's recommendation to increase Ryan Baye's vacation accrual rate to 12 hours per month. Second by John McLean. Motion carried.**

#### Partner Reports

Washington State Conservation Commission Executive Director Carol Smith was committed to working out the details of the WACD/WSCC contract and having it in place as soon as possible. She shared the Commission was really busy with budget items and getting ready for the next biennium. She also shared there was drought technical assistance money available for CDs after the Governor's declaration of a drought emergency.

Sarah Tanuvasa, NRCS District Conservationist, shared Area Conservationist Doug Allen was retiring at the end of the month after his many years of service to NRCS. She was sitting in on behalf of the State Conservationist who was on her honeymoon and that Roylene's new last name is Comes at Night. Sarah also relayed a new permanent Assistant State Conservationist position was being filled.

Renee Hadley said WADE celebrated its 25<sup>th</sup> year of hosting a WADE conference. She was glad their organization had a chance to honor Ray Ledgerwood before his retirement. She highlighted the effort by the Center for Technical Development to bring NRCS certified trainings

to this year's conference and that the conference survey would be released shortly. Mark Craven and Dean Longrie added every supervisor should attend the WADE Conference at least once.

Doug Rushton had a printed NACD Partner Report. He would be attending the regional meeting in August and asked the board to share if there was anything from Washington's CDs he could bring to the region's attention. He also recapped his NACD Forestry meeting in Puerto Rico.

#### Area Director Reports

Jason Schlee and Amy McKay reported for the Southeast Area. The CDs they spoke to were concerned about CRP rental rates, flexibility in the Commission's NRI program, funding from the state legislature, the health of WSCC policy staff, opportunities to expand direct seeding and cover crop programs, finding non-governmental sources of funding, issues with WDFW staff, and the successful Coordinated Resource Management tour Palouse CD recently hosted.

Alan Chapman and Sarah Richards reported for the Northwest Area. Alan had only been in his position for less than a week and shared Whatcom County was dealing with conflicts around land and water issues. Sarah Richards shared a written report from the CDs she had contacted.

Barbara Bailey and Cindy Reed reported for the South Central Area. Barbara shared Klickitat County was close to approving a rates and charges system that would raise funds for Underwood, Eastern Klickitat, and Central Klickitat CDs. Cindy shared there was real interest in new Firewise funding and expanding watershed and drought workshops. There was also a push for Voluntary Stewardship Programs and Eastern and Central Klickitat are working on a WACD resolution on Conservation Easements.

John McLean and John Preston reported for the North Central Area. John McLean relayed how the CDs in his area are constantly looking for more funding for all their programs. John Preston informed the Board that Grant County CD was working with Adams county to implement their VSP program and had gotten involved in solving algae bloom issues in Moses Lake.

Dean Longrie and John Keatley reported for the Southwest Area. Dean was appreciative of the support Clark CD had received from WACD and WSCC with the CD down to one staff person. Their newest supervisor had helped gather over 1,000 signatures during their push for county funding. He also shared that a CD was dealing with personnel challenges and two supervisors had stepped off the board. John shared Cowlitz and Wahkiakum CDs were looking for simplicity in certain WSCC reporting requirements and the constant concern around water availability in southwest Washington.

#### Officer Reports

Jeanette canceled the Officer Reports due to the time constraints.

The meeting was adjourned at 2:34.