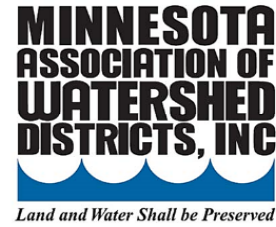


Minnesota Association of Watershed Districts (MAWD) Board of Directors Meeting

October 24, 2022 via Zoom



1. CALL TO ORDER

President Vavra called the meeting to order at 8:05 a.m. A quorum was present.

MAWD Board (Board) Members present: Ruth Schaefer, Jeff Gertgen, Linda Vavra, Mary Texer, Peter Fjestad, Jackie Anderson, and Wanda Holker

Board member absent: Gene Tiedemann

Others present: Jan Voit, MAWD Interim Executive Director (ED); Ray Bohn, MAWD Lobbyist; and Maddy Bohn, MAWD Program Manager

2. GENERAL HOUSEKEEPING

Agenda

Director Texer made a motion to approve the agenda with the addition of the BWSR Board Open Positions. Director Ziegler seconded the motion and it carried unanimously.

Member Comment Period

No MAWD members were present to address the Board.

Secretary's Report

Director Schaefer presented the minutes. Director Anderson requested that the fiscal budget report be replaced with fiscal financial report. Director Schaefer made a motion to approve the minutes of the September 26 meeting with the change in wording as requested. Director Anderson seconded the motion and it carried unanimously. Director Schaefer requested that the Board consider providing a Microsoft license to the next Secretary to prevent problems.

Treasurer's Report

Director Anderson explained the financial report through September 30, 2022.

- Checking: \$15,164.27
- Savings: \$174,780.23
- Total: \$189,944.50

Director Texer moved to accept the treasurer's report. This was seconded by Director Ziegler and the motion carried unanimously.

3. UNFINISHED BUSINESS

2022 Annual Conference

Maddy Bohn gave an update on the annual conference. There are six Platinum and one Gold sponsors and 16 exhibitors for a total of 23 vendors. This is similar to 2019. There is space for four or five more booths. Current registration is 135. Historically, people tend to register near the end of the period. There will be two more email pushes prior to the event. Paul Gardner, CWC Executive Director, will be the keynote speaker. Musical entertainment during the social hour will be done by Andy Tackett. She is in the process of designing the program and formatting the schedule. Registrants will be reminded that they need to select which pre-conference session they want to attend as space is limited. Pre-conference agendas are complete and posted on the website. The Arrowwood is full on Thursday evening. There is some availability on Friday. Rooms are available at the Holiday Inn. The Arrowwood handles the arrangements. The rate is the same. Platinum sponsors pay \$4,000; Gold sponsors pay \$2,000; and exhibitors pay \$600.

Director Anderson asked Maddy to explain to the Board the call she received from a registrant to pay electronically, specifically Cass County. Maddy stated that EventBrite is currently used for registration, but doesn't have a direct payment collection system. Some organizations use a purchase order or an invoice to pay, which EventBrite creates. Director Anderson discussed with Maddy creating a PayPal account and if that could be linked to the registration app. She wanted to bring that concept to the Board for discussion and approval ASAP so Maddy could offer electronic payment as an option this year. Fees would be similar to the current credit card fees. PayPal is directly linked to the MAWD bank account, allowing the accountant and treasurer to view transactions. Director Texer made a motion to set up a relationship with PayPal. Director Ziegler seconded the motion and it carried unanimously. Director Anderson provided Maddy Bohn with a list of possible vendors who may be interested in exhibiting at the annual conference. Maddy Bohn will contact those businesses.

Executive Director 2023-2024 Work Plan

Jan Voit reviewed that the Executive Director 2023-2024 Work Plan and estimated staff time to complete the tasks. The work plan is based on the priorities submitted and recommended by the Strategic Plan Committee. If adopted, the Strategic Plan Committee will meet in January to prioritize the items within the work plan.

2020 MAWD Legislative Committee Recommendations

Jan Voit reviewed the Legislative Committee recommendations that were approved by the Board in January and February 2021 and reviewed at the recent 2022 fall committee meeting. Ray Bohn stated that the recommendations felt more like a communications plan, not a legislative plan. Director Anderson stated that a good legislative plan includes a communication plan. He noted there were many good points, but that MAWD may not have the resources to implement them all. Jan Voit stated that a communication plan is included in the Strategic Plan with many of the same initiatives. Regional meetings are being implemented at each MAWD event, as recommended by the 202 report. The idea of Agency Action Squads was reviewed by staff and determined not to be needed at this time. A motion was made by Director Texer to rescind Agency Action Squads. The motion was seconded by Director Anderson and it carried unanimously.

Director Anderson explained the 2023 Preliminary Platform enhancements made at the fall committee meeting, with the number one priority remaining the elimination of the artificial cap of \$250,000 on the General Fund. She moved to approve the 2023 Preliminary Lobbying Platform. Director Texer seconded the motion and it carried unanimously. New resolutions passed by the members at the annual meeting will be incorporated into the 2023 Platform at the committee's December meeting and sent to the Board in January for final approval. Ray Bohn and Jan Voit will assist the committee in writing legislative talking points and other documents as needed.

Pryor Learning Licenses

Jan Voit reported that Pryor Learning licenses were provided as a promotion for members that sent three or more managers or staff to the 2021 annual conference. The benefit has not been widely used and only eight members responded to a survey of its use. Director Anderson made a motion to discontinue providing Pryor Learning licenses for members in 2023. Director Schaefer seconded the motion and it carried unanimously.

4. NEW BUSINESS

FY23 Budget

The FY23 budget as recommended by the Finance Committee was presented. The revenue for dues is estimated as the current members paying dues at the rates established in the newly adopted dues structure. Mississippi Watershed Management Organization is considering renewing their membership. Their payment is included in the FY23 budget figures. Income and expenses for events are based on the

2019 in-person events. Contracts were separated for clarification. The cost of the Executive Director will no longer be divided. Money previously designated for the handbook printing will be used for a digital release and legal review. Director Texer made a motion to move the FY23 Budget to the membership. Director Schaefer seconded the motion and it carried unanimously.

2022 Resolutions

The Resolutions Committee met on October 11 and invited each author to answer questions. Similar resolutions were combined. The new chloride resolution will replace the previous one. Director Gertgen expressed concern over the removal of the military exclusion in a resolution, The remaining resolutions were reviewed. Director Texer made a motion to move the Resolutions Committee report to the membership. Director Ziegler seconded the motion and it carried unanimously.

2023-2032 Strategic Plan

Jan Voit presented the Strategic Plan as written and recommended by the Strategic Plan Committee. Director Ziegler made a motion to move the Strategic Plan to the membership. Director Holker seconded the motion and it carried unanimously.

Proposed Bylaws Changes

Jan Voit presented the proposed bylaws changes: *For the purpose of election of the Board of Directors, members are grouped into three regions; three Directors shall be elected from each region, with staggered three-year terms. Members from each region shall elect one director for a three-year term at the annual meeting of the Association. No watershed district or watershed management organization shall have more than one board member elected to be a Director on the Board of Directors of the Corporation. In the event of a vacancy on the Board of Directors, the Board of Directors may appoint a member for the remaining term from a watershed district or watershed management organization with an existing representative on the Board of Directors if there are no other candidates from the region requesting appointment to the position. In the event a vacancy is filled by the Board of Directors, such appointment shall be submitted to the regional caucus for approval at the next regional caucus meeting. Regional caucuses shall elect a Chairman and Recording Secretary from its delegates for the purpose of its election procedure and report the election results to the Convention at a designated time. The member WDs and WMOs present at the Regional Caucus meeting shall have full authority to elect a Chairman, Recording Secretary, and representatives to the Board of Directors.*

Director Texer made a motion to move the Bylaws changes to the membership. Director Gertgen seconded the motion and it carried unanimously.

One Watershed, One Plan

Louis Smith has requested MAWD's assistance in facilitating a survey of all watershed districts and more in-depth interviews of a selected sample of watershed districts concerning their experiences in One Watershed, One Plan. His survey.

Director Anderson made a motion to assist Smith Partners in facilitating their survey of all watershed districts and more in-depth interviews of a selected sample of watershed districts concerning their experiences in One Watershed, One Plan. Director Ziegler seconded the motion and it carried unanimously. Ray Bohn stated that he had spoken with Louis Smith about MAWD file documents that included information about the origin of the One Watershed, One Plan program and the G16. He felt that sharing those documents with Louis Smith would be helpful. Director Ziegler made a motion to allow Smith Partners access to G16 historical documents. Director Texer seconded the motion and it carried unanimously.

[5-minute break]

5. DISCUSSION ITEMS

Aligning Dues Payable Date with the Fiscal Year

Aligning the dues payable date with the fiscal year was proposed by the Finance Committee. The Bylaws Committee did not approve this change. Reasons for and against were discussed. Director Anderson stated the Bylaws lists the deadline for payment of dues is January 31, with most members [50% or 18/36] paying in February, the fifth month of our fiscal calendar year. The problems of why we have experienced delayed dues payments in the past few years were discussed and the Board directed the interim executive director to send dues' statements in early October in future years, with statements for 2023 sent in mid-November 2022.

Prorating Dues

The subject of prorating dues was discussed because Mississippi Watershed Management Organization inquiring about joining the MAWD organization part way through the year. After discussion, the board declined to prorate dues.

6. REPORTS

President's Report

President Vavra reported on meetings attended: Legislative, Strategic Plan, Finance, Events, and Bylaws Committees, Drainage Work Group, and Metro MAWD. It has been a learning experience and she has enjoyed working with all involved.

Interim Executive Director

Interim Executive Director Voit provided an update on communication, legislative coordination, state agency advocacy, events, and education, MAWD committees, member interactions, weekly updates, and upcoming commitments. Nick Tomczik, Rice Creek Watershed District Administrator, will serve on the Wetland Conservation Act Rulemaking Committee.

MAWD Committees

Finance

Director Anderson reported that director per diems are eligible to be paid electronically. She will send forms to all directors who choose that route. The type of QuickBooks reports that would be helpful for the Finance Committee were discussed. The need for continuing our rental space is being reviewed.

Strategic Plan

Director Texer stated this was reported earlier in the meeting.

Legislative

Director Anderson reported that she attended a meeting of the Subcommittee on Water Policy on October 20. The committee is interested in championing the removal of the \$250,000 levy cap restriction issue in the coming 2023 legislative session. This committee makes recommendations to the legislature each year on priority water issues. Ours is one of eight issue, from a field of 50, that the Subcommittee is promoting to the legislature for passage. Jan Voit and Ray Bohn will be included in future meetings.

Events

An update was provided earlier in the meeting.

Education

Director Anderson reported that no meetings have been held as she was informed the education committee was combined with the events committee in April of this year.

Resolutions

President Vavra stated that this was reported earlier in the meeting.

Partner Reports

Minnesota Association of Watershed Administrators

No report was given.

BWSR

There are several openings on the BWSR board, one for watershed districts that is currently held by Jill Crafton, Riley-Purgatory-Bluff Creek Watershed District. MAWD needs to submit three names. The governor appoints one person. Jan Voit will contact watershed administrators to obtain two more names to include on the list. Director Texer made a motion to submit Jill Craton's name for BWSR Board appointment. Director Ziegler seconded the motion and it carried unanimously.

Clean Water Council

The Clean Water Council meeting for October was cancelled. Jan Voit has spoken with Marcie Weinandt about providing a report for each meeting.

Confirm Next Meeting Date

The tentative date of meeting November 14 was cancelled. The next Board meeting is scheduled for November 30 at 4:00 p.m. at the Arrowwood Conference Center in Alexandria.

7. ADJOURNMENT

Director Texer made a motion to adjourn the meeting at 10:39 a.m. Director Ziegler seconded the motion and it carried unanimously.

A closed Executive Session was held regarding Organization Governance.

Ruth Schaefer, Secretary