

**CLEARWATER RC&D COUNCIL, INC.  
ANNUAL MEETING MINUTES**

September 17, 2015  
Hilltop Restaurant, 500 E. Main St., Grangeville, ID  
5:30 p.m. to 8:00 p.m.

**ATTENDANCE**

Bob Tippet – President of Clearwater RC&D  
Alan Martinson – Treasurer of Clearwater RC&D  
Ivy Dickinson – Idaho County  
Tera King – Vice President of Clearwater RC&D  
Clyde Hanson – Idaho County  
Ken Roberts – At-Large Member  
Dick Hodge – At-Large Member  
Toni Sunseri – Conservationist, NRCS  
Malcolm Dell – At-Large Member  
Renée Hill – Executive Director of Clearwater RC&D  
Marietta Hanson – Guest  
Dick Hodge’s invited guest  
Bob Tippet’s invited guest  
Tera King’s invited guests (2)  
Ellie Watson – CBYCC 2015 Grangeville Crew Member  
Morgan Pilant – CBYCC 2015 Grangeville Crew Member  
Kyle Tillinghast – CBYCC 2015 Grangeville Crew Member

**CALL TO ORDER      ~      INTRODUCTIONS      ~      AGENDA CHANGES**

- Bob Tippet called the meeting to order at 7:30 p.m.

Minutes

- August 27, 2015 minutes were emailed out on September 16.
- *Clyde Hanson moved to approve the minutes for August 27, 2015. Ken Roberts seconded. Motion passed.*

Treasurer’s Report

- Alan Martinson presented the Treasurer’s Report and the Transaction Report by Class, as of September 14, 2015.
- There are some negative CBC balances and pending reimbursements have been requested.
- Renée and Tera are working on moving CBYCC expenses around to the appropriate funding sources in order to get that balance taken care of.
- *Malcolm Dell moved to accept the Treasurer’s Report. Clyde Hanson seconded. Motion passed.*

Executive Director’s Report

- In three days Renée will have her five month Anniversary at the RC&D ED. It has been a great experience getting to know the people and the job. There have been many challenges, all of which have been opportunities to develop friendship and connection with the Council and partners. Renée expressed here sincere gratitude for the support you all have given her and all that you have done to help her learn.
- Renée highlighted a few FY 2015 successes. (1) Financial Stability- Total revenue of the Clearwater RC&D continues to grow. The Council has increased stability by adopting an

Operating Reserve Fund, and tonight will propose increasing the Operating Reserves and establishing a Reimbursement Reserve Fund. (2) The Council continues to support projects. Examples are the CBYCC program and the Inland Northwest Food Network. Our project partners are reaching out to us to thank us for the support and collaboration we provide. (3)The RC&D was awarded the NRCDA Circle of Diamonds Award for the fourth year. (4) We are about to grow our staff by hiring an Office Manager.

- Opportunities exist for growth potential in fostering existing partnerships, developing new partnerships, and supporting our mission. Opportunities exist to expand our donor base by showing them the value we can bring to communities in the region.
- Renée is looking forward to working with the Council into the future and hopes you all are looking forward to this as well.

## NEW BUSINESS

### Reimbursement Reserve Fund Policy

- We have talked about setting up money as a revolving fund to cover expenses from reimbursement funds. It won't be a true revolving fund because we won't be taking funds out of it each month, but it will function as a revolving fund that will allow us to make sure that we have funds available to pay the bills and wait for reimbursements.
- The proposed policy is in the meeting packet.
- *Alan Martinson moved that the Council adopt the Reimbursement Reserve Fund Policy. Clyde Hanson seconded. Motion passed.*

### FY 2016 Budget Approval

- Alan presented the proposed FY16 budget (in packet).
- The payroll includes both ED and Office Manager. Expenses include upgrading a computer and buying a new computer to prepare for hiring. This budget also includes increases in our insurance policies (for CBYCC employees and other projects) local mileage (more outreach), and other meetings (more meetings and professional development).
- Our projected revenue is 85% of our estimated revenue, as we have pretty high confidence in our estimates.
- Tera explained that a lot of the CFLRP land burned this summer and this agreement ends in September 2016. So there will be a spike in revenue from the CBC this year, but continued revenue increases beyond this year are uncertain and funding sources are uncertain after FY16. We should be aware of that and prepare for a potential decrease.
- Tera thanked the Council for approving the donation for the GEM Trail planning grant. She thinks this is a good support for a project that supports our mission, but also that it will bring more funds into the Council as this project grows into the future.
- *Clyde Hanson moved that the Council adopt the FY16 budget. Dick Hodge seconded. Motion passed.*

### Conflict of Interest Policy Amendment Approval

- Bob suggests that all board members, as well as the Executive Committee, sign the COI each year.
- Renée highlighted the changes made in this new policy, which include:
  - Addition of “all Members and Employees” as signers
  - “Directors” changed to “Interested Persons”
  - In point 3, added clarification that interested persons should declare their potential COI “prior” to the discussion and added that disinterested persons have multiple options to deal with a particular situation (i.e., asking interested parties to provide only factual information, or asking them to leave the room during discussion and votes), which is common practice in nonprofit COI policies.

- *Ivy Dickinson moved that the Council adopt the updated Conflict of Interest Policy. Alan Martinson seconded. Motion passed.*

#### Office Manager Job Description Approval

- Ivy described the Office Manager job description, as well as how Renée spent a lot of time developing the position and incorporated feedback from Ivy. Both the job description and advertising plan are in the meeting packet.
- Dick Hodge asked if the position is 20 hours a week and year-round. Ivy confirmed that this is true.
- Clyde Hanson asked if the time advertising is sufficient time. Renée clarified that the plan allows three weeks, which can be extended if needed.
- Bob Tippett asked to clarify if this position reports directly to Renée as ED. Ivy confirmed that this is true.
- Ivy, Alan and Tera (Ivy called it the “dream team”) agreed to serve on the nominating committee. Alan agreed to serve as chair.
- *Malclom Dell moved to nominate Tera, Ivy and Alan to assist Renée in hiring. Alan Martinson seconded. Motion passed.*

#### Sponsor Membership

- Bob Tippett read the list of sponsor organizations for FY 2015.

#### At-Large Membership

- Bob Tippett read the Executive Committee and At-Large Members for FY 2015.

#### Officer Nominations

- Ivy explained that Dick, Alan and Ivy, as nominating committee, met to discuss nominations. They emailed potential candidates (both people who have served on the Executive Committee in the past as well as new candidates) to ask if they would be willing to serve on the Executive Committee. The ballot in the meeting packet displays the individuals who have agreed to hold those positions.

#### Election of New Officers for FY 2016

- Ivy named individuals on the ballot: Jim Boland - President, Jacqui Gilbert - Executive Vice President, Tera King – Vice President, Alan Martinson – Treasurer, Ivy Dickinson – Secretary
- *Clyde Hanson moved to accept the report from the nominating committee for the officers as the secretary cast a favorable ballot. Ken Roberts seconded. Motion passed.*

ANNOUNCEMENTS
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- Malcolm Dell reminded the Council that the Western RC&D Association is accepting nominations for Awards in several categories. Awards will be presented at the Western RC&D Association Fall 2015 Meeting. Malcolm and Clyde encouraged the Council to submit a nomination for the CBYCC program.
- Ivy mentioned that the Western RC&D Association is also electing a new Vice President and Treasurer in case anyone would like to be nominated. Nobody jumped on that opportunity.
- Clyde Hanson and all attendees thanked Anita and her crew for the dinner and hosting.

*The meeting adjourned at approximately 8:10 p.m.*