



## Clearwater Resource Conservation and Development Council, Inc.

### Council Meeting Minutes

Thursday, August 24, 2017

1:00 p.m. to 3:00 p.m.

Brammer Building, Lewiston, ID

Attendees (*X indicates attendance*)

COUNTY REPRESENTATIVES		CITY REPRESENTATIVES	
<input checked="" type="checkbox"/>	Alan Martinson, Latah County, Secretary/Treasurer	<input type="checkbox"/>	Art Bettge, City of Moscow
<input checked="" type="checkbox"/>	Bob Tippett, Nez Perce County	<input type="checkbox"/>	
<input checked="" type="checkbox"/> Clyde Hanson, Idaho County, Vice President		<b>AT-LARGE MEMBERS</b>	
<input checked="" type="checkbox"/>	John Smith, Clearwater County *	<input type="checkbox"/>	Malcolm Dell
<input checked="" type="checkbox"/>	Mike Ponozzo, Lewis County	<input checked="" type="checkbox"/>	Tera King, President
OTHER			
<input checked="" type="checkbox"/>	Barbie Miller, Executive Director, Clearwater RC&D	<input checked="" type="checkbox"/>	Irene Bain, Office Assistant, Clearwater RC&D

\* John Smith arrived at approximately 1:30pm

#### Call to Order

<b>MEETING CALLED TO ORDER BY</b>	Tera King, President	<b>AT</b>	1:05 p.m.
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#### Agenda Changes

<b>CHANGE</b>	The report for the agenda item "matching contribution for CBYCC program" is delayed until next meeting.
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#### Approval of July 27, 2017 Meeting Minutes

<b>MINUTES WERE EMAILED ON</b>	August 23, 2017				
<b>CHANGES</b>	None				
<b>MOTION TO APPROVE BY</b>	Clyde Hanson	<b>SECONDED BY</b>	Bob Tippett	<b>PASSED</b>	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

#### Treasurer's Report

<b>PRESENTED BY</b>	Alan Martinson				
<b>DISCUSSION</b>	<p>Alan Martinson presented the Treasurer's Report and the Transaction Report by Class, as of August 24, 2017. Alan described the details of the Report, including any discrepancies and negative balances, and stated that the reimbursements have been submitted.</p> <p>There were some questions about how to read the Treasurer's Report. Council members requested that the Treasurer's Report be reported on a cash, rather than accrual, basis for a better understanding of actual funds available.</p>				
<b>MOTION TO APPROVE BY</b>	Mike Ponozzo	<b>SECONDED BY</b>	Clyde Hanson	<b>PASSED</b>	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

FY 2018 BUDGET UPDATE	
DISCUSSION	Alan, Tera, and Barbie met recently to discuss the budget. Alan asked for suggestions and ideas from any members about the budget. They plan for the budget to be sent out before the annual meeting. Barbie included a FY 2017 Budget Actuals-to-Date report in the meeting packet. Allen reported that we are ahead of last year for total money in the Council Operations account.

### Executive Director's Report

PRESENTED BY	Barbie Miller				
EXECUTIVE COMMITTEE VOTES BY EMAIL					
There were no votes by email.					
ACTIVITIES, ACCOMPLISHMENTS, & UPDATES					
<ol style="list-style-type: none"> <li>1) Two of the Wildlife Habitat Restoration Initiative employees have applied for other jobs. It will be difficult to retain the employees as the end of the season nears. The replacement for the previous turnover has already started working.</li> <li>2) Barbie has not heard any updates regarding the Memorandum of Agreement discussed at the last meeting concerning sponsorship of the WHRI graduate student Deborah Blanscet.</li> <li>3) The GEM Trail easement discussed at our last meeting was brought before Idaho County, and they will hold the easement. A copy of the agreement with the land owner is available if anyone is interested. The Council has no involvement with the easement.</li> <li>4) A grant application was submitted this week in the amount of \$9,634.50 for the support of the Two Degrees NW Artisan Trail Guide. The grant is through Inland Northwest Community Foundation.</li> <li>5) The Laura Moore Cunningham Foundation grant the Inland NW Food Network applied for was declined by the Foundation.</li> <li>6) The Forest and Fun Camp did not receive the grant they applied for through Bogs.</li> <li>7) Inland NW Food Network has received their Federal 501(c)3 status. They requested that the next Council check run be the final one for them. Barbie asked them to send a formal letter of withdrawal. There was a question from the Council about our obligation to pay, or not, any bills if there is not enough money. Barbie indicated that the Professional Services contract with the INWFN Executive Director, Teri McKenzie, is their largest monthly expense, and the contract specifies that we will only pay Teri's professional service fees and expenses up to the funds available in the account. Barbie talked to the INWFN's new bookkeeper about the necessity of processing donations through the Council as long as the INWFN is still sponsored by the Council.</li> <li>8) Margie Kinzel with Nez Perce County recently contacted Barbie regarding Wildland Urban Interface funding. They have a 2016 Idaho Department of Lands grant for the Waha region, and their Project Manager has expenses for completing the MOU that precedes the grant start date. The funds for this have been covered under the WUI grant before. Barbie responded to Margie that the BLM agreement we had that provided WUI funds expired September 30, 2016, and we are waiting to hear how the funds under the new BLM agreement will be administered to know if there will be any funds available for WUI assistance.</li> <li>9) Kristi Halford with Harris and Co. has accepted a position with another accounting firm. Kristi works with other Harris and Co. accountants in preparing our tax returns and annual audits.</li> <li>10) We received the Landeck &amp; Forseth bill in the amount of \$234 for legal advice regarding the GEM Trail easement. We pursued the legal advice on behalf of the project, but we had not considered who would pay for the legal services. The consensus of the Council is that since we requested the services, we should pay the bill.</li> </ol>					
CONCLUSIONS	Motion to approve payment of the bill from Landeck & Forseth from Council Operations funds.				
MOTION TO APPROVE BY	Clyde Hanson	SECONDED BY	Bob Tippett	PASSED	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

**CBYCC Report**

<b>PRESENTED BY</b>	Tera King and Barbie Miller
<b>DISCUSSION</b>	<p>The season-end banquet for the CBYCC crews was successful with approximately 100 attendees. Barbie and Tera had an after-action meeting the next day with the Forest Service and a couple of other partners and received some good constructive comments and suggestions for ways to improve, operationally, next year. We already have the funding in place for next year based on this year's budget.</p> <p>Barbie stated that Joni Packard, youth partnership coordinator with the Forest Service, reported that our program is 2% of the national program funding and 20% of the regional program. Our success is getting a lot of attention, and Joni has already asked for YCC money in reserve for the program, in addition to what we already have. They are discussing a new agreement because half the funds under this agreement are CFLR funds, and that program will be ending soon.</p> <p>Clyde was contacted by one of the parents in Grangeville who was not aware of the program before this year. He relayed that the impact on his child was a very positive and life changing.</p> <p>Tera received word from Carol Hennessey that the Forest Service has funding for a residency program that would be specific to kids from urban areas, placing them in places like Powell for the summer; pairing them up with a local Forest Service crew.</p> <p>Another aspect of our program that has caught the attention of the Forest Service is the CBYCC Information Assistant position, an expansion of the program made without incurring additional overhead expense. The Forest Service was pleased with the performance of this frontliner employee, and there's a good chance he may work into a career with the Forest Service as a result.</p>

**Approval of Modification to CBC GEM Trail contract with Jahn Studio**

<b>PRESENTED BY</b>	Barbie Miller				
<b>DISCUSSION</b>	Mary Jahn contracts with the CBC in developing and marketing the GEM Trail signage. The CBC is asking for an extension of her contract to pursue the next phase of tasks and deliverables for the GEM Trail project. Under the continuation, Ms. Jahn will contribute an in-kind donation of approximately \$3,600, which is almost 40% of the total contract.				
<b>CONCLUSIONS</b>	Motion to approve the Jahn Studio contract extension.				
<b>MOTION TO APPROVE BY</b>	Alan Martinson	<b>SECONDED BY</b>	Bob Tippet	<b>PASSED</b>	<input checked="" type="checkbox"/> Yes <input type="checkbox"/> No

**Revision to Clearwater RC&D Council Bylaws**

<b>PRESENTED BY</b>	Tera King
<b>DISCUSSION</b>	<p>Last meeting, we discussed modifying our Bylaws, mainly because we were having trouble getting a quorum with the current body of the council. The recommendation was to change the quorum requirement from five to four members. Barbie submitted a revised copy of the Bylaws to the council which changed the number of members required from five to four, with a simple majority vote of the members in attendance at meetings.</p> <p>Some things to consider:</p> <ul style="list-style-type: none"> <li>• We have had to cancel several Council meetings because there has not been a quorum to conduct business.</li> <li>• Is it wise to allow just three votes (simple majority) to make a decision when there are only four members present?</li> </ul>

	<ul style="list-style-type: none"> <li>• Suggestion offered that the simple majority should include all voting members, present or not. This would take the quorum back to five because there are currently eight voting members. A vote from a member on the phone is valid.</li> <li>• Suggested solution: remove current member(s) who are no longer active, which would reduce the number of voting members to seven and, thus, reduce the simple majority to four.</li> <li>• Revise the Bylaws to read that 50% plus 1 of the voting board would be a simple majority wherever a simple majority is required throughout the Bylaws. This would allow for automatic quorum changes when there is a change in the number of voting members.</li> </ul>
<b>CONCLUSIONS</b>	Table this item until the next meeting.
<b>ACTION ITEMS</b>	<p>Barbie will incorporate the suggestions into the Bylaws and present them to the Council for approval.</p> <p>Tera is to contact Malcolm Dell to discuss his at-large membership. Malcolm has not attended Council meetings for the past year.</p>

Clearwater RC&D Annual Meeting Planning

<b>PRESENTED BY</b>	Barbie Miller		
<b>DISCUSSION</b>	We have followed a rotation schedule in the past to decide where the annual meeting is held. Following that schedule, it is Clearwater County’s turn to host the meeting. There was informal discussion by the members as to when and where to hold the meeting, and it was determined that all those present would be available September 21 and 22. These dates are dependent on the availability of a meeting place, and Barbie will inquire in the Orofino area to find a restaurant with a room to meet and check availability. Member consensus was to hold a no-host social at 5:30 pm with dinner at 6:00 pm.		
<b>ACTION ITEMS</b>	<b>PERSON RESPONSIBLE</b>	<b>DEADLINE</b>	
Find a place in the Orofino area to meet and eat. She will keep in touch with members with final plans.	Barbie		

Establish Nominating Committee for Election of Officers

<b>PRESENTED BY</b>	Tera King		
<b>DISCUSSION</b>	The three officer positions will be open for nomination, and the Council will vote on the nominees at the annual meeting. Tera asked the Council to let her know if they have suggestions for nominations. Clyde Hanson and Tera volunteered to be the nominating committee.		
<b>ACTION ITEMS</b>	<b>PERSON RESPONSIBLE</b>	<b>DEADLINE</b>	
Nominating Committee to submit member’s names for three officer positions.	Tera	Next annual meeting	

Meeting Adjourned by Tera King at 2:30 p.m.