

Middle Fork Willamette Watershed Council
Board of Directors (BOD) Meeting

12 Sept 2007 Lowell, OR

6 PM

Present: Pat Burns, Barbara Hazen, Nancy Sawtelle, Dan Hurley, Cary Hart, Eve Montanaro, Bryan Von Bargen, Chuck Spies, Chuck Davis, Stephanie Schroeder

I. Approval of the Agenda
Agenda approved as written.

II. Approval of August 1, 2007 Organizational Meeting Minutes and Incorporation Statement

- The Record of Action by Incorporator Appointing Initial Board of Directors of MFWWC was corrected to record the official names of the Board of Directors.
- The Minutes of the Organizational Meeting of the BOD of MFWWC was also corrected to record the official names of the BOD.
- Page 2 Item 4 of the Minutes was changed to clarify the number of signatures required on a check. Ms Montanaro's name was replaced by the title Executive Director. The paragraph now reads RESOLVED that checks over \$1,000 drawn on the bank account of the corporation be signed by two of the following persons, Executive Director; plus the President or the Treasurer, or the Secretary, or the Vice President; however, no person may sign a check payable to himself/herself. One signature shall be required for any check under the amount of \$1,000.
- Motion: The motion was made and seconded to approve the Minutes and the Record of Action as corrected. Passed by consensus.

III. BOD Roundtable. This is the time for members and ex-officio members of the BOD to make announcements or bring up concerns.

- Ms Sawtelle said that the BLM will be presenting at the Springfield General Council meeting about the Western Oregon Plan Revisions (WOPR). She encouraged all to attend. She also said that the BLM has provided more funding for the on going Educational program. She also reported that the False Brome Working Group is meeting to define the role of the coordinator for the project. It's beginning to look like this project could develop into something much bigger as both the BLM and the Army Corps of Engineers (ACE) assess the amount of invasives they have to deal with.
- Ms Montanaro said we received funding from OWEB to do outreach to landowners about False Brome.
- Mr Spies said that he is working on Lowell's TMDL implementation plan with the OSU intern, Stacey, who is funded by LCOG to work on the TMDL implementation plans in our watershed. He is concerned that her emphasis on watershed council involvement may require more coordination before the plan goes forward. The BOD agreed that the goal of involving the watershed council is not to create new activities for us but to look at how our Action Plan and the DMA plan can support each other. Ms Montanaro proposed that she and Mr Spies go over the plan and see what is realistic for MFWWC. The BOD decided that we would take time at a future meeting to see what the watershed council can do after the city manager has decided what he can do. Once the watershed council is committed to its part, the city manager will take the plan to his elected officials.
- Mr Hurley said that this is his last meeting. He has updated the website. The BOD thanked him for his hard work and dedication to the watershed council.
- Ms Schroeder announced that Café Soriah is having a benefit for the Walama Restoration Project Oct 4 at 6. Walama Restoration Project will be there to discuss their ongoing projects.
- Mr Von Bargen reported that he had attended the first inter-agency meeting on flow management. They will be putting together an implementation schedule, trying to emulate nature more with the flow of water from the dams.

IV. Fiscal Management

- Ms Montanaro has met with the key people from the City of Oakridge to begin the transition toward the MFWWC managing its own funds. As of Sept 30 we will be managing some of our funds as that's when their

fiscal quarter ends. Some of the project monies will stay with Oakridge; some will pass to us, depending on where the project is in its completion.

- Ms Burns said that other banks had been considered but she is recommending that we open an account with Siuslaw Bank in Pleasant Hill. They have an interest bearing checking account that has no service charge as long as we maintain a balance of \$2000 or more. Mr Spies suggested that we ask them if we can get the 6% rate that the City of Lowell has. Mr Davis pointed out that the bank was local and supportive of the community.
- Motion made and seconded to select Siuslaw Bank in Pleasant Hill as our bank. Passed by consensus.
- Ms Montanaro will draw up a letter detailing the agreement made with Oakridge and will send it out for our approval prior to sending the letter to Oakridge.
- Ms Burns led a review of the monies left in the current grants. The Council Support Funds page shows a breakdown of what OWEB pays us to do business. We will get approx. \$33,000 that used to go to Oakridge to manage our funds. The MFWWC will need to hire people like a bookkeeper, an accountant and a fiscal manager. Ms Montanaro has been talking to the other non-profit watershed councils to see how they manage their fiscal affairs.
- Ms Montanaro explained how we get project reimbursement. When a grant is written it specifies what will be done, in what time frame and what the deliverables for reimbursements are. The grant application is our contract. OWEB reimburses. We bill them with the receipts when the work is done. Each grant has a termination date at which point all the work must be done. The grant also details when reports will be made and what will be in them. OWEB requires monitoring reports every 1, 3 and 5 years post project. BPA, however, comes down and inspects the work done with their money. The question was raised as to how the cash flow will work. We will have about \$68,000 to work with. If we needed more than that we would have to make a special request to OWEB for advance funds. At the moment we can also ask Oakridge to front us the money.
- Motion made and seconded to ask the Finance Committee (Ms Hazen, Ms Burns, Ms Montanaro, Mr Davis and Mr Hampton) to develop the Fiscal Management Policy for presentation to the BOD for approval. Passed by consensus.
- Ms Montanaro recommended hiring an operations manager to manage the funds and a bookkeeper to get us up and going, including setting up the Quick Books Pro program which we can get free from OWEB. The bookkeeper would not be able to sign checks. Both the bookkeeper and the accountant would be hired on a contract basis.
- Motion made and seconded to move forward on the question of hiring fiscal management personnel. Passed by consensus.
- Motion made and seconded to adopt a fiscal management rate of 10% with exceptions made on a case by case basis. Passed by consensus.

V. Projects Update – Ms Montanaro

Ms Montanaro briefly reviewed the potential projects for the upcoming OWEB grant cycle (Eastgate Woodlands, Denis Project, Egan culvert and Action Plan 2007-2017 Headwaters to Confluence)

- Motion made and seconded to authorize Ms Montanaro to write grants for the projects she proposed. Passed by consensus.

VI. Next meeting

24 Oct 2007

Lowell City Hall

Lowell, OR

6 –8 PM

Mr Atkin will be attending.

Meeting adjourned 8:00 PM.

Barbara Hazen
Recorder