

OCEAN Board Meeting

October 11th, 2012 @ 7:30 a.m.

Teleconference

Attendance

Jeremy Baker-President
Janet Greenup-Treasurer
Teresa Matteson

Shilah Olson-Vice President
Malyssa Page
Marty Goold

Lisa Mahon-Secretary
Josh Uriarte

Meeting Minutes

Janet moved to accept the August 9th minutes. Josh seconded and the motion passed unanimously.

Connect 2013

Connect 2013 will be held at Spirit Mountain Casino in Grande Ronde, Oregon, April 24-26th. Lisa will be meeting with the facility coordinator in November and touring the facility.

Manager's Training-Eric Nusbaum will be the lead on the manager's track since he is already working on topics for OACD convention, has a committee together, and it is part of his job. Shilah will be helping out on his planning team to give input from past survey results from OCEAN and Connect. There was concern with ODA being involved because so many government agency employees makes some managers feel uncomfortable being as open. ODA is working with the Connect planning team on these types of issues.

ODA Registration-The Connect planning team will be deciding on who can register for Connect.

OWEB Joint Proposal

Jeremy has heard nothing new since Jerry came to talk to the board last time. Jeremy's plan is to get in touch with Meta at the OACD convention to get an update on what is happening with the joint OWEB funds. Lisa stated that back in April OWEB said they just needed a proposal for dollars needed, and she asked why this had not been sent to OWEB yet. Jeremy stated the meeting at OACD will present this to Meta and OWEB. Lisa and Jeremy will draft a cover letter with a budget to give to Meta.

501c3

A few items were discussed in order to complete the Articles of Incorporation and Bylaws.

- 1) Legal business address-Janet's Office
- 2) Registered Agent- Janet was selected at the meeting but after more research it was determined that Lisa would be the better option since she is completing all the registration information and the Registered Agent is the contact for all that. If needed the Registered Agent can be changed to Janet in the future.
- 3) Distribution of assets to OACD Foundation-Yes, that is what is currently in the bylaws
- 4) Fee or no fee membership structure-The board discussed seeing all SWCD employees as OCEAN members and to avoid similar issues that came up last year it would be best to be consistent and not have a fee. Though the board agreed to not have a fee it was determined that we can be a "Fee Membership" but not charge one. This gives the option if we need it to change to taking fees in the future.
- 5) Voting by email and polls allowed? The board felt emails should be allowed in certain circumstances if needed. Lisa will draft language to put in the bylaws for the board to review.

- 6) Who can change the number of directors or the set up of directors (zones)? Membership Decision.
- 7) Board powers. Do members have any management powers of the corporation (ex: approve budgets)? The board discussed this and decided to keep management of the corporation to the board only, but continue to ask for membership input on topics such as the annual budget.
- 8) Who has the right to amend bylaws? Membership
- 9) Do we require "cause" to remove a board member? Apparently the default is that you can just tell people they are done without cause. Keep the current "requiring cause" language in the bylaws.
- 10) Unlimited terms for board members? Yes.

At-Large Representative

The board discussed potential candidates for the vacant at-large position. Jeremy will contact the potential candidates.

OACD

Poster Contest-Shilah and Lisa K will be the lead at the OACD convention

Awards-Will give a review of what was given out at Connect

Silent Auction-Janet is willing but is worried about how many items will show up if not many people will be coming. Janet will work on an email to send out requesting auction items.

Room-Jeremy reserved a round table session for OCEAN members to meet from 3-5.

Jeremy wants to know if we need to be more present at their local meetings. There was discussion about representatives of OCEAN feeling uncomfortable voting on certain topics that OACD discusses. Marty suggested that we ask OACD what they would like from us and explain that there are some decisions we are not comfortable making but we would like to give feedback and help where we can. This will help OCEAN still support OACD while making sure representatives are comfortable in what they are voting on as an OCEAN rep.

General Info

SOW-Marty said that hopefully the process of SOW will soon be a lot easier. A committee comprised of District Managers from each Basin met to discuss how to make the SOW simpler for SWCDs and ODA. Lisa Hanson heard a lot of complaints about the SOW and came back and told staff that they need to do some things differently. A big concern was a being able to work in uplands. The draft new SOW was sent to the committee for review and any changes are to be sent by the 12th. ODA will review it. The categories negotiated and the way the information is reported will change with the new SOW. The proposed timeline has the new SOW being rolled out at OACD. In December districts will start meeting with ODA so the Tax Base Districts can meet their budget laws. In January and February Districts will develop annual work plans. In April all the info is to be submitted to Heather. Heather will review from April-June and payments will go out in July. Marty complemented Katy Koba on having her agency be proactive and listen to the local agencies.

Partner Meeting-ODA reported about the New SOW development process would be a 6 week process from start to finish. ODA is currently working on finding a solution of how to do monitoring and keep a good reputation with landowners. The emphasis is coming from DEQ pressuring the WQMA Plans because there is not defined proof that there is water quality improvement. ODA is struggling with how to report these issues while maintaining good relationships with landowners. Another issue is that NRCS cannot share certain information. ODA is now asking for suggestions on how to go about showing the improvement in number. They are working with other agencies and SWCDs around the state to help out. Lots of people talked about monitoring protocols, certification

process, and any problems with sharing info between agencies. They are trying to figure out how to quantify what is happening. They are looking to assemble a group ranging from DEQ to Environmental groups. They want to figure out how to quantify this process. Jeremy offered to provide a venue to meet at Connect. Marty pointed out that we need to back ODA and have a unified front instead of opposing each other.

Area Reps Update

Umatilla right now does not have a planner because Heidi took a position with DSL in Bend. They may not fill for a while.

Jeremy adjourned the meeting at 9:40. Next meeting will be December 13th at 7:30am.