

OCEAN Board Meeting Teleconference Minutes

Thursday, December, 12 2013



Attendance

Board Members Present:

Jeremy Baker-President	Teresa Matteson
Shilah Olson-Vice President	Liz Graham
Lisa Mahon-Secretary	Jason Faucera
Josh Uriarte	

Guests Present:

Ryan Gordon
Jerry Nicolescu

Jeremy called the meeting to order at 2:34PM.

Financial Report

OCEAN's current balance is \$5,742.59. All bills are paid except for reimbursable expenses which is \$183.91 total. *Jason moved to approve Janet's expenses. Shilah seconded and the motion passed unanimously. Jason moved to accept the financial report and Teresa seconded. Motion passed unanimously.*

2:43 Jerry joined the meeting.

Meeting Minutes

Shilah moved to accept the October 10, 2013 and November 14, 2013, minutes and Josh seconded. Motion passed unanimously.

501c3 Update

Lisa went over the amendment that was sent out and asked the board if they had any questions. With no further discussion, *Jason moved to accept the Articles of Incorporation Amendment, by adding Article 8.1, and Shilah seconded. Motion passed unanimously.*

Lisa reported on the 501c3 non-profit status application. The lawyer was able to review the application and supporting documents and returned her comments to Lisa on Tuesday. The lawyer provided pointers on how to organize and present the document as well as a few other notes to help when the IRS reviews the application. The biggest changes include expanding on the organizations activities, redoing the finances to reflect the current organization, and to amend the Articles of Incorporation to include a paragraph expanding on the process if OCEAN were to dissolve and have to distribute our assets.

In the next two weeks Lisa will be sending the edited application, lawyer's comments, and the Conflict of Interest policy that was approved by the lawyer. The board will need to review and approve these at the January meeting before Lisa can submit them to the IRS.

Guest

Ryan Gordon, Executive Director of the Network of Oregon Watershed Councils (NOWC), introduced himself. He is joining the call to offer his assistance in helping move Connect planning forward together.

Connect 2014

Lisa and Ryan gave the board an overview of what they discussed in working together. They both felt it was important that all attendees be treated the same so there will be one registration fee, packet, and scholarship opportunity for everyone. This will also help logistically with the planning. Lisa asked the board if they were okay with Lisa and Ryan working together to figure out the best method of registration. The board agreed that it would be good for the two to continue working together. Ryan will also be planning a 5th track as part of the NOWC contribution to Connect planning.

NOWC/OACD can contribute \$5,000 towards the event in addition to staff time from them. Jerry asked if they could step in and be part of the planning committee. This would help to move things forward together and make sure that everyone is on the same page through the process. Jerry said they will be drafting a letter to OCEAN that states what they are offering and what deliverables they would like to see in return for their contributions. Jason asked when they would be presenting the letter and their deliverables. The deliverables that NOWC/OACD are asking for are NOWC will help plan the 5th track, Connect be open to council participation, Ryan being having a few minutes in the general assembly to address the group and do a welcome. Jeremy said that Ryan and Jerry will be included in those.

Lisa reviewed the budget scenarios to the board. A variety of scenarios presented different sponsorship amounts and scholarships awarded. She also presented a scenario that showed the board how Connect would continue without the help of sponsors if that unfortunate event did happen. This is an unlikely scenario but presented to put the board at ease that Connect will happen no matter what.

Jason mentioned that he would like to see something beyond Connect. He explained to the board that he would like to see the board invest into OCEAN at the same time as investing into Connect. He thinks we need to think about that as we move forward. Right now we are investing a lot in Connect and little into OCEAN.

The key discussion was what the registration cost would be and what amount of scholarship funds would be available. The board carried on much discussion about the various budget scenarios and pricing options. *Lisa motioned to keep the registration cost at \$400 and Josh seconded the motion. Motion passed unanimously.*

The board agreed that it is hard at this point to set a number of scholarships that they will be able to offer. Ryan suggested offering scholarships and letting people know they are limited. This will allow the board time to see the need for scholarships and look at sponsorship funds coming in so we can see how much assistance OCEAN can give out.

Lisa ran down a rough timeline for this process with the board. Information on the registration price and request for scholarship applications will need to go out right away so people will have time to present it to their boards and return the application to OCEAN. If they are due in mid-February then OCEAN will know by that time how much they are capable of offering based on need, registration at full price, and

sponsorship dollars coming in. They can notify SWCD's who have received or not received the scholarships by the end of February, which gives them the entire month of March to go back to their board if they need to prior to the registration deadline.

Shilah suggested the form ask how much they need, have they attended in the past, why or why not, and make it a bit more custom. This way it may fit the varying needs of each district instead of a one size fits all.

The board also discussed in the future when is a good time to talk to Districts about paying more for Connect. There were many concerns about districts having a sufficient heads up to plan and budget for Connect. The board agreed to continue this discussion at a later meeting.

Jason put the Connect 2014 info on the website and encouraged folks to check it out.

Connect Sponsorship Package

Josh asked for an updated sponsorship package, and that Kari or Tyler be on the December Connect committee call to give an update.

3:45 Ryan, Lisa, and Josh left the call.

Nonprofit Training

Those who attended the nonprofit training were asked to send an update to the board about what they learned. Another Non-Profit training is coming up on Jan 18th and board members are encouraged to attend.

Board Work Session

It was suggested to do the January board meeting and/or work session in conjunction with the Nonprofit training on the 18th. Teresa suggested that the board could meet in person the preceding day at Benton SWCD. Jason suggested any board members who couldn't come early could join by teleconference.

Other Business

Liz and Shilah were asked whether they planned to run for reelection in April. Both said yes. Liz will be on maternity leave from late Jan until just before Connect, but will be checking email periodically after the first month. She would like to be more involved in Connect planning in the future.

The remaining items were tabled.

The meeting was adjourned at 3:58PM.

The next meeting will be held in January. Jeremy will send a doodle poll out to determine the date.