

SKAGIT WATERSHED COUNCIL
Board of Directors Meeting
Skagit Watershed Council Conference Room
February 7, 2013

SUMMARY Meeting Notes

The meeting began at 8:35 a.m. with Carolyn Kelly, Dave Pflug, Steve Hinton, Bob Everitt, Bob Carey and Shirley Solomon in attendance.

Review Audit Report. The Board was asked to review the documents following the brief presentation by Solomon at the last meeting and come to this meeting with questions if there were any. There were none.

Financial Report through January 2013. The financials (revised budget dated February 7 2013, Balance Sheet, Profit and Loss, Budget vs. Actual, Contract/Fund Status) were reviewed. Solomon reported that there were no unexpected expenditures or unanticipated revenues.

Authorize revised IPA with LLTK. The Board authorized the revised IPA with LLTK which reflects expenses for Solomon through the end of March. Solomon's last day in the office is February 22 after which her accrued leave begins.

Report from Nomination Committee. The Board Development memo from the Nomination Committee formed the basis for the conversation. The Committee recommended, and the Board approved, inviting the three current Board members whose terms have expired – Kelly, Everitt and Pflug - to continue to serve and adding one new member, Brenda Cunningham. The Board Election will proceed as laid out in the by-laws with the ballots expected to be mailed out to the membership as soon as possible. It was decided that the Committee would identify the ideal skills/experience/characteristics of additional board members before additional recruitment is done.

Create a Leadership Scoping Committee. The SWC leadership memo from Bob Carey formed the basis for the discussion. All agreed that the leadership role is essential to the organization's success and stability and that the longer the transition continues the greater the danger to the organization's credibility and productivity. It was agreed that there would be a committee formed to scope the hiring process and that the membership of this committee need not be restrained to Board members. Hinton, Pflug, Kelly and Solomon agreed to meet on February 15 to frame an approach on how to go about this, and present it to the full Board at a special meeting on February 22.

Review/Adopt Proposed Interim Division of Duties. The specifics of the Proposed Division of Duties memo formed the basis for the conversation. Each of the outlined

duties were individually addressed, discussed and agreed to. One change and one addition were made. Under the proposed duties of the Technical Work Group Chair, the duty of "Report to the Board at the monthly Board meeting" was changed to "Report directly to the Board on technical matters and participate in such discussions at Board meetings." Added was the following: The Chair and the administrative and technical managers will meet monthly prior to Board meetings to keep each other abreast of Council activities and develop Board agendas. Solomon will ask Linda Hammons for a set meeting time on Ken's schedule.

Approve Interim Leadership positions. The interim positions of Ken Dahlstedt as Chair, Carolyn Kelly as administrative manager and Alison Studley as technical manager were approved. Board members expressed thanks and appreciation to them for their willingness to undertake these roles and serve the Council in a time of need.

Authorize contracts for professional services. The Board authorized Solomon to execute MOAs for Kelly and Studley, following Board approval of the language.

Review and Affirm membership of Technical Work Group. After the names of Jenny Baker, Nora Kammer and Eric Beamer were removed from the presented list, the list was affirmed, with Alison Studley appointed as chair.

TWG 2013 meeting schedule (information only)

Watershed Coordinator report (information only)

New member application from Wild Steelhead Coalition. The application was accepted and the Wild Steelhead Coalition was welcomed as a member organization. Bob Margulis will be encouraged to participate in the Technical Work Group and will be invited to the upcoming meeting on February 12.

Draft Options for 2013-2015 PSAR 6% Capacity Funds. Solomon explained that the listed activities are either continuing or needed ones and meet the intent of the program. These are provided for review and discussion with the intent of assisting the Board in its upcoming 2013-2015 Budget development and contract discussions with RCO and PSP. The Technical Work Group will review this list at its February 12 meeting and provide feedback to the Board.

Future of Salmon Trails and Tails website. The Board authorized Solomon to develop a longer term plan for marketing, expanding and funding this effort. She will do so in a volunteer capacity and will report back in June.

Finalizing bookmark. The Board approved the printing of the salmon bookmark with logos and taglines of the Council, the SLT and SFEG and authorized Solomon to seek a cost share from the other two organizations and also explore the cost economies of increasing the number of bookmarks beyond 2000.

Council staff participation in 3FI. The Board decided that it was not wise to take on additional activities at this time of transition, with the organization as short-staffed as it is. While not appropriate at this time, participation may be so in the future.

Council participation in 2013 Skagit Salmon Festival, Edgewater Park, September 7. The Board allocated the sum of \$150 to underwrite the festival and agreed that Scottie Schneider would represent the Watershed Council on the Logistics and Entertainment Committees, working closely with Lucy DeGrace of the SFEG.

Status of Edgewater Slough Monitoring. It was noted that reports from contractors SFEG and SSC are anticipated shortly. This will be a presentation at the Technical Work Group meeting on February 12.

Transition activities week of February 18. There are several tasks that need to be done in the waning days of Solomon's tenure and on the last day of February 22 in particular verifying QuickBooks statements and bank balances which Hinton offered to be present for along with Kelly.

The meeting adjourned at 11:40 a.m.