



BOARD OF DIRECTORS MEETING MINUTES – Approved 5/09/2023

Tuesday, April 11, 2023, 12:00 pm

Meetings held in hybrid fashion with an option to attend in person or virtually via zoom.

Directors Present: Al Hrynyshyn, Gary Jensen, Karl Morgenstern, Mary Durfee, Chuck Arrera and Ralph Perkins, and Chuck Arrera

Associate Directors Present: Andy Burke, Eric Nusbaum

Staff Present: Clarissa Berndt, Lily Leitermann, Dave Downing, Daniel Dietz, and Alec Spencer

Partners Present: Sydney Nilan, Tom Snyder

Quorum reached: 6/7 voting board members present (one vacant spot on the BOD, 6/6 members present)

1. Call to Order:

- a. The meeting was called to order at 12:01 pm by Chair Hrynyshyn.
- b. Approval of Agenda: Director Morgenstern mentioned that he would like to share an idea with the board and requested to have an item added into the DEI Committee section of the Agenda. Chair Hrynyshyn agreed to the additions and edits. Director Perkins moved to accept the agenda as amended, and Director Morgenstern seconded the motion, with no further discussion, the motion was approved with a vote of 6-0. [Al Hrynyshyn, Gary Jensen, Karl Morgenstern, Mary Durfee, Ralph Perkins, and Chuck Arrera all voted for the motion to pass.]
- c. Public Comment: Chair Hrynyshyn welcomed the public to the meeting and introduced Chair Hrynyshyn asked if there were any comments from the public related to items on this agenda. Hearing none, Chair Hrynyshyn moved on.

2. Action Items:

- a. Board Minutes – [April 11, 2023]: Chair Hrynyshyn moved to approve the minutes as presented and Director Durfee seconded the motion. With no further discussion, the motion was approved with a vote of 6-0. [Al Hrynyshyn, Gary Jensen, Karl Morgenstern, Mary Durfee, Ralph Perkins, and Chuck Arrera all voted for the motion to pass.]
- b. Budget Committee Meeting Minutes – [April 5, 2023] Director Morgenstern moved to approve the minutes as presented and Director Perkins seconded the motion. With no further discussion, the motion was approved with a vote of 6-0. [Al Hrynyshyn, Gary Jensen, Karl Morgenstern, Mary Durfee, Ralph Perkins, and Chuck Arrera all voted for the motion to pass.]
- c. Financial Reports: *[Fund Balance Spreadsheet (for previous month); Checking Register (for previous month); LGIP Register (for year to date) - include the BvA graph and breakdown of taxes; Visa 1 Register (5041) (for previous month); Visa 2 Register (6531) (for previous month); Balance Sheet - as of Previous Month; Rev & Exp - General Fund (previous month) (this is a P&L); Budget v Actual - Gen Fund (current fiscal year through previous month); Rev & Exp - Special Rev Fund; Budget v Actual - Spec Rev Fund; Rev & Exp - Reserve Fund; Budget v Actual - Reserve Fund; Fund BvA Graphs - BvA for Current FY through end of last month; Program BvA Graphs - Current fiscal year to last month]*
Director Jensen gave an overview of where the District was at with their budget. Director Jensen moved to accept the March financial reports as presented, and Director Perkins seconded the motion. With no further discussion, the motion was approved with a vote of 6-0. [Al Hrynyshyn, Gary Jensen, Karl Morgenstern, Mary Durfee, and Ralph Perkins, and Chuck Arrera all voted for the motion to pass.]
- d. 040.001.2023 Contract: Director Arrera motioned to approve the contract as presented, with Director Morgenstern giving the second. The motion was passed with a vote of 6-0 [Al Hrynyshyn, Gary Jensen, Karl Morgenstern, Mary Durfee, Ralph Perkins, and Chuck Arrera all voted for the motion to pass.]

3. Committee Reports & Recommendations: Each Committee gave a brief recap of their last meetings [See Committee Meeting Minutes].

- a. Finance: Gary Jensen let the Board know that there was nothing new to report.
- b. DEI: Lily Leitermann informed the board that the Aparna DEI visioning interviews were going well and that there was nothing new to report. Karl
- c. Personnel: Chair Hrynyshyn gave an overview of the personnel committee's last meeting; nothing new to report.
- d. P&G Development: Nothing new to report.

4. Partner Reports:

- a. NRCS: Tom Snyder gave a recap of the previous month. *[see NRCS monthly report]*
- b. UWSN: Sydney Nilan gave a recap of her monthly report. *[see UWSN monthly report]*

5. Other Reports/Discussion:

- a. The Executive Session was called at 12:58 pm to discuss 192.660(2)(b) to consider dismissal or discipline of complaints against an officer, employee, staff, or agent. Everyone except the Board of Directors left the meeting. Notes for the Executive session were taken and sealed.
- b. Executive session ended and no further discussions, motions or actions were taken for the duration of the meeting.
- c. Adjourned Meeting: Chair Hrynyshyn adjourned the meeting at 2:06 pm.

All supporting documents mentioned in the minutes are a part of the official record and are available upon request. Please contact the office at admin@uwsxcd.org to request copies. The Upper Willamette SWCD prohibits discrimination against its customers, employees, and applicants for employment on the basis of race, color, national origin, age, disability, sex, gender identity, religion, reprisal, and where applicable, political beliefs, marital status, familial or parental status, sexual orientation, or whether all or part of an individual's income is derived from any public assistance program, in employment or in any program or activity conducted by the Upper Willamette SWCD. The Upper Willamette SWCD is an equal opportunity employer.