



**BOARD OF DIRECTORS MEETING MINUTES –**

Tuesday, July 11<sup>th</sup>, 2023, 12:00 pm

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

**Roll Call: Directors:** Al Hrynyshyn, Gary Jensen, Karl Morgenstern, Mary Durfee, Chuck Arrera and Ralph Perkins. **Associate Directors:** Craig Marcus, Andy Burke, and Abel Kloster. **Staff:** Leslie Owens, Clarissa Berndt, Lily Leitermann, Dave Downing, Daniel Dietz, Meridith McClure, Victoria Fischella, Jared Pruch, Cricket DeLoe, and Alec Spencer.

**Partners and Public:** Sydney Nilan, Haley K. Scott, and Andy Peterson.

**Quorum reached:** 6/7 voting board members present.

(one vacant spot on the BOD, 6/6 members present)

**Agenda Items:**

1) Call to Order:

- a. The meeting was called to order at 12:01 pm by Chair Hrynyshyn.
- b. Approval of Agenda: Chair Hrynyshyn asked if there were any additions to the agenda. Director Jensen asked to change the facilitation responsibilities of the June Financials to Director Morgenstern. Chair Hrynyshyn moved to accept the agenda as amended, and Director Arrera seconded the motion, with no further discussion, the motion was approved with a vote of 6-0. [Al Hrynyshyn, Gary Jensen, Karl Morgenstern, Ralph Perkins, Mary Durfee and Chuck Arrera all voted for the motion to pass.]
- c. Public Comment: Chair Hrynyshyn welcomed the public to the meeting and asked if there were any comments from the public related to items on this agenda. He went on to ask the two guests to introduce themselves which was followed by brief introductions from Haley K Scott and Andy Peterson, who are both from the districts partner organizations and new to the positions they hold. The Board, and staff, went on to introduce themselves.

2) Action Items:

- a. Last Month's Minutes – [June Board Meeting Minutes]: Director Morgenstern moved to approve the minutes as presented and Director Arrera seconded the motion. After further discussion on a previously corrected portion of the meeting minutes, the motion was approved with a vote of 6-0. [Al Hrynyshyn, Gary Jensen, Karl Morgenstern, Ralph Perkins, Mary Durfee and Chuck Arrera all voted for the motion to pass.]
- b. 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 Morgenstern gave an overview of where the District was with their budget. Noting that he was getting up to speed, but what I see is during

June we had about \$149,000 in expenses of the from the District. We had an income in the General Fund, \$58,000 from tax and dividends. We have \$3,000,000 still in the bank account, which is good. The year end for the general fund looks like we are 1.25 million below budget, which is expected because we're just getting ramped up. One of the things we see in the expenses is that we are now pushing money out to partner organizations and the contracts that we approved are starting to get work done on the ground, which is good to see. Chair Hrynyshyn asked about a few checks that went out to individuals, which Clarissa Berndt explained that they were for a small grant recipient and a stipend to our intern for soil sample analysis. Associate Director Burk asked about the River Design group and Victoria Fischella explained that the payment was for the Bear Creek SIA. And preliminary engineering designs.

Director Perkins moved to accept the financial reports as presented, and Director Durfee seconded the motion. With no further discussion, the motion was approved with a vote of 6-0. [AI Hrynyshyn, Gary Jensen, Karl Morgenstern, Ralph Perkins, Mary Durfee and Chuck Arrera all voted for the motion to pass.]

- c. Amendment to Paid Holiday Benefit: Chair Hrynyshyn gave the floor to Dave Downing who explained that it had come to his attention through the audit of the employee handbook and requests from employees to be able to change the date of a scheduled holiday for any reason within the month of that holiday if it fell within the same pay period. Discussions followed about concerns for accountability and productivity to which Lily Leitermann, Clarissa Berndt, Dave Downing, and Meredith McClure all responded with reasonable examples of how the change would benefit their work life and how their productivity would not decline, and notes about how accountability is already worked into their jobs. Hearing these reasonings from the employees, the Board of directors decided that they supported the amendment and called for a vote. Director Arrera moved to approve the amendment to the Paid Holiday Benefit, which was seconded by Chair Hrynyshyn. The motion was approved with a vote of 6-0. [AI Hrynyshyn, Gary Jensen, Karl Morgenstern, Ralph Perkins, Mary Durfee 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. DEI: Lily Leitermann gave an update on the Avarna scope of work noting that the DEI committee has been working with Avarna Group in finalizing the visioning statement. The commitment statement is in the process of being finalized in the next month or so. The next thing is the beginning of phase three and four. Aparna has worked on a lot of Data gathering through the listening sessions and the visioning and the culture assessment and the next part of their scope of work, is a synthesis of that data collected and then a data report highlighting both the quantitative and qualitative aspects from that data.



**UPPER WILLAMETTE**  
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- b. Finance: Director Morgenstern mentioned that there was nothing new to report and that the next meeting would be on 8/14/2023 at 10:30am.
  - c. Personnel: Director Arrera mentioned that the audit of the Employee Handbook facilitated by Leslie Owens, Administrative Specialist for the District, would be reviewed at the next meeting on 8/21/2023 at 10:30am.
  - d. P&G Development: Nothing new to report; next meeting will be Monday, 7/17/2023 at 10:00 am and everyone is welcome.
- 4) Partner Reports:
- a. NRCS: Tom Snyder gave an overview of the new NRCS interactive Map with the help of Abel Kloster and answered questions.
  - b. UWSN: Sydney Nilan gave a recap of her monthly report. [see *UWSN monthly report*]
- 5) Other Reports/Discussion:
- a. Chair Hrynyshyn gave an update on SB775 that just passed and what it would mean for our district. It would take away the need for Directors on our Board of Directors to be landowners.
  - b. SDAO training in Cottage Grove: Dave Downing encouraged the Board members to reach out to Leslie Owens with interest and she would sign them up.
- 6) Adjourned Meeting:
- a. Chair Hrynyshyn called for public comment. No public comments were made.
  - b. Chair Hrynyshyn adjourned the meeting at 1:25 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](mailto: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.