

MWA NOTES

MWA Board meeting July 20, 2023, Due to Travel this meeting was postponed from July 13 Work Commons Conference Room and Remote connections

Vice President, Marnie Mackenzie opened the meeting at approximately 5:00 p.m. There was a slight delay due to technical difficulties. Present: at Work Commons Conference room; Officers: Jennifer Hopkins (Treasurer), Mary Pat Goulding (Secretary), David Converse (ex-officio); Board members: Doug Coutts, Karen Hruby, Beth Torpey, (Zoom): Non-board member Joseph Keene From Bell Island (Zoom)

Secretary's Report:

Four minutes were presented for approval, June 28, June 19, May 18, and May 16. Ms. Hopkins moved that all minutes be approved, Doug Coutts seconded. No Discussion. Approved unanimously.

Treasurer's Report:

MWA is doing very well. The current treasurer's report continues to be re-aligned. A revised report will be available next meeting this will represent the accruals of outstanding bills. This is done once a year. Due to the closeout of the High Meadows Fund and interim posting as of June 30, 2023. Balance for the High Meadows escrow is approximately \$5,000. The 2022 year-end will also be available at that time. Accruals at year end are approximately \$11,000 of accounts receivables for work that was done in 2022.

Current Business:

1. President's Report – List of activities since last board meeting (see agenda). All except the wetland paddle proceeded on schedule. This was cancelled due to the inclement weather.
2. Farmer's Market – Ms. Hruby reported that tabling at the market is going well, and folks are interested in who we are and what we do.
3. Project Manager's report – Please see Mr. Hurley's report for details. He also presented a slide presentation on his current work at the Farrow farm. Copies of the slides were requested to be sent to the Board members. The Board requested that Patrick make this presentation at the Annual Meeting.

Mr. Hurley updated the Board on the Marina Project where questionable soil has been exposed during construction. The soil will be characterized to determine proper disposal. The sampling will cost approximately \$10,000 -12,000, these monies have been authorized through the contingency fund. This will not include disposal costs. The Board will be kept posted as to the status of these materials. Doug moved to approve the authorization of \$12,000 from the Marina project contingency fund for the soil sampling. Ms. Hruby seconded. The motion passed unanimously.

Mr. Hurley also reported there are 70 potential projects identified in the Willoughby Lake Watershed Action Plan (LWAP)

New Business:

1. Annual Meeting – Meeting scheduled for August 10, 2023, at the Belvedere restaurant. The meeting will start at 5:30 with the business portion of the meeting. The guest speaker will be Kate Forrer, executive director of Vermont Woodland Association. Refreshments will include complementary appetizers for 30 people totaling \$450 (this amount includes the rental of the restaurant) and a cash bar. Ms. Hruby will be selling MWA hats at the meeting. Currently Ms. Hruby has 5 adult hats and 2 children's hats.
2. Board members up for election at the Annual meeting are Tom Latta, Marnie Mackenzie, and Bryan Dickenson. These will be three-year terms each.
3. Liability, Conflict-of-Interest, and Code of Conduct Policies – These are all new policies that are being required by grants MWA is applying for and specifically for the Clean Water Service provider grants. They have been sent to Board members several times prior to this meeting for review. The MWA documents are modelled after several other similar organizations as boiler plate language. The Conflict-of-Interest Policy is important because several MWA board members are also active board members on other local organizations and some staff also have employment outside of MWA. Ms. Hruby moved to pass the Conflict-of-Interest and Code of Conduct Policies Mr. Coutts seconded. Passed unanimously.
Officers and Directors Liability Insurance – standard policy with limited liability at 1,000,000. The annual premium is \$1,384. Ms. Hruby moved to approve the D&O Liability insurance coverage. Ms. Hopkins seconded. The motion passed unanimously.
Ms. Hopkins is currently researching Personal Liability insurance to cover MWA employees for any errors and omissions resulting from their work. A quote is pending.
4. The executive Committee approved per Mr. Hurley's request the authorization of \$1200 of surplus fund for Ms. Gianoni to be trained on the Civil 3D design software. This amount is to cover Ms. Gianoni's salary for this training. Ms. Hopkins moved to approve the allocation and Ms. Hruby seconded. Motion passed unanimously.
5. Ms. Goulding explained that Karen Freeman of VHCB approached MWA about sharing an administrative employee. Ms. Freeman will check with her board if this presents a conflict of interest for the two organizations.

Education and Outreach:

1. River Cleanup – Is scheduled for September. Orleans County Natural Resources Conservation District (OCNRCD) will coordinate food and socks. MWA will contact NEWSVT for disposal. OCNRCDD has drafted advertising. Depending on water conditions this event will proceed.
2. News and Brews - A second News and Brews is proposed for early October. The proposal is to use the Northern Star, docked as the venue. The guest speaker is proposed as Louise Abbott, the author of the documentary *The Islands of Memphremagog*.

Partnership Updates:

MCM – Launched the new map for the around the Lake guide map on board the Northern Star.

Next meeting scheduled October 11, 2023.

Meeting Adjourned at approximately 6:30 PM

NOTE: If more detail of the discussions is desired, please request the link to the recording of this meeting.

Respectfully submitted:

Mary Pat Goulding
Secretary