



Board of Directors Meeting

September 28th, 2017 4:30 p.m.

Hebard Building, Room 250

Present: Officers: Mary Pat Goulding, Bill Round, Kendall Lambert, Jennifer Hopkins; Board Members: David Bushey, Pat Vana, Don Hendrich, Hillary Potter; and Members: Valerie Dillon, Tatiana Sergeev, Peggy Barter, Ben Copans

Absent: Beth Torpey, David Converse, Andy Major, Stan Chop, & Peg Hollander

Secretary's Report: Moved (Jennifer Hopkins) and Seconded (Pat Vana) to approve August 16th, 2017 meeting minutes. Approved.

Treasurer's Report: Membership dues were up in August as a result of the membership renewal letter sent out. Financials show income and expenses from Annual Cruise, Kingdom Swim raffle, book sales, rain barrel sales, and art sales. Jennifer Hopkins presented new Balance Sheet for events that shows income and expense in one table. Suggested that we separate out HMF grant as its own balance sheet. Jennifer to email copies of Treasurer's Report to the Board.

Set Meeting Calendar: Meeting calendar set for first Wednesday of the Month at 4:30pm in the Hebard Building, Room 250, unless room is unavailable. This meeting will be the September-October Meeting. Meeting Calendar as follows:

November 1st, 2017

December 6th, 2017

January 3rd, 2018

February 7th, 2018

March 7th, 2018

April 4th, 2018

May 2nd, 2018

Hiring Committee Report: Hiring committee of Mary Pat Goulding, Jennifer Hopkins, and Ben Copans presented hiring process. Job description was posted and advertised on listservs including Green Stormwater Infrastructure and Watersheds United Vermont (WUV). WUV also

did direct outreach to recruit candidates. Resumes were received and reviewed by the hiring committee based on predetermined criteria. One interview was conducted. Candidate for the position of Administrative Director is Kendall Lambert, current MWA Secretary.

Don Hendrich asked if her being an Officer of MWA is a conflict of interest and if HMF had been asked. Mary Pat responded that HMF had not yet been consulted about the candidate. Jennifer indicated that this person will be an MWA employee, subcontracts with other organizations were too expensive and hiring a contractor was problematic with tight state and federal regulations.

Employee logistics were discussed. Don asked if we have to revisit our insurance policy with our own employee. Jennifer whether or not contact our own employer, would have to revisit insurance. It was agreed that employee policies are to be drafted and sent out via email. Board will then comment on draft, and Employee Policies will be presented to Board for approval at November meeting.

Mary Pat also indicated that we have been offered free office space at Bluff Side Farm by Vermont Land Trust, which we can use for now, and as the organization grows, revisit the office location. Concern was also expressed over new employee being a Board Member. There is nothing in the MWA by-laws regarding employees; however, new policy regarding this issue can be included in the Employee Policies.

Moved (Pat Vana) that the Board go into Executive Session, Seconded (Bill Round). Moved (Jennifer Hopkins) that the Board leave Executive Session, Seconded (Bill Round).

Moved (Bill Round) that the Board vote on the candidate and approve Kendall Lambert, pending HMF approval of potential conflict-of-interest, and that the Board approve the salary and mileage rate--\$500/week gross pay, paid biweekly, mileage rate of \$.53 per mile paid monthly with documentation. Seconded (Pat Vana). Passed.

Moved (Don Hendrich) that the employee report monthly to the Board and on an ongoing basis the employee will be supervised by the President of the Organization. Seconded (Pat Vana). Passed.

Support for Capt. Chris: Valerie Dillon proposed that we present Captain Chris of the Northern Star with a Certificate of Appreciation and publish a Letter to the Editor. The Northern Star only has two days left on the water. Captain Chris has hosted the MWA Discovery Cruises every year and has been an advocate for the lake. Valerie presented draft Certificate of Appreciation and letter to the Board. Letter was discussed decided to include a thank you to all sponsors and to remove foliage language. Approval from the Board to go forward and perhaps put together a gathering to present the Certificate.

Report of ERP Grant: Applied for and received a new ERP grant. Previous ERP grant identified a number of sites for which our subcontractor generated 30% conceptual design for

stormwater retrofits. This new grant will allow us develop a 100% conceptual design for one of those sites. The site is in Newport on Main Street by Built by Newport. The grant is for approximately \$22,000. Don and Ben are in the process of reviewing the grant agreement, and then will put out RFP to choose a subcontractor to find someone to do the 100% conceptual design.

City of Newport has been a supporter of these projects and process, Don has reached out to Tom Bernier since the grant was awarded to coordinate support. Original study identified 20 different projects sites; these were winnowed down to 4 priority. Possibility to work on other sites in the future.

Other Business:

MAC Art Exhibit is coming down on Saturday 30th, 2017. This exhibit was a collaboration between Northeast Kingdom Plein Air, MWA, and the Vermont Association of Conservation Districts to highlight the need for good farming practices.

Motion (Bill Round) to adjourn. Seconded (Don Hendrich). Meeting adjourned at 6 pm.

Respectfully submitted,

Kendall Lambert, Secretary
Memphremagog Watershed Association