



Montana Association of
Conservation Districts

MONTANA ASSOCIATION of CONSERVATION DISTRICTS

We're growing Montana's future.

MACD BOARD MEETING DRAFT MINUTES

JUNE 12, 2019

MEMBERS PRESENT:

| | | |
|-------------------|----------------------|-------------------|
| Mark Suta (PRES) | William Bernard (1) | Mike Hansen (6) |
| Jim Simpson (VP) | Dean Rogge (1) | Steve Hertel (3) |
| Gary Giem (TREAS) | Bill Naegeli (5) | |
| Jeff Wivholm (1) | Roddy Rost (2) | Judi Knapp (4) |

OTHERS PRESENT: Gene Evans, Jane Holzer, Tom Watson, Kyle Tackett, Melissa Downing, Kate Arpin, Ann McCauley

MEETING CALLED TO ORDER BY PRESIDENT MARK SUTA AT: 8:22 a.m.

MAY 13, 2019 MINUTES:

- Motion: Mike Hansen moved to approve
- Seconded: Gary Giem
- Discussion: No additions or corrections
- VOTE: Motion carries

FINANCIAL STATEMENTS:

- Motion: Mike Hansen moved to approve
- Seconded: Gary Giem
- VOTE: Motion carries

OLD BUSINESS:

1. Summit Insurance Sponsorship

- The board appreciated having Summit present on the insurance plan being proposed. It was verbally communicated by the presenters that MACD's role would be solely as a sponsor with no liability as individual participating districts would be responsible for premium payments. The contract provided to MACD on Monday following the presentation is not in line with what was verbally presented with respect to MACD having no liability, particularly Article 2.
- Mike Hansen motioned that the contract be retooled to work for MACD as a non-liability entity. Jeff Wivholm seconded. Motion carries. Mark Suta will be reaching out to Tenlee to get a new contract in place.

2. Lewis and Clark Standing Request

- Discussion on Lewis and Clark Conservation District's letter to be considered a member in good standing with prorated dues. Discussion followed about the purpose of letters, and the initial intent for them has changed over the past couple of years.
- Mike Hansen motioned to declare all districts be considered in good standing for three years. Dean Rogge

seconded. Discussion: Proposed to keep the current process in place with letters being excused as received. Argument against the current process is that the MACD board spends considerable amount of time discussing letters and it has not resulted in the intended outcome that when the letter process was put in place. Question called. Motion carries.

- Mark Suta will be drafting a letter to the districts explaining this process and will send it to the board for review prior to sending out.

3. MACDEO CASINO NIGHT SPONSORSHIP

- Judith Basin will be sponsoring this event.

4. STAGGERED TERMS

The terms of MACD directors was reviewed and changes were made for each area by directors from that area. An official record of terms for current directors is attached.

5. RESOLUTION PROCESS:

- Jim Simpson motioned to recommend that districts follow the new resolution process and submission date of June 30th, but are not required to do so and that resolutions be submitted by August 1st. Mike Hansen seconded. Discussion: Pat Anderson brought forward that the current process includes time for standing committees to review and work through resolutions prior to being sent out to respective areas. The resolution process was reviewed. Question called. Motion carries.

6. MACD EXECUTIVE BOARD MEETING:

This meeting will take place via conference call on Monday, June 17th at 7:30 a.m. Call in # is 1-888-575-2051.

NEW BUSINESS:

1. Membership Dues

Pat Anderson asked about a timeline for a District Operations to propose a new dues structure. The board indicated that by area meetings would be a good timeline.

2. Conflict of Interest/Whistleblower Forms

Under IRS requirements, all current directors are required to review and sign the organization's conflict of interest and whistleblower forms annually. MACD Board traditionally does this at the annual spring board meeting.

3. Vice-president candidate considerations for nomination

Mike Hansen and Dean Rogge expressed interest in serving in the vice-president role that will be nominated at the annual Convention in November. Bill Naegli spoke to the how it worked many years ago that the District Operations chair would move into the vice-president position.

4. Employee Organization

This organization is not formally an entity and has at times operated under MACD's EIN. Recommendation from board is to encourage the EO to look into forming their own standalone entity and investigate other states' employee organizations and how they are structured.

5. Recruitment and hiring process for new Executive Director

Dean Rogge motioned to form an ad-hoc hiring committee; Bill Naegli seconded. Motion carries.

6. Legislative Update is in the packet.

7. Convention Update - There is convention meeting planned for tomorrow, June 13. Convention is planned for Kalispell the week of November 20-22.

8. Calendar Update - 2019 Area Meetings were added to the updated calendar; Kate will be adding the resolution submission deadline of August 1st and posting it to the MACD website.

9. MACD 990 - new EIN

MACD's new EIN that became effective January 1, 2018 was not attached to MACD's 501(c)4 status. MACD's 990 can not be filed until this issue is resolved. Gary Giem will be lead on getting this taken care of.

10. MACD DA Davidson Account

11. MACD Insurance Update

Ann McCauley has been working with PayneWest to get MACD and SWCDM insurance policies in place by July 1, 2019. The organization's current policies are under MACo's plan with the districts and as non-governmental entities, MACD and SWCDM are no longer eligible for this plan. Ann has forwarded the information about the insurance policies to Mark Suta and Mike Hansen.

The next MACD Board meeting will be July 8, 2019.

Mike Hansen motioned to adjourn meeting at 9:55 a.m. Judi Knapp seconded. Motion carries.

| AREA | DIRECTOR | YEAR ELECTED at AREA MEETING | 3-YR TERM |
|-------------|-----------------|---|----------------------------|
| 1 | Willie Bernard | 2017 | 2017-2019 (2 year term) |
| 1 | Jeff Wivholm | 2017 | 2018-2020 |
| 1 | Dean Rogge | 2018 | 2019-2021 |
| | | | |
| 2 | Tony Barone | 2016 | 2017-2019 |
| 2 | Roddy Rost | 2017 | 2018-2020 |
| 2 | Bob Peterman | 2018 | 2019-2022 |
| | | | |
| 3 | Steve Hedstrom | 2016 | 2017-2019 |
| 3 | Mark Suta | 2018 | 2019-2022 |
| 3 | Steve Hertel | 2017 | 2018-2020 |
| | | | |
| 4 | Judi Knapp | 2017 | 2018-2020 |
| 4 | Don Youngbauer | 2016 | 2017-2019 |
| 4 | Steve Schanaman | 2018 | 2019-2022 |
| | | | |
| 5 | Bill Naegli | 2016 | 2017-2019 |
| 5 | Pete Woll | 2017 | 2018-2020 |
| 5 | Jim Simpson | 2018 | 2019-2022 |
| | | | |
| 6 | Gary Giem | 2017 | 2018-2020 |
| 6 | Rick VanDyken | 2016 | 2017-2019 |
| 6 | Mike Hansen | 2018 | 2019-2022 |
| | | | |