

Itasca Waters Board Meeting Minutes

September 14, 2020 4:30 pm online via Zoom

Attendance (quorum 7 of voting Board): Present (P), Absent (A), Excused(E). Non-voting Technical Advisory Board (TAB)

Sandy Anderson	P	John Downing	P	Lynn Moratzka	P	Andy Arens (TAB)	A
Jan Best	A	Bill Grantges	P	Jan Sandberg	P	Benjamin Benoit (TAB)	A
Megan Christianson	A	Pat Leistikow	P	Davin Tinquist	P	Eric Raitanen (TAB)	A
Kathy Cone	A	David Lick	P	Brian Whittemore	A	Dan Steward (TAB)	A
Jesse Davis	P	Shirley Loegering	P			Dan Swenson (TAB)	A

Guests: Laura Connelly from UnTapped (Bush grant)

Agenda Items/ Attachments A#--	Key Discussion/ Outcomes	Follow-up Needed By Whom/When
Call to order	Meeting called to order by Jesse Davis at about 4:35 pm	
1.a Agenda	The agenda was circulated in advance of the meeting, moving up Bush Foundation. <i>Motion to approve the agenda as amended. (Jan Sandberg, Pat Leistikow) M/S/U</i>	
1.b Minutes from May 11, 2020	The minutes were circulated after the July 13 meeting. <i>Motion to approve the Board minutes from July 13, 2020 (Lynn Moratzka, Shirley Loegering) M/S/U</i>	
1.c Financial Reports A#1.c-1, A#1.c-2., A#1.c-3. A#1.c-4, A#1.c-5	A#1.c-1 Summary Budget: see last two columns dealing with Bush Budget. As of August 31, the UnTapped contract has \$37,350 left and there is also nearly \$6,000 in Board development funds remaining. Also, considerable dollars in other categories for Bush. We have just over \$58,000 left in operating. Funds from the old Blandin grant were unused this year (\$12,888 left). The new Blandin grant has a balance remaining of just over \$68,000—we have spent relatively little of non-Personnel. About \$35,000 left for coordinator wages and benefits. <i>Motion to approve the Treasurer’s report.(Dave Lick, Sandy Anderson) M/S/U</i>	
1.d Ratify Past Actions of Executive Committee A#1.d	<i>Motion to approve the past actions of the Executive Committee for August and September as described in Attachment A#1.d (John Downing, Lynn Moratzka) M/S/U</i>	
1.e President’s Report	No report	
1.f Coordinator’s Report A#1.f	<i>Motion to accept the Coordinator’s report. (Pat Leistikow, John Downing) M/S/U</i> Jesse had a good conversation with Zack.	
Committee Reports		
2.a Executive/ Governance	No report	
2.b Finance	No report	
2.c Grants A#2.c	Lynn noted the report. The Grants Committee needs to talk to the Shoreland Committee and get a few more folks involved. John mentioned pulling together a calendar for grants given the lead time that grants often require.	• Grants Committee—develop grant calendar

Agenda Items/ Attachments A#--	Key Discussion/ Outcomes	Follow-up Needed By Whom/When
2.d Marketing A#2.d	<p>Sandy noted the completed videos, YouTube channel. For the future—better coordinate social media and marketing. Rainy Lake Watershed had some interesting events that we could promote.</p> <p>A new coordinator has to understand how to work with social media. Mentioned an option for the website to add capability to ask a question and share to social media. Terry cautioned on a comment section which can easily be trashed. Captcha? Consensus to try this, using Bush money.</p> <p>Shirley said she would send some items to add to the website, such as certain financial forms.</p> <p>[Other discussion about IW equipment and similar moved down to 4.a</p>	<ul style="list-style-type: none"> • Shirley—send items for website to Sandy
2.e Membership & Fundraising	<p>Shirley commented that the credit card compliance process is has been approved and we can add the seal to the website. Dave said that we have a bit of insurance protection from online theft.</p>	<ul style="list-style-type: none"> • Sandy—add compliance seal to the website
2.f Planning A#2.f	<p>Jan S hopes to start planning later this year Shirley—Perry is on the Mississippi Headwaters 1W1P Advisory Committee -- some of their recommendations might help guide us.</p>	
2.g Shoreland Advisors A#2.g	<p>Dave briefly reviewed the report. There may be some visits yet to complete. He had hoped for many more visits but referred to the subliminal message that may be impacting behavior positively</p> <p>He worked with a few committee members to engage some anglers. Ryan Duchene is drafting a letter (focus on shoreland brochure, advisor program, sedimentation, habitat) that the committee would review and then get to the Marketing Committee. Some concern that the election may make it difficult to get messages out so sooner is good.</p> <p>Discussed the plant sales: Bloomers had some, Beier’s sales good enough to continue and Extension will have plants next year.</p> <p>Possible project: obtain 200 plants from the Extension, use FFA kids to plant them at public accesses. There may be funds available through Tim Fritz at SWCD and BWSR.</p>	<ul style="list-style-type: none"> • Dave—follow up with Ryan Duchene on angler letter • Dave –explore funding for possible native plant/FFA project
2.h Vision/New Projects	<p>No report</p>	
2.i Youth Water Summit	<p>Dave outlined the amount of work and funds needed for a successful YWS. We have come to a point that it needs to be handed off, preferably to Melanie Dubay (Community Ed with IW providing some funding (substitute teachers, buses, volunteer lunches) and collaboration. One idea is to drop t-shirts, but Dave feels it is good advertising.</p> <p>Dave is proceeding on 2021, working to rent the Fairgrounds for the Thursday before Memorial Day. No field trips now but that could change. We need to start contacting presenters now and involve the gifted coordinator.</p> <p>Discuss with Northland Foundation for some funding for 2021—under and above \$5,000 categories</p> <p><i>Motion to approve \$6,000 for the 2021 Youth Water Summit payable to Community Education from the Old Blandin grant in the case that it is determined that it is safe for the event to occur. Itasca Waters will prepare a Memorandum of Agreement. A post event report will be required to sharing with the Blandin Foundation. (Jan Sandberg, John Downing) M/S/U</i></p>	<ul style="list-style-type: none"> • Dave L—continue to work with Melanie Dubay on collaboration. • ?—develop a Memorandum of Agreement with Community Education
Unfinished Business		

Agenda Items/ Attachments A#--	Key Discussion/ Outcomes	Follow-up Needed By Whom/When
<p>3.a Bush Grant Report</p> <p>Moved up to after agenda.</p>	<p>Laura reported on their Clean Water commitment work--6 cities, three townships so far. Some meetings are virtual and some in person. She has found some pushback from folks who see this as anti-mining.</p> <p>There is interest in washing stations—she has a webinar in process with Bill G. A few folks also see this as political.</p> <p>Given the absence of a coordinator for now, let them know if we want to shift more marketing work to them.</p> <p>They have found little concern about wake boating—mining is political, and we are in a political season. But Itasca Waters has a good reputation. Noted that over the years IW has tried to distance itself from political issues.</p> <p>Bill said that he has DNR approvals for a new type of training for lake service providers and fishing guides on decon use although not until next spring. He discussed some issues with how the AIS program is perceived—he wishes he could do more PR on the laws. Everything is more politicized.</p> <p>John reported on the huge increase, 50,000, in inspections this year, with 95% /98% compliance coming in and out.</p> <p>Shirley is thinking of letter this fall (Bill suggested Grant Prokop, Tom Neustrom) for stories for the Facebook page.</p> <p>Pat asked about the torrential rains and impact on property which makes people think about shorelines. Dave reported on damage to foundations for a cabin close to lake, partly due to lack of water bars on driveway.</p> <p>Bill asked about who we are targeting—he would like to see more focus on recreational impacts that affect a broader community than lakeshore owners. Agreement that we need to target broadly.</p>	<ul style="list-style-type: none"> • Laura -draft plan about how to spend remaining dollars. • Dave-- talk to Laura about his fishing community discussions.
<p>3.b Bulletins</p>	<p><i>Motion to table discussion policies, bulletins, and videos to November. (John Downing, Shirley Loegering) M/S/U</i></p>	<ul style="list-style-type: none"> • Move to November Board meeting • ??--Develop language on what work is needed from Coordinator for bulletins
<p>3.c Complete Video Projects</p>		<ul style="list-style-type: none"> • Move to November Board meeting • ??--Develop language on what work is needed from Coordinator for videos
<p>New Business</p>		
<p>4.a Resignation & Hiring Plan A#4.a</p>	<p>Discussion about moving forward—we can afford a coordinator but what do we want this person to do, what skills are needed. The job description was revised earlier to accommodate what Zack could do.</p> <p>John suggested that the newly constituted personnel committee should bring a proposal to the Board. To be discussed--new position description, hire or contract, temp position, what did Zack do needs to be retained, what else is needed.</p> <p>Discussion about transferring access information from Zack before he leaves. Consensus that this must happen before Zack's last day on September 17 with focus on Constant Contact and Google Drive. Zack should not delete files from the computer, hard drive, or Google Drive (including email) but should be sure everything is transferred from his personal Google Drive. Passwords should be changed after his last day.</p>	<ul style="list-style-type: none"> • Committees--inform the Personnel Committee about what skills/help is needed. • Personnel Committee—solicit ideas about the coordinator position • Personnel Committee—review previous applicants (Lynn has files) • Jan S—email Zack to advise of meeting on Tuesday September 15 at 12:30 pm with Shirley & Sandy

Agenda Items/ Attachments A#--	Key Discussion/ Outcomes	Follow-up Needed By Whom/When
		<ul style="list-style-type: none"> • Sandy, Shirley, Jan S—verify all access and similar information is available
4.b Personnel Committee A#4.b	<p>Jesse and Brian will do exit interview and be on committee with Meghan.</p> <p><i>Motion to approve personnel committee membership of Jesse Davis, Brian Whittemore, Meghan Christenson. (Jan Sandberg, John) M/S/U</i></p> <p>Jan agreed to be the recorder for meetings.</p> <p><i>Motion to approve the Personnel Committee Charter. (Lynn Moratzka, Dave Lick) M/S/U</i></p>	<ul style="list-style-type: none"> • Jesse and Brian--exit interview with Zack • Personnel Committee—define more specific responsibilities which could be in a handbook.
4.c.i Closed Meetings A#4.c.i		<ul style="list-style-type: none"> • Move to November Board meeting • Board members—send comments on policies to Jan S
4.c.ii Recording Meetings A#4.c.ii		<ul style="list-style-type: none"> • Move to November Board meeting • Board members—send comments on policies to Jan S
4.c.iii Project Approvals A#4.c.iii		<ul style="list-style-type: none"> • Move to November Board meeting • Board members—send comments on policies to Jan S
4.c.iv Email Votes A#4.c.iv		<ul style="list-style-type: none"> • Move to November Board meeting • Board members—send comments on policies to Jan S
4.c.v Agendas & Minutes A#4.c.v		<ul style="list-style-type: none"> • Move to November Board meeting • Board members—send comments on policies to Jan S
Adjournment	<i>Hearing no objection, adjourned the meeting at 6:35 p.m.</i>	

Upcoming Events

November 9, 2020 Board Meeting--4:30 pm, Online via Zoom
January 11, 2020 Board Meeting--4:30 pm, Online via Zoom

Executive Committee meetings are held as needed and communicated in advance to the Board and Technical Advisory Board.

ATTACHMENT A#1c-1

Itasca Waters												
2020 August Budget Summary												
Fiscal Year Ending 12-31-2020												
	Itasca Waters			Blandin Foundation - Old			Blandin Foundation			Bush Foundation		
	Operating						Shoreland					
	Total Budget	Total YTD	Balance	Total Budget	Total YTD	Balance	Total Budget	Total YTD	Balance	Total Budget	Total YTD	Balance
Revenues												
Memberships and Donations	8,500.00	1,834.00	6,666.00							-	-	-
Misc Grants	1,000.00	-	1,000.00							-	-	-
Private Grants	-	-	-				40,000.00	40,000.00	-	-	-	-
Memorials	250.00	-	250.00							-	-	-
Edward Jones stock donation	-	-	-							-	-	-
Edward Jones Sale	-	-	-							-	-	-
Interest and Dividends	500.00	152.80	347.20							-	-	-
Administrative fee	2,000.00	-	2,000.00							-	-	-
Miscellaneous	-	-	-							-	-	-
Total Revenue	12,250.00	1,986.80	10,263.20		-		40,000.00	40,000.00	-	-	-	-
Expenditures												
Contracted Services	200.00	-	200.00	700.00		700.00	8,697.00	435.13	8,261.87	69,800.00	32,450.00	37,350.00
Board Development										6,310.00	380.97	5,929.03
Salaries and Wages	-	-	-	-	-	-	45,000.00	13,333.28	31,666.72	-	-	-
Employer paid benefits	30.00	24.00	6.00	-	-	-	4,775.00	1,020.00	3,755.00	-	-	-
Telephone	1,800.00	963.73	836.27	-	-	-	-	-	-	-	-	-
Accounting Fees	3,000.00	1,063.30	1,936.70	-	-	-	-	-	-	-	-	-
Membership and Fees	1,900.00	527.48	1,372.52	-	-	-	-	125.00	(125.00)	-	-	-
Grant Administration Fee	-	-	-	-	-	-	3,000.00	-	3,000.00	-	-	-
Insurance	2,100.00	1,126.00	974.00	-	-	-	-	-	-	-	-	-
Interest and fees	25.00	-	25.00	-	-	-	-	-	-	-	-	-
Coordinator Mileage and Travel	-	-	-	-	-	-	1,000.00	-	1,000.00	540.00		540.00
Registration Conferences	-	-	-	-	-	-	-	-	-	-	-	-
Postage	825.00	275.00	550.00	-	-	-	500.00	33.00	467.00	3,280.00		3,280.00
Program Supplies	100.00	708.42	(608.42)	3,800.00		3,800.00	7,000.00	686.03	6,313.97	11,000.00	200.00	10,800.00
Promotion	500.00	-	500.00	500.00		500.00	15,000.00	4,470.35	10,529.65	-		-
Rental and Storage	-	-	-	500.00		500.00	4,350.00	2,533.99	1,816.01	4,903.00		4,903.00
Repair and Maintenance	-	-	-	-		-	-	-	-	-		-
Office Supplies	300.00	70.52	229.48	-		-	1,000.00	643.59	356.41	-		-
Printing	600.00	-	600.00	500.00		500.00	1,000.00	-	1,000.00	-		-
Website	500.00	895.02	(395.02)	-		-	1,500.00	662.25	837.75	-		-
Total Expenditures	11,880.00	5,653.47	6,226.53	6,000.00	-	6,000.00	92,822.00	23,942.62	68,879.38	95,833.00	33,030.97	62,802.03
Revenues over(under) Expenditures	370.00	(3,666.67)										
Cash balance 8-31-2020			58,190.68			12,888.36			68,879.70			62,802.00

2020 Budget Worksheet										
August 31, 2020	Itasca Waters Operating						Blandin Operating (OLD)			
	Projects						Projects			
	Membership Drive Budget	YTD	Operating Budget	YTD	Total Budget	Total YTD	Youth Water Summit Budget	Youth Water Summit YTD	Total Budget	Total YTD
Revenues										
Memberships and Donations			8,500.00	1,834.00	8,500.00	1,834.00				
Misc Grants			1,000.00		1,000.00	-				
Private Grants					-	-				
Memorials			250.00		250.00	-				
Edward Jones stock donation					-	-				
Edward Jones Sale					-	-				
Interest and Dividends			500.00	152.80	500.00	152.80				
Administrative fee			2,000.00		2,000.00	-				
Miscellaneous					-	-				
Total Revenue	-	-	12,250.00	1,986.80	12,250.00	1,986.80	-	-	-	-
Expenditures										
Contracted Services			200.00		200.00	-	700.00		700.00	
Salaries and Wages					-	-			-	
Employer paid benefits			30.00	24.00	30.00	24.00			-	
Telephone			1,800.00	963.73	1,800.00	963.73			-	
Accounting Fees			3,000.00	1,063.30	3,000.00	1,063.30			-	
Membership and Fees	600.00	127.48	1,300.00	400.00	1,900.00	527.48			-	
Equipment					-	-			-	
Fuel and Oil					-	-			-	
Grant Administration Fee					-	-			-	
Insurance			2,100.00	1,126.00	2,100.00	1,126.00			-	
Interest and fees			25.00		25.00	-			-	
Coordinator Mileage and Travel					-	-			-	
Registration Conferences					-	-			-	
Postage	700.00	275.00	125.00		825.00	275.00			-	
Program Supplies		208.42	100.00	500.00	100.00	708.42	3,800.00		3,800.00	
Promotion			500.00		500.00	-	500.00		500.00	
Rental and Storage					-	-	500.00		500.00	
Repair and Maintenance					-	-			-	
Office Supplies	100.00	70.52	200.00		300.00	70.52			-	
Printing	600.00				600.00	-	500.00		500.00	
Website			500.00	895.02	500.00	895.02			-	
Total Expenditures	2,000.00	681.42	9,880.00	4,972.05	11,880.00	5,653.47	6,000.00	-	6,000.00	-
		1,318.58		4,907.95						
Revenues over(under) Expenditures	(2,000.00)		2,370.00		370.00	(3,666.67)				
Cash balance 08/31/2020						58,190.68				12,888.36

Itasca Waters									
August Summary	2020								
Fiscal Year ending 12/31/2020								Youth Education	
September 8, 2020					Blandin			Summit	
	IWLP	Membership		Bush	Shoreland	Shoreland	Shoreland	Blandin	
	Operating	FundraiDrive	Memorials	Foundation	Project	Marketing	Advisors	IWLP Operating	Total
Revenue									
Beginning Balance 01/01/2020	59,673.60	-	2,183.75	95,832.97	52,822.32		-	12,888.36	223,401.00
Memberships and Donations	1,834.00								1,834.00
Bush Grant									-
Blandin Grants					40,000.00				40,000.00
Miscellaneous grants									
Minnesota Hummanities Grant									-
Memorials									-
Interest and Dividends	152.80								152.80
Gain(loss) on sale									
Administrative fee									-
Miscellaneous									-
Subtotal Revenue FY 2019	1,986.80	-	-	-	40,000.00	-	-	-	41,986.80
Available Cash Revenue FY 2020	\$ 61,660.40	\$ -	\$ 2,183.75	\$ 95,832.97	\$ 92,822.32	\$ -	\$ -	\$ 12,888.36	\$ 265,387.80
Expenditures									
Contracted Services				32,450.00			435.13		32,885.13
Salaries and Wages					13,333.28				13,333.28
Employer paid benefits	24.00				1,020.00				1,044.00
Board Development				380.97					380.97
Telephone	963.73								963.73
Accounting Fees	1,063.30								1,063.30
Dues and Memberships	400.00						125.00		525.00
Event Expense	500.00								500.00
Grant Administration Fee									-
Insurance	1,126.00								1,126.00
Interest and fees									-
Postage		275.00					33.00		308.00
Education									-
Program Supplies		208.42		200.00		359.10	326.93		1,094.45
Office Supplies		70.52			643.59				714.11
Promotion						2,037.40	2,432.95		4,470.35
DonorSnap fees		127.48							127.48
Rental and Storage					2,533.99				2,533.99
Printing									-
Website	895.02				662.25				1,557.27
Subtotal Expenditures FY 2020	\$ 4,972.05	\$ 681.42	\$ -	\$ 33,030.97	\$ 18,193.11	\$ 2,396.50	\$ 3,353.01	\$ -	\$ 62,627.06
Ending Cash balance 08/31/2020	\$ 56,688.35	\$ (681.42)	\$ 2,183.75	\$ 62,802.00	\$ 74,629.21	\$ (2,396.50)	\$ (3,353.01)	\$ 12,888.36	\$ 202,760.74
Checking									2,914.82
Payroll timing differences									(283.50)
Savings									200,129.42
Edward Jones									-
Total Cash Balance 08/31/2020									\$ 202,760.74
Cash Balance by Fund		58,190.68		62,802.00		68,879.70		12,888.36	202,760.74

Itasca Water Legacy Partnership
Balance Sheet by Class
As of August 31, 2020

	<u>Bush Foundation</u>	<u>Gen-Water Legacy</u>	<u>Memorials</u>	<u>Shoreland</u>	<u>Water Economic Study</u> <u>General Legacy</u>
ASSETS					
Current Assets					
Checking/Savings					
1010 - Cash in Bank	-37,198.00	19,999.39	3,583.12	29,163.05	-12,467.63
1070 - Savings & short-term investment	100,000.00	34,773.43	0.00	40,000.00	25,355.99
Total Checking/Savings	<u>62,802.00</u>	<u>54,772.82</u>	<u>3,583.12</u>	<u>69,163.05</u>	<u>12,888.36</u>
Total Current Assets	<u>62,802.00</u>	<u>54,772.82</u>	<u>3,583.12</u>	<u>69,163.05</u>	<u>12,888.36</u>
TOTAL ASSETS	<u><u>62,802.00</u></u>	<u><u>54,772.82</u></u>	<u><u>3,583.12</u></u>	<u><u>69,163.05</u></u>	<u><u>12,888.36</u></u>
LIABILITIES & EQUITY					
Liabilities					
Current Liabilities					
Other Current Liabilities					
2120 - Payroll Withholding	0.00	0.00	0.00	283.50	0.00
Total Other Current Liabilities	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>283.50</u>	<u>0.00</u>
Total Current Liabilities	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>283.50</u>	<u>0.00</u>
Total Liabilities	0.00	0.00	0.00	283.50	0.00
Equity					
3100 - Contributed Capital	0.00	27,049.80	0.00	0.00	0.00
32000 - Net Assets (Close)	95,832.97	31,389.69	3,583.12	52,822.17	12,888.36
Net Income	-33,030.97	-3,666.67	0.00	16,057.38	0.00
Total Equity	<u>62,802.00</u>	<u>54,772.82</u>	<u>3,583.12</u>	<u>68,879.55</u>	<u>12,888.36</u>
TOTAL LIABILITIES & EQUITY	<u><u>62,802.00</u></u>	<u><u>54,772.82</u></u>	<u><u>3,583.12</u></u>	<u><u>69,163.05</u></u>	<u><u>12,888.36</u></u>

Itasca Water Legacy Partnership
Balance Sheet by Class
As of August 31, 2020

	<u>Total Water Economic Study</u>	<u>Water Summit- Youth</u>	<u>We Are Water</u>	<u>TOTAL</u>
ASSETS				
Current Assets				
Checking/Savings				
1010 - Cash in Bank	-12,467.63	-165.26	0.15	2,914.82
1070 - Savings & short-term investment	25,355.99	0.00	0.00	200,129.42
Total Checking/Savings	<u>12,888.36</u>	<u>-165.26</u>	<u>0.15</u>	<u>203,044.24</u>
Total Current Assets	<u>12,888.36</u>	<u>-165.26</u>	<u>0.15</u>	<u>203,044.24</u>
TOTAL ASSETS	<u><u>12,888.36</u></u>	<u><u>-165.26</u></u>	<u><u>0.15</u></u>	<u><u>203,044.24</u></u>
LIABILITIES & EQUITY				
Liabilities				
Current Liabilities				
Other Current Liabilities				
2120 - Payroll Withholding	0.00	0.00	0.00	283.50
Total Other Current Liabilities	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>283.50</u>
Total Current Liabilities	<u>0.00</u>	<u>0.00</u>	<u>0.00</u>	<u>283.50</u>
Total Liabilities	0.00	0.00	0.00	283.50
Equity				
3100 - Contributed Capital	0.00	0.00	0.00	27,049.80
32000 - Net Assets (Close)	12,888.36	-165.26	0.15	196,351.20
Net Income	0.00	0.00	0.00	-20,640.26
Total Equity	<u>12,888.36</u>	<u>-165.26</u>	<u>0.15</u>	<u>202,760.74</u>
TOTAL LIABILITIES & EQUITY	<u><u>12,888.36</u></u>	<u><u>-165.26</u></u>	<u><u>0.15</u></u>	<u><u>203,044.24</u></u>

Itasca Water Legacy Partnership
Profit & Loss by Class
January through August 2020

	<u>Bush Foundation</u>	<u>Gen-Water Legacy</u>	<u>Shoreland</u>	<u>TOTAL</u>
Ordinary Income/Expense				
Income				
4220 · Grants	0.00	0.00	40,000.00	40,000.00
4240 · Donations	0.00	242.00	0.00	242.00
5100 · Memberships	0.00	1,592.00	0.00	1,592.00
5310 · Interest Earned	0.00	152.80	0.00	152.80
Total Income	<u>0.00</u>	<u>1,986.80</u>	<u>40,000.00</u>	<u>41,986.80</u>
Gross Profit	0.00	1,986.80	40,000.00	41,986.80
Expense				
7020 · Contract Services	29,600.00	0.00	435.13	30,035.13
7022 · License Fee	0.00	0.00	125.00	125.00
7030 · Event Expense	0.00	500.00	0.00	500.00
7040 · Fund raising expense	0.00	118.97	0.00	118.97
7050 · Mailing and Postage Costs	0.00	220.00	0.00	220.00
7060 · Program Supplies	200.00	89.45	326.93	616.38
7070 · Promotional and Advertising	0.00	0.00	4,470.35	4,470.35
7200 · Salaries and Wages				
7250 · Payroll Taxes	0.00	24.00	1,020.00	1,044.00
7200 · Salaries and Wages - Other	0.00	0.00	13,333.28	13,333.28
Total 7200 · Salaries and Wages	<u>0.00</u>	<u>24.00</u>	<u>14,353.28</u>	<u>14,377.28</u>
7515 · Membership Drive	0.00	127.48	0.00	127.48
7520 · Accounting Fees	0.00	1,063.30	0.00	1,063.30
7535 · Dues and membership fees	0.00	400.00	0.00	400.00
7545 · Supplies	0.00	0.00	359.10	359.10
7548 · Telephone	0.00	963.73	0.00	963.73
7550 · Office Supplies				
7551 · Postage	0.00	55.00	33.00	88.00
7550 · Office Supplies - Other	0.00	70.52	643.59	714.11
Total 7550 · Office Supplies	<u>0.00</u>	<u>125.52</u>	<u>676.59</u>	<u>802.11</u>
7565 · Office Rental Space	0.00	0.00	2,533.99	2,533.99
7580 · Website	189.50	895.02	662.25	1,746.77
7712 · Board development	3,041.47	0.00	0.00	3,041.47
8520 · Insurance	0.00	1,126.00	0.00	1,126.00
Total Expense	<u>33,030.97</u>	<u>5,653.47</u>	<u>23,942.62</u>	<u>62,627.06</u>
Net Ordinary Income	<u>-33,030.97</u>	<u>-3,666.67</u>	<u>16,057.38</u>	<u>-20,640.26</u>
Net Income	<u><u>-33,030.97</u></u>	<u><u>-3,666.67</u></u>	<u><u>16,057.38</u></u>	<u><u>-20,640.26</u></u>

Itasca Water Legacy Partnership										
Detail Fiscal Year 2020										
August 31, 2020										
			IWLP	Membershp	IWLP	Bush	Blandin	Blandin/S	Shoreland	Blandin
			Operating	Drive/Fundraising	Memorial	Foundation	Shoreland	Marketing	Advisors	IWLP
		IW/GoDaddy	222.93							222.93
		Bush - Zoom				16.02				16.02
		Advisors Bldrs supply							163.40	163.40
		Advisors Brewed promotionFB							2.95	2.95
ACH	4/2/2020	DonerSnap fees	15.00		15.00					15.00
2374	4/10/2020	MN Lakes and Rivers	150.00	150.00						150.00
2375	4/10/2020	Lamke Broadcasting	1,998.00					1,998.00		1,998.00
2376	4/15/2020	Zachary Simpson	691.58				691.58			691.58
ACH	4/15/2020	Withholding	141.75				141.75			141.75
2377	4/13/2020	AT&T	13.14	13.14						13.14
2378	4/23/2020	USPS	220.00		220.00					220.00
2379	4/23/2020	Lamar Companies	630.00						630.00	630.00
2380	4/30/2080	Zachary Simpson	691.58				691.58			691.58
ACH	4/30/2080	Withholding	141.75				141.75			141.75
2381	4/30/2020	Central Square Mall	249.63				249.63			249.63
2382	4/29/2020	Card Service Center	16.04			16.04				16.04
2383	4/30/2020	unTapped	7,050.00			7,050.00				7,050.00
ACH	5/1/2020	DonerSnap fees	15.00		15.00					15.00
2384	5/6/2020	Terry Barth Design LLC	300.00				300.00			300.00
2385	5/6/2020	Paul Bunyan	89.13	89.13						89.13
2386	5/6/2020	AT&T	123.37	123.37						123.37
2387	5/15/2020	Zachary Simpson	691.58				691.58			691.58
ACH	5/15/2020	Withholding	141.75				141.75			141.75
2388	5/18/2020	Sandy Anderson	118.97		118.97					118.97
2389	5/15/2020	Kirk Gilbertson	193.60	193.60						193.60
2390	5/21/2020	Lamar Companies	450.00						450.00	450.00
2391	5/29/2020	Zachary Simpson	691.58				691.58			691.58
ACH	5/29/2020	Withholding	141.75				141.75			141.75
2392	5/29/2020	Beiers Greenhouse	89.45		89.45					89.45
2393	5/29/2020	unTapped	6,800.00			6,800.00				6,800.00
2394	5/29/2020	Paul Bunyan	94.25	94.25						94.25
2395	5/31/2020	Central Square Mall	249.83				249.83			249.83
	6/2/2020	DonerSnap fees	15.00		15.00					15.00
2396	6/2/2020	AT&T	123.37	123.37						123.37
2397	6/3/2020	Card Service Center	669.45							-
		Bd Devel Zoom				16.02				16.02
		lpage		29.98						29.98
		Target printer cartridge			70.52					70.52
		Amazon					552.93			552.93
2398	6/10/2020	Karen Terry	435.13						435.13	435.13
2399	6/15/2020	Zachary Simpson	691.58				691.58			691.58
	6/15/2020	Withholding	141.75				141.75			141.75
2400	6/18/2020	Lamar Companies	450.00						450.00	450.00
2401	6/18/2020	CAN Surety	187.00	187.00						187.00

Itasca Water Legacy Partnership											Youth
Detail Fiscal Year 2020											Summit
		August 31, 2020		IWLP	Membershp	IWLP	Bush	Blandin	Blandin/S	Shoreland	Blandin
				Operating	Drive/Fundraising	Memorial	Foundation	Shoreland	Marketing	Advisors	IWLP
2402	6/23/2020	Kirk Gilbertson	105.60	105.60							105.60
2403	6/29/2020	VOID	-								-
2404	6/29/2020	Paul Bunyan	94.75				94.75				94.75
2405	6/29/2020	AT&T	123.37	123.37							123.37
2406	6/29/2020	Card Service Center	66.29								-
		Bd Devel Zoom					16.02				16.02
		Advisors postage								33.00	33.00
		Marketing Facebook							17.27		17.27
2407	6/30/2020	Zachary Simpson	691.58					691.58			691.58
	6/30/2020	Withholding	141.75					141.75			141.75
2408	6/30/2020	Central Square Mall	249.83					249.83			249.83
2409	6/30/2020	unTapped	3,150.00				3,150.00				3,150.00
2410	6/30/2020	Jan Sandberg	55.00		55.00						55.00
ACH	7/2/2020	DonerSnap fees	16.26		16.26						16.26
2411	7/15/2020	Zachary Simpson	691.58					691.58			691.58
	7/15/2020	Withholding	141.75					141.75			141.75
2412	7/19/2020	Lamar Companies	450.00							450.00	450.00
2413	7/31/2020	Zachary Simpson	691.58					691.58			691.58
	7/31/2020	Withholding	141.75					141.75			141.75
2414	7/31/2020	Card Service Center	397.25								-
		Zoom					16.02				16.02
		Best Buy							129.43		129.43
		Sweetwater Sound							212.68		212.68
		ICTV							16.99		16.99
		Facebook							22.13		22.13
2415	7/31/2020	Central Square Mall	356.90					356.90			356.90
2416	7/31/2020	Paul Bunyan	94.75				94.75				94.75
	8/3/2020	DonerSnap fees	15.00		15.00						15.00
2417	8/12/2020	Terry Barth Design LLC	318.75					318.75			318.75
2418	8/12/2020	unTapped	2,130.00				2,130.00				2,130.00
2419	8/12/2020	AT&T	123.51	123.51							123.51
2420	8/14/2020	Zachary Simpson	691.58					691.58			691.58
	8/14/2020	Withholding	141.75					141.75			141.75
2421	8/18/2020	Kirk Gilbertson	266.30	266.30							266.30
2422	8/18/2020	Lamar Companies	450.00							450.00	450.00
2423	8/31/2020	Zachary Simpson	691.58					691.58			691.58
	8/31/2020	Withholding	141.75					141.75			141.75
2424	8/31/2020	US Liability Ins Comp	954.00	954.00							954.00
2425	8/31/2020	Central Square Mall	356.90					356.90			356.90
2426		Written in 2019	-	-							-
2427	8/5/2020	unTapped	2,850.00				2,850.00				2,850.00
2428	8/31/2020	Paul Bunyan	94.75				94.75				94.75
2429	8/31/2020	AT&T	95.85	95.85							95.85
2430	8/31/2020	Card Service Center - zoom	16.62				16.62				16.62

Itasca Water Legacy Partnership										Youth		
Detail Fiscal Year 2020										Summit		
August 31, 2020			IWLP	Membershp	IWLP	Bush	Blandin	Blandin/S	Shoreland	Blandin		
			Operating	Drive/Fundraising	Memorial	Foundation	Shoreland	Marketing	Advisors	IWLP		
		Unemployment	24.00	24.00							24.00	
		Payroll taxes	1,020.00				1,020.00				1,020.00	
			0.20				0.20				0.20	
Total Expenditures			62,937.08	5,282.05	681.42	-	33,030.99	18,193.11	2,396.50	3,353.01	-	62,937.08
Receipts												
	1/6/2020	Membership	50.00	50.00								50.00
	1/9/2020	Membership	50.00	50.00								50.00
	1/10/2020	GiveMN on line	100.00	100.00								100.00
	1/21/2020	Donation Blandin match	142.00	142.00								142.00
	1/21/2020	Membership	130.00	130.00								130.00
	1/22/2020	Insurance Western National	264.00	264.00								264.00
	1/22/2020	Membership	100.00	100.00								100.00
	1/28/2020	Membership	30.00	30.00								30.00
	1/31/2020	Interest	47.55	47.55								47.55
	2/3/2020	Membership	100.00	100.00								100.00
	2/21/2020	Online donations	71.00	71.00								71.00
	2/29/2020	Interest	39.02	39.02								39.02
	3/13/2020	Membership	100.00	100.00								100.00
	3/31/2020	Membership	30.00	30.00								30.00
	3/31/2020	Interest	18.42	18.42								18.42
	4/13/2020	Membership	50.00	50.00								50.00
	4/24/2020	Membership	101.00	101.00								101.00
	4/30/2020	Interest	13.16	13.16								13.16
	5/12/2020	Membership	50.00	50.00								50.00
	5/19/2020	Blandin Foundation	40,000.00				40,000.00					40,000.00
	5/31/2020	Interest	9.43	9.43								9.43
	6/15/2020	Online donations	30.00	30.00								30.00
	6/24/2020	Superior Point	46.00	46.00								46.00
	6/30/2020	Interest	8.22	8.22								8.22
	7/20/2020	Sand Lake Association	500.00	500.00								500.00
	7/31/2020	Blandin Donation Barcus	100.00	100.00								100.00
	7/31/2020	Membership	100.00	100.00								100.00
	7/31/2020	Interest	8.50	8.50								8.50
	8/31/2020	Interest	8.50	8.50								8.50
												-
Total Receipts			42,296.80	2,296.80	-	-	-	40,000.00	-	-	-	42,296.80
Current Balance			202,760.74	56,688.35	(681.42)	2,183.75	62,802.00	74,629.21	(2,396.50)	(3,353.01)	12,888.36	202,760.74

Summary of Past Executive Committee Actions—August – September 2020

Administrative items such as the approval of agenda, consent agenda, minutes and financial reports are not included. Full minutes and attachments are sent to all Board members after each Executive Committee meeting.

August 2020

Motion to ratify the email votes to approve the Beier's video and DNR Shoreland aquatic videos. (Brian Whittemore, Pat Leistikow) M/S/U [The project forms were attachments to the August 17 minutes.]

September 2020

Motion to approve up to \$500 for promotional expenses related to the Bush Project with specific approvals through Executive Committee and a Marketing Committee representative. (Pat Leistikow, Brian Whittemore) M/S/U

Motion to approve Personnel Committee charter as modified separating guidelines for future committee development. (Jan Sandberg, Pat Leistikow)

Motion to accept Zack's resignation per his letter sent September 2, 2020 (Brian Whittemore, Jan Sandberg) M/S/U

Motion to approve Shirley's volunteer hours to sit in the office, answer phone and email for a few weeks (Pat Leistikow, Jan Sandberg) M/S/U

Coordinator Report

September 2020

Itasca Waters Board Meeting

Below is a list of my efforts since the last board meeting in July. If you would like to request any additional information on any of these events and collaborations, I would be more than happy to provide them to you. It has been wonderful working for the board and Itasca Waters as a whole. I wish the organization the best in its future.

Shoreland Videos:

The videos shot on Dave Lick's property have been taken, edited, and posted to YouTube. These eight videos have a combined 145 views. The most views going to the Slopes, Rain Gardens, and Letting It Grow video with 41 views.

Native Plants Videos:

All native plant videos have been taken, edited, and posted to YouTube. Thus far all six videos have a combined 147 views. The most views going to the first video with 88 views.

Doyle Hass and Paul Radomski:

I last spoke with Doyle during the week of September 8th. He mentioned that he has yet to receive approval from his supervisor, but suggest meeting outside of work to conduct the interview. I asked him if next Monday or Tuesday (September 14/15) work for him. Awaiting a response. If this works, my deadline to get the videos up would be Wednesday/Thursday before I depart. If not successful, I suggest we include Doyle in the Itasca TV series on ICTV.

Paul Radomski has responded with a list of suggested topics and individuals that Itasca Waters cover. The list is below:

1. Conservation easements for shoreland property owners – someone from the Minnesota Land Trust
2. Climate change and implications to lakes – Lucinda Johnson, ljohnson@d.umn.edu, (218) 788-2651, from NRRI
3. Loons - Gaea Crozier, DNR Nongame Wildlife Specialist, 218-328-8811, gaea.crozier@state.mn.us

Shoreland Visits:

Shoreland visit requests have risen since August. I have created a spreadsheet of the requests within the shoreland committee's shared drive on Google Drive. At present there have been seven August requests with three being completed, two being canceled (see notes in the G Drive), and two awaiting responses.

I have also been printing out additional shoreland guides for distribution as needed to the advisors. Two advisors have so far requested binders, Jeff Peonix and Dennis Anderson. Both of

them have received binder packets. These new binder packets will include the regular material plus info on willow wattles, septic systems, and include five shoreland guides.

Bush Bulletin

The Bush Bulletin will be sent out September 11, 2020. To facilitate better readability for mobile users, Jan and I had Terry create a Bush Foundation webpage under the project tab of the Itasca Waters website. Once sent out, all bulletins and newsletters will be exported to PDF format and uploaded to the IW webpage.

Youth Water Summit Committee

Due to the ongoing COVID-19 Pandemic, the 2021 YWS is currently unconfirmed. Kathy and Dave are waiting to see how the school system progresses. Suggested follow up in late-October.

Offboarding

Since my resignation announcement, I have been working to organize digital files for easier access on the IW laptop. Additionally, I am compiling a final list of all login and password information from the various sites we use and am attempting to transfer the login over to info@itascawaters.org. I have already requested that Terry change our website to default emails over to the info@itascawaters.org account. This is where shoreland requests will be sent moving forward.

Unless otherwise informed, I will plan to leave the laptop and phone in the office when I depart Thursday, September 17th. All keys will be locked in the office save the one I will use to lock up which I will then place in the IW P.O. Box.

Please let me know of any other offboarding tasks prior to my departure.

Social Media

Posting on both Facebook and Instagram has increased with the launching of our video series. Natural and picturesque photos seem to have the highest engagement followed by interactive links. Marketing committee has suggested a picture contest that will involve our followers.

Please note that this report does not contain any information on the clerical and administrative work that I have done. If you would like that information please let me know. Thank you!

Thursday, July 23, 2020

GRANTS COMMITTEE - ITASCA WATERS

ZOOM MEETING 2:00-3:00 P.M.

ATTENDEES: JOHN DOWNING; JOHN CONNELLY; JESSE DAVIS;
LYNN MORATZKA

- Lynn called the meeting to order at 2:10
- Role of the Committee: We reviewed the committee purpose - review grant opportunities that committee members bring forward to determine if they fit the mission of IW; to make IW committees aware of grant opportunities to allow committees to prepare project proposal for the Grant Committee to assist in submitting the grant with the approval of the IW Board. In addition, the Grants Committee will work with the Vision/New Projects Committee
- Review of current grant opportunities. John Connelly provided links and information on two grant possibilities: https://bwsr.state.mn.us/sites/default/files/2020-06/200626%20RFP_FY21CWF%20_FINAL.pdf. And <https://www.pca.state.mn.us/water/cwp-loans> The BWSR grant application is due August 17. The Committee discussed possible projects, partners and matching requirements. We determined that the timeline was too short for 2020. We decided we need to work with Shoreland Committee asking what priority projects would the Committee like to move forward that would qualify for grant funding. We need agency partners. We have partnered with SWCD on other grants. We suggest that the Shoreland Committee invite Tim Fritz, SWCD, start general conversation on grant opportunities. John and John felt that these grants would be available again in the spring and summer of 2021 and that we should be prepared to apply at that time.
- Build a calendar of Likely Grants 2020-2021. The Committee decided to develop a calendar of grants: type of grant; matching requirements; due dates, etc. The Committee would keep the calendar up to date in the Google file under grants. We would send our first draft to all the Board members.
- Other comments: John Davis from Deer Lake was suggested a member of the IW Board. We don't have a member from that area any longer. It was also suggested

Thursday, July 23, 2020

that we talk to Dan Steward about being more engaged with IW. Tim Terrel of the Mississippi Headwaters Board should also be contacted to come to a Board meeting.

- We agreed to meet in another month. Jesse will send out a Doodle to see when people are available for another Zoom meeting. Everyone should keep their ears and eyes open. Lynn will draft the Grants Calendar and send it to the Committee members to add to as grants are announced.

- Adjourned at 3:20

Marketing Committee Report – 9.14.20

Current Projects:

- Vertical Banner Update – thought is to put this on hold as we won't be meeting in person with groups during CoVid
- Mall Signage Update – Zack reported this is up to the mall administration as to when this would be completed
- Promotional Items/Video Ideas/Bulletins – Jan & Zack
 - Karen Terry slideshow on Lakes and Lawns – has been placed on IW website and FB.
 - Zack completed a Video Series at Beier's discussing native plants they grew. And also created Shoreland Video series with David Lick.
 - Newsletter devoted to Laura/Ed about their conclusions from this past year and what is planned for year ahead for the Bush Foundation Grant.
- Website/Social Media Management
 - YouTube Channel – Zack has got this up and running and has updated with new videos
 - Facebook Update – Zack/Jan have been posting regularly
 - News/Events on Website – Sandy/Terry have the Event's portion working and a mobile fix so you can jump to Events on a mobile device. Now need to post on a regular basis and set up training on how to enter News & Events on the site.
 - Website updates are needed to add some new items and better organization within the site to make it more user friendly.
- Coordinator Transition – with the departure of Zack the Marketing Committee needs to be sure to have all the access logins for YouTube, Facebook and Instagram.

Itasca Waters Planning Committee

I hope that the Planning Committee can “meet” in the next two months to organize a work plan for 2021.

Committee members include Bill Grantges, Lynn Moratzka Shirley Loegering, Davin Tinquist and Jan Sandberg.

According to the Charter, Committee responsibilities include:

- Review current strategic plan annually.
- Develop Mission and Vision statements;
- Develop short and long-range plans consistent with Mission and Vision Statements;
- Engage all Directors in the discussion; and
- Submit annual budget request to the BOD.

At this time I do not anticipate any budget needs for the coming year.

Pending committee approval, we would start with reviewing our current strategic plan. The plan and other planning document are in Google Drive. As members may recall, in 2018 Tim Scherkenbach started to lead work on revising the strategic plan. This work was interrupted/stopped with the awarding of the Blandin grant which it was decided took precedence. As that grant is now winding down, it makes sense to begin this work again.

Shoreland Activity Report for Itasca Waters Board Meeting

September 14, 2020

Shoreland Advisor Requests/Visits:

2019:

Requests: 6

Completed Visits: 4

Notes: Two uncompleted visits were postponed until 2020.

2020: Requests 13 including 7 in August

Completed Visits: 5

Completed visits: 2

Notes: March we had two people sign up at the builders show (postponed due to COVID). April had zero requests. May had zero requests. June had two requests. July had one request that was requested for 2021 after COVID subsides. August had a jump with six requests beginning in the second week. Two of these visits have been completed. I am actively trying to schedule the remaining requests.

One quick thing. I checked in today with Sam Johnson and was informed that he has carried out three visits in 2019 and two in 2020. He didn't mention when these took place only that they had happened. I am following up with him on the details and seeing if he had filled out the visit forms. These visits were included in the numbers above.

Shoreland Committee Activity, July/August 2020:

- * Conversations with Wired To Fish on collaboration between IW and fisherman, idea is to produce an educational article from fisherman about shoreland.**
- * Native plants from U of M will be ready to be planted spring of 2021 red aster, bergamot, giant hyssop and common ox eye.**
- * Wake board discussion with several lake associations regarding shoreline damage. and surface water management plans.**
- * Beaver dam flooding recurrence of sediment loads.**
- * Site visits of willow wattles that were installed spring 2020.**
- * Comprehensive land use planning in Wabana township may include shoreline education.**
- * Visits to a couple of properties to look at erosion on shorelines and remedies needed.**
- * Visiting with shoreland advisors who were going on their first visitation to view a shoreline.**
- * Delivered shoreline brochures to Bass Brook township zoning after visit with Bass Brook zoning officer about a change in their ordinance.**
- * Spoke at Shallow Lake Assn regarding shorelines and IW.**
- * 11th grade students needing speaker on shorelands.**

- * Lake survey to see how Wabana residents have reacted to shoreland brochure and making their shorelines more ecologically friendly.**
- * Siting a permanent AIS decontamination unit at the Wabana Township hall to serve anyone travelling on Cty 49 and the Wabana area.**
- * Paid a visit to Beiers greenhouse to see how the shoreland plant sales went this year. Good enough that they will plan on selling next year.**

ATTACHMENT A#4.a

Zachary Simpson
1240 Golf Course Rd.
Apt 404
Grand Rapids, MN 55744

September 1, 2020

Officers of Itasca Waters
Itasca Waters
201 NW. 4th St., Suite 121
P.O. Box 881
Grand Rapids, MN 55744

Dear Officers of Itasca Waters,

Please accept this letter as formal notice of my resignation from my position as Coordinator at Itasca Waters. My last day of employment will be Thursday, September 17th, 2020.

I would like to personally thank you and everyone else at Itasca Waters for giving me the opportunity to work in this position for the past fifteen months. I have thoroughly enjoyed working here and appreciate all of the opportunities you have given me. However, I have decided that it is time for me to move on to the next chapter of my life.

I would like to do anything I can to help with the transition, including wrapping up my responsibilities and putting together any necessary training materials. If I can be of any other assistance during this time, please let me know.

Thank you again for the opportunity, and I wish you and Itasca Waters all the best in the future.

Yours sincerely,

Zachary A. Simpson

Itasca Waters' Personnel Committee Charter revised September 3, 2020

Authority: The Personnel Committee is a Standing Committee of the Board of Directors established pursuant to Article 5 of the Bylaws.

Committee Purpose: To develop and carry out the personnel policies of Itasca Waters.

Membership:

- The Committee shall consist of no fewer than three (3) members and may not include non-Board persons.
- Term of service shall be one year and may be renewed annually at the January Organizational meeting.
- All members shall acknowledge their term of service by signing this Charter.
- The BOD shall appoint the Chair.
- All other Committee members are appointed by the Board, but the Committee may recommend members for appointment.
- Committee members should have a clear understanding of the mission and purpose of Itasca Waters and its core projects.

Voting:

- Committee approvals will require a majority vote of Committee members (attendance can be via electronic device or phone conference). If voting via email, all members must respond in agreement to be valid following the Itasca Waters policy for email voting.

Operations:

- The Committee shall keep minutes of actions taken at regular meetings and make a written report to the BOD on a regular basis. Minutes for closed meetings may be kept separate from other minutes.
- The Committee shall meet at the call of the Chair, but a minimum of twice annually when Itasca Waters employs full-time or part-time staff.
- Committee meetings will generally be considered limited to Committee members. However, the Committee may invite any director, officer, outside advisor or other non-committee persons to attend a meeting but such persons will not have voting power.
- Committee members will comply with conflict of interest and other organization policies.

Responsibilities in five areas: *(If tasks change significantly over time, this Charter will need to be updated and re-submitted to the BOD for approval.)*

1. Propose policy
2. Oversee hiring process
3. Evaluation
4. Grievances
5. Layoffs or Terminations

Additionally, the Committee members shall:

- Keep all personal information confidential
- Only share job candidate and staff personal information, evaluations, compensation, and grievances with the necessary persons and as set forth in the Employee Guidelines as set forth by this Committee
- Consult legal counsel if necessary
- Comply with Minnesota employment laws
- Submit annual budget request to BOD

Approved by the Board of Directors on: _____

Committee Member Acceptance

Signature _____

Date _____

Draft by SL August 2020 (Reference: mainly BoardSource.com and Missionbox.com)

Itasca Waters Policy for Executive Session-Closed Meetings

Definition of Closed Meeting

A closed meeting (or closed session if part of a scheduled meeting) is a meeting that is only open to persons who are members of the deliberative body (Board or Executive Committee) or are expressly invited to participate because of knowledge of the item being discussed.

Which Bodies May Hold Closed Meetings

A closed meeting may be held by the Board or the Executive Committee.

Process for Closure

The meeting agenda may announce in advance that a closed session for all or part of a meeting is being considered. However, to close the meeting, there must be a motion and second to close the meeting with a majority of the members of the deliberative body voting to close the meeting.

Attendance

Participants at a closed meeting include the deliberative body membership and persons expressly invited to participate because of knowledge of the item being discussed.

Reason for Closure

Executive sessions are intended to protect the innocent and assure confidentiality about sensitive matters. Meetings may be closed to discuss confidential issues including personnel or to allow frank and open discussion of a specific topic. Topics might include: audit feedback, performance reviews, staff compensation, legal issues, crisis management and intra-Board disputes. There may be other, similar, reasons to close a meeting.

Meeting Record

A record of a summary of discussions and sufficient detail to justify any actions taken must be kept. Minutes are discoverable in litigation.

More detailed minutes are required when discussing staff compensation.

In discussing conflicts of interest, the minutes should reflect:

- the name of the person with a potential conflict of interest and the nature of that interest;
- the board's decision as to whether a conflict exists;
- the names of the persons who were present for discussion;
- the content of the discussion, including alternatives to the proposed transaction which the board considered; and
- a record of any votes taken in connection with the proceedings, including the vote to approve the transaction

Meeting Record Distribution

Minutes from closed meetings should only be distributed to the participants in that meeting, not to those absent from the meeting or, in the case of the Executive Committee, to the full Board. Minutes should be kept separately from the regular minutes.

However, the deliberative body may choose to inform Board members about a decision.

Background

Bylaws:

The Itasca Waters Bylaws are silent on closed meetings.

The bylaws state that all Board meetings will be open to the public and minutes of the proceedings available on request, which is not required under Robert's Rules.

Itasca Waters is not subject to Minnesota open meeting laws.

Itasca Waters Policy for Recording Meetings

The Board or any committee may prepare audio or video recordings of open or closed meetings. At the beginning of the meeting, members should be advised that the meeting is being recorded.

The primary purpose for these recordings is to assist the Secretary in preparing accurate minutes. Once the draft minutes have been agreed to by the Board or committee, as appropriate, the recording will be discarded. However, upon the request of a Board or committee member who must be absent from a meeting, the recording can be retained for an additional week.

Sources

<https://www.nonprofitissues.com/to-the-point/may-directors-record-board-meeting>

This is a matter of state law, and there are apparently some state laws that prohibit such taping without the consent of the participants. Many organizations nevertheless do tape their meetings, particularly to help prepare the minutes of the meeting.

If the meetings are recorded (and assuming it is not one of the rare nonprofits that is required to hold open meetings), there are a number of policy questions the board ought to consider. We recommend, if they record the meetings, that every member of the board be advised that the meeting is being recorded; that the recording be retained only until the approval of the minutes of the meeting and then erased or destroyed; and that any member of the board have the right to have the recording stopped temporarily at any time if necessary to prevent “chilling” the discussion of a particularly sensitive issue.

If the organization has legal (generally voting) members, any member of the organization, as well as any member of the board, will probably have the right to listen to the recording while it exists. It will probably be considered to be one of the “books and records” of the organization. Since discussion at board meetings is usually considered “confidential,” many organizations do not want to record the discussion, or want to destroy the recording as soon as possible if they do so.

<https://www.upcounsel.com/recording-board-of-directors-meetings>

Recording board of directors meetings is not a requirement, although company owners may request it. If you decide to record your board meetings, you should check the rules in your state to make sure that recording is legal.

Legality of Recording Meetings

In certain states, including California, recording a conversation without the consent of both parties is illegal. This means that if your board of directors meeting takes place in one of these states, you would need to get the consent of every director before recording the meeting. If your board meeting is an open meeting, however, you should be able to record the meeting, as there is no expectation of confidentiality.

A legitimate argument can be made that a board of directors has the power to decide how a meeting of the board will take

place. Basically, this means that the board has the authority to decide if recording meetings will be allowed. If the board

decides not to allow recordings, there is virtually no point in arguing the decision, especially since the Open Meeting Act

doesn't override a board of directors' authority. It is possible, however, that your company's governing documents allow

recordings of meetings.

In most cases, your company bylaws will not mention recording meetings. If your bylaws do discuss recordings, it's likely

that they are only allowed at the discretion of your directors. If there is no mention of recordings in your bylaws, you may

want to update these rules to allow for this practice. Adopting rules about recording board of directors meetings can help

prevent conflicts between your board and company owners.

When writing rules about recording board meetings, there are a few factors that you should consider:

Who will be doing the recording?

When will the recording take place?

Is there a purpose to the recording other than documentation?

Generally, giving the board of directors the power to approve or deny recordings is a good idea.

Granting the board this

authority will make sure that recordings are only beneficial and not open to abuse. In many companies, board of directors

meetings are recorded, primarily to make preparing the minutes of the meetings easier. If your organization does decide to

record meetings of your board of directors, there are some policies that you should consider putting in place.

For instance, every board member should be aware that these recordings will take place. It's also a good idea to institute a

policy for getting rid of recordings after approval of the meeting minutes. You should also consider instituting a rule that any

board member can request that the recording be stopped. For instance, board members may want to briefly stop a recording

while discussing a sensitive manner.

If your company has voting members, you will likely be required to allow them to listen to these recordings if they request.

Board members must also be allowed to listen to these recordings. Recordings may be included in your company's records.

The reason many corporations decide not to record board meetings is that most of the subject matter discussed during these

meetings is confidential. If you do decide to record your meetings, and your board talks about issues private to your

corporation, it's a good idea to destroy these recordings as soon as possible.

Drawbacks to Recording Meetings

When a company owner brings recording equipment to a board meeting, they may be trying to gather evidence for a lawsuit.

They may also be planning to use these recordings to intimidate board members. In some cases, the owner will also bring a

lawyer with them in addition to recording a meeting.

If an owner is recording board of directors meetings for the purpose of a lawsuit, it can discourage board members from

participating in the meeting. They may not feel comfortable discussing important issues out of a fear they'll be involved in

the litigation. So, in some cases, recording board meetings can suppress the free speech of board members.

Additionally, even though there may not be an expectation of privacy when attending a board meeting, attendees do expect

that what they say in the meeting won't be released to the public. To protect the privacy of board members, many companies

prohibit recording devices in meetings.

If you need help with recording board of directors meetings, you can post your legal needs on UpCounsel's marketplace.

UpCounsel accepts only the top 5 percent of lawyers to its site. Lawyers on UpCounsel come from law schools such as

Harvard Law and Yale Law and average 14 years of legal experience, including work with or on behalf of companies like

Google, Menlo Ventures, and Airbnb.

Background

The Itasca Waters bylaws are silent on the issue of recording meetings

State Statute

Minnesota law is a "one-party consent" state, which means that only one party to a communication needs to consent for a recording of the communication to be legal – unless the recording is made for the purpose of committing a criminal or tortious act.

Minn. Stat. § 626A.02 Subd. 2(d) It is not unlawful under this chapter for a person not acting under color of law to intercept a wire, electronic, or oral communication where such person is a

party to the communication or where one of the parties to the communication has given prior consent to such interception unless such communication is intercepted for the purpose of committing any criminal or tortious act in violation of the constitution or laws of the United States or of any state.

Itasca Waters is not covered by Minnesota Statutes Chapter 13D. Open Meeting Law

Itasca Waters Policy on Approvals for Committee Expenditures

All committee expenditures and projects require approval by vote of the governing committee at an online or virtual meeting (where all participants are in audio contact) or by email vote that conforms to the policy for unanimous consent via mail or email.

Committee expenditures not requiring further approval by the Board or Executive Committee are:

- expenditures, including specific projects, that are included in the Board approved committee budget and that do not need the assistance of staff
- non-project expenditures, as approved by the governing committee, as normal and necessary and fall within the committee budget limits

Committee expenditures requiring further approval by the Board or Executive Committee are:

- expenditures that exceed the previously approved committee budget
- expenditures for new projects not covered under the current budget
- expenditures that require the assistance of staff, which must also be approved by the Personnel Committee/Staff Liaison

Itasca Waters Policy for Written Unanimous Consent

Board or committee action may be taken outside a virtual or in-person meeting (where all participants participate in discussions) using procedures for written unanimous consent. This may be accomplished by email or mail.

Board of Directors or Executive Committee

The Secretary will prepare a Word or PDF document describing the item requiring approval.

The document will be distributed to all Board members by mail or email.

Email: each Board member must download and print the document, register his or her vote and sign the document.

Mail: each member must register his or her vote and sign the document received by mail.

The signed document must be returned to the Secretary by regular mail or scanned or photographed and returned by email.

The Secretary will retain all returned documents as part of the official record.

The vote will not take effect until all committee members have completed this process and voting unanimously.

The vote will be ratified at the next Board meeting and be kept as part of the Board record.

Standing or Special Committees

The committee chair, or if the chair is unavailable the Secretary, will prepare a Word or PDF document describing the item requiring approval.

The document will be distributed to all committee members by mail or email.

Email: each member must download and print the document, register his or her vote and sign the document.

Mail: each member must register his or her vote and sign the document received by mail.

The signed document must be returned to the committee chair or Secretary by regular mail or scanned or photographed and returned by email.

The committee chair or Secretary will retain all returned documents as part of the official record.

The vote will not take effect until all committee members have completed this process and voting unanimously.

The vote will be ratified at the next committee meeting and be kept as part of the committee record.

Background

Current Bylaws Language:

Article 3 Written Unanimous Consent in Absence of a Board or Committee Meeting: When action is required outside a meeting of the full Board or any standing committee, the Secretary or appropriate committee chair will prepare a document describing the item requiring action and distribute it by email sent to all Directors or Committee members, as appropriate. Each

Director or member must download and print the document, register his or her vote and sign the document. This signed document must be returned to the secretary by regular mail or scanned or photographed and returned by email. The Secretary will retain all documents as part of the official record. The vote must be unanimous. The vote would not take effect until all Board or Committee members have completed this process. Such votes will be ratified at the next Board or Committee meeting.

State Statutes (2019)

317A.239 ACTION WITHOUT MEETING.

17A.239 ACTION WITHOUT MEETING.

Subdivision 1. Method.

An action required or permitted to be taken at a board meeting may be taken by written action signed, or consented to by authenticated electronic communication, by all of the directors. If the articles so provide, an action, other than an action requiring approval of members with voting rights, may be taken by written action signed, or consented to by authenticated electronic communication, by the number of directors that would be required to take the same action at a meeting of the board at which all directors were present.

Subd. 2. Effective time.

The written action is effective when signed, or consented to by authenticated electronic communication, by the required number of directors, unless a different effective time is provided in the written action.

Subd. 3. Notice; liability.

When written action is permitted to be taken by less than all directors, all directors must be notified immediately of its text and effective date. Failure to provide the notice does not invalidate the written action. A director who does not sign or consent to the written action is not liable for the action or actions taken thereby.

317A.011 DEFINITIONS.

Subd. 3a. Authenticated.

"Authenticated" means, with respect to an electronic communication, that the communication is delivered to the principal place of business of the corporation, or to an officer or agent of the corporation authorized by the corporation to receive the communication, and that the communication sets forth information from which the corporation can reasonably conclude that the communication was sent by the purported sender.

Itasca Waters Agenda and Minutes Policy

Board Meetings

Agenda

About ten days in advance of a scheduled Board meeting, the Secretary will prepare a draft agenda for consideration by the President and the Executive Committee. Board meetings are typically scheduled for the year at the organizational meeting in January. Certain items are required for any Board meeting, including previous Board minutes, financial report, approval of past actions of the Executive Committee, President's Report, Coordinator's report, and reports from all standing and special committees. After approval by the Executive Committee of specific agenda items and possible attachments, the Secretary will email the agenda and attachments to the full Board. The email message will include the meeting date, time and location (which may be remote via Zoom).

While ideally the email will include all attachments, in the case that the attachments are too large for email transmission the Secretary will post all attachments and the agenda into the appropriate folder in Google Drive and so inform the Board. All Board members with Google accounts have access to the folder for minutes.

With the permission of the President, changes to the agenda may be made in advance of the meeting, in which case the agenda will be emailed again to the Board. However, it is often simpler to amend the agenda at the Board meeting.

Minutes

After the Board meeting, the Secretary will email draft minutes to all Board members in attendance at the meeting. Based on feedback from those members, revised minutes will be transmitted to all Board members. The final minutes will be included in the appropriate folder in Google Drive.

Minutes of full Board meetings should be posted as soon as possible to Itasca Waters' webpage.

Executive Committee Meetings

Agenda

About a week or more in advance of an Executive Committee meeting called by the President, the Secretary will prepare a draft agenda for consideration by the President and the Executive Committee. Items may be submitted by Executive Committee members or others, or reflect carry-over items from previous meetings.

After approval of specific agenda items and possible attachments, the Secretary will email the agenda and attachments to the full Board. The email message will include the meeting date, time and location (which may be via Zoom).

While ideally the email will include all attachments, in the case that the attachments are too large for email transmission, the Secretary will post all attachments and the agenda into the appropriate folder in Google Drive and so inform the Executive Committee.

With the permission of the President, changes to the agenda may be made in advance of the meeting, in which case the agenda will be emailed again to the Executive Committee and Board. However, it is often simpler to amend the agenda at the Board meeting.

Minutes

After the Board meeting, the Secretary will email draft minutes to all Board members in attendance at the meeting. Based on feedback from those members, revised minutes will be transmitted to all Board members. The final minutes and attachments will be included in the appropriate folder in Google Drive.

The Secretary is not involved in distributing information for any other committees