

Feb 11, 2016 Luckiamute W.C. Monthly Meeting

Called to order by Gail Oberst at 7 pm

Present at meeting: Gail Oberst, Kristen Larson, Kelly Gordon, Steve deGoey, Dan Farnworth, Dave Ehlers, Gail Arkley.

- Thank You cards for George Grosch for his excellent participation as Board Member and the many other things he did for LWC. Also Thank You cards to Burgerville for helping us with fundraising, and Walt Sinclair, President of Lions Club, for \$300 they donated to LWC
- Previous minutes: Approved by Consensus
- Transition report from Kristen for change to 501(c)(3) status
 - See Timeline Draft Sheet for 501(c)(3) process – (Attachment B of meeting packet)
 - Need to have paperwork to CNL, including Articles of Incorporation, in March.
 - Discussion about when to make transition from Marys Watershed Council Fiscal Sponsorship to our own.
 - We need to have specific information in the Articles of Incorporation. Hopefully it can be done in March, but out of LWC hands for the moment. Also need to work on the by-laws.
 - Will wait until the official letter comes from the IRS giving LWC 501(c)(3) status to transition from Marys WC Fiscal Sponsorship, to our own.
 - We will be looking at Articles and by-laws at March meeting.
 - Reviewing Articles of Incorporation requirements by the IRS. Some language will go in either Articles or by-laws. Especially Indemnification and legal protection for Directors/Officers.
 - Kristen notified, by public announcement, that we will be reviewing and changing Articles of Incorporation and by-laws, per law.
- Proposed Action: Approve Conflict of Interest and Executive Compensation Policy to replace current Conflict of Interest Policy – Attachments F (current) & G (proposed) in meeting packet. **Motion to accept by Gail Oberst, approved by Consensus.**
- Treasurer's Report: See Dan's spreadsheets; Attachment H of meeting packet.
 - In summary: Income: \$20,719.15
 - Expenses: 27,018.34
 - Net income (6,299.18)
- Kristen handed out Conflict of Interest and Executive Compensation Policy Disclosure and Acknowledgement statement to Board.

- Finance Committee – Dan Farnworth
 - Review and adopt proposed Finance Committee Description (Attachment I of meeting packet). **Reviewed and adopted by Consensus**
 - Gail Arkley volunteered to replace George Grosch on Finance Committee to meet minimum requirements of two board members (includes Treasurer and Board Member) and Coordinator.
- Coordinator’s Report: (Attachment J of meeting packet)
 - Self-Evaluation results: Discussion - Overall, we are doing a pretty good job, but we can improve in some areas.
 - Books available for free (with book review) from Ford Family Foundation.
- LWC Social Event on Feb. 26th at Independence Grill. Price not yet determined.

Meeting adjourned at 8:40 pm.

Notes taken and typed by Steve deGoey.