



MINUTES

**Board of Directors Meeting
January 16, 2018
9:00 AM
MWEA Headquarters – Bath, Michigan**

8:50 Arrival Time

Members Present

Cheryl Vosburg	Keith Moss (Absent)	Brian Ross	Todd Wibright
George Davis	Jennifer Wagner	Harry Price	Mike Harvey
Greg Kacvinsky			

Staff Present

Karlyn Wickham	Allison Wood	Denise Epling
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Guests

Joe Goergen	Laura Campbell	Jennifer Drinan	Wendy Schultz
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9:00 Call to Order

Approval of Agenda

*MOTION: Kacvinsky SECOND: Wagner MOTION CARRIED 8-0
(Motion carried to approve Agenda as presented, with addition of Executive Director search update.)*

Approval of Consent Agenda

The Consent Agenda had been provided to the Board with the regular meeting agenda in advance of the meeting and included the following documents: Board Meeting Minutes (October 26, 2017); Treasurer's Report; and Liaison Reports.

*MOTION: Price SECOND: Harvey MOTION CARRIED 8-0
(Motion carried to approve the Consent Agenda as presented and place the included documents on file.)*

Epling distributed to Board members a notebook containing the 2017 MWEA Annual Report (including financial and other information regarding 2017 Seminars; 2017 Basic Training; 2019 GLWA Training; Scorecard; Treasurer's Report; Balance Sheets; and Profit & Loss Budget vs. Actual). It was intended that this notebook would be updated each year going forward.

Recommended Action Report – Biosolids – Joe Goergen, Laura Campbell

Goergen and Campbell presented their request for Board approval of four biosolids fact sheets that had been put together by the Biosolids subcommittee working with representatives from NDFCO, municipal wastewater treatment facilities, MDEQ, MDARD, BioWorks Energy, and the Michigan Farm Bureau.

There was also involvement by Representative Zorn's and Representative Kahle's offices. The associated RAR and the biosolids documents were provided for the Board's review and placed on file. The request was for Board approval, MWEA sanction of the fact sheets, and that the fact sheets be put on MWEA's website. The fact sheets had been developed to aid in public understanding of biosolids and to help local units deal with the impacts of biosolids when ground applied. If the fact sheets were put online, they could become living documents and located in a place where MDEQ, the Farm Bureau, MDARD, NEFCO, Representatives Zorn and Kahle, and other entities could direct people (for example, by web links) for information. There would also links to other online resources, such as WEF, and would be on the Biosolids Committee's homepage.

Wood suggested that the fact sheets could be given their own webpage with the Biosolids Committee logo on it since the committee pages were somewhat hidden to casual users. The logos of the other involved entities could also be highlighted.

Campbell indicated one reason they wanted MWEA to take the lead on this was because the state bureaucratic processes caused delay – they wanted to be able to make updates quickly.

Vosburg liked the idea of having the MWEA logo on the materials. Kacvinsky noted that MWEA could include related presentations at seminars – hopefully this might mitigate the need for further regulation of biosolids. Goergen noted that the materials would also have exposure at MDARD functions. Wibright noted the need for MWEA staff to be able to direct inquiries to the appropriate personnel.

MOTION: Ross SECOND: Kacvinsky MOTION CARRIED 8-0

(Motion carried to accept RAR as presented to give Board approval of the biosolids fact sheets and to host them on MWEA's website, as discussed.)

Committee Guests – Discussion

Representatives of the several MWEA committees were in attendance: Wendy Schultz (Chair, Lab Practices) and Jennifer Drinan (Chair, Asset & Infrastructure Management). Each gave an overview of current and planned committee activities, including upcoming seminars.

Recommended Action Report – Missouri River Voyage – Vosburg

Vosburg summarized the RAR which had been provided along with a fact sheet in advance of the meeting (DropBox) that MWEA support the 2018 Missouri River Voyage (Gary and Linda DeKock), Water For People fundraiser at \$1 for every mile totaling \$2,341. This would be considered a Gold Level sponsorship by MWEA. It would be a one-time expense.

Wickham noted that there could be a budget adjustment, if needed, at the next Board meeting.***

Vosburg also proposed taking voluntary additional donations from individual Board members at the next Board meeting to support the fundraiser – these would be made on behalf of the Board itself rather than MWEA.

MOTION: Ross SECOND: Harvey MOTION CARRIED 7-0 (Wibright was not present for the vote.)

(Motion carried to accept RAR to donate on behalf of MWEA \$2,341 to support the 2018 Missouri River Voyage as provided by the RAR and to make any required adjustment to the budget at the March 2018 Board meeting.)

Recommended Action Report – MDEQ Group Membership

Vosburg summarized the RAR (provided in advance of the meeting) for MWEA Treasurer Moss and staff to explore possible MDEQ group membership and associated details and financial impacts for ultimate final approval by the Board.

MDEQ had raised the issue at the quarterly meeting. There are currently 10 paid MDEQ members. Vosburg indicated that the proposal was not for group memberships in general, but just a special arrangement for MDEQ.

Wickham: advantage would be to strengthen partnership and collaboration between MDEQ and MWEA and potentially increase MDEQ participation at MWEA functions (rather than other organizations' functions) and increase committee participation. Financial impact would likely be minimal – not getting a lot right now – only possible downside would be the loss of revenue. Currently, mostly upper level management at MDEQ participating. Would like to have further discussions of this topic at next MDEQ meeting. Ross: Chris Veldkamp (MDEQ) had said MDEQ would like to increase the number of memberships and would be talking with her supervisors about it. Wickham: The details of how this might work have not been written down: message to MDEQ should be we are talking about putting together a proposed package with details and logistics. Vosburg: Could possibly address using a memorandum of understanding.

Ross: Could possibly be a shared membership with one lead MDEQ contact person. Wickham: Instead of calling it a group membership, call it “state” or “MDEQ” membership. Vosburg: It could potentially be special arrangement that would be approved each year. Would also need to consider how Matters would be distributed to MDEQ. Kacvinsky: Would prefer to limit it to MDEQ as the only state agency at this point – they are the most active; could set the amount and if paid, any staff could attend. Vosburg: could consider other state agencies on a case by case basis, such as MDARD.

Wood: MWEA currently offers MDEQ three free attendances and a free booth at seminars/conferences. Would need to examine whether these types of offerings, and annual conference discounts, would be part of the package.

The Board agreed that Treasurer Moss and staff should explore the details and impacts of an MDEQ “group” membership and report back to the Board for further discussion and possible action.*** If approved, a change to the C&B and SOP would be required.

Nominations Committee – Presentation of Slate of Candidates – Mike Harvey

Harvey summarized the process that had led up to the most recent slate of candidates, including announcements and Nominations Committee meetings. The committee had met the prior week to make its selections. Harvey noted the need to clarify to MWEA members that it was really an application process, where potentially interested parties could apply, rather than have to wait to be nominated by someone else.

The following numbers of people applied for the following positions: Association Director – 6; WEF Delegate – 3; and Vice President – 3. There was also 1 “at large” applicant. The committee met with Ross and Vosburg in attendance as advisors. The applications were reviewed as part of the decision-making process.

The proposed slate of candidates was as follows: Association Director – Mark Fowler; WEF Delegate – Pete Cavagnero; and Vice President – Michelle LaRose.

The Nominations Committee would be meeting in March to consider possible changes to the C&B and other matters related to succession planning. Wickham suggested the committee could participate at the next Leadership Retreat to discuss the application process, succession planning, etc.

Vosburg noted that there were lots of good opportunities for applicants that did not get chosen this time to participate in MWEA activities, including committee leadership and management and getting them involved as moderators at AC sessions.

Vosburg noted that the Nominations Committee was developing a scoring tool and more formal selection criteria for future candidates. Wickham noted the importance of having both objective and subjective criteria – not everyone knows all the candidates. Wagner indicated she would send Harvey the WEF candidate application for reference.***

MOTION: Wagner SECOND: Vosburg MOTION CARRIED 8-0

(Motion carried to accept the slate of candidates presented to the Board by the Nominations Committee.)

Awards Committee – Presentation of Selected Recipients – Harry Price

Price explained the award selection process. The list of 2018 WEF/MWEA award winners was distributed to the Board (DropBox) and placed on file (no vote by Board required).

Constitution and Bylaws Update – George Davis

Davis summarized activities to date and status of draft revisions to C&B. A subcommittee would be formed to carry the further draft forward to completion with the goal of adoption at the next Annual Conference.

WEF Delegate Report/WEFMAX – Todd Wibright

Wibright summarized various WEF related matters as set forth in his WEF Delegate Report provided in advance of the meeting (Dropbox and placed on file). There was also discussion regarding the upcoming WEFMAX in Indianapolis (March 14-16, 2018). The new Board nominees would be invited to attend the Indianapolis WEFMAX.

Leadership Retreat – Roles and Responsibilities – Harry Price and Mike Harvey

Vosburg noted that the responsibility for the Leadership Retreat was moving from the President Elect to the Association Directors. She suggested that it might be helpful to form a subcommittee to assist (possibly including some of the board nominees that were not selected).

Kacvinsky noted the importance of getting the Leadership Retreat announcement out as early as possible so potential attendees can get it onto their calendars. Vosburg noted it is helpful to have a general theme for the retreat. Kacvinsky noted the opportunities offered by holding the retreat in an urban environment. Vosburg: should start having discussions now with Mark Fowler as an incoming AD.

Wickham noted that the Leadership Retreat was all expense and no income. \$13000 had been budgeted.

The ADs could provide an update at the March Board meeting. ***

Watershed Certification Update – Cheryl Vosburg

Vosburg summarized status of certificate program. MWEA representatives have been meeting with Dr. Donohue to go over the program.

Executive Director’s Report

Wickham summarized the ED Report that had been provided to the Board in advance of the meeting (Dropbox). Topics included Training Status; Seminars/Conferences; Staffing; DEQ Grant Status; and Legal Update.

Wickham noted that GLWA had cancelled its December 2017 classes. Some classes had been rescheduled. Although classes are paid for, they are not all filling. All classes were being offered, just not as often to try to fill the seats. Was not certain yet whether GLWA would extend the contract.

Wickham: Also discussed basic training for MDNR Park Rangers; AC set for Grand Rapids in 2020.

Strategic Plan/Business Plan – Goals 2017/2018 – Cheryl Vosburg

Vosburg indicated that Board would be moving away from further development of Business Plan based on NY model and instead use the current approach of setting some goals each year to focus on.

Strategic planning and goal setting matters could be focused on after the Annual Business Meeting at AC.

11:50 BOD Self-Evaluation and Adjourn

*MOTION: Davis SECOND: Price MOTION CARRIED 8-0
(Motion carried to adjourn.)*

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Action Items from BOD Meeting

*(Note: Action items for the Board, Board members, and/or ED/staff appear are followed in the minutes by “***”. Please refer to the minutes for specifics.)*