Governance Committee Meeting
October 7, 2022 9:00 am
Virtual meeting via Zoom

Present:

Managers: David Ziegler, President
              Larry Koch, Vice President

Staff: Terry Jeffery, District Administrator
              Amy Bakkum, Office Administrator

1. Call to Order

President Ziegler called the meeting to order at 9:03 am.

2. Roll Call

President Ziegler, Vice President Koch, and Administrator Jeffery were all present at the Zoom meeting. Office Administrator Bakkum was also present via Zoom.

3. Appointment of the Recorder

Staff Bakkum agreed to prepare the minutes of the meeting.

4. Approval of the agenda

A draft agenda prepared by Manager Koch was shared onscreen. President Ziegler moved to approve the agenda and Manager Koch seconded. Motion to approve the agenda passed 2-0.

5. Reading and approval of the minutes of the last meeting

Manager Koch moved to waive the reading of the minutes and approve and adopt the minutes subject to any changes anyone may have. President Ziegler seconded the motion. The motion to waive the reading, approve, and adopt the minutes of the August 7th governance committee meeting passed 2-0.

6. Old Business

   6.1 Requests for Comments on Governance Manual- Status

   Administrator Jeffery shared that the only comments received to date have been from CAC member Sharon McCotter and that those are stored in a Sharepoint folder. Administrator Jeffery shared on his screen the location of said Sharepoint folder. He stated that as it doesn't appear anyone has accessed that folder besides himself, he could re-share the folder with the managers. Administrator Jeffery continued that also in Sharepoint were all the signed board minutes going back through 2021, governance manual versions, and any polices he's found. The polices are not in any order and the committee and himself will have to look through it and see what needs to be brought back to the board. Administrator Jeffery noted that signed resolutions will also be uploaded to this folder. Managers will need to use their RPBCWD accounts as

opposed to their personal email accounts to access these Sharepoint folders. President Ziegler commented that it would be good to have standardized naming conventions and Administrator Jeffery noted that resolutions will be standardized and that an internal naming convention is being worked on.

Manager Koch commented that perhaps a document management system might be of benefit and suggested that if staff thought it was worthwhile, to look into it. Administrator Jeffery noted that he has been in conversation with the City of Chanhassen about the system they use—Laserfiche—which is also tied to their data request protocol. Manager Koch followed up that it might be beneficial to talk to Smith Partners to see if they use a program or with I.T. to get a comparison. President Ziegler agreed that getting an idea of the cost and benefits so the board can make an educated decision would be a good idea.

6.2 Board of Managers Meeting-Agenda-Status

Manager Koch reiterated discussion wherein the committee suggested honing in on the agenda setting process and making sure that it's consistent with the manual or changes to the manual. He suggested that Administrator Jeffery or Staff Bakkum create a short outline as to how the agenda is set. Administrator Jeffery noted that should be easy enough to pull together and could be brought to the next governance committee meeting.

6.3 Website- Status

Administrator Jeffery noted that the website is up and running though with some bugs. The broken links have been repaired and Staff Forbes and Bakkum have gone through it as well working out the kinks. Manager Koch commented that a link for the meeting took him to the library and that another issue was too much scrolling is required to see content that should be right at the top of the page. Manager Koch asked if it was possible to have all the subcommittees listed individually instead of within another tab to make them easier to find.

6.4 OneDrive folders- Status

This topic was touched on earlier in the meeting and Administrator Jeffery commented that he was happy to take any more questions on the matter. Manager Koch asked that he be provided the link or a map to the Sharepoint page so that it is easier to locate again. Administrator Jeffery noted that Sharepoint pages can be bookmarked.

6.5 Location of and catalogue of District policies and procedures

Administrator Jeffery commented that this folder is in flux but there is much more there than was previously. He noted that of the ones in the folder, there may be different versions of the same policy. Administrator Jeffery stated he wants to be able to go through them as a committee and note which are missing or redundant and then determine if they want to put together a policy manual or how else the committee wants to organize the policies. Manager Koch commented that numbered resolutions should help when looking through policies. Administrator Jeffery stated that a ledger of resolutions will also be put in this folder and that it will likely be a meeting or two behind but that it is updated. Manager Koch suggested that a document management system might also be of assistance such that a separate ledger may not

need to be kept. He commented further on how a document management system might be of use to save time.

7. New Business

7.1 Workshop on governance

Manager Koch commented that once all the relevant documents are arranged, it might be good to have a workshop to go over governance and statutes so that everyone is on the same page. He suggested having Louis Smith host the workshop similar to how the MAWD conference is done. Manager Koch wondered if the MAWD conference sessions could be recorded and posted for later viewing. President Ziegler commented that he is currently on the MAWD board and that it has been brought up that it would be nice for a lot of the MAWD training and event to be recorded.

7.2 Calendar

Manager Koch stated that he supports having a calendar or checklist because he believes there are items that are not made known that we are doing. He would be happy to come back with a more detailed suggestion in the future. Administrator Jeffery noted that there is a calendar that he worked on last year that he could bring forward at the next meeting. He continued to say that Sharepoint does have the ability to have a calendar on the page so that the governance committee calendar could specifically list the statutory deadlines to be met. Manager Koch commented that if that could be looked into and brought back at the next meeting, that would be terrific.

Manager Koch noted that he has two other items that weren't on the original agenda. One was the document management system which was previously talked about and the other is the recording of meetings.

Manager Koch stated that he would like to see all committee meetings recorded as written notes are not capable of as much context. When comments for the governance manual are put together, he stated that he would like to consider this as a discussion point. Administrator Jeffery commented that meeting recordings are in the process of being uploaded to the district's YouTube page. Manager Koch commended this and reiterated the importance of video content.

8. Member Report

8.1 Terry Jeffery

Administrator Jeffery noted that he will be working remotely for the next week.

8.2 David Ziegler

President Ziegler asked if someone would be at the office to receive the monthly checks.

8.3 Larry Koch

Manager Koch asked whether there was a secure way to have the checks signed without having to physically sign them twice. As we can sign agreements and contracts electronically, he is curious whether we could facilitate electronic signatures of checks. Manager Koch noted this is

more of an issue for the Audit and Finance committee but could still be looked into. President Ziegler wondered if perhaps Michael Welch might have some insight as he is the one who initiated the electronic signatures of documents. Administrator Jeffery commented that staff would look into it.

Manager Koch continued with his member report. He noted that he believed there was a consensus about having the board meeting minutes prepared and out one week to ten days after the meeting so that managers can review and provide comments before the meeting. He stated he would like to see a formal adoption of that policy, and if it is adopted, to be sure to put it into practice.

Manager Koch also stated that in regard to the open meeting law, he believes that having copies of documents available is important and that presentations from presenters need to be posted to the website.

Manager Koch also commented on the need for a disaster preparedness plan and that if other watershed districts have one, there is no need to start from scratch as we could borrow from someone else's plan. Administrator Jeffery noted that the personnel committee has also asked for one to be prepared. Manager Koch commented that staff know what they do day-to-day better than anyone else and a good start might be to have staff regurgitate what they do on a regular basis and then put that into a format that makes sense.

Administrator Jeffery commented that one of his ideas for how to use the time at board workshops is to have staff take five minutes each at the beginning to run through what they've done and address the managers questions at that time. Manager Koch stated that this is a good idea as it is better than paper and allows the managers to get to know staff. He noted it would also have the benefit of encouraging staff to better develop their presentation skills. President Ziegler asked whether this would take more staff time or less staff time. He commented that it might save on meeting time but if it's going to take staff twice as much time to prepare for a presentation then perhaps staff don't have that extra time but only staff can tell the managers that. Manager Koch noted that many of the staff attend the meetings already and that we can always try it or move it to a quarterly thing or scrap it all together but that it is important to him that staff are being recognized for the work they do.

9. Adjourn

Manager Koch moved to adjourn the meeting. President Ziegler seconded. Motion to adjourn the meeting passed 2-0. Meeting adjourned at 9:52 am.