

**CARSON WATER SUBCONSERVANCY DISTRICT
ADMINISTRATIVE COMMITTEE
September 15, 2017, 3:30 P.M.**

Meeting Minutes

Committee Members Present:

Karen Abowd, Carson City
David Griffith, Alpine County
Doug Johnson, Douglas County
Chuck Roberts, Lyon County

Staff Present:

George Benesch, CWSD Attorney
Ed James, General Manager
Toni Leffler, Administrative Assistant

Others Present: none

Committee Member Abowd called the meeting of the Administrative Committee to order at 3:30 pm. in the Conference Room of Carson Water Subconservancy, 777 East William Street, Suite 110, Carson City, Nevada. A quorum of the Administrative Committee was present.

Item #3 – Discussion Only: Public Comment - None

Item #4 - For Possible Action: Approval of the Administrative Committee minutes from November 29, 2016, and July 14, 2017. Since Ms. Abowd was the only committee member present today who was also present at the November 29 and July 14 meetings, a motion and second could not be made and this item was tabled.

Item #5 - For Possible Action: Renewal of the General Manager's employment contract. Mr. James explained that his contract renewal was every three years and there were no changes from his previous contract.

No public comment. *Committee Member Johnson made the motion that the Administrative Committee recommend that the Board renew the General Manager's employment contract. Committee Member Griffith seconded the motion which was unanimously approved by the Administrative Committee.*

Item #6 - For Discussion Only: Review of CWSD's Criteria for Selecting Board Officers. Mr. James explained that this item will be taken to the Board at its October 18 meeting. The following are suggested changes to CWSD's Criteria for Selecting Board Officers:

- The Chair, Vice Chair, and Treasurer positions will be rotated through Nevada Counties instead of just the Chair and Vice Chair.
- The Treasurer position will only be open to Nevada county representatives, and Alpine County will not be included in the rotation since it is a member of the Joint Powers Authority Board and not the CWSD Board.

- Added to the paragraph about Administrative Committee review of the slate of current and/or eligible officers for the coming calendar year is the following statement: “At the January Board meeting, the Board will vote for the proposed officers. If a proposed officer does not receive a majority vote, the position will then be offered to the other member(s) of the same county. If the other member(s) do not wish to serve or do not meet the criteria set above, then the position will be offered to the next county in the rotation.”
- On the second page, Election cycle #3, is modified to rotate Churchill County into the Treasurer’s office instead of Alpine County.
- The rotation of counties through CWSD Board offices is clarified at the end of the policy.

No public comment. *Committee Member Griffith made the motion that the Administrative Committee recommend that the CWSD Board approve the revision to CWSD’s Criteria for Selecting Board Officers to limit the Treasurer office to Nevada county representatives only. The motion was seconded by Committee Member Johnson and unanimously approved by the Administrative Committee.*

Item #7 – For Possible Action: Review of CWSD’s Policy for Director Meeting Compensation.

Mr. James explained that at the Administrative Committee meeting on July 14, 2017, the committee voted to recommend that the stipulation for physical attendance at CWSD meetings be removed so that Directors are paid for attendance whether in person or by phone. Since that time, some of the committee members have reconsidered that change and wish to discuss it further.

Mr. Roberts mentioned that he was the one that asked for a reconsideration of the proposed removal of physical attendance as a requirement to be paid for a meeting. Since that request he has changed his position. He explained that he believes committee members are compensated for their votes. It is unequal treatment for a member to not get paid just because they are not in physical attendance. Mr. Griffith disagreed that compensation is only for voting and explained that it is also for the experience and other values each person brings to the table.

Mr. Johnson noted that sometimes a member wishes to be involved in a meeting but is not able to attend in person because of distance or time constraints. The individual’s engagement with a meeting is not the same as the ones that are physically present. In response to the suggestion that phoning into a meeting be eliminated as an option, Ms. Abowd noted that some meetings may not have a quorum if a member is not allowed to phone in.

Mr. James pointed out that committees were created to streamline the process of discussion about specific items at Board meetings. A smaller group of committee members can discuss the topic and make a recommendation to the full Board.

Proposed changes to CWSD’s Policy for Director Meeting Compensation are as follows:

- Change the short reference to the Carson Water Subconservancy District throughout from “District” to “CWSD.”
- The definition of “meeting” includes a reference to physical attendance by Board members.

No public comment. *Committee Member Griffith made the motion that the Administrative Committee recommend that the CWSD Board accept changes to CWSD's Policy for Director Meeting Compensation and the requirement that members must be physically present to receive payment. Committee Member Roberts seconded the motion which was unanimously approved by the Administrative Committee.*

Item #8 – For Possible Action: Developing CWSD's Policy for Selecting Committee Members.

Mr. James explained that up until now committee membership has been determined by Board action. There has not been a formal policy. The Administrative Committee was provided with the policy in their information package.

Mr. Roberts questioned a phrase in the last paragraph under General Procedures and Guidelines that states: "If a committee member is not available to attend a committee meeting, CWSD staff will *attempt* (emphasis added for clarification of the term of concern) to get another board member from that county to attend in their place." He suggested instead that the sentence read: "... the General Manager or his designee may select an alternate Board member to attend the meeting in their place."

No public comment. *Committee Member Johnson made the motion that the Administrative Committee recommend to the CWSD Board approval of CWSD's Policy for Selecting Committee Members as modified above. Committee Member Griffith seconded the motion which was unanimously approved by the Administrative Committee.*

Item #9 – For Possible Action: Review of draft Agreement between Alpine County and CWSD regarding Alpine County's contribution to CWSD and compensation of Alpine County representatives for attending the Joint Powers Authority and CWSD Board meetings.

Mr. James explained that he and Mr. Benesch met with Alpine County representatives and the county's attorney regarding the Joint Powers Agreement (JPA). To address an issue regarding how CWSD receives funds from Alpine County and paying the Alpine County representatives for attending meetings Mr. James suggested some language that would be included in the JPA. The Alpine County attorney suggested it would be cleaner not to include the funding and payment in the JPA but have a separate agreement. CWSD staff drafted and submitted an agreement to Alpine County for their review. Alpine County hasn't responded back yet.

Ms. Abowd asked about the issue of comingling funds. Mr. James responded that there is no comingling; the funding is Alpine County's contribution to CWSD. Mr. Johnson stressed that CWSD wants Alpine County involved with CWSD in addressing watershed-wide issues. Mr. Benesch noted that this document could be a Memorandum of Understanding (MOU) instead of an agreement but both forms accomplish the same thing. Mr. Griffith suggested that Mr. James get together with Alpine County to iron out the details.

Mr. Roberts noted that this agreement makes references to the Joint Powers Agreement. There was a discussion about Alpine County representatives being paid without Workman's Comp coverage. Perhaps payment to the Alpine County representatives is like a payment to an independent

contractor instead of to an employee. Mr. Johnson suggested that Alpine County could pay their representatives to attend meetings and then invoice CWSD for reimbursement. Mr. Roberts stressed that the Joint Powers Agreement creates an entirely separate entity. It is not CWSD looking for Alpine County to provide services like an independent contractor. The Joint Powers Authority is a separate entity without a budget but the JPA should pay the Alpine County representatives.

Ms. Abowd asked if a MOU could designate that a certain amount of Alpine County's contribution be set aside for paying the Alpine County. Mr. Roberts suggested the CWSD Board voting to allow CWSD to pay JPA representatives, hold the JPA meetings with a defined nexus to business associated with the JPA. We could have a subcommittee meeting in tandem with the JPA and CWSD meetings, which would make Alpine County representatives CWSD employees. We can't have people act on something they have no authority over.

No public comment. *The committee recognized that more information is needed before this item can be moved forward to the full Board. Ms. Abowd recommended that this item be tabled to gather more information. She suggested that staff ask Adriana Fralick with the Carson City District Attorney's office whether Dan Yu would be able to take a look at the JPA or other processes that might work for CWSD and Alpine County. Mr. Roberts suggested talking with the Legislative Counsel Bureau (LCB). Mr. Benesch mentioned that LCB typically does not get involved without a legislator requesting the meeting. Mr. Griffith will talk with the Alpine County administrator and attorney about Alpine County paying Alpine County representatives to attend the Joint Powers Authority Board meetings.*

Item #10 – For Possible Action: Review possible changes to the Joint Powers Agreement between Alpine County and CWSD and/or consideration of an alternative structure to involve Alpine County and Storey County in the Carson River Watershed process with CWSD. This item is tabled until staff can consult with experts about the issues of question.

Item #11 –Discussion Only: Public Comment. None.

Item #12 – Adjournment. *There being no further business to come before the Administrative Committee, Committee Member Johnson made the motion to adjourn, and the meeting adjourned at 5:10 p.m.*

Respectfully submitted,

Toni Leffler
Secretary