



# IWAC

## Idaho Washington Aquifer Collaborative

March 12, 2013, 1:30 – 3:30 PM  
Liberty Lake Sewer and Water District  
Representatives Present

[INSERT REPRESENTATIVES PRESENT]

### **AGENDA**

#### **Old Business**

##### **February 12, 2013 Meeting Minutes**

No changes were made.

##### **IWAC Nonprofit Bylaws and Articles of Incorporation**

Final Drafts were distributed on 2/23/13 for review. Discussion and approval.

#### **New Business**

##### **Bylaws**

Page 14, Appendix E

- Used the bylaw format from Susan Weeks (mostly centered on voting) and changed it to be more consensus-based.
  - This will be a consensus-based organization. Minority opinions will be considered, but majority agreement will be the direction taken.
- Used Alberta Collaborative Consensus Building (from Laura Laumatia).
- Creating the governing board; submitted to KNL Gates. Edits were made from an "attorney perspective."
- Appendices were added at the end which lists members.
  - Several blank slots are left to fill.
- IWAC monthly meetings will continue. The starting point of the first official meeting and appointment of managing board/appointees was clarified. (Handout given.)

Page 8, Section 2.4

- Add “of each year” to phrase. It is unknown as to how long it will take boards to approve. However, it is impossible to assign an actual date at present. Successor to serve in office if need arises.
- Edit not approved.

Page 13, Appendix A&B, regarding membership of the Tribes

- Would the tribes prefer membership or an advisory position?
  - According to Laura Laumatia, the Tribes would rather remain in advisory position. If they needed to vote they could change position to a membership. (Opinion of the Spokane Tribe is not yet known.)
- The group questioned whether or not the Spokane Aquifer Joint Board should be added. However, the group determined that it would not be necessary for them to be an advisory capacity.
  - The Spokane Aquifer Joint Board is welcome to join if they wish. However, IWAC will work to encourage smaller groups to seek membership.

The Bylaws have been sent to SAJB.

- No feedback/opinions have been provided yet.
- SAJB to be dropped from membership board.

Membership list to be organized by name and state.

- Potential members and interested parties are only listed.
- They will not become members until they have “paid their dues.”

Interim officers will be needed as this group moves towards an official organization.

Page 6, 2.5, regarding Admission

- Minor edit: appendix reference changed to E.

Dues, Assessments, and Fees (Including recommendations for initial fees)

- Tonilee Hanson asked to put together facilitation cost.
  - Taking into consideration: SAJB payment for Tonilee Hanson's services, Idaho reimbursement of some costs, note-taking costs, refreshments, liability insurance to indemnify members, etc.
  - Comparisons to budgets of other various organizations.
    - In range of \$9,000 and \$75,000
- How much should membership cost? (This cost must be justified.)
  - A draft budget will be prepared the summer before the beginning of the calendar year in which this organization becomes official.
  - How can this group make the membership position appealing?
    - Responsibility, work plan, list of to-be-accomplished goals with no timeline, have their voice heard, etc...
  - If organization(s) that expressed original interest decide not to participate, it will reduce the amount of money accessible to this group. In preparation of this possibility, this group needs to expand and add to the list (of possible members) groups/people that have not expressed original interest.
- Members will want to know who else is participating. They will also want to know how this group is separate from what SAJB does.
  - The more participants, the better!

Regional Topics that will make a difference to each water district and are also a part of IWAC's goals:

- Water quality
- Aquifer by-state document
- Fair, equitable withdrawals of water
- Appropriate management of in-stream flows and discharge
- Water conservation
- Public awareness and education
  - Many of these topics will be approached in the Spokane River Forum Conference, but nothing will be solved. The conference could be a perfect time for IWAC to test out the regional interest of these goals.

Mike Galante's meeting with Allison Beall.

- Allison Beall has lots of ideas regarding the WSU Grant.
  - There is the potential of trying to bring in the toxics taskforce, etc. to various groups.
  - The WSU provides four million dollars for the next four years. This could potentially help with facilitation and the further organization of this group.
- Perhaps it would be useful to create a cover sheet to give to this organization's possible/future members.
  - The cover sheet would include early operating agreements and the communication of the value of their membership.
  - It would have to be short and concise, explaining the Who, What, Where, When, Why, and How of IWAC. It will also explain that the main funds of IWAC are operating funds, and may change over time. The main intent is to have fees that cover administrative costs, but this may need to change in the future.
    - \$1,000 will represent the initial dues of IWAC.
  - Alan Miller has offered to write up this cover sheet (to be called and "Executive Summary", with edits to be made by selected group members.

Page 2, Article 9, regarding Officers

- Initial state officers are as follows: President, Vice President, Secretary, Treasurer, and co-chairmen (one from each state).
- Nominations (for interim period, not long-term commitment):
  - President: Mike Galante
  - Vice President: Ty Wick
  - Brian St. Claire: Secretary
  - Treasurer: Alan Miller
  - Co-chairmen officers (as well as the rest of the initial state officers) to be split between Idaho and Washington.

Page 3, Article 12, regarding Prohibited Activities

- There were some questions about the possible removal of "attempting to influence legislation."
  - The "attempt to influence legislation" includes more than just financial influence.
- Alan Miller will ask opinion of Susan Weeks regarding this issue.

If this organization should dissolve and funds remain...

- IWAC will name where the funds should go.
- Funds to be sent back to members of good-standing, as an equal percentage to each.

K&L Gates Agreement

- Who will sign it since IWAC is not yet a legal entity?
  - No commitment of any compensation; must account for their time/hours.
- IWAC President will make arrangement(s).

### Updates around Table

Mike Galante will communicate to Tonilee regarding the blanks on membership documents.

Alan Miller will send question(s) to Susan Weeks.

The Articles of Corporation is an external document, but the By-laws are internal. This group could proceed with the Articles of Corporation, if approved. The filing fee (about \$30) is to be handled and later reimbursed.

Those to work on the Executive Summary have goals, which Tonilee Hanson will resent to everyone.

Send Allison Biel any questions you may have for the Spokane River Forum Conference and she will answer them.

Comments on documents will hopefully be back by May 14<sup>th</sup>. The Executive Summary should be ready for the next IWAC meeting for distribution. Budget to be drafted by next meeting. (Alan Miller will create rough draft budget.)

March 20<sup>th</sup> and North Idaho College is the University of Idaho Presidents' "Symposium of Sustainability." It will be about solid waste and waste water. The registration fee is about \$70 for all day long.

**Meeting adjourned at 3:30 p.m.**

### Next Meeting's (April 9<sup>th</sup>) Agenda

- **Review Executive Summary**
  - **See if SAJB is interested**
- **Will have final documents**
  - **Feedback from K&L Gates**
- **Spokane River Forum Conference**
  - **Next step inside goals...?**
  - **Debrief**