



Board Meeting

AGENDA

Tuesday – January 17, 2017

9:00 a.m. – 11:45 a.m.

ODFW Conference Room, 4192 N. Umpqua Highway, Roseburg

- 9:00 Call meeting of the Watershed Council to order – President: Introductions and roll call
- 9:03 **Action Item:** Approve minutes from the December 2016 meeting
- 9:05 Public input – Speakers are limited to 2 minutes each
- 9:13 President's report – Walt Gayner
- 9:18 Treasurer's report – Blair Nash/Gilaine Wright
- 9:20 Staff/Contractor Report – Eric Riley & Staff
- 9:35 Unfinished Business
 - President Elect Vacancy & Timeline Review
- 9:45 New Business
 - Beaver Conference Donation
- 10:00 Committee Reports
 - Executive: President
 - Education Ken Carloni
 - Outreach: Alan Bunce
 - Technical: Paul Heberling / David Parker
 - Nominations: Darin McMichael
 - Finance: Blair Nash
 - Policy & Procedure: Jason Robinson
 - Monitoring: Bryan Nelson
- 10:15 Presentation(s): **Mike Gerel from Sustainable Northwest**
Mike Gerel will be down for this meeting to facilitate the bylaw review/ recommendation discussion with the Board of Directors. The focus of the discussion will be on Article 3, specifically on: Director Nomination/Appointment Process, Decision Making Process, and Quorum Requirements.
- 11:30 Upcoming meeting announcements and Items for next meeting agenda
 - Next PUR Meeting: February 21, 2017
- 11:45 Adjourn

Remember, monthly meeting time is limited!

Please ask questions or make statements that are likely to benefit the group. Individual comments and questions that could be handled on a one-to-one basis should be handled outside the meeting.

“The Board will endeavor in good faith to make decisions by consensus.”

DECISIONS OF BOARD:

3.15.1 The Board will endeavor in good faith to make decisions by consensus. When any action is initially considered by the Board, it cannot be approved without consensus of the Board. One member may block consensus on an initial action, by stating a reason that is consistent with the purposes, goals, and principles set forth in Article 2. If a person who blocks consensus refuses to withdraw his or her block at the meeting when the action is initially considered, the action will be tabled until another meeting which will be held not less than 7 days or more than the next 60 days after it is initially considered. During that period the Directors will exchange and consider information concerning the issue and attempt to reach agreement.

3.15.2 When the Board reconsiders an action that is tabled pursuant to Subsection 3.15.1, the Board will endeavor to reach consensus. If the action is not approved by consensus, it may be approved by vote of the Board, unless more than one Director votes against it.

3.15.3 If an action is approved by vote of the Board under Subsection 3.15.2, the Director who votes against it will be allowed to submit a written statement regarding his or her dissent that is consistent with the purposes, goals, and principles set forth in Article 2. Such statement will be with the records of the Corporation regarding the action in question.

ARTICLE 2. PURPOSES, GOALS, AND PRINCIPLES

PURPOSES:

2.1.1 This Corporation is organized and will be operated exclusively for charitable, scientific, and educational purposes.

2.1.2 Subject to limitations stated in the Articles of Incorporation, the purposes of this Corporation will be to engage in any lawful activities, none of which are for profit, for which nonprofit corporations may be organized under the laws of the State of Oregon and 501(c)(3) of the Internal Revenue Code.

PRIMARY PURPOSES:

2.2.1 To prepare and implement a Watershed action program for the Umpqua Basin Watershed pursuant to ORS 541.388;

2.2.2 To improve environmental integrity and economic stability in the Umpqua Basin Watershed;

2.2.3 To foster community understanding and appreciation of Watershed processes; and

2.2.4 To develop, implement, and monitor practices beneficial to Watershed health.

2.3 GOALS:

2.3.1 Provide public participation in the implementation of ORS 541.350 to 541.403;

2.3.2 Encourage landowners to recognize and accept responsibility for that portion of the Watershed under their stewardship and to take voluntary action in the interests of Watershed health;

2.3.3 Foster public awareness of Watershed processes, activities, and opportunities to take responsibility for and contribute to Watershed health;

2.3.4 Foster scientific understanding through a program of Watershed research and focused monitoring;

2.3.5 Serve as a clearinghouse for Watershed information and activities;

2.3.6 Operate according to a plan which supports environmental integrity and economic stability within the Umpqua Basin Watershed;

2.3.7 Support and build upon the goals of "the Oregon Plan" as described in ORS 541.405 to 541.413; and

2.3.8 Encourage cities and their residents to recognize and accept responsibility for their individual and collective impacts on the Watershed.

2.4 PRINCIPLES:

2.4.1 It is possible to achieve both environmental integrity and economic stability within the Umpqua Basin Watershed and Douglas County.

2.4.2 The natural products and process of the Watershed are indicators of Watershed health and are important to the economy and vitality of communities.

2.4.3 The actions of Persons residing or working within Douglas County can affect the stability of the Watershed and related economy.

2.4.4 Land management and other human activities have a legitimate place in the Watershed.

2.4.5 Coordinated planning and action for Watershed health are important, and are most effectively achieved by the Persons who reside and work within the Watershed.

2.4.6 Watershed-scale perspective improves the ability of Persons to sustain the health of the Watershed and related economic activities.

2.4.7 Native fishes are important to the economic, recreational, ecological, and cultural values of Persons and communities within the Watershed.

2.4.8 This Corporation shall respect private property rights during the implementation of projects designed to improve Watershed productivity and health. This Corporation will participate in a project only with the voluntary cooperation of the owner of the land on which the project is located.

2.4.9 This Corporation will have no regulatory authority over any private property or publicly owned or managed lands

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