

# RECORD OF PROCEEDINGS

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**UPPER YAMPA WATER CONSERVANCY DISTRICT  
BOARD OF DIRECTORS BOARD GOVERNANCE COMMITTEE MEETING  
JUNE 3, 2019 1:00 PM  
MOUNTAIN VALLEY BANK COMMUNITY ROOM  
2220 CURVE PLAZA, STEAMBOAT SPRINGS, CO**

## MINUTES

The Board Governance Committee members present were Directors Ken Brenner, Bob Woodmansee, Jim Haskins, and Webster Jones. General Manager Kevin McBride, Administrative Assistant Barbara Wilson and Ryan Golten Consensus Building Institute Consultant, were also present.

The following agenda was proposed:

### **Goals/Governance Board Committee – Meeting Agenda**

#### **Purpose of the meeting:**

- Refine updated principles/goals document to propose to the Board on 6/19 as for Board review and further refinement
- Discuss and refine ideas for addressing priority Board governance topics; confirm next steps for developing recommendations to Board

#### **Review last meeting and confirm goals for today (1-1:20)**

- Brief review of 5/20 meeting and homework submitted
- Confirm goals for today

#### **Refine Values/Goals statement (1:30-2:45)**

- Review current draft (with edits from 5/20 meeting)
- Discuss and refine – including possibility of adding a Vision statement
- Next steps for developing for 6/19 Board meeting

#### **District/Board Governance (2:45-3:45)**

- Review and discuss input from Board members (post-5/20 meeting)
- Discuss possibilities for proposed action and/or policy updates
- Clarify what review and/or input needed at 6/20 Board meeting
- Discuss next steps and topics for 6/10 Committee meeting

#### **Wrap Up, Next Steps, Actions Items (3:45-4:00)**

- Review next steps – who, what, when; upcoming meeting schedule

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***Purpose of the Meeting*** - Ryan Golten, Consensus Building Institute Consultant, reviewed the purpose of the meeting:

- Refine updated principles/goals document to propose to the Board on 6/19 as for Board review and further refinement
- Discuss and refine ideas for addressing priority Board governance topics; confirm next steps for developing recommendations to Board

***Review Last Meeting and Plan for Today*** - Since the last meeting, Director Tom Sharp offered redline edits to the draft document; Committee will review these today as we develop the next draft. Also, attorney Bob Weiss will present at the 6/10 meeting regarding any legal considerations regarding the Values/Goals document and governance recommendations the Committee was charged with developing.

### ***Refinement of Values/Goals Statement***

Preliminary discussion about Framing of Values/Goals:

- After some discussion, the Committee was in agreement about presenting, on 6/19, its initial recommendations to the Board, taking the Board's temperature to see if Committee is on the right track, getting initial input, and asking for Board approval for what Committee sees as its next stage of work for the Values/Goals document. We'll then reach out to the public for input as described in Charter. Committee will get Board's initial input on Governance ideas as well.
- Discussion about Vision vs. Mission statements and agreement to separate, for now, the first sentence of the District's Mission statement (more about why District exists) from its 2<sup>nd</sup> part (what District does to accomplish that vision) – for purposes of the Values/Goals document. Typically, a Vision statement describes Why you exist; it's more aspirational. Mission describes how you accomplish that and what you do.
- This led to an important insight and Committee agreement to differentiate, in the draft document, between responsibilities (core mission, legal mandate) and opportunities (how we want to go about accomplishing that mission, which includes a more expansive view of the District's activities). The draft policies and goals were edited accordingly. There was some discussion that the world was different when the Conservancy Act was written and we may now have additional responsibilities. The Committee will invite Bob Weiss to address this at its 6/10 meeting.
- Director Jones noted we discussed some of this at the October 2018 retreat as well and those notes are relevant to our Values/Goals, i.e., how the Board sees the District best accomplishing its mission.
- Agreement that everything staff does should be in service of one or more of our final goals.
- Agreement that each goal should have one or more corresponding policies. Ms. Golten will number the policies so the Committee can go through this exercise in the future.
- Agreement that current list of goals is not in any priority order.

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Discussion and agreements for document edits:

- Director Sharp's edits were well received. In general, the Committee was inclined to accept all of the proposed additions, but to leave in the draft language he proposed to omit, in order for the Board hear from Director Sharp and others and decide.
- Agreement in particular to leave in ecological and riparian needs, as well as aesthetic values, but to differentiate all of these as opportunities, not responsibilities (see discussion above).
- Agreement to separate water quality and supply ideas into different policy statements.
- Addition of a municipal policy statement.
- Agreement to omit pricing policy as its own goal; this will be part of the objectives to achieve the goals.
- Agreement to create a goal related to the District's water resources, under which protecting conditional rights and updating our Master Plan will be discreet objectives with associated tasks.

All committee edits are represented in the Vision/Goals document for the June 10, 2019 Board Governance Committee meeting.

***District/Board Governance*** - Ms. Golten will re-send the Committee's initial compiled ideas along with some recommendations for next steps, for discussion on 6/10. Ms. Golten will ask Counsel Wiess if he can speak at the beginning of the meeting.

Input will be reflected in the June 10, 2019 Board Governance Committee meeting materials.

***Wrap Up, Next Steps, Action Items*** - For 6/10 meeting, Ms. Golten to email a revised Vision/Goals document with edits from 6/3 meeting discussion, as well as an updated document with Committee Governance ideas.

***Determination of future meetings*** The scheduled date for the next Governance Committee meeting was confirmed: Monday June 10, 2019 at 9:00 AM at the District Office, 2220 Curve Plaza Ste. 201, Steamboat Springs, CO.

I certify that the foregoing constitutes a true and correct summary of the proceedings at the above referenced meeting.

 Date: 6/27/2019  
Kevin McBride, District Secretary/Manager