

## RECORD OF PROCEEDINGS

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**UPPER YAMPA WATER CONSERVANCY DISTRICT  
BOARD OF DIRECTORS BOARD GOVERNANCE COMMITTEE MEETING  
NOVEMBER 26, 2019 1:00 pm  
MOUNTAIN VALLEY BANK COMMUNITY ROOM  
2220 CURVE PLAZA, STEAMBOAT SPRINGS, CO**

### MINUTES

Board Governance Committee members present were Directors Ken Brenner, Bob Woodmansee, and Web Jones. General Manager Kevin McBride and Ryan Golten, Consensus Building Institute (facilitator) were also present.

The following agenda was proposed:

Purpose of the meeting:

- Discuss public comments and next steps for finalizing draft strategic plan
- Refine governance recommendations for Board consideration

Welcome and preliminaries (1-1:15)

- Update from CBI on remaining hours/tasks and priorities
- Agenda review, confirm today's plan, any outstanding business

Retreat plan for refining/adopting Strategic Plan (1:15-2:00)

- Plan for reviewing/refining public comments and finalizing draft

Discuss Governance items and recommendations (2:00-3:15)

- Brief review of relevant materials: sample (EVWD) handbook, sample 1-pagers, CBI's 10/31 memo (drawing on 9/3 Principles and past 'governance chart')
- Review comments from 11/20 Board meeting
- Determine next steps for developing governance document

Wrap Up and Actions Items (3:15-3:30)

- Next steps and timeframes

***Preliminaries.*** Ryan Golten, facilitator, reviewed the purpose and agenda for the meeting.

***Retreat plan for refining/adopting Strategic Plan.*** Holly shared the public comments received so far on the draft Strategic Plan. Four comments have been received, with the comment period ending 12/1. The District anticipates comments from the City as well. Some of the feedback relates to operations rather than the strategic plan per se. Regarding several suggestions about word

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choices, the Committee generally agreed to make those word changes and to use consistent terms where possible, for a revised draft that will be presented to the full Board. The Committee agreed that, after all comments are in, Holly and Kevin will take a first stab at integrating the relevant comments, using track changes to highlight potential changes and noting questions for the Committee. Holly will also keep track of suggestions for future outreach and education, and will highlight for the Committee where suggestions have already been incorporated into the internal 'Tasks' document.

After Committee members have closely reviewed the public comments and edited document prepared by staff, the Committee will meet Thursday, January 9, 1:30-3:30pm, with a call-in option. (Holly will facilitate.) The Committee would like the Board to adopt the Plan by February.

Regarding the internal planning ('Tasks') document, the Committee and Kevin agreed it will not be actively distributed but that it is available upon request. Anyone is welcome to weigh in with suggestions at any point. The Committee discussed its value not only as an internal planning tool for staff (which will change throughout the year), but as a tool for staff and Board to communicate about what the staff is doing to realize the District's Goals and Objectives.

***Discuss Governance items and recommendations.*** This discussion constituted the bulk of the meeting.

***Committee plans for 2020 and CBI role/scope.*** CBI is at the end of its contract period and budget. Given the extent of the Committee's work over the past 6 months, what the Committee sees as CBI's valuable facilitation and consultation to the Committee, and the remaining work to be done, the Committee recommended that Kevin extend CBI's contract to shepherd the District through its incorporation of governance updates and adoption of its strategic plan in 2020. CBI will be primarily focused on governance during this time; it will support the District only as requested in finalizing the strategic plan, including addressing any issues that may arise. (The staff will otherwise be the lead for addressing public comments and finalizing the strategic plan.)

The Committee suggested that Ryan work with Bob Weiss to prepare an update to the Committee Charter for full Board review and approval, to extend its work in to 2020. The Committee suggests it be reconvened each year to work with staff and Board to update the strategic plan as needed and/or suggest updates to the staff's internal workplan prior to the following year's budget.

***Determination of future meetings.*** Committee will meet January 9, 2020, 1:30 pm – 3:30 pm, 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.

  
Kevin McBride, District Secretary/Manager

Date: 2/28/2020