

RECORD OF PROCEEDINGS

**UPPER YAMPA WATER CONSERVANCY DISTRICT
BOARD OF DIRECTORS BOARD GOVERNANCE COMMITTEE MEETING
OCTOBER 14, 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:

- Clarify plan for discussing/refining/adopting DRAFT strategic plan at or after 10/23 retreat (*including hearing from staff at Retreat regarding key strategic questions and how draft plan may affect budget/work plan*)
- Discuss governance recommendations for Board consideration at Retreat

Welcome and preliminaries (1-1:15)

- Adopt past meeting minutes, review 9/30 meeting outcomes
- Agenda review, confirm today's plan

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

- Review/refine Retreat goals and agenda
- Confirm plan to hear from staff regarding key strategic questions and how draft plan may affect budget/work plan; and subsequent Board discussion
- ID other items for discussion/decision-making at Retreat

Discuss Governance items and recommendations (2:15-3:45)

- Review/refine draft Principles (see 9/3 mtg packet); identify items, if any, to develop into Board recommendation at Retreat (via Bob Weiss or otherwise)
- Other next steps for fleshing out and presenting recommendations (Bob Weiss is generally unavailable on 10/14 but possible he may be able to phone in at end of meeting)

Wrap Up and Actions Items (3:45-4:00)

- Next steps and timeframes

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

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Retreat plan for refining/adopting Strategic Plan. The Committee discussed the suggested edits made by Tom Sharp and revised the document accordingly. (See version shared with full Board for 10/23 Retreat.)

Discuss Governance items and recommendations. The Committee will take up the majority of Governance topics after the Board Retreat. Ryan, Kevin and Ken have talked with Bob Weiss and he will bring proposed bylaws changes, based on Committee suggestions and past Board feedback, to the 10/23 Retreat for full Board consideration. The other governance suggestions, apart from those pertaining to the bylaws, will be considered after the Retreat based on initial language drafted by Ryan based on the Draft 'Governance Principles' considered by the Committee earlier this fall.

Wrap Up and Actions Items. Depending on the Board's input at the Retreat, the Committee will reconvene later this year to finalize the draft Strategic Plan and draft Governance language and/or documents for Board consideration.

Determination of future meetings. No future meetings are currently set. The Committee will wait and take direction from the Board at its 10/23 Retreat.

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