

**SAN LUIS REY WATERSHED COUNCIL  
MEETING MINUTES: 3/24/2008**

- **(Item 1) Call to Order:** 1:10 pm

- **(Item 2) List of Attendees present on 03/24/08:**

David Allan	Fallbrook Land Conservancy
Heidi Brow	Pala Band of Mission Indians
Paul Dorey	Vista Irrigation District
Jack Griffiths	Rainbow Municipal Water District
Joe Jewell	Vista Irrigation District
Cynthia Mallett	Bonsall Community Sponsor Group [Planning]
Vic Panky	San Luis Rey Municipal Water District
Rob Roy	La Jolla Band of Luiseno Indians
George Wilkins	Pacific REMS

**(Item 3) Approval of Minutes:**

The minutes from 02/25/07 were approved [Cynthia Mallett motioned; Jack Griffiths seconded; motion was passed.].

**(Item 4) SLRWC Nonprofit Formation –**

A steering committee group met on 3/14/2008 to discuss the various organizational/membership/board of director structure. The attached document emailed out with the March 24<sup>th</sup> Agenda details the steering committee groups' recommendations, which will be voted on at this meeting. (See "SLRWC Nonprofit Steering Committee Mtg Notes\_3-14-08 notes")

**Discussion** regarding the Membership vs. Nonmembership Structure:

- Currently the SLRWC is a 'membership' structure, per the July 27, 1998 Operational Rules, with 100% consensus required for all votes.
- If doing a membership structure, then we MUST define what a 'member' is more clearly.
- Typically, Watershed Organizations are made up of groups that have felt under-represented
- Steering Group recommended a 2-Tier Membership Format, with Voting & Associate Members
- If we do go with a membership format, what should the vote be? The Watershed Council agreed that it should NOT be a 100% consensus (since that has not worked for us in the past); we would like to see a 51% vote or 2/3rds vote.
- Joe said that if we have an elected member with this membership format, they may have to recuse themselves occasionally from certain votes (b/c of the Brown Act Regulations).

**VOTING ITEMS**

*\*\*votes were taken by entire group in attendance, except for 1 abstention by the VID alternate (the VID primary representative was already present to vote).*

- **VOTE—Organization Structure: Membership Format vs. Nonmembership Format**
- **The Council voted to adopt the 'MEMBERSHIP FORMAT' as the SLRWC's new organizational structure when filing our Articles of Incorporation / 501c3 Nonprofit Status. The Non-Membership Format has been reviewed & discarded as an option for this Council.**
  - Joe Jewell motioned to adopt the Membership Format as the SLRWC's new organization structure, when filing for non-profit status; Jack Griffith seconded; a Call for Questions prompted no responses
  - Call for a vote: YES=8 ; NO=0; 1 abstention (from an alternate)

- **VOTE Membership Structure: Voting Member & Associate Member definitions**
- **The Council voted to adopt the 2-Tier MEMBERSHIP STRUCTURE, as defined in the ‘SLRWC Nonprofit Steering Committee Mtg Notes\_3-14-08 notes’ document sent out with the March SLRWC Meeting Agenda. This 2-tier membership structure would have Voting Members (who can vote) & Associate Members (who cannot vote).**

Voting Members	Associate Members
<i>Voting Members must be associated with an organization; only 1 vote per organization (which is the way our current Watershed Council is structured). Voting Members &amp; alternates must be designated by a letter provided on the organization’s letterhead.</i>	<i>Associate Members shall not have a vote, but will be able to attend meetings &amp; participate in any discussions and/or activities of the Watershed Council. The Associate Members will be able to freely voice their concerns/comments in the public forum of the Watershed Council Meetings.</i>
<b><u>Voting Members shall include the following groups:</u></b> NGO’s = Non Governmental Organizations Non-Profit 501(c)3 Organizations Tribes Special Districts Educational Institutions Local, State & Federal Government Agencies	<b><u>Associate Members shall include the following:</u></b> Individuals (for-profit) businesses

- Joe Jewel motioned to approve a Board of Directors with 7 directors, instead of 9; Rob Roy seconded; a Call For Questions prompted no responses
- Call for a vote: YES=8 ; NO=0; 1 abstention (from an alternate)

- **VOTE Board of Directors Structure: Seven (7) vs. Nine (9) Board Members**
- **The Council voted to accept 7 SEATS on the BOARD OF DIRECTORS STRUCTURE:**

<p><b><u>Board of Directors shall consist of 1 individual from each of the following 7 categories:</u></b></p> <ol style="list-style-type: none"> <li>1. Environmental Organizations</li> <li>2. Federally Recognized Tribes</li> <li>3. Water Districts</li> <li>4. Municipal or County Government Agency/Special District (<i>non water agencies</i>)</li> <li>5. Agricultural Representative</li> <li>6. Community Planning Group</li> <li>7. At Large / NGO’s</li> </ol>
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- Joe Jewel motioned to accept the Membership Format as the SLRWC’s new organization structure, when filing for non-profit status; Vic Panky seconded; a Call for Questions prompted no responses
- Call for a vote: YES=8 ; NO=0; 1 abstention (from an alternate)
- NOTE: the make-up of the Board (ie: what the Board’s Responsibilities will be must be discussed at the next Watershed Council Meeting)

**~ DISCUSSION ITEMS for April 28<sup>th</sup> SLRWC Meeting:**

- Define a Quorum for General Membership Meetings; designate what percentage shall pass a vote amongst the general members.
- Define a Quorum for Board Meetings; designate what percentage shall pass a vote amongst the Board of Directors.
- Further define the 7 seats of the Board of Directors (ie: what groups shall sit in these 7 seats.

**(Item 5) Upcoming Meeting Dates/Facilitators:**

**April 28, 2008—SLR Watershed Council Meeting:** Facilitator ~ George Wilkins

**May 19th, 2008—SLR Watershed Council Meeting:** Facilitator Needed

**June 23, 2008---**SLR Watershed Council Meeting: Facilitator Needed

**UPCOMING MEETINGS & TRAININGS:**

- (free workshop) **Water Quality Runoff Management & Agricultural Waiver Workshop for Nurseries & Agricultural Businesses**  
**March 27, 2008; 12:30 to 3 pm (lunch is provided)**  
San Diego County Farm Bureau: 1670 East Valley Parkway, Escondido, CA 92027  
RSVP to 760-435-5807 (please RSVP by March 21)
  - Will go over water quality regulations, irrigated agricultural waivers, how to manage runoff & BMP's, storm water quality issues, and federal assistance. This workshop is being hosted by the City of Oceanside.
  
- **SLR Incorporation Steering Committee Meeting:** April 14<sup>th</sup>, **2pm – 4pm**; Pala Administration Building. The Articles of Incorporation for the SLR Watershed Council were discussed/drafted, in order to be presented at the April's SLR Watershed Council Meeting for approval.