

Final Meeting Minutes
Spokane River Regional Toxics Task Force
Administrative and Contracting Entity (ACE)
May 30, 2013
9:00 a.m. – 10:30 a.m.

Directors in Attendance

Doug Krapas
Bud Leber
Dale Arnold (Left at 10:00am)
Rick Eichstaedt
Bruce Rawls

Directors Absent

Tom Agnew

Guest

Dave Moss

1. Review of Agenda
 - a. Add miscellaneous discussion item to future Agenda
 - i. Add Gonzaga Business Law Clinic to Agenda
 - b. Motion by Dale Arnold to approve minutes from last meeting; Seconded by Bruce Rawls; Approved.
2. Resignation of Bruce Rawls
 - a. Submitted a formal resignation of director and treasurer position (Document: Letter of Resignation)
 - i. Bylaws indicate that board appoints its director – direct appointment by the entity
 - ii. Treasurer resignation – effective on June 21st
 - iii. Potential replacement -- Cindy (contract specialist/accounting)
 - iv. Water Quality will likely fall to Dave Moss
 - v. Waiting on word from county on who to appoint. Should be decided by next meeting and then will hold a vote to approve.
3. Sub-agreement between Spokane County and ACE with respect to Ecology grant funding of \$35,000 for LimnoTech work
 - a. In order for county to accept grant and pass money on there needs to be a sub-agreement with ACE (Document: Packet including invoice format)
 - b. County employees cannot be part of entity that is sub-entity (will need to get clarification on this – perhaps go to Board of County Commissioners)
 - c. Once ACE signs document it needs to go to board of county commissioners for approval, needs to be done by end of June because only have until mid-July to process. Funds need to be spent within strict time frame.
 - d. Telephone meeting next week for purpose of approving legal document
 - i. Everyone will look at it and email questions and concerns to Bruce Rawls before the phone meeting to resolve issues prior to phone vote/approval.
 1. MEETING: June 6, Thursday 1:00pm; 10-15 min conference call
 2. Rick will set up the conference call
 3. Rick will email info to Bud Leber and Bud will give NOTICE Aubri Walls
 4. Bud will create single item draft Agenda and send it out to everyone
4. Director's Insurance
 - a. Arthur Gallagher Risk Management Services – Broker

- i. Bruce Rawls filled out application form with Bylaws, memorandum, etc. and submitted it (approx. 10 days ago) – No formal response yet
 - ii. Estimated costs approximately \$5000 per year for all directors <would cover entire board>; Quotes for \$1 million and \$5 million coverage to come in.
 - iii. Can we get other quotes? Shop around
 - iv. Bruce sent Treasurer’s Report (in place of pro-forma)
 - v. Only area of potential liability is essentially contract administration
 - 1. No employees, no assets, no vehicles, etc.
 - 2. Each board member covered by individual employer
 - 3. Should be able to find a more reasonable insurance plan
 - vi. Waiting to hear back from Broker and Rick Eichstaedt will also follow up on this for liability insurance purposes
- 5. Treasurer’s Report (Document: Monthly Summary Treasury Report)
 - a. Bruce Rawls changed account to business savings account from money market account because there was a \$25 charge per month for falling under a \$10,000 balance.
 - b. One Accounts Receivable – City of Spokane
 - i. City wants it to be called membership dues so a revised version is in the works (is it already called Dues in the Bylaws?)
 - c. Motion by Dale Arnold to approve Treasurer’s Report; Seconded Bud Leber; Approved.
 - d. Is there a way to show a forecast to be proactive? To show the schedule for invoices? Annual Budget?
 - i. Bud did it already for the LimnoTech part and it could be expanded.
 - 1. Projected Income & Expenses
 - 2. Bud can build onto cash-flow report
 - ii. Should we establish a membership due that the city would pay annually?
 - 1. Can move toward this if we have a spread sheet based on rough costs
 - 2. Due amount would need to be adjusted every year
 - 3. Bud will take on budgeting for this
 - iii. Bruce will have Cindy send out monthly report
- 6. Facilitator Contract
 - a. Ruckelshaus Center contract is 2 year contract w/ Ecology; funding was only for first year; there is existing contract there. Should we do any work around putting together a draft facilitator contract for ACE to use in the future?
 - b. Kelsey will be taking a break and may not be returning (waiting on information about potential replacement)
 - c. Can explore having a part-time director rather than a facilitator
 - d. Potential to put out bid for both positions and see if you can assign one facilitator for both TMDL & Toxics – may raise confidentiality issues, require amendments, etc.
 - e. Ex: Puget Sound Partnership – but this model likely requires employees, may be difficult to replicate with volunteers, however;
 - i. They do get money from the legislature
 - ii. Could add credibility to follow this model
 - iii. Could increase transparency
 - f. Apprehension of throwing all water quality issues into one bucket
 - g. This topic needs more discussion at next meeting: What does the future of this look like?
- 7. Business License
 - a. Rick will find out how much the license costs.
 - b. Where is our place of business?

- i. We don't have a P.O. Box
 - ii. Invoices from LimnoTech go to Bud; Bills go to Bruce's office
 - c. Potential of Working with the Business Law Clinic at Gonzaga
 - i. Rick will go ahead and apply for services with the Clinic to get advice
 - ii. Clinic can help answer questions regarding business entity
 - iii. Rick made motion to apply for services with Clinic; Bud seconded; Approved.
- 8. Cash Flow & Future Funding Needs
 - a. See above re: membership dues, cash flow, etc (Bud)
 - b. When board approves contract they've also approved payment terms
 - c. Task Force should recommend expenditures to ACE; ACE approves (double approval necessary)
- 9. Bylaws
 - a. Need to review and update Bylaws in the future
- 10. Meeting for submission of reimbursement request?
 - a. There is a form for invoice in packet of documents
 - b. Logistics for submitting grant reimbursement requests
- 11. Next Meeting: June 6, Thursday @ 1:00pm – Conference Call