**Flat Creek Water Improvement District (FCWID)**

**Board of Directors Meeting**

**Monday, DECEMBER 7, 2015**

**9:00-10:30 a.m.**

**Teton Conservation District**

**420 W. Pearl St., Jackson, WY**

**MINUTES OF MEETING**

*(In attendance: From FCWID: Bill Wotkyns, Franz Camenzind, Lance Ash, Sandy Buckstaff, Larry Pardee, Alice Widdess; From TCD: Tom Segerstrom, Carlin Girard; Legal Counsel: Mimi Faller; From Public: Joe Burke, Mike Welch, Peggy Douglas*

1. **The meeting was called to order by Vice-Chairman Franz Camenzind @ 9:10 AM.**
2. **Approval of the Minutes of Meeting held 11/2/15**
	1. Larry Pardee made a motion to approve the 11/2/15 Minutes of Meeting; Lance Ash seconded the motion; Minutes approved.
3. **Treasurer’s Report**
	1. Lance Ash reported that he had reviewed and accepted the bank reconciliation report and all other financial reports prepared by Toran Accounting.
		1. He pointed out on the P&L Budget Report that we have not set up a budget line item yet for Alder Environmental.
	2. Lance Ash made comments on a couple of the vouchers, pointing out that the Alder Environmental voucher represents a partial payment, and the Linsenmann & Linsenmann voucher is to prepare the Cash Report for the WY Department of Audit Local Government Annual Report Summary FYE 6-30-2015 (due 12/31/2015) that requires a third party.
	3. Lance Ash reported we received $49,573.00 from the TCD that has been deposited to our bank account.
		1. The question was presented – “What if all of the $49,573.00 is not spent? Does the balance not used need to be returned to the TCD?”
			1. **ACTION ITEM:** Tom Segerstrom will follow up on this with an answer.
	4. Discussion was opened up by Lance Ash to change our FCWID Board Meeting Dates to the 2nd Monday of each month, due to the challenge posed by the facts that our bank account statement does not become available until the first day of each month and there are many board meetings scheduled in the coming year that take place on the first or second day of each month.
		1. *(Chairman Bill Wotkyns joined the FCWID Board Meeting @ 9:30 AM)*
		2. Franz Camenzind made a motion to change our Bylaws, indicating FCWID Board of Director Meetings will take place on the second Monday of each month; Larry Pardee seconded the motion; Motion approved.
			1. **ACTION ITEM:** Alice Widdess to update the website and notify the people on the FCWID meeting list of the change in date.
			2. **ACTION ITEM:** Bill Wotkyns to get they bylaws amended.
	5. Lance Ash suggested a motion be taken to approve Linsenmann & Linsenmann as the signers for this required report.
		* 1. Sandy Buckstaff made the motion; Motion seconded by Bill Wotkyns; Motion approved.
4. **Approval of Vouchers**
	1. Vouchers were presented and reviewed by Lance Ash, for which he expressed his approval.
	2. Franz Camenzind made a motion to approve payment of all vouchers presented; Larry Pardee seconded the motion; Motion approved to pay all vouchers.
5. **Amended FCWID Budget**
	1. A discussion ensued on how to handle some current budget situations, and it was presented in a draft amended budget by Lance Ash:
		1. Needed to add some budget line items (i.e. Alder Environmental) and amend the budget since we did not receive the requested funding from Teton County.
		2. It was pointed out that we will have approximately $23,606 remaining in the current budget ending this year and it considered being “cash” – so do we turn some of that amount into a reserve, creating a reserve budget line item?
		3. Lance Ash has consulted with some accountants as well as the TCD and the Teton County Assessors office to create a couple of reserve accounts giving the FCWID the ability to move money from those reserve accounts to line items.
		4. Bill Wotkyns pointed out that state statute requires a majority vote from the Board of Directors to move one expense to another line item.
		5. A Private Property Mitigation line item was proposed to help property owners with repairs should we cause any damages going onto their property for creek access.
		6. After more extensive discussion, Sandy Buckstaff made a motion to accept the amended budget as presented by Lance Ash; Motion was seconded by Larry Pardee; Motion passed.
6. **Legal Counsel Items**
	1. Mimi Faller - Mullikin, Larson & Swift – reported on the requested review of the FCWID’s Insurance Policy and Bonding.
		1. Mimi Faller pointed out that both policies list officer positions only, so there is no need to report any new director’s names on these policies.
		2. Mimi Faller pointed out that we have good coverage with our current liability insurance and bonding; however, the WID must be extremely careful not to do any works outside of the WID boundaries on all creek properties.
		3. Mimi Faller and Matt Turner also met with Audrey Cohen-Davis, TOJ Legal Counsel, on whether or not the WID is covered under the overarching Wyoming Governmental Claims Act which keeps officers immune from law suits and provides a broad immunity for “government officials”.
			1. **ACTION ITEM:** Mimi Faller & Audrey Cohen-Davis are to look into this to see if the WID is covered from law suits that could arise if damage occurs to a property.
		4. Question was discussed about excavator’s liability, and Bill Wotkyns pointed out we have an FCWID Contractor Agreement, along with a Certificate of Insurance where the FCWID is named as additional insured, with all excavator contractors.
	2. The MOU between the TOJ & FCWID was discussed in relation to the thaw wells being turned on.
		1. Larry Pardee suggested that the FCWID does not have to wait for the MOU to be final in order to get the thaw wells turned on.
		2. Bill Wotkyns pointed out that Brain Remlinger wants to hold off turning on thaw wells until he does further studies.
		3. Discussion ensued about Kelly Lockhart’s thaw well
			1. Kelly Lockhart wants it left on all winter.
			2. Electrical costs were discussed for leaving that thaw well on and who should pay.
				1. Larry Pardee pointed out the electrical cost runs a little less than $1,000/year for a period of 4-6 weeks being left on.
				2. It was suggested that Kelly Lockhart be invited to our next FCWID Board of Directors meeting so we can hear his perception and purpose.
		4. **ACTION ITEM:**  Mimi Faller was asked to get agreement soon on the MOU, so that it can be ready for submittal to the TOJ Agenda (deadline is Tuesday, December 15, 2015).
			1. It was suggested the FCWID hold a special meeting to work on the MOU with everyone’s redlines, and get consensus to submit to the TOJ.
7. **Excavator Contractors**
	1. Alice Widdess reported on her progress in obtaining documentation (Insurance Certificate, Labor & Equipment Rate Sheet, FCWID Independent Contractor Agreement) from the contractors.
		1. The following contractors have submitted all their documents:
			1. Westwood Curtis, Inc.
			2. Yellow Iron Excavating
			3. Fish Creek Excavation
			4. MD Nursery & Excavation (they are holding off on their Independent Contractor Agreement until they are hired)
8. **Access Agreements and Meeting with FCWID “Observers”**
	1. Franz Camenzind reported on the meeting held on Friday, December 5, 2015 at Franz’s house.
	2. An informal communication has been successfully set up where all can call Bill Wotkyns if there is an emergency, and in the absence of Bill Wotkyns, calls will go to Franz Camenzind.
	3. Access Agreements
		1. Based on an historical list of property owners, properties have been targeted to obtain Access Agreements.
			1. Outreach has been accomplished; however, not all Access Agreements have been turned in.
9. **Alder Environmental LLC Contract**
	1. Franz Camenzind made a motion to approve the contract; Larry Pardee seconded the motion.
	2. Discussion took place on the ownership of the equipment following the study. Carlin Girard suggested that the equipment would be very valuable to have at the TCD.
	3. Franz Camenzind amended his motion, and made a motion to sign the contract with Alder Environmental, LLC with a change in the wording about the equipment stating that the equipment should be returned to the WID which will pass it on to TCD, with the understanding that if it is needed in the future for any mitigation, it be returned to the WID; Larry Pardee seconded the motion; Motion approved.
10. **FCWID Vote for two Officer Positions**
	1. Bill Wotkyns explained that, officially, all four officer positions are up for election in January, and suggested we wait until our January 2016 Meeting of the Board of Directors to vote.
		1. Bill Wotkyns expressed that he would like to not be Chairman.
		2. Lance Ash expressed he wants to continue as Treasurer.
		3. **ACTION ITEM:** Alice Widdess to send the draft minutes of this meeting to Sandy Buckstaff for editing.
11. **TCD/FCWID Quarterly Joint Board Meeting – FCWID Progress Reports Due – Thursday, December 10, 2015 @ noon**
	1. Bill Wotkyns requested participation at this meeting by the FCWID Board of Directors.
	2. Bill Wotkyns’ progress report discussed including the goal in our first annual Quarter (by middle of March 2016) to have our budget put together to know how much to assess our District Members.
	3. Lance Ash will be presenting the amended budget along with an event calendar, ensuring deadlines for all financial reports, etc.
	4. Joe Burke expressed support for the WID in its outreach to district members, pointed out there has been good faith to get members’ email addresses, and urged continued effort toward that goal.
	5. Franz Camenzind asked if we are going to forward the data collected by Brian Remlinger to TetraTech.
		1. Bill Wotkyns discussed the need to retain someone like TetraTech, and that it must be budgeted for.
	6. Discussion took place on grants and outreach.
		1. Bill Wotkyns suggested reaching out to Teton County for grants.
		2. Carlin Girard suggested outreach to FEMA and the Army Corp of Engineers to get ideas on available grants.
			1. **ACTION ITEM:** Bill Wotkyns asked Carlin Girard to come up with some resources for taking the data and developing it.
		3. Sandy Buckstaff discussed the idea of taking the data, reaching out to the University of Wyoming, and finding a graduate student who would like to take the data from Brian Remlinger and develop a project.
12. **Additional Agenda Items**
	1. Franz Camenzind suggested we add “Executive Session” to all our future Board of Director Meeting Agendas, so that it is stated, if needed.
	2. Franz Camenzind discussed the irrigation ditch between his house and Peggy Douglas’s home where water backs up in the ditch and comes over the top.
		1. Discussion took place on whether a berm could be built on his property, and the restrictions in place due to the 50 foot creek setback ordinance.
		2. **ACTION ITEM:** Alice Widdess to add an Agenda item – COMMENTS FROM THE PUBLIC - for all future FCWID Board Meetings that comes immediately after the Treasurer’s Report, in order to accommodate public members that attend and need to discuss things for the WID.
	3. Local Government Pool Official Ballot
		1. Bill Wotkyns received the ballot in the mail for the election of three people to their organization.
			1. Motion made by Larry Pardee to give Bill Wotkyns approval to mark the ballot for all three and mail the ballot; Motion seconded by Bill Wotkyns, Motion approved.
13. **Motion to adjourn the meeting was made by Sandy Buckstaff; seconded by Franz Camenzind; Meeting adjourned at 10:45 AM.**

Respectfully submitted: ***The Minutes have been approved:***

Alice Widdess, FCWID Administrative Manager \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_  *Chairman Date*

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