



Meeting Summary

Inyo – Mono Regional Water Management Administrative Committee Meeting

Date: Monday, February 24, 2014
Conference call, with in-person option at:
CalTrout office (3399 Main St., Mammoth Lakes)
1:00 pm – 4:00 pm

Call-in option:
1-866-210-1669
passcode: 6194641#

Recommendations to the RWMG:

- Malcolm Clark made the motion to continue with Leroy Corlett as Chair and Alan Bacock as Vice-Chair through June 30, 2014. All agreed.
- There was agreement by all present members of the Admin. Committee to make the recommendation to the RWMG to move forward with creating a non-profit organization. Initially, this would include filing Articles of Incorporation with the California Secretary of State. For the various fees associated with creating the organization, Bruce Woodworth would collect money from willing donors and then write personal checks covering the fees.

Action Items:

- The Admin. Committee will request assistance with 501(c)(3) development fees from the RWMG Members.
- Holly Alpert will email Maya Weinhart the final purpose statement discussed in the meeting.
- The Admin. Committee will send proposed names to Maya by Friday, February 28, and Maya will compile and send out to the rest of the Group after the top three are decided.
- Bruce will send Maya revisions discussed in the Bylaws by the Admin. Committee.
- Bruce is going to put together a Q&A that answers some common questions associated with forming the 501(c)(3) which will go out to Group members by March 5.

AGENDA

1. Welcome and Introductions
2. Public Comment Period
3. Appointment of Chair and Vice-Chair for January 1 – June 30, 2014
4. Discussion on the formation of a 501 (c)(3)
 - a. Review work to date and documents that were distributed
 - b. Develop recommendation to RWMG for March 26, 2014, meeting, including
 - Name
 - Incorporator
 - Roles & responsibilities of organization
 - Staffing
 - Program Office role
 - Draft Articles of Incorporation
 - c. Discuss Program Office staffing availability for the development of the organization
5. Supplemental Environmental Projects funding (if time allows)
6. General updates and announcements

7. Next Admin. Committee Meeting

Meeting Summary

Leroy Corlett called the meeting to order at 1:02pm.

1. Welcome and Introductions

Attendees in Person:

- Malcolm Clark, Sierra Club Range of Light Chapter
- Bruce Woodworth, Mono County RCD
- Alan Bacock, Big Pine Paiute Tribe, Owens Valley Committee
- Justin Nalder, Bridgeport Indian Colony
- Leroy Corlett, Indian Wells Valley Water District, Indian Wells Valley Cooperative Groundwater Management Group
- Mark Drew, California Trout
- Holly Alpert, Inyo-Mono IRWMP
- Maya Weinhart, Inyo-Mono IRWMP

2. Public Comment Period

- No Public Comment

3. Appointment of Chair and Vice-Chair for January 1 – June 30, 2014

- Mark Drew began the meeting by mentioning that he spoke with Heather deBethizy and she has officially stepped down from the Admin. Committee. This means that the current members of the 2014 Admin. Committee will be Leroy Corlett, Bruce Woodworth, Irene Yamashita, Justin Nalder, Malcolm Clark, and Alan Bacock.
- There was then some discussion on who should be appointed Chair and Vice-Chair for the next four months. Mark acknowledged that Leroy Corlett has been doing a great job as Chair and he's hoping that he and Alan Bacock would like to continue their terms to June 30, 2014. Leroy agreed to the suggestion and Alan agreed as well.
- **Decision to bring to the Group:** Malcolm Clark made the motion to continue with Leroy Corlett as Chair and Alan Bacock as Vice-Chair through June 30, 2014. All agreed.
- The remaining lengths of appointments for the Admin. Committee are as follows:
 - Leroy Corlett: one year left
 - Bruce Woodworth: one year term
 - Irene Yamashita: two years left
 - Justin Nalder: two years left
 - Malcolm Clark: one year left
 - Alan Bacock: one year left

4. Discussion on the formation of a 501 (c)(3)

- Mark began the discussion by saying there has been a lot of talk in the past couple years on forming a 501(c)(3) and we are here today to sort through some of the paperwork and figure out the next steps. Also, the Admin. Committee will serve as the working committee for specific discussions pertaining to the formation of a 501(c)(3).
- Leroy asked how CalTrout feels about the Inyo-Mono IRWMP forming a nonprofit and Mark said CalTrout has been very supportive of the IRWMP idea, and more so as time goes on. He has not approached his boss about the idea; however, Mark knows that he cannot be staff of both CalTrout and a 501c3 IRWMP. CalTrout would not support Mark having another supervisor outside of CalTrout. However, the rest of the Program Office staff are contractors with CalTrout so could theoretically contract through a 501c3.
- There was then discussion amongst the group on the structure of the organization and Mark said that he doesn't see things needing to be a whole lot different. The nonprofit

would need to file annual paperwork and he's not seeing staffing being any different than it is today.

- Holly Alpert said that the decision-making and governance of the IRWM Program could still be run through the MOU organization; the non-profit organization would simply be a funding arm of the Program.
- There was a brief conversation on how the work could be funded and Maya suggested the O&A money from grants could go to the nonprofit versus CalTrout, if the non-profit were doing the grant administration. Mark said the nonprofit would allow us to go after more grant opportunities which could then fund the work and staffing.
- Leroy asked how the nonprofit would be staffed and Bruce said that it would be mainly run by volunteers and there was discussion on whether volunteers would be willing to do the work. After some discussion it was decided that people might be willing to do it but they would need to be fueled by a personal interest.
- Justin Nalder asked if the organizational structure of the nonprofit could be formed one way now and then after it's more established for things to change. The Admin. Committee agreed that this could happen through modifications to the bylaws.
- There was then a brief discussion on how things could proceed from this point forward on filing the paperwork and Bruce said he thinks the work can be started by a volunteer. Bruce also volunteered to have donations for the filing fee go to him and he would write a check for the full fee from the donations.
- Mark and Alan both said there are some details that they're confused about on how the nonprofit would run and Alan emphasized that he hopes the nonprofit would not break up the momentum of the Group that has been created by the Program Office.
- Bruce clarified that as he sees it, the non-profit would have no relation to the IRWM Program. At first, the Admin. Committee would serve as the board of the non-profit, but eventually, there would be board members with no relationship to the IRWMP.
- **Decision to bring to the Group:** There was agreement by all present members of the Admin. Committee to make the recommendation to the RWMG to move forward with creating a non-profit organization. Initially, this would include filing Articles of Incorporation with the California Secretary of State. For the various fees associated with creating the organization, Bruce Woodworth would collect money from willing donors and then write personal checks covering the fees.
- **Action Item:** The Working Committee will be send information to the Group requesting a donation towards the form filing fee.
 - a. Review work to date and documents that were distributed
 - The Admin. Committee discussed the draft Articles of Incorporation, which include a statement of purpose. After some discussion on whether the nonprofit should serve the needs of the Inyo-Mono IRWMP or be available to assist with any water management projects, the outcome of the conversation resulted in the following statement of purpose.

The purposes of this Corporation are to:

- Support the goals and objectives of the Inyo-Mono Regional Water Management Group;
- Assist and facilitate the communication, coordination, and collaboration among agencies, utilities, community and environmental organizations, tribes, and other water resources stakeholders in support of integrated water management;
- Focus on activities related to water resources management – water supply, water quality, and ecosystem stewardship.

These purposes will be applicable to eastern California and neighboring watersheds.

- **Action Item:** Holly Alpert will email Maya Weinhart the final purpose statement discussed in the meeting.
 - **Done.**

- b. Develop recommendation to RWMG for March 26, 2014, meeting, including
 - Name
 - There was an extensive discussion amongst the Admin. Committee on the name of the proposed nonprofit. Holly pointed out that according to a reference book on forming a nonprofit in California, the name cannot contain the words “bank”, “trust”, or “trustee”. There was also discussion on the name incorporating a description of the region serviced including Nevada and/or surrounding borderlands and watersheds.
 - After brainstorming on many naming options including putting a contest out to the Group, it was decided that the Admin. Committee should brainstorm options and send their ideas to Maya to compile. After the options are compiled, the Admin. Committee will vote on the top three to bring to the Group for deciding.
 - **Action Item:** The Admin. Committee will send proposed names to Maya by this Friday, February 28 and Maya will compile and send out to the rest of the Group after the top three are decided.
 - Incorporator
 - It was agreed that Leroy would be the incorporator of the organization.
 - Roles & responsibilities of organization
 - The Admin. Committee discussed the role of the nonprofit. There was discussion on whether the nonprofit will be a sub-organization of the Group or would be its own organization. Bruce said that he pictures the nonprofit to serve as its own entity with its own board that would be making its own decisions. The nonprofit would/could not direct the decisions of the IRWM Group and vice versa.
 - Mark asked if the Group and nonprofit would support each other and Bruce said not necessarily. This then started a discussion on the level of collaboration amongst the Group and nonprofit and after reading the CABY statement of purpose the Admin. Committee decided that the nonprofit should be there to support the work of the Inyo-Mono IRWMP and would serve as a side arm to assist in applying for funding. However, the nonprofit could also make its own decisions to apply for funding.
 - There was also a brief discussion on whether the projects the nonprofit applies for funding would need to be included in the Plan, and Maya suggested that it might be good to have them be in the Plan as a test for willingness to do the work necessary in applying for the Grant. Mark then suggested that there be a clause somewhere in organizational documentation discussing how to expedite the process of adding a project to the Plan because currently it takes several months to add a project to the Plan through the approval process. All agreed that an expedited process would be a good idea.
 - Staffing
 - Bruce suggested that the nonprofit function mainly by volunteers at first and then we can see where things go from there. It was decided amongst the Admin. Committee that the board of the nonprofit would start out being the same members as the Admin. Committee of the Inyo-Mono IRWMP and then the two can split after things are more settled with the nonprofit.
 - Program Office role

- There was some brief discussion on whether the structure of the Program Office would change, and all agreed that things would stay largely the same at first, where contractors work in the Program Office. This can then be revisited after the nonprofit is set up and running.
- Draft Articles of Incorporation
 - The Admin. Committee went through each section of the bylaws and made changes to the existing document. The agreed upon changes are reflected in the following document: <http://inyo-monowater.org/wp-content/uploads/2014/02/Bylaws-Admin-Comm-approved-Recommendation-02-24-2014.pdf>
 - **Action Item:** Bruce will send Maya revisions discussed in the bylaws by the Admin. Committee.
 - **Done.**
- c. Discuss Program Office staffing availability for the development of the organization
 - Holly mentioned that there isn't a lot of available time for the Program Office to work on this.
 - Bruce suggested that volunteers can help with some of the initial steps and he can put together a Q&A document for the Group answering some of the common questions that might be asked about the formation of the nonprofit.
 - **Action Item:** Bruce is going to put together a Q&A that answers some common questions associated with forming this 501(c)(3) which will go out by March 5.
- 5. Supplemental Environmental Projects funding (if time allows)
 - Not discussed.
- 6. General updates and announcements
 - None were announced.
- 7. Next Admin. Committee Meeting
 - Not discussed.