

## MEETING MINUTES

### Riley-Purgatory-Bluff Creek Watershed District

#### November 6, 2024, RPBCWD Board of Managers Work Session

**PRESENT:**

**Managers:** Jill Crafton, Treasurer  
Tom Duevel, Secretary  
Bonnie Nelson  
Dorothy Pedersen, President  
David Ziegler, Vice President

**Staff:** Liz Forbes, Communication Manager  
Josh Maxwell, Water Resources & Fisheries Manager  
Dylan Monahan, Office Administrator  
Louis Smith\*, Smith Partners  
Scott Sobiech, Barr Engineering Company

**Other Attendees:** Larry Koch\*  
Marilyn Torkelson  
\*Indicates virtual attendance.

#### 1. Board of Managers Work Session

- **Governance Manual**
  - **Proposed Edits / Debrief 10/17 Discussion**
  - **Finalized Draft**

1 President Dorothy Pedersen opened the Wednesday, November 6, 2024, Board of Managers  
2 Workshop at 5:00 p.m. at the District Office, 18681 Lake Drive East, Chanhassen,  
3 Hennepin County, Minnesota.

4 Terry Jeffery explained the first workshop item is the Governance Manual and discussing  
5 questions the Board has previously raised about the currently adopted Manual and the  
6 proposed edits to it.

7 Administrator Jeffery raised the first topic: meeting logistics, including Board meetings and  
8 study sessions / work sessions.

9 Louis Smith commented the custom by many governing bodies is to identify work sessions  
10 or study sessions in which they do not anticipate taking action. He said those sessions still  
11 need to be noticed as meetings and the District needs to manage expectations of the public  
12 and each other in terms of how it wants to work within workshops or study sessions.

13 Bonnie Nelson commented the Governance Manual states the Board will follow Robert's  
14 Rules of Order, and within those rules, the president is able to allow less formality. Manager

15 Nelson suggested the President open workshops with a preamble that summarizes how the  
16 District runs its workshops.

17 Administrator Jeffery said an agenda is required for work sessions and it must be adhered to  
18 during the session. He asked how specific the agenda for workshops must be set. Mr. Smith  
19 responded for a regularly scheduled meeting or workshop, the Board can modify the agenda  
20 as it adopts it and for a special meeting the District needs to notice the business the Board is  
21 going to conduct at the special meeting and cannot add other items to the agenda. Mr. Smith  
22 said he thinks regarding the level of specificity for work session agendas, he thinks how the  
23 District has been handling it has worked well.

24 President Pedersen said she could state at the beginning of regularly scheduled meetings and  
25 work sessions that the Board can modify the agenda. Administrator Jeffery suggested he and  
26 Mr. Smith draft a statement she could read, and President Pedersen agreed to the suggestion.

27 Administrator Jeffery introduced another Manual topic: the Treasurer's Report and payment  
28 of the bills. He said those items can be handled on the Consent Agenda, but he and Mr.  
29 Smith suggest for transparency to handle them in the Board Action section of Board  
30 meetings. The Board agreed to handle them under Action Items but the action to accept the  
31 report and pay the bills could be handled in one action.

32 Administrator Jeffery said another topic is how the Administrator receives requests for work  
33 from individual Board members. He explained the Manual's General Governance Policies  
34 and Code of Conduct state individual managers cannot direct the District administrator /  
35 District staff nor can any committees direct the administrator or staff to do something and  
36 instead direction must come from the full board. Administrator Jeffery said he sees the best  
37 approach for individual managers wanting to share their suggestions about work for the  
38 District or staff is to bring it up to him. He said he can then have individual staff members  
39 reach out to the manager as needed, and then have the topic / work suggestion added to a  
40 Board agenda for discussion. He shared the idea of having one or two managers at a time  
41 coming in to have lunch with staff, as a means of providing time to talk with staff. The  
42 managers agreed with the idea.

43 Administrator Jeffery noted managers should come to him regarding performance of staff.  
44 The Board and Administrator Jeffery agreed to add a 6-month check-in for him with the  
45 Board, midway between his annual review. He said regarding establishing a channel for him  
46 to go to for raising issues on his mind, he is comfortable going to the Board President.

47 On the topic of conflict of interest, Mr. Smith said regarding conflict of interest, avoid  
48 impropriety and circumstances that somehow appear that being a Board manager is to the  
49 managers' financial benefit. Mr. Smith said Board managers serve as managers to advance  
50 the public business and it is not a position for managers' private benefit. The managers and  
51 Mr. Smith reviewed a number of example scenarios.

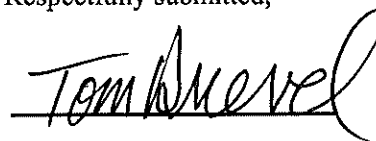
52 Administrator Jeffery said the managers have been sent the redline copy of the revised  
53 Governance Manual and manager have the clean copy of the fully finalized draft  
54 Governance Manual in front of them.

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Mr. Smith explained the District's Governance Manual provides the amendments to it are adopted by providing at least 30 days advance notice to the Board members about the proposed changes. He said if the Board is ready to act on this version of the Manual, then he recommends the Board amend the agenda of this evening's Board regular meeting to add an Action Item under New Business to provide notice that at the next regular meeting of the Board of Managers, the Board will be considering proposed amendments to the Governance Manual. He said then the District would add in the notice a link to the precise changes that are proposed.

The workshop ended at 6:25 p.m.

Respectfully submitted,

A handwritten signature in black ink that reads "Tom Duevel". The signature is written in a cursive style and is positioned above a horizontal line.

Tom Duevel, Secretary

