Governance Committee Meeting
May 6, 2022 9:00 am
Virtual meeting via Zoom

Present:

Managers: David Ziegler, President
              Larry Koch, Vice President

Staff: Louis Smith, Attorney, Smith Partners
              Terry Jeffery, Interim Administrator
              Amy Bakkum, Office Administrator

1. **9:00 AM Call to Order**

2. **Approval of the Agenda**

Interim Administrator Jeffery shared a tentative agenda on the screen which was provided by Manager Koch. Manager Koch explained that the agenda is roughly the same as the prior governance meeting with some additions. President Ziegler suggested that a standing agenda might work well as the committee can simply remove items when they're no longer needed and instead of creating a new agenda for each meeting. Manager Koch expressed his agreement. President Ziegler commented that between Manager Koch's additions and his notes from the prior meeting they should be able to cover everything. Manager Koch motioned to approve the agenda. President Ziegler seconded the motion. Managers Koch and Ziegler voted yes to pass the motion and approve the agenda.

3. **Reading and approval of minutes of last meeting**

Manager Koch moved to waive the reading of the minutes and to approve the minutes provided to the committee as written. Manager Ziegler seconded the motion. Managers Ziegler and Koch voted yes to pass the motion to waive the reading of the minutes and approve the minutes.

4. **Requests for Comments on Governance Manual- Status**

Interim Administrator Jeffery commented that he brought this topic up with staff and while the logistics haven't been finalized, he asked staff to go through the manual on their own and that staff will be able to submit feedback anonymously. He continued that he'll bring

the topic to the CAC on May 16th and that Staff Forbes will utilize a shared folder to communicate further with the CAC to get their comments. Interim Administrator Jeffery confirmed with the committee that the CAC's input will be voluntary. Manager Ziegler asked Interim Administrator Jeffery whether or not a Word document version of the document would be available for the managers to use with the track changes feature and Interim Administrator Jeffery responded that a word version is available could be sent out after the meeting. Managers Koch and Ziegler discussed the logistics of sharing suggested changes and reiterated that the managers should avoid back and forth communication via edits and instead have Interim Administrator Jeffery and staff compile the suggested changes in board packet so that everyone can look at them.

5. **Discussion of May 4, 2022 Board of Managers Meeting Agenda**

President Ziegler spoke about how to best create agendas for the regular meeting. He spoke about a plan wherein managers can request an item to be on the agenda and it would be placed on the draft agenda prior to the meeting so everyone is prepared for it. He continued that if the agenda is getting too long, the managers can remove items as they're approving or before they approve the agenda. Removed items could then be laid over to a future meeting depending on priorities. Manager Koch agreed with his sentiment and asked if President Ziegler wouldn't mind putting that idea on paper to potentially be incorporated into the governance manual.

Interim Administrator Jeffery wondered if it might be helpful to have a standing meeting before the packet goes out so the managers know when the agenda will be set and be able to get everything to staff. Manager Ziegler suggested the meeting be early enough before the regular meeting so that managers have enough time to review the packet. Manager Koch commented that having a standardized timeline for getting items onto the agenda and providing exceptions for urgent items is a good idea. Manager Koch suggested that President Ziegler and Interim Administrator Jeffery flesh out that process and either cover it at the upcoming regular meeting or next governance committee meeting.

6. **Website- Status**

Interim Administrator Jeffery spoke to the status of the website and that Staff Forbes will be able to commit more time to the website as the annual report and fact sheets are now complete. He said that he hopes to have a version of the website for the managers to see at the July meeting with the website potentially going live by August 1st. Interim Administrator Jeffery commented that that timeline may be aggressive but what he'd like to shoot for. He said he will have an update for the committee at the next meeting as to whether that's a realistic timeline. He said that he would really like to be able to direct the public to pages related to current projects.

Manager Koch commented that he would like to see a Governance Committee page or pages and to the extent that there's any mockups available that the committee could go

over at the next meeting. Interim Administrator Jeffery said that similar to the regular board meeting, the committee could have its agenda and materials linked on the website and that content could be up and running soon.

Manager Koch asked Attorney Smith whether it would be a problem in terms of the open meeting law to have people post comments to materials on the website. Attorney Smith commented that posting materials so that staff can see everyone's comments is fine but that posting comments among the managers may create a dialogue which could be an issue. Manager Koch responded that his goal is a repository for items for people. Interim Administrator Jeffery asked for clarification as to whether Manager Koch is looking for public comments or rather for the public to be able to access materials that the governance committee has created. Manager Koch responded the latter. Interim Administrator Jeffery commented that creating that sort of repository is doable and expanded further on how the governance committee page might look on the website. Manager Koch said that something could be fleshed out and confirmed by Attorney Smith so as not to violate the open meeting law. Manager Koch commented further that the website is a great way to communicate to the public.

Interim Administrator Jeffery spoke briefly about a survey tool utilized by the city of Chanhassen and that something similar could potentially be used to gather public input.

7. OneDrive folders – Status

Manager Koch reiterated a previous discussion about the best way to have a repository for minutes and whether Sharepoint or OneDrive would better serve those needs so that managers and other interested parties can find documents, items, etc. Interim Administrator Jeffery offered a distinction between Sharepoint and OneDrive in that Sharepoint is tied to the general RPBCWD account whereas OneDrive is connected to personal accounts. For that reason, he said, it would be more appropriate to utilize Sharepoint. Interim Administrator Jeffery shared an example of a Sharepoint page on the screen and offered to have something for the committee to look at either at the next meeting or the following meeting. Manager Koch suggested that a similar page could be discussed with the personnel committee as a potential option and that he would look forward to hearing more from staff or IT on both the website and the shared folder items.

8. Notice of Workshops

Manager Koch stated that while the monthly 5 pm board workshops are informal that he would still like to see them listed on the online calendar. There was discussion between the managers about the previously suggested topic of a monthly work session meeting and whether a quorum would be required, how they could be cancelled, and what type of actions could or could not be taken at those work sessions. It was asked of Interim Administrator Jeffery to make note of those points so they can be revisited during the governance manual revisions. There was further discussion about the required budget

necessary for the creation of minutes of those meetings. Interim Administrator Jeffery commented that as we come into the next budget cycle, it would be a good time to make these considerations. Manager Koch agreed and stated that future considerations regarding potential equipment replacements or additions should also be made as the District operates within a limited budget.

9. Member Report

Neither manager had any additional comments under the member report.

10. Adjournment

Manager Koch moved to adjourn, and President Ziegler seconded. Both Manager Koch and President Ziegler voted to adjourn the meeting. Meeting adjourned at 9:35 am.