Diversity, Equity and Inclusion Committee

12 pm – 2 pm, Wednesday, July 22, 2020

Any person may attend the meeting by calling 971-247-1195. A conference ID and password will be required to access the conference call. Interested participants may request the ID and password by emailing scott@wmswcd.org with the subject line “Request for Conference ID”.


AGENDA

12 pm – Welcome/check-in/announcements – All

12:15pm – Approval of May 27th, meeting summary – Scott/All


12:25 pm – Recruitment of associate board directors – How to make the process equitable – Michele/Mary

12:50 pm – LRBP - Organizational health and Conservation Scope Evolving Success Criteria questions to be answered by the DEI Committee – Mary/Randi

1:25 pm - DEI reports to WMSWCD Board of Directors – Terri/Scott

1:35 pm – Voluntary DEI Discussion sessions for staff (outside of the DEI committee meetings) – Scott/All

1:45 pm – Add August DEI Meeting? - Scott

1:50 pm – Action items review (including upcoming UERC Debrief) – Scott/All

2 pm – Adjourn
Attending: Scott Gall (Chair); Michele Levis, Mary Logalbo, Renee Magyar, Randi Razalenti, Laura Taylor

Welcome/Check-In/Equity Shares -- The following announcements were shared.

Mary shared that Cole will be updating our District area map with demographic data collected from local schools as suggested at the March DEI Committee meeting. Mary reached out to her former professor and Indi Keith about picking up where they left off with peer review for the Whose Land is Our Land? paper, and her professor is onboard, but she has not yet heard from Indi and will keep the Committee posted. Mary also reiterated Terri’s message that was emailed to the Committee (because she couldn’t attend the meeting) regarding the feedback received from the Board regarding how often and what they want to hear from the Committee [see May Board meeting minutes for details].

• Action item: Scott will circle back with Terri and pull in Mary, Michele and Randi to figure out the details of who is charged with doing what and next steps to fulfill the Board’s request. Michele will look at the May Board meeting minutes to ensure that all of Terri’s notes were captured before the June Board meeting.

Laura briefly discussed some of the horrible news lately regarding the unjust treatment and killing of black men around the country and is thinking about this while we explore our own work in this Committee. Randi announced that the gender/pronoun training discussed at the March DEI Committee meeting is going to be facilitated by Cliff Jones and Alexis Millett, and is called Deepening our Understanding of Gender. Based on feedback from the trainers, it’s been decided that the Board and staff will have separate trainings to ensure that we are getting the most out of the training by making sure that everyone is as comfortable as possible and recognizing that there is a different staff culture and board culture. The staff will have the full 4-hour training as soon as possible remotely (ideally broken up over two days, two hours at a time). The Board will have a higher level shorter training (likely two hours) later in the winter. Because the microaggression training for the Board was already in the works and will address some of the concerns that would come up in the gender/pronoun training, as well as the workload the Board has in relation to the Long Range Business Plan update, it was determined it would be best if this training can take place later when the Board will be alleviated of some of their duties and will likely result in more participation.

Approval of the March 2020 Meeting Summary -- Scott left one item highlighted from the original notes taken because Randi and Scott were uncertain what the word “this” referred to from Laura’s original notes. Change “Now these are developed, and the LRBP plays a main role in doing this” to “Now the LRBP plays a main role in further developing DEI goals”. Change the last line of the notes to be more accurate to read “Notes taken by Laura Taylor, partially edited by Randi Razalenti, and finalized by Scott Gall.” The Committee approved the minutes with the above changes.

Financial Report – Scott reported that all is looking good with the Committee budget and noted some expenses that have occurred since the March meeting. Randi announced that through the end of the fiscal year we will continue to track expenses that came out of the Committee’s budget and moved to other budgets as originally requested in order to remain consistent through the fiscal year. We will only be tracking the DEI Committee expenses starting July 1.

• Action item: Michele Levis will correct Capacity Partnership invoice to be entered under the DEI class code (it was accidentally approved as a Communications expense, and therefore entered as such).

UERC Debrief – Scott compiled take homes from those that went to UERC regarding the keynote morning and afternoon speakers and the lunchtime topic lead by Mary and Indi. The Committee discussed some of the take homes, acknowledged what we could do to improve, what we are doing that is working that we want to keep doing and potentially expand upon, and potential next steps. The major points listed below will be shared at the June 1st All-Staff meeting.

• Organizational goal to go beyond welcoming of diverse communities to belonging of diverse communities in our organization. Shift our messaging to reflect this.

• Having an equity lens isn’t equal to having diverse leadership in decision making.
  ○ Hiring people of color at the leadership level is desirable.
  ○ The most immediate opportunity for the District to involve a person of color at the leadership level is the recruitment of an Associate Director to serve on the Board to replace Susan Weedall, who recently moved out of the District and therefore can no longer serve in that role.
Mary is working on creating an Advisory Committee to help with the LRBP, and is hopeful this Advisory Committee could serve beyond the LRBP.

- Integrating communities of color in our work in multiple ways. We do this now, and should continue to explore opportunities to expand on this.
- When leading a discussion about our equity work, pausing at the beginning of the discussion to acknowledge privileges, the role that you play, and what is being done to include diverse perspectives from the community.
- When people of color are hired onto our staff and become board members, it is crucial that they are not targeted as “having all the answers”, or doing all the work to uncover white peoples’ “blind spots”, or putting all the emotional burden and pressure on them to come up with answers simply because of their race.
- Consider a dedicated position to lead in oversight, implementation, and further the District’s diversity, equity and inclusion work. This would not replace but rather lead and aid the staff’s involvement in this work. Capacity and time restrictions and the desire to do more have been documented in the Organizational Health staff survey as an issue. Though we cannot afford this position in the near future, it is important to document the desire and ideas for such a role should the budget allow for this position, as this could be a major step toward organizational health.

Recruitment of Associate Board Directors – The last recruitment took place in 2015, which led to Susan Weedall, Finlay Anderson, and Jan Hamer joining as Associate Directors. Susan Weedall’s recent resignation from the Board due to moving out of the District is prompting the District to look at recruitment tools and efforts for Associate Directors. Michele, Mary and Terri wanted to get input from the DEI Committee regarding the application to becoming an Associate Director of the Board. The Associate Director policy (adopted by the Board) and Guidelines for Appointment of Associate Directors (not adopted) was shared for reference. The Committee quickly recognized potential barriers in this document, particularly in the Policy regarding a certain number of meetings being attended in advance, and in the Guidelines in having to have a conservation project completed with the District. The DEI Committee will have future opportunities to make recommended revisions to this document as well as provide guidance for recruitment efforts to the Board. Special Districts Association of Oregon (SDAO) sent the District a Board Member Recruitment Toolkit in October 2019 that Jim Cathcart flagged needed to be reviewed by the DEI Committee before it was ever used. This has been a backburner item, but can be brought to the forefront in the near future.

- **Action items:** Scott to include an agenda topic at the July DEI Committee meeting to make recommendations on revisions to the Associate Director Policy and Guidelines for Appointment of Associate Directors. Randi to track down an electronic version of the SDAO Board Member Recruitment Toolkit so it can be shared remotely with the DEI Committee to review in the near future.

The following recommendations were made for the Associate Director Application:

- Take out the word “how” from the first question, so it reads “Have you interacted with the District in the past?” Consider any further language that demonstrates the reason this question is being asked – if this question is only asked for informational purposes, it shouldn’t read as though someone is being scored on this question.
- Move the first question down to later in the application. If someone has limited experience working with the District, it would be best to not have that be the first item that the applicant is acknowledging in themselves nor the first item that the Board is learning about the applicant. We want to expand who we are working with, and in order to do this changing the priority of when this question is asked may lessen any perceived notion that this is the top priority.
- Include a question about abilities to build inclusive environments.

- **Action item:** Michele and Mary will talk with Terri and Leadership some more to get a plan going forward.

**Action Item Review – See above action items in bold.**

**Next Meeting:** Noon to 2:00 pm, July 22nd.

Notes taken by Randi Razalenti
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**Total Amount:** 28,684.26
Resolution of the West Multnomah Soil & Water Conservation District
Resolution #2020-01-21
Adopting Board Duties and Responsibilities and Meeting Rules of Order Policy

WHEREAS, it is the policy of the board of directors of West Multnomah Soil & Water Conservation District (District) to exercise those powers granted to it, and to carry out those duties and responsibilities assigned to it by law, in such a way as to best meet the needs of the District;

WHEREAS, the District would like to formally adopt meeting rules of order allowing board meetings to be informational, productive, efficient, and effective, ensuring that everyone is heard and timely decisions are made;

NOW, THEREFORE, BE IT RESOLVED that the District hereby adopts the Board Duties and Responsibilities and Meeting Rules of Order Policy, attached to this Resolution and incorporated herein by reference.

APPROVED AND ADOPTED BY THE BOARD OF DIRECTORS THIS 21st DAY OF JANUARY, 2020.

George Gowder, Board Vice-Chair

ATTEST:
Shawn Looney, Board Secretary
Weston Miller, Treasurer

Date
West Multnomah Soil & Water Conservation District
Board Duties and Responsibilities and Meeting Rules of Order Policy

Meeting the Needs of the District

It is the policy of the board of directors to exercise those powers granted to it, and to carry out those
duties assigned to it by law, in such a way as to best meet the needs of the district. ORS 568.550
outlines the general statutory powers granted to conservation district boards. Individual directors do
not have individual powers and authorities under statute, unless granted by the conservation district
board. Individual directors may be given authority or power to act on behalf of the board for specific
limited tasks. This authority or power is granted through board action (resolution, motion, or policy)
and must be recorded in the conservation district board meeting minutes. Conservation district
boards may choose to limit or grant authorities to individual directors relating to different actions,
such as:

- Staff supervision.
- Obligating conservation district funds.
- Serving as a conservation district spokesperson for public presentations, media.
- Managing projects.
- Obligating or committing conservation district staff time or other conservation district
  resources.
- Signing documents.

Formulation and Interpretation of District Policy

Board members only have the right and responsibility to participate in board meetings and vote on
district matters as part of the board. The most important activity of the board in performing this
responsibility is the formulation and interpretation of district policies.

To this end, the board shall establish policy, reserving to itself all authority and responsibility not
directly assigned to other district officers and personnel.

Management and Communication between Board and Staff

The primary responsibility of the Board is to make policy level decisions for the district.
Management of the daily operations and staff is the responsibility of the district manager. Unless
otherwise authorized by a quorum of the board, no individual board member may direct or order a
staff member on any matter that relates to the daily operations or administrative activities of the
district. Moreover, unless otherwise authorized by the board, no individual board member may
order, direct, or conduct any review of personnel records of any staff member or any other record
that is exempt under Public Records Law. Any communications relative to district business must be
directed to the board chair, who will then communicate the question, request or concern to the
district manager.
**Board Meeting Conduct**

The Chair shall preside at board meetings using parliamentary procedure. See Exhibit A for the Rules of Order followed by the district. In the Chair’s absence, the Vice-Chair shall preside. If both the Chair and Vice-Chair are absent, any other member of the board may preside. Board members shall be respectful of one another and follow the direction of the Chair.

They should avoid personal attacks and keep discussions on policy, not individuals. Meetings shall be conducted in such a manner as to provide a full and fair opportunity for discussion of the issues in an efficient and timely manner. Any decision of the Chair or other presiding officer at the meeting may be overridden by a majority vote of the board.

**Board Members Authorized By Official Board Action Only**

Board members have no authority to act on behalf of the board without delegation of authority from a quorum of the board. Likewise, no individual board member may speak for or on behalf of the Board or district, except as authorized to do so by official board action as recorded in the official minutes, guidelines, or policies of the district.

**Ethical Standards**

Board members act as representatives of the citizens of the district. Therefore, board members shall adhere to the highest ethical standards in the conduct of district business.

As public officials they are required to comply with Oregon ethics laws. Each board member should be provided with a copy of the Oregon Government Ethics Commissions *Guide for Public Officials*.

**Board Member Education**

In order to effectively carry out their duties, board members must be adequately informed. Members are encouraged to attend such conferences and other training programs as the board may authorize.

**Discipline**

The Board has the right to enforce its rules and expect ethical and honorable conduct from its members. The Board will make every effort to resolve an issue by speaking to the individual privately.

Should disciplinary action need to be taken, the following actions may be considered:

- A motion that the member must apologize;
- A motion that the member must leave for the remainder of the meeting;
- A motion to censure the member; or
- A motion to suspend a member’s rights for a designated period of time.
Governance Responsibilities

Communications

• Strive for open communications between the board and the district's employees.

• The board may designate participation of employees on appropriate committees.

• Solicit ideas, recommendations, and opinions from the employees and communicate the same to the employees.

• Invite customers, volunteers, partner agencies, and groups to board and committee meetings to explore issues and seek solutions.

• Respect the opinions of other board members, customers, and partners.

• Practice active listening to other directors, employees, customers, and others.

• Keep the public, landowners, other constituencies, county commissioners, legislators, agencies, organizations, funders, and the media informed of district programs, services, achievements, and needs.

• Recognize that certain information obtained at board meetings may be non-public and confidential, making disclosure a breach of trust.

Financial

• Approve the annual budget, which includes individual project and grant budgets.

• Set policies to ensure fiscal accountability and integrity are maintained.

• Regularly review the financial status of the district.

• Seek additional funding to expand the capacities and services of the district.

Policies, Plans, and Implementation

• Understand and follow all laws and policies governing the district.

• Approve the annual work plan.

• Approve the long-range business plan and review or update it annually.

• Approve policies needed to govern the operations of the district. Recognize the primary responsibility of the board is policy making.
• Approve and monitor district projects.

• Receive and act on committee or other group’s recommendations.

• Recruit partners to be involved in planning and decision-making process.

• Approve plans for district operations.

• Implement district programs effectively.

• Identify local conservation needs and work to meet them within the limits of available resources.

• Keep the district’s vision and mission in focus.

• Ensure that program objectives are assigned to the proper planning or implementing sub-groups.

• Where applicable, bring other local governments or community groups into the planning and decision-making process.

• Approve contracts binding the district.

• Approve major changes in the district’s organization or structure.

• Approve board plans of action.

• Pass district resolutions, or adopt ordinances.

Management

• Select board officers and respect their rights and authorities to carry out their duties.

• Recruit, train, and supervise the district manager and any other employees assigned to the Board based on a motion of the Board.

• Define the duties, responsibilities, authorities, and accountabilities of all board members, officers, district manager, committees, volunteers and any other employees assigned to the Board based on a motion of the Board.

• Authorize officers or other agents to approve contracts, sign written instruments, and take defined financial actions.

• Assess the capacities, policies, and procedures of the board’s operations.

• Hire the district manager.

• Clearly define the responsibilities and authorities of the district manager to properly
manage the district within the board's policies and recognize that directors should not usurp these administrative functions.

- Evaluate the performance of the district manager annually.

- Ensure that employee issues go through proper channels. Do not allow employee problems other than the district manager's to come to the board.

- Ensure the district is in compliance with all federal, state, and local laws.

- Do a periodic "self-evaluation" of the board's progress toward accomplishing its mission, annual work plan, and long-range business plan.

- Use workshops, regular board training, and seminars to gain a deeper understanding of issues and develop skills to be effective directors.

- Be informed about the laws governing how the board must operate, such as budget, audit, public meetings, contracting laws, etc.

- Ensure the board's policies, activities, annual work plan, and long-range business plan are consistent with the policies of the Oregon Department of Agriculture, Natural Resources Division and the Oregon Soil and Water Conservation Commission.

- Develop and carry out the long-range business plan and annual work plan.

- Approve the plan, form, and amount of management compensation, that is, salaries, bonuses, vacation, travel, and so on for the district manager.

- Approve the form and amount of reimbursement for board members.

- Provide advice and consultation to management on matters within the purview of the board's responsibilities.

**Employee Relations**

- Approve any employee benefit plans.

- Insist that personnel complaints go through a proper chain of command. If not resolved, only then should the board get involved.

- Approve contracts with and between any unions involved with the district.

- Do not allow personnel problems, other than problems with the district manager, to be brought into board consideration.
Control

- Identify types of information needed by the board to effectively analyze the district's directions and achievements. Create a process for collecting and analyzing information.

- Realize that the citizens within the boundaries of the district are the true "owners" of the district.

- Review and assess the organization's performance against objectives, resources, plans, policies, and services rendered.

- Analyze major "shortfalls" in achievement.

- Identify obstacles, sense changing needs, and propose new directions or goals.

- Ensure that the district is in compliance with all Federal, state, and local laws.

Board of Directors

- Motivate board members to accept leadership positions and responsibilities.

- Appoint, change, or abolish committees of the board; define powers and responsibilities of board members and committees.

- Understand individual board members have no legal status to act for the entire board, unless granted such authority by board action and recorded in the minutes.

- Follow all requirements of the Oregon Public Meetings Laws; discussions on matters of overall policy outside of regular board meetings can violate the open meetings law.

- Place the needs of the public above the personal concerns of the board members.

- Recruit and orient new directors and associate directors.

Public Accountability

- Keep the public informed on all district matters.

- Make decisions based on the wishes and needs of the public.

- Spend the district's money with prudence and trust.

- Place the needs of the public above the ambitions of the board or the district.

Individual Board Officer's and Other Board Member's Responsibilities

The following summarizes the general responsibilities of the board members and officers. More detailed job descriptions for each are maintained by the district.
All Elected and Associate Board Members

- Attend and actively participate in all board meetings.
- Come to meetings prepared.
- Carry out committee responsibilities.
- Stay abreast of local conservation issues.
- Attend area and state meetings of the various state associations and other conservation partners.
- Participate in training opportunities.
- Promote the conservation district’s work to local landowners, its constituency, partnering agencies and organizations, legislators, and any decision makers regarding the conservation district’s funding.
- Report out regularly on board-related activities.

Chair

The chair is selected by the conservation district board to carry out certain leadership functions and responsibilities. The chair is typically given responsibility to:

- Set meeting agendas.
- Preside at meetings.
- Appoint committees and committee memberships.
- Assign responsibilities.
- Request reports.
- Orient new directors.
- Any other functions and responsibilities as determined by the board.

One of the main roles of a chair is to preside at conservation district board meetings. The chair conducts the meeting according to the parliamentary procedures in Exhibit A. Generally the chair entertains motions from other members of the governing body, calls on people to speak, appoints committees if necessary, limits discussion, and facilitates the process to conduct business.

Serving as the chair does not preclude a director from voting. In fact, one of the most important functions of an elected official is to participate in the official decision-making process. All directors, including the chair, should vote on all motions and decisions unless there are any compelling circumstances, such as an actual conflict of interest. No statute prohibits any director or the chair from making or seconding a motion.

Vice-Chair

Many conservation districts choose to elect a vice-chair as one of its officers. If a conservation district decides to have a vice-chair, the district should identify the roles and responsibilities for the position. Some of the responsibilities may include:

- Act in place of the chair when needed.
- Serve as chair of standing committees.
- Advise the chair on program and policy.
- Arrange special programs for regular board meetings.
- Other responsibilities defined by the conservation district board.
Secretary

Every conservation district must select a director to serve as the board secretary. However, the conservation district director selected as secretary is not required to perform all secretarial or clerical functions within the conservation district. A conservation district board may delegate secretarial duties to an employee, associate director, contractor, or volunteer if desired. It is common for conservation district staff to record conservation district board minutes and prepare information, agendas, correspondence, reports, and public meeting notices.

Treasurer

Many conservation districts choose to elect a treasurer as one of its officers. Typical functions of a treasurer include:

- Regularly review the conservation district’s finances.
- Serve as chair of the finance committee, which meets as needed.
- Obtain/provide fidelity or surety bonds for persons handling funds (to protect from theft and misuse of conservation district funds).
- Lead budget development.
- Review all bank and investment account reconciliation reflecting receipts, deposits, and disbursements of funds.
- Review and ensure complete financial records.
- Present financial statements at conservation district board meetings.
- Other responsibilities defined by the conservation district board.
Exhibit A: Rules of Order for Board Meetings

These rules of order or procedure for conducting board meetings will allow board meetings to be informational, productive, efficient, and effective, ensuring that everyone is heard and timely decisions are made.

Agenda

All meetings will have an agenda with a fixed order of business to include the following:

1. Call to order and establish a quorum
2. Adoption of agenda
3. Review and approval of minutes from last board meeting
4. Review of Treasurer’s Report
5. Committee and staff reports (Diversity Equity and Inclusion Committee, Long Range Business Plan Steering Committee, staff presentation, etc.)
6. Unfinished business
7. New business
8. Announcements
9. Adjournment

Taking Action with Resolutions and Motions

Resolutions are used to express opinions of the board or to approve an action such as a contract, the annual budget, or other major expenditure of funds. A resolution may also be used for the adoption of internal policies such as personnel rules.

Motions are a way to place a matter before the board for consideration. It is a procedural device rather than a written document. To introduce a new piece of business or propose a decision or action, a motion must be made by a board member. Motions may be postponed, amended or referred to a committee. The resulting motion must be seconded by another board member. After discussion, the board then votes on the motion with a majority (at least four elected board members) in favor needed to pass the motion.

Executive Session

The district board is authorized to meet in executive session (meetings closed to the public) in certain limited circumstances governed by ORS 192.650. Because violations of executive session provisions of public meeting law are subject to civil penalties and investigation by the Oregon Government Ethics Commission, the district uses an executive session checklist to ensure that they are in compliance with the law.

Generally executive sessions may be held for the following purposes:

- Employment of public officers, employees and agents
- Discipline of public officers and employees
- Performance evaluations of public officers and employees
• Labor negotiations
• Real property transactions
• Consideration of exempt public records
• Consultation with legal counsel regarding litigation
• Public Investments

No executive session may be held for the purpose of taking final action or decision, only a preliminary decision can be made. Executive sessions may be called during a regular meeting, special or emergency meeting for which proper notice has been given, or a noticed executive session can be held without being part of another meeting.
Evolving Success Criteria Questions for DEI Committee Review on July 22\textsuperscript{nd}, 2020.

Organizational Health
1) How can we ingrain equity and inclusivity in our decision making?

2) How shall we ensure ample time and slower pace is supported to be more equitable and inclusive?

Conservation Scope
1) Should we include equity and inclusion in our \textit{mission statement}?
   (Scott Gall note – the committee is being asked to provide guidance to the Board on whether this should be included in our mission. Not necessarily HOW. But of course feedback is always welcome)

2) Should we consider adding equity, environmental justice, access and climate change in our vision?
   (Scott Gall note: Again, this is to provide guidance and not necessarily the how. Also the focus here is mainly equity and environmental justice. Conservation Scope Team is providing feedback on climate change – though that can certainly factor into the other two).