

BOARD OF DIRECTORS MEETING
PUBLIC SESSION MINUTES

Via Zoom Webinar

June 24, 2020

11:00 am – 12:30 pm

ATTENDANCE

Association of California Water Agencies

Director: Dave Eggerton - Absent

Alternate: OPEN

California Department of Fish and Wildlife

Director: Nancee Murray – Present

Alternate: OPEN

California Forestry Association

Director: Rich Gordon – Present

Alternate: George Gentry – Absent

California Hydropower Reform Coalition

Director: Pete Bell – Present

Alternate: Richard Roos-Collins – Absent

California Public Utilities Commission

Director: Allison Brown – Present

Alternate: Deidre Cyprian - Present

California Public Utilities Commission Appointed Public Members

Director: Art Baggett Jr. – Present

Director: David Muraki – Present

Director: Chris Nota – Present

California Natural Resources Agency

Director: Wade Crowfoot – Absent

Alternate: Jennifer Norris – Present

California Tribal Interests

Director: Larry Myers – Present

Alternate: Ken Tipon – Absent

Central Valley Regional Water Quality Control Board

Director: Soapy Mulholland – Present

Alternate: Bob Schneider – Absent

Public Advocates Office

Director: Truman Burns – Present
Alternate: Julie Halligan - Present

Pacific Gas & Electric Company

Director: Mike Schonherr – Present
Alternate: Rebecca Doidge - Present

Rural County Representatives of California

Director: Lee Adams – Present
Alternate: John Viegas – Absent

State Water Resources Control Board

Director: DeeDee D'Adamo – Absent
Alternate: Jeffrey Parks – Present

Trust for Public Land

Director: Dave Sutton – Absent
Alternate: John McCamman - Present

U.S. Forest Service

Non-Voting Liaison: Jerry Bird - Absent

STEWARDSHIP COUNCIL STAFF

Executive Director Heidi Krolick
Director of Land Conservation Erin Healy
Director of Finance and Operations Aaron Robertson
Land Conservation Program Manager Steve Schweigerdt
Land Conservation Project Manager Megan Tolbert
Office Administrator Robyn White
Finance and Compliance Administrator Debbie Daugherty
Accountant Carol Schwab

OTHERS

Darcie Houck, California Natural Resources Agency (staff representative)
Kim Moore-Bailey, Chief Executive Officer, Youth Outside
Laura Rodriguez, Director of Programs, Youth Outside
Becky Robbins, Intern, California Department of Fish and Wildlife
Nicholas Bender, California Forestry Association
Erin Gilbert, Lobbyist, JGC Government Relations
Troy Kelly, PG&E (staff representative)
Jaimes Swenson, PG&E (staff representative)
Sarah Hug, PG&E (staff representative)
Allison Seifert, public member

SUMMARY OF ACTIONS AND RESOLUTIONS TAKEN BY THE BOARD AT THIS MEETING

- Adoption of the minutes of the April 29, 2020 board of directors meeting. (**Consent calendar item**)
- Approval of revisions to template conservation easement endowment funding agreements with Western Shasta Resource Conservation District and the Shasta Conservation Fund; and amendment of previously approved conservation easement endowment funding agreements for Iron Canyon Reservoir, Kilarc Reservoir, and Lake McCloud Land Conservation and Conveyance Plans.
- Approval of the proposed Land Conservation and Conveyance Plan (LCCP) for lands to be donated to the California Department of Forestry and Fire Protection (CAL FIRE) at the Battle Creek planning unit, which LCCP describes how the proposed transaction conforms to and fulfills the requirements of the 2003 Settlement Agreement and Stipulation; approval of the proposed conservation easement funding agreement in the amount of \$193,794 between the Stewardship Council and Western Shasta Resource Conservation District.
- Approval of the proposed Land Conservation and Conveyance Plan (LCCP) for lands to be retained by PG&E at the Fall River Mills planning unit, which LCCP describes how the proposed transaction conforms to and fulfills the requirements of the 2003 Settlement Agreement and Stipulation; approval of the proposed conservation easement funding agreement in the amount of \$259,300 between the Stewardship Council and Shasta Land Trust.

ATTENDANCE AND QUORUM

Stewardship Council Chair Art Baggett Jr. called the roll, declared a quorum, and called the meeting to order.

CONFLICT OF INTEREST DISCLOSURES

Mr. Baggett asked if any board members had a conflict of interest with regard to any of the proposed actions. There were none.

PUBLIC COMMENTS

There were none.

CONSENT CALENDAR

The board approved the consent calendar item as noted above in the summary of actions and resolutions taken at board meeting.

BOARD DEVELOPMENT COMMITTEE

Mr. Baggett welcomed new board member Jennifer Norris as the California Natural Resources Agency alternate.

Ms. Krolick informed the board that Director of Finance and Operations, Aaron Robertson had accepted a new position with the City of Auburn. She explained that the Director of Land Conservation Program, Erin Healy, would be assuming his role adding that some of the duties would also be absorbed by other staff members. She noted that staff also plans to engage an outside consultant for financial and strategic services.

Ms. Krolick provided an update on the 2019 Annual Report noting that it was ahead of schedule from last year and will be sent out to the board and stakeholder database in the coming weeks. She acknowledged Megan Tolbert for all her work on the report.

YOUTH INVESTMENT COMMITTEE

Mr. Robertson introduced Kim Moore Bailey, Chief Executive Officer and Laura Rodriguez, Director of Programs for Youth Outside to make their annual presentation.

Ms. Moore Bailey reviewed the evolution of Youth Outside and the relevant impact of Youth Outside for 2019.

Ms. Rodriguez highlighted some of the grantees for 2019 who included Tuolumne River Preservation Trust and Insight Garden Program. She shared information on their proposed 2020 – 2022 Grantmaking Program and their projected revenue and expenses to 2022.

Ms. Moore Bailey then shared their 2020 strategic vision which includes advancing long term financial sustainability and internal capacity to fulfill the organization's mission as well as supporting the equity movement through capacity building, program delivery and training to increase awareness in addressing critical barriers and creating new best practices.

Mr. Myers asked Ms. Moore Bailey if there had been increase in people of color being involved in conservation and the environmental fields. Ms. Moore Bailey said there was an organization that was tracking the data at a national level for organizations that are reporting that information. She said over the last four years there has been an increase at the executive staff level of people of color, however there has not been a difference at the board level.

Chris Nota recognized how quickly Youth Outside staff had pivoted in changing circumstances and managed to grow programs amidst COVID-19 restrictions. Board members and staff acknowledged the important work of Youth Outside and thanked Ms. Moore Bailey and Ms. Rodriguez for their presentation.

FIDUCIARY COMMITTEE

Aaron Robertson reviewed the financial statement included in the board packet for the month-ended April 30, 2020. He explained that year-to-date expenditures total \$1,746,606 out of a \$4,592,462 budget. He noted that some spending had slowed down quite a bit due to COVID-19 restrictions.

Mr. Robertson explained the investments were continuing to weather the market conditions fairly well with about \$28M in investment accounts and roughly \$500K in cash accounts.

AUDIT COMMITTEE

Mr. Robertson reported that Richardson had completed the Stewardship Council audit and we had once again received a clean or unmodified audit. He explained separation of duties was a critical issue for auditors and it was at the forefront of staff's minds as decisions are being made heading toward wind down of the organization.

WATERSHED PLANNING COMMITTEE

Western Shasta Resource Conservation District Proposed Endowment Agreement Changes (ACTION)

Ms. Healy explained that the Western Shasta Resource Conservation District (WSRCD) had requested that the Stewardship Council consider allowing the WSRCD to enlist a third party non-profit organization to act as the investment arm and fund manager for Stewardship Council endowments, reflecting this change in endowment funding agreements for the Battle Creek retained transaction and also that it would require amendment of all of its current and prior endowment funding agreements. She noted staff had reviewed the financial policies and a Memorandum of Understanding between WSRCD and the Shasta Conservation Fund.

Ms. Healy said the third party non-profit, "Friends of the Western Shasta Resource Conservation District", known as the Shasta Conservation Fund, or "Fund", is a publicly-supported, tax exempt nonprofit organization, qualified under Section 501 (c)(3) of the Internal Revenue Code.

After an opportunity for board questions and discussion, the board approved the actions as described above in the summary of actions and resolutions taken at the board meeting.

Battle Creek planning unit (ACTION)

Land Conservation Program Manager Steve Schweigerdt reviewed the proposed LCCP for the lands to be donated to the California Department of Forestry and Fire Protection (CAL FIRE) at the Battle Creek planning unit. The LCCP pertains to the donation of 2,306 acres of land to CAL FIRE and includes the proposed conservation easement (CE) recommended to be held by WSRCD with the CE funding agreement in the amount of \$193,794 between the Stewardship Council, WSRCD and the Shasta Conservation Fund.

After an opportunity for board questions and discussion, the board approved the action as described above in the summary of actions and resolutions taken at the board meeting.

Fall River Mills planning unit (ACTION)

Mr. Schweigerdt reviewed the proposed LCCP for the lands to be retained by PG&E at the Fall River Mills planning unit. The LCCP pertains to the retention of 2,393 acres of land by PG&E and includes the proposed CE recommended to be held by Shasta Land Trust with the proposed CE funding agreement in the amount of \$259,300.

After an opportunity for board questions and discussion, the board approved the action as described above in the summary of actions and resolutions taken at the board meeting.

Land Conservation Program update

Ms. Healy provided an update on the Land Conservation Program. She noted 56 transactions had closed protecting over 50,000 acres of Watershed Lands and five more transactions were in the closing process.

Executive Director Heidi Krolick reported at the January 15, 2020 board meeting, the board was not able to reach consensus on the proposed LCCP for the Burney Gardens planning unit. She noted the board's governing documents outlined a process in the event the board could not reach consensus on an action. She said the mediated process was initiated with members of the board and outside mediator David Ceppos of the Consensus and Collaboration Program through Sacramento State. She stated after three mediated sessions neither resolution of the disputes or an acceptable alternative could be achieved. She reported on April 29 the board concluded, by resolution, they could not reach consensus on approval of the Burney Gardens LCCP. She noted formal notice of the action had been provided to PG&E and the CPUC and that the Stewardship Council no longer had a decision making role regarding fee title or the CE interest at the Burney Gardens property. She said an update would be provided to the Stewardship Council's website in order to inform the public of the outcome.

Ms. Healy reported on two recent escrow closings for the Butte Creek and Philbrook planning units.

FINAL PUBLIC COMMENTS

There were none.

BOARD MEMBER ANNOUNCEMENTS

The board acknowledged Aaron Robertson and his contribution to the work of the Stewardship Council and wished him well in his new position.

ADJOURNMENT

Mr. Baggett adjourned the meeting at approximately 12:30 p.m.

DRAFT