

# ORBA Steering Committee Notes

## September 27, 2017

### Agenda

Call to order

Roll call

Adoption of agenda

Approval of the minutes from the previous meeting

Report from the Chairperson (Harry Stone)

Reports from the other committee members

- update from Financial Chairperson (Brian Farkas)
- update from Website Team (Sherry Adams/Gus Drum/Chuck Somerville/John King)
- update from AWI Liaison (Chuck Somerville)
- update from ORBCRE Liaison (Chris Lorentz)

Reports from the working group leaders

- Sustainable Growth and Competitiveness (Harry Stone)
- Water Availability and Management (Ted Lozier)
- Restoration and Protection (Sarah Hippensteel Hall)
- Enterprise and Infrastructure (Kari Mackenbach)

Unfinished business

- Thomas More College and ORSANCO fiscal sponsorship offers
- ORBA 2017 Summit agenda and logistics planning (Chuck Somerville)
- Working Groups and Charters Required by Bylaws
- ORBA Travel Policy [ACTION]
- Outreach plan to engage more organizations/individuals in ORBA to collaborate on high priority challenges
- Status of proposal for Ohio River Basin Initiative (no update)
- Need for communications and public relations leadership (tabled until fiscal sponsorship is in place)

New business

Adjournment

## **Call to Order**

## **Roll Call**

Members Present: Harry Stone, Chuck Somerville, Harry Stone, John King, Kari Mackenbach, Laurel Cornell

Advisors Present: Richard Harrison

Guest: Mike Miller, Jordy Jordal

## **Adoption of Agenda**

The agenda was adopted by consensus.

## **Approval of minutes from the previous meeting**

Approval of minutes postponed until the October meeting.

## **Report from the Chairperson- Harry Stone**

Updates from the Chairperson will occur during the subsequent Summit as presentations and out-briefs.

## **Reports from other committee members**

Updates from Working Group Leaders will occur during the subsequent Summit as presentations and out-briefs.

## **Old business**

***ORSANCO Fiscal Sponsorship Agreement:*** The Chairperson reported on September 22 consensus agreement by the Steering Committee (vote via e-mail) to approve the fiscal sponsorship agreement. David Bailey, Executive Director of the Foundation for Ohio River Education, has signed the agreement. During Dr. Stone's lunch presentation on Wednesday, September 28, Richard Harrison, Executive Director of ORSANCO, Chris Lorentz, Director of Biology Field Station, Thomas More College, and Harry Stone, Chairperson of ORBA's Steering Committee, will sign the agreement. Dr. Cornell offered to take pictures of the signing.

It was noted that there was no election this year. At the 2018 Summit everyone except Dr. Somerville, as Chairperson, and Dr. Stone, as past Chairperson will be up for election.

There was discussion of the need near term for priorities and strategies. Developing priorities and strategies is the goal for working groups and panels.

It was proposed, and agreed by consensus, that the ORBA Summit be in Cincinnati every other year and in distributed areas every other year. This will provide a central location (greatest draw) half the time, and easier access for those farther away half the time.

[Post-meeting Note: ORBCRE later proposed regularly holding meetings together. Their next meeting is in July, 2018 in Athens, OH. Thomas More College will host in 2019. There is also an interest expressed in holding ORBA's Summit in conjunction with the USACE ORBIT. It will be in Huntington in 2018.]

## **New Business**

***New Advisor Recommendation:*** A motion was made, seconded and approved by consensus to invite Heather Mayfield (Foundation for Ohio River Education Director) to serve as an Advisor to ORBA.

***Discussion of Bylaw Change Recommendations:*** Per the fiscal sponsorship agreement, ORSANCO will have a voting seat on the Steering Committee; and (2) ORBA funds will be moved from the West Virginia Capital Conservation District into an ORSANCO account reserved for ORBA.

To address this, Dr. Stone proposed on September 22 the following changes in the by-laws. Per the by-laws, Steering Committee Members have thirty days to review these proposed changes prior to voting.

Section II(b) states:

*The Steering Committee shall consist of between 9 and 12 ORBA members representing a wide-range of interests in the Ohio River Basin with at least one member each from federal, state and local governments, academia, industry, non-profit organizations, and watershed groups or water coalitions. The number of members may be increased based on a recommendation, and majority vote, of the Steering Committee.*

Propose revising from “between 9 and 12” to “between 9 and 15”.

Section II(b)(2) states:

*The Steering Committee members shall be elected by the membership by a majority vote with at least 30% of members participating.*

Propose adding of a sentence and change to a sentence as follows:

*The fiscal sponsor may appoint one ex officio member to the Steering Committee with the same privileges as other Steering Committee Members. Other Steering Committee members shall be elected by the membership by a majority vote with at least 30% of members participating.*

Section V includes the following statement:

*Financial records of all transactions involving Alliance funds shall be in accord with accepted accounting practices, and shall be audited once a year by an independent party as part of the Capitol Conservation District's annual audit.*

Propose revising to read as follows:

*Financial records of all transactions involving Alliance funds shall be in accord with accepted accounting practices, and shall be audited once a year by an independent party as part of the fiscal sponsor's annual audit.*

As a reminder, the procedure for changing by-laws is as follows:

*Any member of the Steering Committee may propose changes to the by-laws at any time. Proposed changes will be circulated to the Steering Committee for a period of 30 days for review, after which, a Steering Committee vote will be taken to accept or reject the changes. To change the by-laws a 3/4 majority vote of all seated Steering Committee membership is required, and will be conducted electronically. Once a vote is called for, no response within 10 business days indicates "informed consent" to the changes.*

It was noted that ORBA's Travel Policy should be reviewed for consistency with the revised by-laws.

***Discussion of Approach to ORBA Objectives for 2018:*** It was noted that objectives for ORBA for 2018 will be discussed at the next Steering Committee Meeting.

## **Adjournment**

The meeting was adjourned to join the ORBCRE Trustees Meeting and Dinner as invited guests.