

# ORBA Steering Committee Notes

## February 27, 2017

### Items for Discussion:

- Call to order
- Roll call
- Adoption of agenda
- Approval of the minutes from the previous meeting
- Report from the Chairperson
  - Updates on meetings and Communications: ORSANCO; Board of the Appalachian Energy and Environment Partnership; Thomas More College; COL Beck
  - Status of proposal for Ohio River Basin Initiative
- 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 (45 minutes)
  - Discussion of AEEP incorporation offer
  - Discussion of potential Thomas More College fiscal sponsorship; approval of next steps
  - ORBA 2017 Summit agenda and logistics planning (Chuck Somerville/Chris Lorentz)
  - Outreach plan to engage more organizations/individuals in ORBA to collaborate on high priority challenges
  - Need for communications and public relations leadership
- New business
- Adjournment

### Call to Order

### Roll Call

Present: Harry Stone, Laurel Cornell, Brian Farkas, Brandon Brummett, Mike Steinmaus, Richard Harrison, Chris Lorentz, Megan Thompson

## **Adoption of Agenda**

The agenda was adopted by consensus.

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

Minutes approved.

## **Report from the Chairperson**

ORBA Membership is now at 100.

ORSANCO: On February 13, Ron Lovan, Chair of the ORSANCO Commission, and Richard Harrison, Executive Director of ORSANCO hosted Harry Stone, Chair of ORBA's Steering Committee, for lunch in Ft. Mitchell, KY. A couple of hours were spent in candid discussions intended to build a strong win-win relationship between ORBA and ORSANCO.

Board of the Appalachian Energy and Environment Partnership: Harry Stone, Chuck Somerville and Mike Steinmaus met with the Board of the AEEP. Devon Duncan is our POC moving forward to discuss the potential of AEEP DBA ORBA.

Rural Action is very interested in participating in focus group engagement on numerous challenges. Conference call between Harry stone and Rural Action leaders will occur during the afternoon of Friday, March 3.

## **Reports from other committee members**

Financial Chairperson (Brian Farkas)

- Balance in ORBA's account in the WV Central District is \$7420.52 including \$450 in new deposits.

Website Team (Sherry Adams/Gus Drum/Chuck Somerville/John King)

- The website is nearly completed and will be reviewed the week of March 6.

AWI Liaison (Chuck Somerville)

- No report; Harry stated that Chuck and talked to Jordy Jordal, Executive Director of AWI, and made him aware of concerns about the AWI report card that ORBA is hearing.

ORBCRE Liaison (Chris Lorentz)

- Positive interest in ORBCRE working synergistically was expressed by Terry Chang, Executive Director of ORBCRE in communications to Chris, Chuck Somerville, and Harry Stone. At this time, ORBCRE is not well positioned to serve as the fiscal sponsor for ORBA.
- ORBCRE joint conference with ORBA, September 27-28, 2017 at Marshall University in Huntington, WV.

## **Reports from working group leaders**

### Sustainable Growth and Competitiveness (Harry Stone)

- GIS Resource Atlas as a Common Platform for Ohio River Basin Data and Communication [Champion from USACE - Mike Saffran]
- Purpose would be to demonstrate the extent of available geospatial data that can be compiled into a digital atlas, and to initiate discussions on potential utility, market and delivery platform. Scheduling call/webinar in next 2-3 weeks related to an electronic Ohio River Watershed Atlas. ORBA input needed to help build case for potential funding in this FY.
- Regional Marketing of the Ohio River Basin to Industry Needing Low-cost Energy, Water, and Water Transportation. [Champion - John Molinaro, President and CEO of Appalachian Partnership for Economic Growth or designee]
- APEG and Jobs Ohio have already discussed the potential value of collaborating with border states to market industrial properties on the upper Ohio to the shale-based petrochemical industry supply chain and other major industrial users, but have not begun reaching out to other states. Outreach could be enhanced by being connected to a geographically neutral organization such as ORBA. ORBA needs to help identify potential partner organizations in Ohio River basin states (other than Ohio).
- Regional Market Development for Ohio River Basin Recreation and Tourism [Still seeking champion and interested stakeholders.

### Water Availability and Management (Ted Lozier)

- No report.

### Restoration and Protection (Sarah Hippensteel Hall)

- No report.

### Enterprise and Infrastructure (Kari Mackenbach)

- No report.

## **Unfinished Business**

### Discussion of AEEP Incorporation Offer

[Mike Steinmaus] Eastern Coal Regional Roundtable. Assistance and training for watershed groups in Appalachian Coal Region. Advocacy to organizations toward legislators - watershed organizations needed funding. In 2010/11. Changed name to reflect mission: AEEP. Bring in energy groups into the organization - part of impacts, be part of cleanup. Had representatives from each state in Coal Region. Up until 2012-13 successful. Busy Board under Mike King - no strong meetings. Doing a monthly newsletter distributed to 1200 until two years ago.

Positives: four Board members would continue; \$9000 in bank; strong regional engagement with watershed groups in “coal country”

Disadvantages: Potential liabilities and no insurance in force; more time required to modify and get approvals for changes in articles of incorporation/bylaws than incorporating fresh; current board does not meet bylaw requirements. Likely a broader board would need to be seated in order for the board decisions to be binding.

Alternative: Incorporate ORBA as a new 501(c)(3) and transfer the assets of AEEP to the new corporation.

Positives: the same as DBA approach, but no liabilities carry forward.

Disadvantages: working out details of Board seats for existing Board.

Valuable organization - make efforts to incorporate their energy into ORBA.

**Action:** ORBA will respond with a proposal to AEEP by March 13.

Discussion of potential Thomas More College fiscal sponsorship; approval of next steps

If agreement is reached for Thomas More College to serve as ORBA's Fiscal Agent, ORBA envisions that Thomas More College might do the following:

- assume administrative, programmatic, financial, and legal responsibility for purposes of the requirements of funding organizations;
- facilitate the submission of proposals and execute and manage contracts and subcontracts;
- serve as the employer of ORBA personnel (if any);
- establish and operate for the use of ORBA a designated account; all amounts deposited into a ORBA's account will be used in its support; maintain all financial records relating to ORBA according to generally accepted accounting principles, retain records as long as required by law, and make records available to auditors as required by law;
- provide the following in-kind benefits:
  - Office space and mailing address at the Thomas More Biology Field Station;
  - Use of classroom and meeting space;
  - Use of copier, computers and printers;
  - Dedicated phone;
  - Conference call service;
  - Guest lodging for small groups (less than 20; overnight fees may apply)

ORBA will include the usual or negotiated general and administrative and overhead rates charged by Thomas More College in proposals. Contract fees will be distributed 85% to the ORBA's account and 15% to Thomas More College for allocation to an alternative account of their choosing.

Comments from Steering Committee: Thomas More College fiscal sponsorship is the best of all worlds. Attaches ORBA to an institution of higher education - viewed as a positive. Money in WV account will move to ORBA account in Thomas More College. Consensus is to move

forward with the Thomas More College agreement. Draft agreement will be run by ORBA and the College for review and approval.

There is a strong desire for there to be a role for AEEP. An approach for moving forward the relationship with AEEP will be drafted by the Chairperson and submitted to the Steering Committee for comment and approval.

Path forward is:

1. Immediate completion of draft agreement with Thomas More College;
2. Immediate completion of draft proposal for path forward with AEEP;
3. ORBA Steering Committee reviews the drafts from 1 and 2;
4. AEEP proposal for path forward will be sent to AEEP;
5. Approved agreement of substance will be sent to Thomas More College for approval of substance;
6. Legal review of the ORBA - Thomas More College agreement will be performed;
7. Steering Committee will be asked to authorize approval of the agreement with Thomas More College.
8. In the future the Steering Committee may decide for ORBA to work with an attorney to draft articles of incorporation and revise bylaws and submit for incorporation.

- ORBA 2017 Summit agenda and logistics planning (Chuck Somerville/Chris Lorentz) Terry Chang, Executive Director of ORBCRE - agreed to have the joint symposium of ORBA and ORBCRE to be held at and hosted by Marshall University (September 27-29, 2017).

- Outreach plan to engage more organizations/individuals in ORBA to collaborate on high priority challenges

The chairperson made an impassioned plea for the Steering Committee to help identify and engage organizations - particularly champions - for the high priority challenges.

- Status of proposal for Ohio River Basin Initiative
- The AWI goals, along with ORBA high priority challenges and the USACE study recommendations were distributed. ORBA may be asked to facilitate nonfederal stakeholders to prioritize the USACE study recommendations for areas where the basin-wide stakeholders feel critical actions are needed. This makes it vitally important that we identify champions and stakeholders for the high priority challenges that we identified to ensure that interested voices are heard.
- Need for communications and public relations leadership
  - Due to time, this topic was not discussed.

## **New Business**

There was no new business.

## **Adjournment**