



LONG TOM WATERSHED COUNCIL

August 2005

****Special Meeting****

Thursday, August 11th

6:00 - 7:00 p.m.

**Council Office, West Eugene Wetlands
751 S. Danebo Ave, Eugene, 683-6578**

**** Special Council Meeting****
Thursday, August 11th

Agenda

6:00 Welcome

*Rich Margerum,
Steering Committee Vice-Chair*

6:05 Applying for 501(c)3 Status
Presentation of Findings

Mike Kesling, Steering Committee Chair

6:15 Q&A and Discussion

Mark Wilkening, Special Group Advisor

6:50 Announcements & Reports

7:00 Adjourn

***Please see the Meeting Backgrounder
on p. 2 for more information.***



***Volunteers being trained in the art of
macroinvertebrate monitoring last year on the Long
Tom River at Alderwood State Park.***

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Our Mission:

The Long Tom Watershed Council serves to improve water quality and watershed condition in the Long Tom River basin through education, consultation, and cooperation among all interests, using the collective wisdom and voluntary action of our community members.

Meeting Backgrounder

Summary of Findings

A Special Council Meeting will be held on Thursday, August 11th from 6:00-7:00 p.m. at the Council Office. This meeting will focus on the recommendation that the Council become its own non-profit and request that the Council affirm that decision. We hope you will come and be part of this meeting. There is extra information on this subject on the website and in this month's newsletter. If you have any questions, please call Dana, 685-6758.

Finding and Recommendation from Steering Committee, July 14, 2005

After reviewing the findings of the Council Development Committee (provided below), Steering reached unanimous consensus on the following motion: Steering is in agreement with the findings of the Council Development Committee and requests the consensus of the Council to begin forming a 501(c)3 and to make the necessary changes to the Charter in an expedient manner.

Council Development Report: Findings on 501(c)3

by Ryan Collay

We have concluded that if the Long Tom Watershed Council is to continue and increase its efforts in water quality monitoring and in completing projects that the reorganization of the Long Tom Watershed Council as a 501(c)3 organization will be necessary.

Our evaluation was based on the following goals:

- ◆What's Good?
- ◆What's Workable?
- ◆What's Flexible?

We collected data, input, and received feedback about the final four structures and choices, and presented these in the newsletter and website for feedback. The structures evaluated were:

- ◆Stay the same, dealing with some minor and major issues along the way
- ◆Blend our structure with an existing group or service-oriented organization
- ◆Create a "Friends of" group as a separate 501(c)3
- ◆Create our own "not for profit" status through a 501(c)3

It seems clear to us that given the major issues:

- ◆Funding and the DEQ
- ◆Staffing and clarity of roles
- ◆Liability and the lack of clarity for the Steering Committee and staff
- ◆Maintaining both our structure and culture

That we should begin forming a 501(c)3 and create the necessary changes in the charter.

Note: *The Formal Organization Committee (2002) recommendation was to use a third-party employer and better relations were built with our fiscal agent as a result. The Council Development Committee found that this structure option was infeasible due to funding problems that would not be resolved, and loss of independence and control of Council culture.*

Meeting Backgrounder

Logistics and Next Steps

- ✓ At July Steering Committee, report and ask for consensus on supporting these findings
- ✓ Present these findings and SC-recommended decision in July newsletter and invite any interested parties to August Steering (since July Council meeting postponed)
- ✓ Set aside \$2,000 dollars to file for nonprofit status (this amount is available in our budget)
 - ◆ Make decision at August Steering, including guests in this conversation
 - ◆ In the interim, continue to use Cascade Pacific RC&D for bookkeeping and reporting
 - ◆ Create a “working group” consisting of people who will work on elements of the overall structure, paperwork, and necessary presentations to Steering Committee and Council.
 - ◆ Retain an attorney to handle the paperwork
 - ◆ Involve a lead and a facilitator
 - ◆ Start the process of Steering/Board education and structure transition
 - ◆ Create by-laws for the 501(c)3, building from and expanding our existing charter; add by-laws to cover employee status and structure required for a 501(c)3 organization and employee status.

Research & Process Summary

by Dana Erickson and Lori Quillen

Problem Statement

The impetus for the Council considering this decision was the need to address two major issues - funding and liability protection.

Funding. The Council currently gets funding for monitoring from the DEQ. In order to receive any future grant funds from DEQ, they require the Council to provide its own 501(c)3 number from the IRS. They will not provide grants to the Council through a fiscal agent. They are not the only funder to have this rule, but the only one affecting a current Council program.

Protection for Liability. The Council currently does not have the ability to purchase insurance or limit the liability of its members to gross negligence as an incorporated entity can. One area where this has been a problem is in projects. The projects contractor is personally carrying the liability insurance for all projects done by the Council, and the insurance does not cover the life of the project after the contractor no longer works with the Council. The Council is a likely named party in any lawsuit. The Watershed Council Self-Insurance policy provided by the State is extremely limited and does not cover projects. Please note that a change in organizational status of the Council, and any insurance coverage the Council might purchase, would not negate the state coverage.

Committee's Objective

Review the Council's organizational status in light of these current problems and choose a status that can address them most effectively, after conducting research and providing for feedback opportunities.

Meeting Backgrounder

Research

With this objective in mind, the Council Development Committee - Chris Massingill, Ryan Collay, Dave DeCou, Rick Hayes and Court Smith, with staff assistance from Lori Quillen and Dana Erickson - began assessing the current structure and several other possible organizational structures in order to understand how they addressed the two main problems, as well as several other aspects of the Council. The final matrix of organizational structures and criteria considered is on pp. 4-5.

Research conducted included:

- ◆ Reading of *The Oregon Nonprofit Corporation Handbook* and preparation of document and summary matrix showing the current organizational status and six options.
- ◆ Review and discussion of 2000-2002 Formal Organization Committee research and findings (posted on website)
- ◆ Discussions with a local attorney, the authors of the *Non-Profit Handbook*, Cynthia Comfer (attorney at law) and Kay Sohl (TACS), and Ken Bierly, Deputy Director of OWEB.

Decision steps included:

- ◆ Review of all organizational options and how they affect all the issues (issues and organizational options are the rows and columns of the matrix, respectively).
- ◆ Grouping of similar organizational options into four main options
- ◆ Prioritizing three major issues (liability, funding, and staffing), the first two being the original impetus for the research, to facilitate comparison.
- ◆ Comparison of the four organizational options for all issues, which resulted in the current finding and recommendation.

Iterative Feedback and Approval Process

After each step in the process, the findings were presented to Steering Committee and Council for approval before the next step was taken by Council Development Committee. Committee members presented to the Council at four meetings to propose the idea and get permission to move forward with research (October 2004), and to collect questions and concerns (January 2005), and to check in during the research phase as requested (May and June 2005). The Council Development Committee also provided monthly updates to Steering Committee for the same purposes.

**Please see also the extensive background materials on the website:
www.longtom.org/newsletter2.html**

Meeting Backgrounder

Council Development Matrix

	Current Status	Third Party Employer	"Friends of" Non - Profit	**RECOMMENDED** Council as a Non-Profit
<u>Funding Sources</u>	<p>*DEQ has also stated that they will not provide money for future monitoring, without the Council becoming its own non-profit.</p> <p>*Council needs to diversify sources of revenue.</p> <p>*Some Foundations will not grant money to organizations that are not 501(c)3.</p>	<p>*Having a third party act as fiscal agent, may not satisfy requirements for some foundation grants; it does not satisfy requirements for DEQ funding.</p> <p>* The third party must receive the grant and complete the work itself</p>	<p>*The "Friends of" organization would be responsible for fundraising for the Council.</p> <p>*The "Friends of" group is essentially a third party</p>	<p>*Having a non-profit status would resolve any questions over the Council's eligibility for foundation grants or money from DEQ</p>
<u>"Board" Liability</u>	<p>*Steering is currently covered under DAS Insurance</p> <p>*Coverage is weak; Projects are not covered.</p> <p>*Council cannot purchase additional insurance</p>	<p>*DAS coverage still in effect.</p> <p>*Third party employer would not provide any coverage for the Council or Steering (or if it is possible to extend coverage for Steering, Council would pay costs).</p>	<p>*DAS coverage still in effect.</p> <p>*Friends group could not provide any coverage for Council or Steering (or if it is possible to extend coverage for Steering, Council would pay costs).</p> <p>*Board of Friends Group would have to purchase insurance (D&O; work comp, etc).</p>	<p>*DAS coverage still in effect.</p> <p>*Liability for projects would be limited to gross negligence.</p> <p>*Primary area of risk would become having employees.</p> <p>*Steering as Board could purchase insurance (D&O; work comp, etc.)</p>
<u>Staff Liability</u>	<p>*Coordinator as "agent of council" has some coverage under DAS Watershed Council self-insurance policy. Uncertain as to whether Projects Coordinator is covered</p> <p>*Coverage is potentially very weak. Project implementation is not covered.</p> <p>*Contractors carry liability insurance; cost is reimbursed by Council.</p> <p>*Projects are covered while policy in effect; life-time of projects ("tails") are not covered.</p> <p>*Contractors currently not charging Council the real cost to them of long-term liability</p>	<p>*DAS coverage still in effect.</p> <p>*Staff liability would be covered if staff was employed by the third party.</p> <p>* If third party does not have field employees, this is a significant change in their risk and coverage needs.</p> <p>* The Council would assume all costs for liability coverage.</p> <p>*Project life-time would be better covered but third party employer would assume this risk after employee left.</p>	<p>*DAS coverage still in effect.</p> <p>*Staff liability would be covered if staff was employed by the Friends group.</p> <p>*Coverage would be similar to that needed for staff if Council is the 501c3</p> <p>* The Council would assume all costs for liability coverage.</p>	<p>*DAS coverage still in effect.</p> <p>*Staff liability would be covered</p> <p>*Having an "insurable organization" and purchasing insurance would greatly reduce the legal risks, short and long term, for staff.</p> <p>* The Council would assume all costs for liability coverage.</p>

Continued on next page



Meeting Backgrounder

Council Development Matrix - cont'd

	Current Status	Third Party Employer	"Friends of" Non-Profit	**RECOMMENDED** Council as Non-Profit
<i>Retaining Staff</i>	<p>*Independent contractors doing the work of the council are not provided with health insurance, retirement, workman's comp or unemployment benefits, and carry significant liability for Council work.</p> <p>*Contractors are responsible only for work outlined in contract.</p>	<p>*not clear what effect this structure would have on retaining staff</p> <p>*might provide better benefits for staff</p> <p>*potentially creates "two bosses" for staff</p>	<p>*Friends group as employer is essentially a third-party employer.</p> <p>*potentially creates "two bosses" for staff</p> <p>*likely for this third party to be more closely aligned with Council, depending on structure, personalities, etc.</p>	<p>*Having employees of the Council would create a more competitive employment situation in terms of benefits and direction as well as liability issues.</p>
<i>Stature Independence Growth</i>	<p>* Council has done well with current structure to this point</p> <p>*Relatively independent</p> <p>*May not be able to continue to grow as much - projects & funding issues</p>	<p>*May provide limited growth but doesn't address the outstanding issue of funding</p> <p>*May affect the independence of the Council - employees would be answering to a third party</p>	<p>*The Council would maintain or increase its independence, as well as its potential for growth.</p> <p>*Staff would be directly responsible to the council.</p> <p>* Stature: this structure may not look as strong or influential as other options</p>	<p>*The Council would maintain or increase its independence, as well as its potential for growth.</p> <p>*Staff would be directly responsible to the council.</p>
<i>Status of Members</i>	<p>*Membership to the council is inclusive and all members have the right to vote on decisions</p> <p>*Decision making is guided carefully</p> <p>*Membership is somewhat unclear</p>	<p>*less independence could affect range of decision making and involvement</p>	<p>*Would probably not otherwise affect the membership of the Council itself</p> <p>*Level of Council independence would be determined by relationship between Friends group and Council</p>	<p>*All membership choices available but must be defined.</p> <p>*Council would have to choose to be either a membership or non-membership corporation (membership must be tracked if the former).</p> <p>* Structure offers considerable flexibility; by-laws could be written broadly to accommodate the inclusive nature of the Council.</p>
<i>Maintenance of Council Culture</i>	<p>*The council has developed a unique culture. There is a broad, grassroots feel.</p>	<p>*feeling of independence may be affected</p> <p>* has potential to weaken the strength and cohesiveness of Council Culture</p>	<p>*Would probably not otherwise affect the structure of the Council itself</p> <p>*Since "Friends group" is a third-party, these comments apply.</p>	<p>*There is some uncertainty as to what effect this structure would have on council culture.</p> <p>*Structure would be more formal, and there would be increased responsibility for the Board.</p>
<i>Requirements</i>	<p>*If the council kept the current organizational structure, the issues of liability (esp. for projects) and for funding would have to be addressed.</p>	<p>To consider this option, a formal letter of inquiry must be submitted to the third party. The Council may have to work at developing a close relationship with the third party depending on the organization. It is not certain that any organization would agree to have employees for the Council.</p>	<p>There are specific requirements up front and annually for a non-profit.</p> <p>*Could increase the work load for board members of the "friends of " group.</p>	<p>There are several requirements up front and annually for a non-profit. Could increase the work load for Steering Committee or officers thereof.</p>

News & Announcements

Species Listed under the Endangered Species Act Up For Review

Four protected species found in the West Eugene Wetlands are among five in Western Oregon being reviewed by federal biologists to determine whether they merit continued or increased protection under the Endangered Species Act. The four species found locally are the Fender's blue butterfly and three wildflowers: the Willamette daisy, Bradshaw's desert parsley and Kincaid's lupine.

The five species are among 33 in the Pacific Northwest, California and Hawaii undergoing five-year reviews required under the federal species act and prompted by judges who have found the U.S. Fish & Wildlife Service at fault for failing to conduct them on time. All of the species have been on the protected list for more than five years - two of them for more than 10 years - and none has been reviewed previously.

Of the five, the Kincaid's lupine and Nelson's checkermallow are on the threatened list and the other three are listed as endangered.

The agency has opened a public comment period in which people can submit views and data on whether the species deserve a greater or lesser level of protection, no change or removal from the list. Comments will be accepted through Sept. 6, and an announcement on whether to seek changes in the status of any of the species is expected within a year.

Send comments on the five-year review to:

Field Supervisor
Attention: Five-Year Review
U.S. Fish & Wildlife Service
Oregon Fish & Wildlife Office
2600 SE 98th Ave., Suite 100, Portland, OR 97266

Send e-mail comments to:

FW1OR5yearReview@fws.gov

COMMENT ON COORDINATOR'S PERFORMANCE & UPCOMING WORK PRIORITIES

COMMENTS REQUESTED by August 9

Soon the Council's Contract Review Team will meet to discuss Dana Erickson's contract performance over the course of the last six months (January – June 2005). At this meeting the group will review the final accomplishments of the 2003-05 work plan.

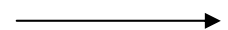
The time has come to share your feedback. Please contact me with your comments and assessment of Dana's performance in providing Coordination Services for the Council. Also, is the Council "on-track" with its work priorities for this year? Do work priorities support and mirror the current Council's action plan as you understand it? Under Dana's coordination - Does the Council function in accordance with the expectations of its members?

I look forward to reading your written comments, please respond by August 9.

Jason Blazar

Long Tom Watershed Council member, Coordination Contract Review Chair
PO Box 24923. Eugene, OR 97402. Email: blazar@camasnet.org

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News & Announcements

Coordinator Work Priorities for First Period 2005-07

The Coordinator work plan is tiered off the Council Work Plan and aims to get specific jobs done, as well as to support the work others are doing for the Council in paid and volunteer capacities.

These priorities will be reviewed as part of the next Contract Review meeting so please send thoughts or comments to **Jason Blazar, Committee Chair** at <blazar@camasnet.org> by **August 9**. You can also contact Dana Erickson, <coordinator@longtom.org>. Thank you for the time you spend helping this Council plan and execute work for the Long Tom Watershed!

Council Work Plan#	% Time	Task	Focus for period July - December 2005
3.2	25%	Sub-watershed Enhancement Program	Determine sub-basin and implement program (end Feb 06).
5.3	20%	Manage & Evaluate Council	Serve as initial and primary contact for Council. Prepare SC meeting materials and respond to requests from Officers. Serve on and advise Council Development, Search, & Resource Development Committees, others as possible. Review and sign payment requests. Provide work plan updates to Contract Review Committee.
1.1	10%	Conservation Strategy	Participate in Willamette Priorities process by writing Long Tom priorities. Update Steering with progress Dec 05.
3.1	10%	Membership Involvement Program	Engage and support committee and non-field volunteers. Guide intern or personnel in writing task and role description; database upkeep.
4.1	10%	Increase natural resource knowledge base of citizenry	Guide Council assistant to write agenda for meetings, tours or workshops Program Committee plans.
5.1	10%	Secure resources	Secure office space. Meet with Resource Development Committee as needed to update fundraising strategy. Produce strategy. Alert RD of grant opportunities. Approve budgets for all Council grant apps.
1.3	4%	Collaborate to address priorities	Document requests. Review and recommend possible roles. Prepare memos to SC. Respond to requesting person or entity. Coordinate Council's involvement through liaison reports to SC and support to liaisons.
1.2	3%	Implement Projects	Serve as contract officer or equivalent for projects work. Help guide work. (start Nov 05)
2.1	3%	Monitor Watershed Conditions	Use monitoring results in sub-watershed program. Serve as contract officer or equivalent for monitoring work. Help guide work.
5.2	2%	Partnerships for Priority Work	Form necessary partnerships for Council's priority work. Create partnership documents.
2.2	1%	Monitor Project Success	Ensure results are presented and discussed in appropriate forum(s), minimum: at SC.
3.3	1%	Outreach	Select and guide Council assistant or intern for newsletter publication. (Contingent upon funding)
4.2	1%	Education Strategy	Select Council assistant or intern to produce an education strategy for the Council. (Document due 9/06)

Long Tom Watershed Council

2005-07 Work Plan

Summary

- 1. Identify and address priority protection, restoration, and enhancement needs**
 - 1.1 Finalize Watershed Conservation Strategy to strategically address limiting conditions
 - 1.2 Implement restoration and enhancement projects
 - 1.3 Collaborate with other entities, including those on a regional scale

- 2. Monitor and evaluate watershed conditions and functions**
 - 2.1 Implement revised monitoring program that combines baseline and restoration program effectiveness monitoring
 - 2.2 Monitor success of individual restoration projects
 - 2.3 Evaluate fish passage barriers

- 3. Encourage and track public participation in watershed projects and activities.**
 - 3.1 Continue implementation of Membership Involvement Program
 - 3.2 Facilitate participation through Sub-Watershed Enhancement Program
 - 3.3 Publicizing participation opportunities and achievements

- 4. Promote and evaluate public learning about watershed science and key resource issues.**
 - 4.1 Increase the natural resource knowledge base of citizens
 - 4.2 Write education strategy document and facilitate urban and rural landowner education

- 5. Build partnerships, organizational capacity, and council effectiveness.**
 - 5.1 Secure resources to continue Council's capacity to conduct work
 - 5.2 Continue partnerships and community building to implement the priority work of the Council
 - 5.3 Conduct the work of the Council openly and efficiently and evaluate effectiveness



Calendar



AUGUST

THURSDAY

11

**Long Tom
Watershed Council
SPECIAL MEETING**
6:00 - 7:00 p.m.
Council Office,
West Eugene
Wetlands

See p. 2-5 for Backgrounder
See back page for directions



SEPTEMBER



THURSDAY

8

**Long Tom Watershed Council
Steering Committee Meeting**
6:30 - 9:00 pm Council Office
For information contact 683-6949

SUNDAY

18

**Long Tom
Watershed Council
Monthly Meeting**
4:00 p.m.

**Outdoor Potluck &
Restoration Tour at
the Little's Property
on Poodle Creek**

September's
newsletter will
have details!!



Volunteer!

Biomonitoring Program **Volunteers Needed**

The Long Tom Watershed Council is looking for volunteers to help us collect macroinvertebrate samples this summer. Volunteers will be paired in teams and use GPS units to navigate to sites around the watershed where they will gather and preserve aquatic bug samples and habitat information in order to help us get a clearer picture of habitat conditions in our watershed. Sampling work may require hiking in steep or rugged terrain and wading in streams.

For more information contact:

Cindy Thieman, 683-2983

or

Lori Quillen, 683-6949, lquillen@longtom.org



Summer Volunteer Opportunities with Stream Team!

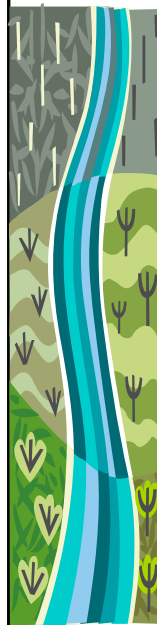
*Improve the health of the waterways
within the City of Eugene by lending a
hand this summer!!*

The Eugene Stream Team is looking for volunteers to:

- *help at the two native plant nurseries on Tuesday and Friday afternoons from 2:00 to 4:00 p.m.
- * monitor western pond turtle nests at Delta Ponds
- * collect native seeds
- * salvage plants from sites scheduled for development

For more information or directions please contact the Stream Team at 682-4850 or

lorna.j.baldwin@ci.eugene.or.us



Watershed Map



Inside: Special Council Meeting Next Thursday, August 11th!!

Long Tom Watershed Council
Phone: 683-6578 e-mail: coordinator@longtom.org
www.longtom.org
751 S. Danebo Avenue
Eugene, OR 97402

Directions to the Project Tour

From W. 11th (Hwy. 126):
Turn north onto S. Danebo. The Council office is the second drive on the right (the Red House), there is a BLM sign located at the entrance.

