



February 19, 2020  
2:00pm – 4:00pm  
Bullion Plaza Cultural Center  
150 N Plaza Cir, Miami, AZ 85539

Meeting Goals:

1. Approve By-Laws
2. Drywells Application Ideas

**2:00pm – Welcome and Agenda Review**

- Introductions
- Review agenda and meeting goals

**2:10pm – By-Laws Discussion**

- Review previous meeting highlights
  - Guiding Statements
    - Vision, Mission, Goals
- By-Laws Subcommittee leads orientation and discussion
- Questions and Discussion from group
- Building a sustainable Board of Directors
  - Number of Board members, 7
  - Stakeholder representation
  - Desired Skillsets
- Subcommittees: bylaws, recreation, science coordination, economic development, mining, grants search, water supply, etc...

**3:00pm – Guest Speaker: Chuck Graf - Drywells**

- Presentation and Questions
  - Where are local stormwater problem areas?
  - Would drywells help with stormwater management?
  - Could this turn into a pilot project?
  - Would this be a worthwhile project for CVWP? For one of the cities?

**4:00pm – Adjourn**

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Attendance:

- |                     |                         |                                |
|---------------------|-------------------------|--------------------------------|
| 1. Chris Jones      | 6. Victoria Hermosilla  | 11. Brandon Parker             |
| 2. Paul Buck        | 7. Michael Seronde      | 12. Mayor Al Gameros           |
| 3. Mary Anne Moreno | 8. Ashley Hullinger     | 13. Chuck Graf (guest speaker) |
| 4. Sandy Palmer     | 9. Ben Downer           |                                |
| 5. Sheryl Cormack   | 10. Jessica Asbill-Case |                                |

**Meeting Summary:**

- Review of draft bylaws
- Structure approved by those present
- Group agreed on Board of Directors structure Option 1
- Line by line workshopping, changes made, recorded by Victoria
- Science and Recreation Committees briefly discussed; SCT formed and lead by WRRC, Rec Committee forming with Brandon Parker and Ben Downer
- COI and Indemnification articles need legal review – NRUMC at UA Law?
- Updated bylaws will be emailed to group, if no changes, vote to approve at next meeting.
- Guest speaker Chuck Graf on the topic of Drywells and their applications

**By-Laws Presentation by Paul and Mary Anne:**

Legal review is needed for:

COI and Indemnification articles, 9 and 10

No one present had any general format issues.

Paul put together a few examples of Board Structure.

- Option 1: BOD separate from the executive – board members and general CVWP membership can run for executive leadership
- Option 2: 7 people total – executive leadership is selected from Board, board is then left with remaining members only. (likely 3-4)
- Executive leadership is selected from board, then board is filled in

Paul suggests version one to avoid burnout; Notes that meeting quorum rules need to be agreed on and carefully formatted to match the board/executive leadership structure.

**Line-by-Line Review & workshop of By-Laws:**

Sheryl wanted to clarify the structure of the committees – referred to article 7.

Chris - re membership. “interested parties” can be members – with interests in the geographic area that is the Cobre Valley watershed. He is happy with the language of the clause but wanted clarify the

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membership rules. General consensus is that the “interested parties” does include city of Globe, Arizona water, San Carlos Tribe, etc.

*Re BOD Structure:*

Concern that under option 2, members could be overburdened.

Mary Ann, - again raises the issue that if the exec and bod are together limited to 7 people, it would mean the BOD would only end up being 3 people....

Sandy – how do we stagger terms? Paul and Mary Ann – first board draw straws to determine who gets either 1 or 3 year terms for first term. Then staggering continues naturally.

Ashley – notes that the SCWC doesn’t have elected leadership, but does have a coordination team, and that is an option. But can be in addition to, or in support of the elected leadership required by the 501c(3)

Mary Ann points out that the 501c(3) should be formed, and if a coordination committee needs to be included, there is a mechanism for amending the bylaws to building in this structure. Also could be developed as standing subcommittee

Chris notes that he thinks the option 1 Leadership structure is best.

Victoria asks group, does everyone present agree that this structure, option 1, is agreeable? All present indicated yes.

*Going over language point by point.*

Article 5.2 work-shopped and changed. See draft document edited by Victoria.

Article 6.2 work-shopped and changed. See draft document edited by Victoria.

Victoria hoping that first elections will take place in March

Everyone indicated that March is a reasonable timeline for election.

Ashley brought up that we are organizing Science Coordination Team meeting for early March, identified dates on the questionnaire can be used to help determine voting meeting date also.

*Committees*

- Ashley/WRRC to form the science committee
- Brandon and Ben will form the rec/trails committee
- More committees as needed and identified can be formed

*Re: conflict of interest and indemnification*

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Victoria will get in touch with NRUMC at UA Law to review these articles

Amendment clauses work-shopped a bit to add that 2/3 of all membership required to approve amendments

Mary Ann: Email today's changes to entire group after NRUMC reviews. If they have objections – email. If none, approved, and adopted as first agenda item at next meeting.

**Guest Speaker, Chuck Graf, Drywells and their applications:**

Presentation by Chuck Graf to explain drywells, their initial intended purpose in Arizona, statute related to aquifer protections, stormwater management, aquifer recharge, drywell designs, studies related to GW quality, and future steps forward.