Executive Committee Meeting  
September 21, 2021

I. Call to Order
Meeting called to order at 10:00 a.m. by Bud Gladstone via Zoom.

Members Present, via Zoom:  
Dave Cammer
Karl Gockel
Fred Huneke
Tom Hutson

Richard Giles
Bud Gladstone
Jeff Graff

Others Present, via Zoom:  
Amy Faulkner
Larry Hulle

Nate Townsend
Gibson Durnford

II. Approval of Minutes
Motion to approve the minutes of the August 17 and August 27, 2021 meetings as presented.

Motion: Dave Cammer
Second: Tom Hutson
Approved

III. Executive Director’s Report
A. Program Report

- Ag Program WFP Approvals: Larry Hulle and Nate Townsend were present to discuss Agricultural Committee motions that require Executive Committee consideration. Jeff noted that on the Clark Dairy Farms LLC, Fred rents his farm to Clark’s and the potential conflict of interest. Fred responded that he does not have a financial interest in Clark’s business but that he would recuse himself from that discussion and vote. The cover crops and repair BMPs being voted on are not related to Fred’s property. Dave asked how many of these farmers lease land from the City and does that reflect a Conflict of Interest? The group discussed at length if Jeff, through DEP which has leases with many program participants qualifies as a business relationships that could present a conflict of interest. Jeff being compensated by the City leaves some questions with regards to the City’s conflict with making decisions. Fred reiterated that in a not for profit world for a major funder to sit on the board of directors making policy and financial decisions is highly unusual. All agreed that these types of questions require further discussion.

The following Whole Farm Plan Revisions have been reviewed and approved by the Agricultural Committee for approval by the Executive Committee and will be presented individually.

TDD 1-800-662-1220

Watershed protection through partnership.

af: 9/27/21
Motions to approve the revisions as presented and approved by the Agricultural Program staff and Committee:

John Shephard – DEC-311 – Revision 6 – 2022 Workload Revision  
Motion: Tom Hutson  
Second: Fred Huneke  
Approved

Ruth Fuller/William Laughman – DEP-104 – Revision 7 – Standard Revision documentation by reason of ASR  
Motion: Richard Giles  
Second: Tom Hutson  
Opposed: Dave Cammer and Jeff Graff  
Approved

Molly Brannen – DEC-111.1 – Revision 6 – 2020 Workload cost increase  
Motion: Dave Cammer  
Second: Richard Giles  
Approved

Paul, Gwen & Dennis Deyesenroth – DEC-119 – Revision 14 – 2021 Workload cost increase  
Motion: Tom Hutson  
Second: Dave Cammer  
Approved

Ernest & Barbara Hanselman – DEC-048 – Revision 17 – Cover Crop increase and 2021 Workload cost increase  
Motion: Dave Cammer  
Second: Fred Huneke  
Approved

Jim & Russell Darling – DEP-005 – Revision 15 – Cover Crop increase and supplemental documentation by reason of conservation easement  
Motion: Dave Cammer  
Second: Tom Hutson  
Approved

Clark Dairy Farms LLC – DEC-139 – Revision 13 – Cover Crop increase and BMP repairs  
Motion: Richard Giles  
Second: Karl Gockel  
Recusal: Fred Huneke  
Approved

Additionally, to be proactive to avoid the perception of conflict of interest the highlighted farms below were discussed during the September 14th Ag Program Committee meeting and if the participants were present we asked them to recuse themselves and we put them in the zoom waiting room and then asked the remaining committee members if they had any questions on these revisions and marked it in the minutes. The first 2 were from previous years and will be implementing cover crops this Fall. The Ag Committee is requesting these also be considered by the Executive Committee.

Motion to approve the following revisions as presented and approved by the Agricultural Program staff and Committee:
Karl Gockel – Ag Committee/Council - cover crops approved at May 2018 Ag Committee, he was present but the WFP was brought as ‘For Information Only’ and was not voted on for approval (was under Ag Program Manager approval).
Motion: Dave Cammer
Second: Richard Giles
Recusal: Karl Gockel
Approved

Larry Burgin – Ag Committee/Council - cover crops approved at June 2018 Ag Committee, he was present but the WFP was brought as ‘For Information Only’ and was not voted on for approval (was under Ag Program Manager approval).
Motion: Fred Huneke
Second: Richard Giles
Recusal: Tom Hutson
Approved

Also, listed on the September 14th agenda under summary review we also had another potential conflict with Gwen Deysenroth for 2021 workload cost increase. No further action needed by Executive Committee.

• 2.1.12 Crop Expense Funding Guideline: The Ag Committee presented the modified guideline to the Ag Committee and is now requesting Executive Committee Consideration. Jeff asked for an updated, revised document based upon the discussions at the recent Ag Committee Meeting. Jeff’s questions were how was the rate justified and what are the eligible categories. Jeff stated he is not in a position to vote today with not receiving the updates. Nate Townsend shared the revisions to the screen to provide Jeff with the additional information. Nate explained the justification for the rates and the science behind the guideline. Jeff requested time to further review the cover crop language.

Motion to approve the revisions to the 2.1.12 Crop Expense Funding Guideline as presented.
Motion: Richard Giles
Second: Fred Huneke
Recusal: Karl Gockel, Tom Hutson, Richard Giles, Fred Huneke

Bud asked Jeff for direction on the approval of the guideline, if anyone on the Committee that has or may participate in the cover crop program it would not have a quorum. Jeff will be abstaining simply because he needs more time to review. Fred explained again that as a Board member Jeff he has a duty of loyalty to WAC. Jeff stated that WAC should have the conversation to resolve this issue with others at the Agency. Fred and Bud both asked Jeff to be an advocate for WAC.

Motion to withdraw previous motion:
Motion: Richard Giles
Second: Fred Huneke
Approved

The group further discussed that since this is a well-represented guideline presented by expert staff and backed by justification and science, recusal from the approval of the guideline is not necessary.

Motion to approve the revisions to the 2.1.12 Crop Expense Funding Guideline as presented.
Motion: Karl Gockel
• **EOH Program Revisions:** Gibson Durnford presented the following revisions for Executive Committee consideration.

Motion to approve the revisions as presented and approved by the EoH Agricultural Program staff and Committee.

Big Elm Farm – UEB – 026 revisions as presented.
Motion: Dave Cammer  
Second: Tom Hutson  
Approved

Muscoot Farm – WEMU – 003 revisions as presented.
Motion: Tom Hutson  
Second: Dave Cammer  
Approved

• **Nutrient Management Credit Awards:** The Agricultural Program Committee approved the following motion at its recent meeting, *Motion to Recommend and advance to the Executive Committee for approval the request that the Ag Program Committee recommend the WAC Executive Committee authorize the approved FY22 Nutrient Management Credit (NMCredit) budget amount of $576,752.00, furthermore, that the Peer Review Committee be delegated to approve NMCredit record submittals, notify and award the budgeted amount in accordance with the Guidelines and SOPs governing the NM Credit program.* Prior to today’s meeting Jeff stated that he was instructed to abstain voting on this until after the meeting scheduled for September 30th with WAC, ACC, OEA, DOI that will focus specifically on nutrient management credits. Bud felt that this motion is simply to establish the amount of money and formalize the budget approval. If there is a change in the procedure on how it gets encumbered that can still be incorporated. Jeff stated that the peer review portion of the process may have some changes as well. The motion currently reads as though the Peer Review would award, notify,... The Executive Committee decided to hold off consideration until the end of September. The Committee can reconvene for special meeting to address this if necessary.

Gibson Durnford and Nate Townsend left meeting at this time.

**B. Operations Report**

i. **Payment Request/Financial Status**

• Bill Newberry was present to give financial update. He reported that YPTC had delays closing out July and working through the first month closeout without Spring. YPTC will be working to close out both July and August and be back on track for the October Finance Committee meeting. Bill further reported that he recently worked with Ag staff along with Ryan and Amy to further detail cash flow throughout the month of October. Based upon the approval of a transfer of $500,000 from Expense to Capital to continue to pay back the due to due from; there will be enough cash on hand to carry WAC through the end of October and include the all of the anticipated program projects i.e. open BMP projects, cover crops, CSBI and regular expenses. Bud asked what the biggest issue YPTC is facing currently with regards to working with WAC. Bill responded that YPTC continues to learn the intricacies, currently has dedicated about 1.5 FTEs to assist WAC and honestly feels that is not enough to get everything done in a timely manner. Jeff asked for more information on the PPP loan...
transfers back to the NBT account, specifically when was the deadline for repayment and does that mean those monies are technically still available until January or February. Bill reported that the repayment date is a few months out. Karl clarified that the money to run WACs programs should be coming from contracts with DEP and does not agree that this money is ‘available for use’. Jeff explained he is not advocating for that at all.

- Ryan provided a written report in advance as he was not able to attend the meeting today with conflicting appointments. The report included the following additional information:

44 West Lease Update – Larry Underwood reached out yesterday @ 4:00. He is awaiting on confirmation from DEP, OEA, DOI, et al on what shall suffice as back-up documentation relative to monthly rent invoicing. Additional corrections to the WAC and partner apportionment, as well as a further reduction in square footages (removing common “free” space; hallways, stairwells, etc.) has been incorporated. Pending direction from DEP, a final sublease package should be available shortly.

IV. Chair’s Report – Bud Gladstone
A. Executive Director Position
- Bud reported that Ryan Naatz was formally notified of the Executive Committee’s decision to advertise externally and intention to have a final decision to present to Council via motion at the November Council meeting. Ryan responded: I sincerely want to thank the Executive Committee for their time, consideration and prior recommendation. Personal interests aside, I recognize that my current position is one which must accept uncertainty and remain amenable to change. In that regard, I appreciate that this Committee, WAC itself, must do its due diligence and be certain with any such appointment. To that end and despite any awkwardness, please know I will continue to serve for the time being and look forward to further updates, either way, as may be practicable.

B. Monitoring Report
- WAC’s response to DOI was submitted 9/15. Initial discussions between DOI, WAC (Ryan) and respective counsel is scheduled today 2-4pm. Positions, next steps and action will be advanced accordingly.

V. Executive Session
Motion to go into Executive Session to discuss contract negotiations.
Motion: Karl Gockel
Second: Fred Huneke
Approved

Jeff Graff and Larry Hulle left the meeting at this time.

Motion to come out of exec session
Motion: Dave Cammer
Second: Fred Huneke
Approved

VI. Adjournment
Motion to adjourn at 11:45am
Motion: Dave Cammer
Second: Tom Hutson
Approved