

WELL Steering Committee Meeting  
May 22, 2006

### **Proposal to have monthly SC meetings**

Annie: We would be better organized for each meeting, have fewer meetings, give the Bradford's their home back.

Liam: I don't think we can do that. Every meeting deals with very important issues that need resolution within the next couple of weeks.

Spring: I don't think we are organized enough yet to do that.

Diane: I would love fewer meetings.

Annie: The SC is like a springboard for the rest of WELL. Maybe that would be handled after the governance is complete. Tabled this.

### **WELL/REDI reimbursement**

Spring: Computer crashed many times. Bought new one. We paid extra for expedited shipping, \$168, and asked WELL to pay for it.

Liam: REDI bought the computer and I guess they are asking us to share the burden. With the main computer down, the office was not printing, email was not working.

Annie: I'd like a treasurers report.

Spring: We have \$2000. Got From the Wilderness payment and RLNC deposit.

Approved.

### **Willits Building Moratorium**

Diane: Safeway expansion includes a Starbucks and gas station. I can go to the city council on Wed and point out that this is exactly the kind of development that we want to avoid. Anyone want to go with me.

Annie: I can do that.

Diane: Anyone interested in writing something.

Spring: I was going to do a newsletter this week. It might be ready by Wed.

### **WELL/REDI next 6-12 months**

Spring: REDI interested in WELL's plans regarding staffing, fundraising insurance, timeline. Want to know how this will affect REDI.

Brian: If we actively promote membership could be significant fundraising.

Richard: If we reinvigorate Grange this could help too.

Tim: We can't ignore the vagueness of this relationship. If we had a diagram about the relationship it would help I think.

Liam: I think it would be premature to give such a plan since we have not passed it. We are close to presentation of governance, strategic plan. Think membership is too. Once these are passed, then we are in a position to give REDI an idea of where we are going forward. I don't think we are ready now to answer those questions, by the end of July perhaps.

Spring: Is anyone interested in having WELL become its own 501c3? (nobody does).

Liam: I did use an example of that in our governance document, so maybe they saw that and interpreted it as intentions.

Annie: Maybe can we tell REDI we do not see ourselves applying for a 501c3 anytime soon, such as the next 6-12 months.

Marc: Sounds like some concern about mutual support in this relationship? Is there something going on that's unspoken?

Spring: I think they are just responding to what Liam said. They also know we are doing planning and want to know what's ahead. They are also strapped and are doing fundraising and want to know if someone wants to come to fundraising meetings to get stuff done?

Brian: Are there some people who don't know about, or don't understand our MOU with REDI? I feel we have a fruitful relationship and I think we should tell REDI that. I don't think it's responsible to put it out there that we are considering change if we aren't.

Liam: There are some concerns that we may want to have more politically active, such as endorsing candidates, that we can't do now as a 501c3. However, I don't know of anyone suggesting that we should do this soon, it is just a limitation that we should be aware of. I regret my statement in the governance document.

Spring: I can say to REDI that we are not planning to become, nor have we considered becoming, our own 501c3, and that we can't answer their other questions yet because we are in the planning process still. We also are appreciative and grateful for our relationship with REDI and look forward to a continuing and healthy coexistence. (statement approved).

Liam: After the WELL planning process, I would gladly help with fundraising.

### **WELL/REDI MOU**

Spring: I don't think we should change our MOU. I think we get our value out of this relationship.

Brian: 15% net or gross?

Spring: It is written as gross.

Tim: It was clear that for RLNC this gross caused trouble. I thought they would not let us go into the red on RLNC.

Spring: Our agreement is what is written down and signed. I also think that accounting would be done to prevent what happened. I am open to changing it to net, but also to learning the lesson a different way.

Annie: I want to apologize that we didn't take this into account. Some suggestions, I want to ask REDI for 10% and maybe a clause that we don't go into the red on events.

Marc: Why 10% not 15%

Annie: Just seems like 10% shows up a lot in many places when selling things.

Liam: I support keeping it at 15%. I feel we get more out of our relationship than the 15% would pay. Our contribution to the office is relatively miniscule at present and we get a great deal of benefit out of it. Our 15% now is not that much money. They are going to a great effort to provide us a place for meetings, for office equipment, utilities, mortgage, we are giving small contribution to that at present. The 15% is not that taxing to us. We should think instead about how to raise money for ourselves and their needs.

Richard: I think WELL has been a great reinvigoration of REDI. We shouldn't downplay our level of importance there. The place is swelled up with activities, especially Thursdays. We have great potential contribution still. They do have a pretty good funding mechanism in place and have had some successes with it. They need us as much as we need them.

Brian: I think Tim is making a good point, that if our relationship is clear and mutually supportive and we are doing this thing and wanting to be a good contributor. What we have got to do is our accounting so we are both getting good income. My gut feeling is that should be net. If we are going for membership and have fees we need to be clear about what the overhead is.

Jason: If we go for net, then this would be 50%, not 15 or 10%.

Brian: Well if it after expenses then 50/50 would be fine.

Tim: I'd like to do it on 10% of net. Can we make as part of our communication with REDI that as circumstances change our agreements change. As it is I'd like to go for 10% of gross.

Spring: Can we do a straw poll about 15%.

Liam: I would propose that we leave it at 15% of gross with the caveat that if substantial changes are happening with the funding of our organization that we renegotiate.

Marc: What about going to 50% of net?

Brian: It is about equity. It is also about costs being covered. If we get a million dollars for an event wouldn't it be great to say here's your cost being covered for the next several months.

Liam: 15% holds us accountable and holds us responsible for the way we raise funds. Keeps us from gambling on things. That responsibility is important.

Spring: I agree. It is easier to account to a 15% that is coming than 50% of an unknown of net.

Annie: Having done a lot of fundraising in this county there are lots of questions, it is unpredictable. I've been in an event where we lost over \$1000. Many things get canceled at the last minute.

Tim: Yeah, 50% of net should be tied to 50% of net loss too.

Jason: Our MOU is flexible, so we can renegotiate at any time.

Liam: I like the 15% at present. If we are concerned about things on the bottom end, let's write a clause. If we are concerned about the upper end we should have a cap. 1. We continue with the 15% of gross, 2. We propose a conditional clause that keeps us from going into the red on fundraising projects if that means we pay them the full 15%, 3. That we pay no more than \$35,000 in a fiscal year.

## **WELL Calendar**

Spring: Lanny and I did a lot of work on the business forum. We got to the point where we wanted to coordinate with the Chamber, and the membership committee and their business partnership. In light of that I spoke to Lynn and she said after the BALLE conference in June we will meet. So seems like this will happen in August. I never called Tom Palley, he's too busy, the other one didn't call back, and Jason had something with Ecology Action and this didn't work. When I laid out all the work of the Strategic

Plan, Governance and Membership and presentation and voting on by the plenary, that takes all our meetings.

Annie: A committee of RJ and Brian and I haven't actually met, but have been talking about doing something with the Grange and an old-timers panel and we were talking about the fall. Basically, it's the desire to work with local traditional groups, clubs and organizations, anything to do with agriculture fits into the Grange. Could be a presentation with Brian facilitating how to draw them out on what used to be here, and let's get more membership for the Grange.

Brian: Through the Grange we help rebuild local agriculture. Let's give the Grange a new life.

Jason: This takes a lot of time. I have trouble being at those meetings because Kristin is on call, the boys go to bed at 8 pm.

Liam: I like the Grange, related to FAA and 4H. They have some of the skills. I think it is an excellent concept.

Annie: I think we could do this event quickly. How about July 10<sup>th</sup>.

Spring: My understanding is that the membership committee presents June 26<sup>th</sup>. After that, there has to be an election, soonest that could be is Sept.

Liam: That's not my understanding. The governance document could be posted ahead of acceptance so people could put their names in for elections before everything is approved.

Spring: There's a 30 day notice for elections. Membership comes first.

Annie: I am bummed out about all this. The idea of 3 months of meetings like this sounds terrible. Can't we sprinkle some fun stuff in between to keep people interested in WELL.

Brian: Why don't we plan a summer party, maybe with the Grange.

Diane: Another way to look at the same problem working on this and the 10 of us show up and fall comes and there's all this new WELL stuff.

Liam: At the beginning of March, the SC was given 6 months to complete this.

Annie: What's keeping us from presenting all these documents at once.

Spring: Makes sense to have them printed out and give to a plenary meeting. Then if you are really interested in giving input, have them show up.

Marc: How about we do a one day workshop, the same people who came in March.

Jason: Give them all the documents ahead of time to do their homework.

Brian: Then we will have a party afterwards.

Richard: How about the Grange.

Spring: The logistics could be difficult.

Diane: Just a party. No decorations.

Brian: Have a meeting inside. Have the party same place.

Spring: July 15<sup>th</sup> for WELL workshop on document presentation, discussion and voting.  
Approved.

Annie: July 10<sup>th</sup> for the Grange “Old-timers” speaker event.

Richard: I can check on that.

Diane: Then let’s move the WELL workshop to the 22<sup>nd</sup>. Approved.

Annie: How about a project update meeting on June 12<sup>th</sup>.

Jason: Do the WELL workshop at City Hall, and the party afterwards here.

### **County Box Ordinance**

Approved.

### **Announcements**

Spring: Brian C. returned the \$100 we sent him for bumper stickers, wants the money to support WELL. (A bunch of thank you Brian’s).

### **Tim**

We have all kinds of simulcast possibilities through the Carnegie building. If you have content, let us know about this.

### **RJ**

Showing the Future of Food. The 16<sup>th</sup>.

## **Next meetings**

June 12<sup>th</sup>. Annie facilitates

June 5<sup>th</sup>. Tim facilitates