

Willits Economic Localization  
May 1, 2007 – 6:00 pm  
Coordinating Committee Meeting Minutes

Location:  
REDI Haus  
121 W. Commercial  
Willits, CA 95490

In attendance:  
Brian Weller – Facilitating  
Freddie Long  
Mary Zellachild  
Jason Bradford  
Liam UiCearbhaill

### **Agenda Item 1 – RLNC Report by Brian Weller**

Everything is unfolding well. Current reservations are lower than expected, but Brian met with Freddie and Liam to look at the numbers and the money should work out OK. The one surprise was realizing that we will be paying \$80 per each non-resident attendee to Brooktrails Lodge as well as \$80 per each attendee to the caterer while only charging the non-residents \$150. Thus we will be losing \$10 on each non-resident who is there for the whole weekend. The numbers still look somewhat better than break-even.

Speakers are lined up, a few more reservations are expected and it was noted that many signed up or paid up at the last minute last year. Brian noted that Esther from Brooktrails lodge is leaving town on May 13 and would like a reasonable estimate by that time.

There will be a meeting of volunteers on Thursday, May 3 here at REDI Haus at 4:00 pm to map out final logistics.

### **Agenda Item 2 – Rental Report by Liam UiCearbhaill**

- 1) Event Rental – The Grange sent us a response to our counter proposal:

**From:** Annie Weller [mailto:abweller@pacific.net]  
**Sent:** Thursday, April 26, 2007 11:47 PM  
**To:** WELL Office  
**Cc:** abAnn Weller; Richard Jergenson; Erika Bruce  
**Subject:** Re: Grange Rental

Dear Liam,  
the following decision was made today by the Grange event committee....see our reply notes to follow yours...in *italics*...

-AW

----- Original Message -----

**From:** [WELL Office](#)

**To:** 'abweller'

**Sent:** Thursday, April 26, 2007 10:10 AM

**Subject:** Grange Rental

Annie,

Last week the Coordinating Committee met and considered the Grange's proposal for event rental.

We would like to accept your offer for June 4, 2007 of \$75 for the evening including use of the kitchen (two person access only). The Grange will leave us chairs for WELL to set up and put away when done. WELL will sweep and put out the trash.

- 1)
- 2) *YES< this is agreed, it is priced as a special one time situation - due to your urgent need at the time of request - the future rentals of the great hall will continue to be at the usual rate of \$200 plus \$30 for extra hours. we are attempting to rebuild and repair this historical building, and must stick to our agreed contracts in order to obtain funds to repair many areas and years of neglect. Please request a written contract for this rental asap.*
- 3)
- 4) We will not take the Grange up on the offer of two evening events per month at \$250. We propose as an alternative that we will rent from the Grange on an event by event basis at the \$75 rate offered for the June 4 event.
- 5) *We are willing to rent the small dining hall at the rate of \$75 per evening event (approximately 3 hours) If the kitchen is used, it is an extra \$25, and there are only 2 authorized people allowed in that area.*
- 6)
- 7) We would like to know what lead time is reasonable for reserving the Grange in advance so that we can publish the location of events for our Calendar.  
*We also want to know as soon as possible - for any requested use, so we can approve and calendar it. Please send a contract with payment for each rental. We suggest that you keep a blank contract on hand - make copies for each event, etc. We suggest that you get on our calendar 2 months in advance to assure availability*

In addition we would like to rent the Grange Hall for our June 18 Quarterly Meeting on the terms in #3 above.

*The rental of the small dining room can be arranged as we have indicated in our reply above....\$75 per event plus extra \$25 kitchen usage fee. The large hall rate is as per standard contract agreement*

*Yours,  
Little Lake Grange Event Committee*

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Liam proposed that, due to the considerable price difference between the Grange and the Willits Community Center, we should avoid using the Grange unless it is absolutely necessary.

Proposal Passed unanimously.

2) Liam listed the following research on a new office for WELL

- 1) 713 S. Main - Visited it with Brian 4/13/07 - Barely or not adequate Larger - 150 sq ft - \$350/mo  
Smaller - <100 sq ft - \$275/mo - Total \$625/mo - Alan Grossman
- 2) 258 S. Main - Visited it on 4/18/07 - Adequate space, some office furniture included \$550/mo.  
Landlady (Valerie of Valerie's Village Beauty Salon in back of office) says that JP's is not a good neighbor. Lanny says he is good reference.
- 3) Van Hotel - 916-391-5393  
4/20/07 - TCT: busy, Fax tones twice 4/23/07: got message machine, then a message that memory is full.  
4/24/07 - TCT: Left a message on the machine

- 4) Old Restaurant next to Printing Plus - Has no number posted and Printing Plus said that many have investigated, none have rented.
- 5) Potential spot near Pub, Lanny will give them our contact info.
- 6) RJ noticed rental space upstairs in Hathaway building on Mendocino Ave. Spoke to Galen Hathaway and looked at the offices. Two options both upstairs apx \$1/ft, negotiable for longer lease: 1) apx 900 sq ft, large common room, separate office, bathroom, shower, kitchenette, two smaller rooms, bookshelves. Needs some work, they are willing to do the work for a longer lease. 2) apx 600 sq ft, three decent sized offices on common inner hallway with kitchenette & toilet. No elevator, steep stairs, no disabled access.
- 7) Toni Amelung suggested Claudia Reed's house. Renting for \$900/mo, Toni would sublet the garage for her pet grooming.
- 8) Ellen Bogue suggested the other half of the new Resource Center near Brown's Corner. I spoke to Mark at GlenMark Storage 459-4628. There are 6 rooms, apx. 1300 sq ft, \$1300. He is available this morning to show it. The Resource Center would like the other half rented in whole, otherwise they may need to move in four months when their lease is up. GlenMark will rent the whole building to a single renter at that time if one is available and the whole building is not rented out by then.

Brian said he would look at the office space in front of Valerie's Beauty Salon.

### **Agenda Item 3 – Summer Schedule Report**

Liam discussed the following:

- 6/4/07 - Greg Pahl @ the Grange
- 6/18/07 - WELL Quarterly Meeting @ Community Center
- 7/4/07 - Frontiers Day Parade
- 7/16/07 - Speaker - Maria Gilardin
- 7/21/07 - Film in the Park - Cuba
- 7/28/07 - Dance @ Grange Porta Vida - (Melinda Clark)
- 8/?/07 - Speaker - Kate Marianchild - Fifty Species Challenge (7/30, 8/13, or 8/27)
- 8/18/07 - Film in the Park - CERT
- 9/10/07 - WELL Quarterly Meeting
- 9/15/07 - Film in the Park - Water?
- 9/24/07 - Shay Salomon - Little House on a Small Planet

By general agreement, Brian will talk to Melinda Clark about the dance at the Grange. We believe that it would work better, and receive more of our energy, if we moved that dance to October and made it the Halloween Ball. If Melinda wants to pursue it on her own for July WELL will publish the publicity through our normal channels.

Maria Gilardin, Kate Marianchild, and Shay Salomon all received approval from the committee.

Liam laid out the plan for the Film in the Park series and proposed a WELL budget of \$300 per event (one each in July, August, and September).

Proposal Passed unanimously.

### **Agenda Item 4 – Water Challenge**

Brian met with Tami Jorgenson on Monday night, in part to discuss her opening address to RLNC. In addition Tami asked if WELL could be instrumental in a Water Challenge to students in our schools to be rolled out before the end of the school year.

Vision: Each student challenged to think up 10 ideas for water conservation. The entries will be judged by a panel including Ed Burton, the Brooktrails Water Guy, the Willits Water Guy, and Rachel Olivieri based on several categories of criteria. Every wins something, the best entries get something more (solicited prizes from the community, etc.).

Liam suggested: “The Mayor’s Willits Water Challenge”

The committee generally liked the idea. Brian will send a schedule after rigging one up with Tami, Liam will do follow-up.

### **Agenda Item 5 – Work Assistance**

The committee expressed concern that there is more work than Liam can reasonably accomplish.

Freddie proposed that Liam be authorized to hire help as needed up to 10 hours per week.

Proposal Passed unanimously.

### **Agenda Item 6 – October Events**

Liam asked for authorization to contact the Grange to start planning the Harvest Festival and to contact both REDI and the Grange to start planning the Halloween Ball.

Proposal Passed unanimously.

### **Agenda Item 7 – Food Group Report**

Mary noted the number of food resource groups there are in Willits and is working to help them communicate with each other:

#### **WILLITS FOOD CONNECTIONS**

WELL food group  
WISC Garden  
Hospital Garden  
Community Farm  
Marin Street Garden  
Grateful Gleaners  
Ecology Action  
Ridgewood Ranch  
Max Myers  
Willits Action Group

Purpose of WELL Food Group:

To encourage and support local food production and consumption by  
Helping existing farmers stay in business  
Encouraging more food to be grown locally  
Continuous consciousness raising to create and keep a local consumer base  
Keep in touch with and help coordinate local food-raising activities

Possible weekly local food column: (Mary)

Advertise the Decaters CSA (this next week)  
Interviews with local food growers  
Updates on various gardens  
Advertise upcoming activities  
Harvest Festival  
Hospital garden dinners  
EA workshops  
Max's workshops  
Food-related classes  
Interviews with EA interns and apprentices  
Ongoing: where and when volunteers, materials, funding are needed

October Local Food Month/Harvest Festival: All participate?

The committee was impressed and encouraged her to continue and to keep us all apprised.

## **Agenda Item 8 – Financial Report**

Freddie presented the financial reports:

- 1) Earthmind Balance Sheet as of March 31, 2007
- 2) Earthmind Profit & Loss by Class January through March 2007

She explained the class distinctions and the fund distinctions that do not show up yet on these reports because the monies for those funds were not in Earthmind's bank accounts in the first quarter of 2007.

The committee expressed confidence in Freddie's accounting methods and satisfaction with the reports.

## **Agenda Item 9 – Merge & Bylaws**

Liam noted that Michael Hackleman is not listed as a member of WELL, which could be an issue if we put him on the merged Board of Directors.

Brian proposed that we vote Michael an Honorary Member of WELL in consideration of the work that he has done through Earthmind on our behalf.

Proposal Passed unanimously.

Bylaws as presented by Mary:

**DRAFT**

**BYLAWS OF  
EARTHMIND a.k.a. WELL**

A California Corporation

PURPOSE

The purpose of WELL is to foster the creation of a local, sustainable economy in the Willits area. We choose to do this by:

- Encouraging projects that help fulfill our vision of an enduring local economy that provides health and security for our community
- Watching for opportunities to partner with other organizations to support common goals
- Facilitating dialogue, action and education with our community
- Identifying gaps in the local economy that need action and
- Incubating and coordinating projects that help fill those gaps.

We choose to support visible actions, tangible new infrastructure and sustainable relationships among people, institutions and the planetary ecology. We support the passions of our membership and of other people and organizations working towards a similar vision. Areas of our focus will be food, energy, shelter, transportation, business, and any other areas that contribute towards the creation of a local, sustainable economy.

Members

A member of WELL will be any individual who supports and encourages the vision and purpose of the organization and who pays an annual membership fee. It is understood that some members will give their support through taking an active part in WELL projects while others will lend their financial support to and approval of WELL projects.

Liability of Members: No member shall be personally liable for any indebtedness or other obligation of the corporation.

The Board

(Directors of the Corporation)

Number: The authorized minimum number of directors of the Corporation shall be five.

Qualifications: To be elected as a member of the Board, an individual shall have been a member of WELL for at least 9 months, shall have worked actively on at least one of WELL's projects, and shall enthusiastically support the vision and purpose of WELL

Elections: Directors will be elected at a quarterly meeting of the membership. All members present at the meeting will have a vote. A "yes" vote by 60% of the attending membership will carry the vote. No proxies or absentee ballots will be allowed.

Term of Office: Board members will hold their position for a one-year term.

Board Structure:

- The Board shall have a President, Secretary and Treasurer. The position of Secretary and Treasurer may be held by one person. The officers shall be members of the Board.
- Board officers are empowered to make emergency decisions.
- A quorum shall be 80% of the Board.
- A proposal with 80% of the yes votes shall be considered passed. However, before the vote is considered complete, the person making the dissenting vote shall have a chance to present her/his position again and another vote will be taken.
- The Board shall meet at least once a quarter, as business presents itself.
- Board members can call an emergency meeting with a week's notice.
- Board members shall take turns facilitating meetings.
- Members have the right of recall of Board members.

Board Responsibilities

The Board will:

- Receive and distribute funds granted for the purposes of the organization and will be accountable for the same.
- Develop guidelines that help the Administration Team carry out its duties
- Receive and decide on issues presented to it by Board members and other members of WELL
- Consider issues carefully and make decisions which best further the vision and mission of WELL
- Support members' efforts to plan and actualize presentations and events that educate the public and/or WELL members about issues that further WELL's vision and mission.
- Call plenary meetings when the election of Board members, proposed changes to the Bylaws or other important business needs to be presented to and voted on by the whole membership. Changes to the Bylaws shall require an 80% vote.
- Provide continuity and momentum for the organization

Jason suggested that the paragraph

- A proposal with 80% of the yes votes shall be considered passed. However, before the vote is considered complete, the person making the dissenting vote shall have a chance to present her/his position again and another vote will be taken.

Be changed to

- A proposal with 75% of the yes votes shall be considered passed. However, before the vote is considered complete, the person making the dissenting vote shall have a chance to present her/his position again and another vote will be taken.

The committee agreed as well as accepting several spelling and grammatical changes. Liam was empowered to work with Hannah Nelson to produce a Bylaws proposal for the June Meeting based on the work shown above.

## **Agenda Item 10 – Regrant Proposal**

Liam presented the following proposal

### **Proposal for WELL 'Regrant' process**

- 1) Written application including
  - a) Name of applying organization and legal status (relates to how the grant is administered)
  - b) Mission of applying organization (Formal or Informal)
  - c) Contact person(s) 'officers' with contact information for applying organization
  - d) Specific amount and purpose of moneys applied for.
  - e) Timetable for when the money is needed and when it is likely to be spent.
- 2) Personal presentation at a Coordinating Committee meeting.
  - a) Contact and/or 'officer' of the applying organization presenting
  - b) Presentation will NOT be followed immediately by vote on grant
- 3) Consideration by CC with presenter not present
  - a) Does Budget allow?
  - b) Is project a good fit?
  - c) Is Organization/Officer sufficiently responsible to accept grant or does it need administration from WELL?
- 4) Vote by CC
  - 1) Vote specifies the terms of the grant (whether equipment purchased & loaned, check issued, etc.)
  - 2) Recipient informed of vote.
- 5) Operational Facilitator prepares agreement detailing the specific agreement, signs it and gets the signature of the 'officer' from the applying organization
- 6) Operational Facilitator issues check, purchases equipment, etc.
- 7) Status reports on each grant expected periodically through the timetable of the grant as originally specified.

Freddie suggested using a form similar to one used by Intersection For the Arts.

Liam proposed that he use the procedure above and the form Freddie provided to develop a form for WELL, to be titled WELL Midwife Program, and to send it to the committee via e-mail. If no objections are raised then Liam will publish the process to the membership.

Proposal Passed unanimously.