

Agenda Item 3. Minutes of the September 16, 2021 Special Board Meeting

Possible Action: Approve, modify and approve, or deny.

MINUTES

Nebraska Environmental Trust
Special Board Meeting
Thursday, September 16, 2021
6:30 PM

The virtual conference meeting of the Nebraska Environmental Trust was called to order by Chairman Andersen at 6:30 PM at the Ferguson House, 700 South 16th Street, Lincoln, Nebraska. Notice of the meeting was published in the Omaha World Herald on September 4, 2021.

In accordance with § 84-1411(7)(b) of the Nebraska Open Meetings Act, the agenda, documents to be considered at the meeting, and the current version of the Open Meetings Act were provided at the physical location and posted at <https://drive.google.com/drive/folders/1juSv2LanUsrr-BqK5hElw-3WHWqN94YT?usp=sharing>. Chairman Andersen asked attendees to silence their cell phones during the meeting.

Roll call was conducted and a quorum was present.

Members present via Zoom or in person: Chairman Josh Andersen, Edgar; Vice Chairman Jim Macy, Nebraska Department of Environment and Energy; Mr. Jeff Kanger, Lincoln; Mr. Jim Hellbusch, Columbus; Mr. John Orr, Blair; Mr. Felix Davidson, Valley; Paul Dunn, Omaha; Mark Quandahl, Omaha; Mr. Rod Christen, Steinauer; Mr. Quentin Bowen, Humboldt; Dr. Gary Anthone, Department of Health and Human Services; Mr. Jim Douglas, Nebraska Game & Parks Commission; Mr. Tom Riley, P.E., Nebraska Department of Natural Resources; Mr. Steve Wellman, Nebraska Department of Agriculture.

Members absent: None.

Staff present via Zoom or in person: Mr. Mark Brohman, Executive Director; Ms. Holly Adams, Grants Administrator; Ms. Pam Deines, Grants Assistant; and Ms. Sandra Weaver, Office Specialist. **Parliamentarian present via Zoom:** Lori Bucholz, PRP.

Agenda Item #3: Discussion and Approval of Minutes for the 3rd Quarter August 18, 2021, Board Meeting

Motion by Mr. Douglas, seconded by Mr. Christen to approve the minutes of the 3rd Quarter August 18, 2021 Board meeting.

Discussion:

Mr. Wellman expressed concern that the number of pages and detailed comments in the minutes made it difficult to be confident they were accurate. He asked that the issue be looked at in the future. There was no further discussion.

Voting Aye: Mr. Hellbusch, Mr. Orr, Mr. Quandahl, Mr. Davidson, Mr. Christen, Mr. Bowen, Mr. Douglas, Dr. Anthone, Mr. Riley, Mr. Wellman, Mr. Macy, Mr. Kanger, Mr. Andersen.

Abstain: Mr. Dunn.

13 Voted Aye, 1 Abstain. Motion carried.

Agenda Item #4: Executive Committee Report – Recommendations and Discussion

Public Comment:

Ms. Sandy Scofield expressed concerns about hiring a recruiter and proposed language in the job description for hiring an executive director.

a. Approval to Hire a Recruiter up to \$24,999

Motion by Mr. Quandahl, seconded by Mr. Orr to authorize the chair to enter into a contract to hire a recruiter up to \$24,999.

Discussion:

Mr. Douglas questioned the language and wondered if the expense was reasonable for advertising in section 2.1 of the proposed contract. Mr. Quandahl reported the Executive Committee serving as the Search Committee met on August 31, September 7, and September 14, 2021. The Committee discussed entering into a contract with Ford Webb Associates, a national recruiting firm with extensive experience with entities in Nebraska and other states. He stated the Search Committee looked for a consultant to fit and complement the resolution passed at the August 18, 2021 Board meeting and provide transparency, efficiency, and the best outcome. The language for the proposed contract was vetted through Ford Webb Associates and attorneys from the Nebraska Department of Administrative Services and the Attorney General's Office. Mr. Kanger added while going through the contractual scope of services, the amount was negotiated down to enhance the value. Mr. Davidson indicated the contract would significantly increase the probability of a good outcome in the search. Mr. Hellbusch reported the contract recruiting expenses were lower than usually charged in his industry.

Voting Aye: Mr. Orr, Mr. Dunn, Mr. Quandahl, Mr. Davidson, Mr. Christen, Mr. Bowen, Mr. Douglas, Dr. Anthonie, Mr. Riley, Mr. Wellman, Mr. Macy, Mr. Kanger, Mr. Hellbusch, Mr. Andersen.

14 Voted Aye. Motion carried.

b. Review of Hiring Process and Schedule

Chairman Andersen reported a recommendation for the new executive director would be brought to the Board by the Search Committee at the 4th Quarter Board meeting on December 2, 2021. Mr. Quandahl stated the proposed timetable for hiring an executive director was created using advice from the Nebraska Attorney General's Office and information from State Personnel. The position opening will be advertised on the Nebraska State Jobs website beginning on September 17, 2021. The deadline for applications is October 22, 2021. Additional meetings will be held by the Executive Committee serving as the Search Committee. Mr. Davidson encouraged Board members to be active in the search process.

c. Executive Director Job Description

Mr. Quandahl provided the background for the job description draft created by the Search Committee. Input for the job description was utilized from Ford Webb Associates, other executive director openings within the state, human resources at the Department of Administrative Services, and Friends of the Nebraska Environmental Trust. Mr. Quandahl stated the intent was to incorporate a theme that the executive director sought will have an unswerving commitment to the mission of the Nebraska Environmental Trust. Mr. Dunn reported having information from the previous executive

director search that could have been used for the job description. He suggested adding the exact language for the mission of the Environmental Trust and some level of expertise and training in at least one of the five focus areas of the Environmental Trust pertaining to conservation and the environment. Mr. Orr asked about the compensation range and the flexibility of the Board to pay a new executive director a desired salary. Mr. Macy reported the salary is limited to the amount of Personal Service Limitation (PSL) available to the Nebraska Environmental Trust in the current biennium budget. Mr. Douglas added although the job description was well done, reference to environmental and conservation education and experience would have enhanced the description and would have benefited the applicant. Mr. Hellbusch placed leadership skills as the most important qualification for an executive director. Mr. Wellman stated he supported the job description and although not all of the terminology was listed, it does not mean it will not be part of the qualifications or assessment of a candidate. Mr. Bowen commented the first three paragraphs of the job description states twice where more information on the Environmental Trust and what it stands for may be found.

Mr. Riley left the meeting at 7:08 PM.

Agenda Item #5: Discussion and Approval to Contract with DAS and/or Center of Operational Excellence up to \$5,000

Public Comment:

Mr. Bob Wickersham expressed concern about the approved expenditure limit for the recruiter contract and that no contract with the Department of Administrative Services (DAS) was available for examination at the meeting. He suggested a new executive director with exceptional leadership skills might have issues with following another agency's guidance on how to run the Trust.

Motion by Mr. Quandahl, seconded by Mr. Orr to authorize the Board chair to enter into a memorandum of understanding with the Department of Administrative Services and/or Center of Operational Excellence for up to \$5,000.

Discussion:

Mr. Davidson commented the memorandum is inexpensive in terms of process improvement and consulting engagements and he is a strong advocate. Mr. Douglas indicated he was supportive of seeking process improvement and asked for clarification on provided services. Mr. Macy responded that the Center of Operational Excellence helps code and non-code state agencies with process improvement activities. Typically, the memorandum could be executed into a Lean Six Sigma process improvement, a study of an individual issue identified by the staff or Board, or any number of other activities. The state has many process improvement coordinators that may be used. Mr. Douglas asked about the length of time that training and advice are available and whether it would address the audit issues. Chairman Andersen responded that DAS needs two to three months' notice before its services can be used. Approval is necessary for the Board to enter into a memorandum of understanding at a future date. A memorandum will be somewhat fluid as the Board moves forward.

Mr. Hellbusch stated he wondered why \$5,000 was necessary for a contract with DAS, but decided it gave oversight in addressing the audits and would appease the Friends of the Nebraska Environmental Trust. Mr. Bowen commented the Board does not know who will apply for the position of executive director and what their experience level will be. The executive director will need to know what the expectations and past problems are. It will be important to

be proactive. He noted the Search Committee's work had been diligent. Mr. Douglas questioned what the \$5,000 represented. Mr. Kanger asked if the Bylaws or policies set a dollar amount of Board expenditures that need to come before the Board for approval. Executive Director Brohman indicated there was no guidance. Mr. Kanger stated he hoped DAS could provide recommendations and best practices such as setting dollar amounts, reviewing voting processes to prevent the need for special meetings, and suggestions for inside audits.

Mr. Wellman asked how time-sensitive an action on the memorandum is. He stated he would like to see more detail on what is included in the memorandum, what kind of work is expected, and the time commitment needed for receiving services. Mr. Quandahl reported agenda items 5 and 6 were an attempt to leverage outside resources to help the staff and Board realize the mission of the Environmental Trust. He indicated the state budget process constricts the number of full-time employees and the money that may be spent on staff. Agenda items 5 and 6 were added at the suggestion of the Attorney General's Office. Mr. Christen commented he supported expenditures on agenda items 5 and 6 because it would help meet the mission of the Trust. He stated the Performance Review Committee has never been utilized during his last 13 years to see whether high expenditure projects were justified. Mr. Dunn stated he would not support the memorandum because of a lack of clarity on what DAS would provide. Mr. Orr noted information on the Nebraska Lean Six Sigma training and its costs and time were on the DAS Operational Excellence website. Mr. Bowen stated approval of the motion allows the Trust to get its foot in the door with DAS in a timely manner. What is desired in the agreement will be discussed in future meetings. Chairman Andersen noted Ms. Adams is green belt certified through the Nebraska Lean Six Sigma and stated he believes the Board could see a large return with a small investment for the memorandum. Executive Director Brohman reminded the Board that the Lean Six Sigma system was implemented by the current governor's administration, and it might not be continued by the next administration.

Voting Aye: Mr. Quandahl, Mr. Davidson, Mr. Christen, Mr. Bowen, Dr. Anthone, Mr. Wellman, Mr. Macy, Mr. Kanger, Mr. Hellbusch, Mr. Orr, Mr. Andersen.

Voting Nay: Mr. Dunn, Mr. Douglas.

Absent: Mr. Riley.

11 Voted Aye, 2 Voted Nay. Motion carried.

Agenda Item #6: Discussion and Approval to Continue use of Parliamentarian up to \$10,000 annually

Public Comment:

Mr. Bob Wickersham commented Robert's Rules of Order are simple and rather than hiring a parliamentarian, an organization such as Toastmasters could be used for free training.

Presentation of Plaque:

Chairman Andersen presented a plaque to Mr. Douglas in honor of his nine years with the Board of the Environmental Trust and his many years with the Game and Parks Commission. Mr. Douglas will retire as Director of Game and Parks Commission on November 1, 2021.

Mr. Douglas left the meeting at 7:49 PM.

Public Comment:

Ms. Sandy Scofield asked the Board to follow its laws and rules because it is the right thing to do and not because the Friends of the Nebraska Environmental Trust is looking over its shoulder.

Motion by Mr. Orr, seconded by Mr. Christen to continue the use of a parliamentarian of up to \$10,000 annually for one more year.

Mr. Orr requested the word “annually” be struck from the motion, since it could indicate the use of the parliamentarian would continue.

Amended Motion by Mr. Orr, seconded by Mr. Christen to continue the use of a parliamentarian of up to \$10,000 for one more year.

Mr. Orr and Mr. Christen accepted the motion as amended.

Discussion:

Mr. Wellman questioned whether the Board needed to put the use of a parliamentarian out for proposal to ensure the Trust is following its Bylaws and the state law for bids. He believed the parliamentarian rules of the meetings could be managed by the Board. Mr. Davidson commented the large number of pages in Robert’s Rules of Order is not simple and the Board is spending too much time finding the right way to administer its actions. Mr. Orr stated he believed the Attorney General’s Office recommended having a parliamentarian for another year and thought it would be a good investment. Mr. Kanger commented some members recommended using a parliamentarian when he served as Chairman. He believed working with a parliamentarian through the last year was valuable and he would support the motion. Mr. Quandahl reiterated his support of the motion and noted the Environmental Trust’s Bylaws called for utilization of the rules contained in the current edition of Robert’s Rules of Order Newly Revised Edition. Mr. Christen and Mr. Bowen stated they were in support of the motion.

At the request of Chairman Andersen, Lori Bucholz, PRP, explained the education and steps required to become a professional parliamentarian.

Voting Aye: Mr. Quandahl, Mr. Davidson, Mr. Christen, Mr. Bowen, Dr. Anthone, Mr. Macy, Mr. Kanger, Mr. Hellbusch, Mr. Orr, Mr. Dunn, Mr. Andersen.

Voting Nay: Mr. Wellman.

Absent: Mr. Douglas, Mr. Riley.

11 Voted Aye, 1 Voted Nay. Motion carried.

Agenda Item #7: Public Comment and Good of the Order

Mr. Orr thanked the Board members responsible for preparing information and documents for the meeting for their time and hard work.

Mr. Rob Schupbach noted that the Nebraska Open Meetings Law is powerful and has more legal implications than Robert’s Rules of Order. He stated violation of the Open Meetings Law may cause Board decisions to be revoked and an attorney might be needed for legal issues.

Mr. Bob Wickersham clarified the Board was not sued for violation of Robert’s Rules of Order but was sued for a violation of a section of state law that described grants that the Board could not grant and for violations of requirements in the Open Meetings Law.

Ms. Sandy Scofield noted she served six years on the Nebraska Legislature’s Appropriation Committee and obtaining additional staff is possible. She expressed concern about the huge expense if the Board’s model to hire a parliamentarian was used by the other 200+ state boards.

Agenda Item #8: Date and Location of Next Meeting

December 2, 2021, 6:30 PM, location TBD.

Chairman Andersen presented an appreciation plaque to Mark Brohman and thanked him for his 15 years of service as Executive Director to the Nebraska Environmental Trust.

Agenda Item #9: Adjourn

Chairman Andersen adjourned the meeting at 8:14 PM.

Respectfully submitted,



Mark A. Brohman
Executive Director

DRAFT