

**MINUTES OF THE CENTRAL WASATCH COMMISSION (“CWC”) EXECUTIVE/ BUDGET/AUDIT COMMITTEE MEETING HELD ON MONDAY, JUNE 26, 2023, AT 8:00 A.M. THE MEETING WAS CONDUCTED WITH A VIRTUAL OPTION AT THE CWC OFFICES LOCATED AT 41 NORTH RIO GRANDE STREET, SUITE 102, SALT LAKE CITY, UTAH.**

**Present:**  Chris Robinson, Chair

 Mayor Jeff Silvestrini

 Mayor Erin Mendenhall

 Laura Briefer

**CWC Staff:**  Blake Perez, CWC Executive Director of Administration

 Lindsey Nielsen, CWC Executive Director of Policy

**Open Executive/Budget/Audit Committee Meeting**

1. **Chair Christopher F. Robinson will Call the Meeting to Order and Welcome Committee Members and Public.**

Chair Robinson called the Executive/Budget/Audit Committee Meeting to order at 8:00 a.m.

1. **Committee will Approve Minutes from 5/15 Meeting.**

**MOTION:** Mayor Silvestrini moved to APPROVE the May 15, 2023, Meeting Minutes. Chair Robinson seconded the motion. The motion passed with the unanimous consent of the Committee.

**Stakeholders Council Update**

1. **Stakeholders Council Co-Chairs, Will McCarvill and Barbara Cameron, will Update the Board on the Special SHC Meeting.**
2. **Co-Chairs will Brief the Committee on the Voted Upon New SHC Leadership.**

Chair Robinson reported that the Stakeholders Council held a Special Meeting on June 21, 2023. Stakeholders Council leadership, Will McCarvill and Barbara Cameron, were present to share updates with the Executive/Budget/Audit Committee. Mr. McCarvill explained that some administrative details were discussed such as appropriate meeting dates and the Rules and Procedures document. The most important portion of that meeting was the vote for new Stakeholders Council leadership. John Knoblock was elected as Chair and Carl Fisher was elected as Vice-Chair. Mr. McCarvill appreciated the opportunity to have served as Chair for the last two years. Ms. Cameron has been a fantastic partner. He also thanked CWC Staff for their support. Mr. McCarvill stated that he would miss Mr. Perez who would be leaving the organization shortly.

Mr. Knoblock introduced himself to the Committee. He has served on the Mount Olympus Community Council with Mayor Silvestrini in the past. In addition, he had been involved in the Mountain Accord process, was on the Bonneville Shoreline Trail Committee, was the Board Chair for Trails Utah, and was the Chair of the Stakeholders Council Trails Committee. He was also a member of the Millcreek Canyon Committee. He has a lot of experience with meetings and looked forward to assisting with the efforts of the CWC. Based on the feedback received during the Stakeholders Council Retreat, Council Members wanted to prioritize the Mountain Accord. Mayor Silvestrini congratulated Mr. Knoblock on the Stakeholders Council Chair appointment. He noted that Mr. Knoblock was someone who took action, was passionate, and had integrity.

Mr. Fisher introduced himself to the Committee. He has been with Save Our Canyons for 20 years and had been doing work within the Wasatch for almost 25 years. He believed it was important for the organization to refocus on the Mountain Accord, which he had some ideas about. Mr. Fisher wanted to work with Mr. Knoblock and the rest of the Council Members to reconvene the stakeholder groups that were in place during the Mountain Accord. Reviewing the Mountain Accord document again to make sure everything was up to date was also important. He believed the Legislation needed to be more of a priority for the Stakeholders Council and CWC Board.

Ms. Cameron wished the new Stakeholders Council leaders well. Chair Robinson expressed his appreciation for Mr. McCarvill and Ms. Cameron. Their leadership and commitment was impressive. He reported that Ms. Cameron would remain on as a Stakeholders Council Member. Mayor Silvestrini thanked Mr. McCarvill and Ms. Cameron for their service on the Stakeholders Council but also for all of the work that they had done in the area over the years.

**Staff Transition**

1. **The Committee and Staff will Work to Develop a Staffing Transition Plan.**

Chair Robinson reported that job descriptions were sent out to Committee Members recently. Additionally, an Employment Agreement prepared by CWC Legal Counsel was sent to Executive/Budget/Audit Committee Members. Executive Director of Policy, Lindsey Nielsen, reported that she proposed CWC Staff with two full-time employees and one part-time employee, with the titles of Executive Director, Director of Operations, and Community Engagement Coordinator. The Community Engagement Coordinator would assume all of the responsibilities that were previously tasked to the Community Engagement Intern. That position would become a more permanent role within the CWC. The Director of Operations would assume the administrative tasks that Executive Director of Administration, Blake Perez, had been taking care of to date. That position would also assume the Recording Officer responsibilities that she had been taking care of to date. The Director of Operations would assume the Budget Officer role, take care of the bookkeeping, CWC Staff payroll, manage the office administration, and handle treasury issues, leasing issues, contracts, consulting agreements, and financial reporting.

Ms. Nielsen explained that the Director of Operations would also take care of the facilitation and coordination of public meetings. The position would serve to assist the Executive Director as needed with strategic planning, planning the annual CWC Board Retreat, and coordinating the Wasatch Symposium. Ms. Nielsen reported that there would be roles assigned to all three of the CWC Staff positions to represent the CWC in and around the Central Wasatch Mountains, build and maintain relationships on behalf of the CWC, and other work as assigned by the Executive Director. As for the part-time position, it would largely take on the responsibilities that the intern position currently covered. That included social media and website content creation. The employee would also be tasked with more frequently representing the CWC in the community at outreach events. That person would be the point person for the CWC Youth Council as well. It was suggested that the part-time employee work approximately 20 hours per week.

The required qualifications for CWC Staff positions include the ability to travel intermittently for work, living within Summit County or Salt Lake County, and fluency in both G Suite and Microsoft Office Suite. Since the part-time position would manage the social media, there also needed to be familiarity with Instagram, Twitter, and Facebook. Ms. Nielsen reviewed the details related to the Executive Director position. It would assume the majority of the project work for the CWC, such as the Legislation and transportation work as well as management of the Stakeholders Council. There would also be work with other CWC Staff on the Wasatch Symposium, CWC Youth Council management, and carrying out direction from the CWC Board.

Chair Robinson believed the recommended compensation levels were $125,000 for the Executive Director, $100,000 for the Director of Operations, and $40,000 for the Community Engagement Coordinator. He asked how that level of compensation would fit within the CWC budget. Ms. Nielsen explained that if the proposed compensation levels were accepted without negotiation, it would total $265,000. That was in line with where the CWC had been when there was more robust staffing. As it pertained to the CWC budget, there were lines in the budget that provided compensation for more than one intern. The funding for that position would be absorbed by what was proposed. The levels of compensation proposed were in line with the cost of living.

Mayor Silvestrini was supportive of the basic structure proposed by Ms. Nielsen. However, he wanted to see more clarity in the Executive Director job description. It stated that the Executive Director “directs the staff,” but he thought it should state, “directs and supervises the staff.” With respect to the other position, he thought language should be added to state that those positions reported to the Executive Director. It made sense for there to be a clear hierarchy structure. Mayor Silvestrini also believed that the Executive Director needed to be responsible to the CWC Board with respect to the budget. He was fine delegating the day-to-day tasks to the other positions, but the ultimate budget responsibility should be with the Executive Director. While all of the positions referenced building and maintaining relationships on behalf of the CWC, he felt that the Executive Director should be the public face of the organization to outside bodies.

Mayor Mendenhall explained that she had not reviewed the documents yet, but would do so, and would share suggestions at that time. As for CWC Staff, she encouraged there to be some coordination on in-office days. She also wanted to see some reference to the creation of an accountability structure. Ms. Nielsen liked the suggestion and stated that she would add in that language. She reported that the in-office days were Tuesdays and Thursdays. She presumed that would continue once hiring was done for the new positions. Chair Robinson wondered where the CWC Offices will be located after April 2024. It was important to remember to terminate the existing lease but also to have another plan moving forward. Mayor Silvestrini did not have a problem with the two in-office days but felt there needed to be an open line of communication to make sure it was still working. He assumed the Executive Director would determine that.

Ms. Nielsen reviewed the proposals shared by the CWC Board, which included the following:

* Accountability system to track working hours and paid time off for vacation and sick leave;
* Create a clear delineation of hierarchy within the job descriptions;
* Make it clear that the Executive Director will direct and supervise other CWC Staff; and
* The Executive Director would be the public face of the organization.

Mayor Silvestrini wondered if the part-time role could still be an Intern. Ms. Nielsen explained that she had been very impressed with their current intern. She learned quickly and fit in well. Mia McNeil served on the Millcreek Youth Council during her high school years, so she had experience with Youth Councils. As a result, Ms. Nielsen hoped that it would be possible to offer the part-time role to Ms. McNeil. It would be possible for her to work the 20 hours, even when school was in session starting in September. That would also simplify the hiring process as only one new person would need to be hired to fill the Director of Operations position.

Chair Robinson reported that a Closed Session was scheduled so the Executive/Budget/Audit Committee could discuss compensation for CWC Staff. According to Mr. Perez, the combined compensation for salary in the current budget was $250,000. Chair Robinson wanted to stay within that amount if it was at all possible. Laura Briefer had a comment about the required qualifications for the CWC Staff positions. She wondered if the organization was able to require vaccinations. That matter could be discussed with CWC Legal Counsel.

Mayor Silvestrini believed it was appropriate to discuss compensation during Closed Session. He suggested advertising for both the Director of Operations position and the Community Engagement Coordinator position. The salaries for those positions should also be listed in a range. Chair Robinson wondered if he had a range in mind for those positions, such as $30,000-50,000 for the part-time position and $80,000-110,000 for the full-time position. Mayor Silvestrini did not believe the range should be above the amount that had been proposed by Ms. Nielsen. It could be $30,000-40,000 and $70,000-100,000. Mayor Mendenhall wanted to stay with the budget that had already been determined, which was $250,000 for CWC Staff.

Chair Robinson wondered if there was support for Ms. Nielsen moving ahead and advertising for the two positions. The Executive/Budget/Audit Committee would want to interview the finalists before a final selection was made. Mayor Silvestrini agreed and thought it was best to start moving forward with that sooner rather than later. He wanted to smooth out the transition as much as possible. Chair Robinson suggested that the Executive/Budget/Audit Committee serve as the Selection Committee for the CWC Staff positions. When all of the responses were received, the Selection Committee could determine who would be interviewed. Mayor Silvestrini supported Ms. Nielsen in vetting the applications and presenting the top contenders to the Selection Committee for additional discussion and consideration. Since there would not be a CWC Board Meeting in July, it was suggested that an email be sent to CWC Board Members to summarize what had been discussed during the Executive/Budget/Audit Committee Meeting.

Chair Robinson believed that when Ms. Nielsen was ready to discuss candidates, it would make sense to convene a Special Meeting of the Executive/Budget/Audit Committee. Something like that could be done in July or August 2023. There would be a CWC Board Meeting in August.

Ms. Nielsen explained that when the CWC hired in the past, there was a tally kept of all of the incoming applications and the existing CWC Staff did the initial first pass. A list of the finalists was presented to the Selection Committee and those finalist applications were weighed against a set of qualifying criteria. That process could continue if that was desired by the Committee. Ms. Nielsen shared some future meeting dates with Committee Members. There was an Executive/Budget/Audit Committee Meeting scheduled for July 17, 2023, and a CWC Board Meeting on August 7, 2023. She would update the job descriptions based on the feedback received. She suggested that the jobs be posted on July 5, 2023, and there be 30 days to submit applications. Finalist applications could be shared on August 4, 2023. That would allow there to be a review of the finalist applications ahead of the scheduled August 7, 2023, CWC Board Meeting.

Chair Robinson suggested reducing the response time to three weeks instead. If that timeline was followed, it would be possible to hold an Executive/Budget/Audit Committee Meeting on July 27, 2023, ahead of the August 7, 2023, CWC Board Meeting. Based on that schedule, Chair Robinson did not believe the Executive/Budget/Audit Committee Meeting needed to be held on July 17. Discussions were had about the best time for that meeting. It was determined that the next Executive/Budget/Audit Committee Meeting would be held at 1:00 p.m. on July 27, 2023.

**Closed Session**

1. **Upon Affirmative Vote of the Executive/Budget/Audit Committee, Chair Christopher F. Robinson will Open a Closed Session for the Purposes of Discussing the Character, Professional Competence, or Physical or Mental Health of One or More Individuals as Authorized by UTAH CODE ANN. 52-4- 205(1)(a).**

**MOTION:** Mayor Silvestrini moved to go into CLOSED SESSION for the Purposes of Discussing the Character, Professional Competence, or Physical or Mental Health of One or More Individuals as Authorized by UTAH CODE ANN. 52-4-205(1)(a). Mayor Mendenhall seconded the motion. Vote on Motion: Chair Robinson-Aye; Mayor Mendenhall-Aye; Mayor Silvestrini-Aye. The motion passed with the unanimous consent of the Committee.

**Closed Session Ends and Executive/Budget/Audit Committee Meeting Re-Opens**

1. **Upon Affirmative Vote of the Executive/Budget/Audit Committee, Chair Christopher F. Robinson will End the Closed Session and Re-Open the Executive/Budget/Audit Committee Meeting.**

The Closed Session ended and the Executive/Budget/Audit Committee Meeting was re-opened.

Chair Robinson reported that the CWC wanted to offer the Executive Director $115,000 for compensation. Ms. Nielsen and CWC Legal Counsel would take the draft agreement and correlate that with the job descriptions. It could then be circulated to the Executive/Budget/Audit Committee for review and finalization. To stay within budget, $5,000 would need to be removed from the compensation of one of the other CWC Staff positions that had been proposed. Ms. Nielsen noted that there was a line in the description that stated, “No employee will work for 40 hours a week and make under $80,000.” She could change that to $75,000 or $70,000 if that was desired. Chair Robinson suggested changing that to $70,000 as a minimum. Some ranges would be determined and the two CWC Staff positions would be advertised ahead of the next meeting.

Chair Robinson pointed out that there needed to be a way to properly thank Mr. Perez for all of his work within the organization. It was determined that something would be scheduled shortly.

**Public Comment**

There were no public comments.

**Adjourn Executive/Budget/Audit Committee Meeting**

1. **Following a Motion and Affirmative Vote, Chair Christopher F. Robinson will Close the Public Meeting.**

**MOTION:** Mayor Silvestrini moved to ADJOURN. Mayor Mendenhall seconded the motion. The motion passed with the unanimous consent of the Committee.

The Central Wasatch Commission Executive/Budget/Audit Committee Meeting adjourned at approximately 9:00 a.m.

***I hereby certify that the foregoing represents a true, accurate, and complete record of the Central Wasatch Commission Executive/Budget/Audit Committee Meeting held Monday, June 26, 2023.***

Teri Forbes

Teri Forbes

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Minutes Secretary

Minutes Approved: \_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_\_