

**NDSWRA Board of Directors Meeting
Minutes: January 27, 2010**

The meeting was called to order at 8:35 a.m. by Brad Torgerson, President.

Roll Call

Present: Brad Torgerson, Mike Korman, Patty Fiorenza, Lavern Berger, Angela Boeshans, Brady Brunsvold, Brenda Watt

Also present: Diana Trussell

Absent: LeahRae Amundson, Tom Beauchamp, Lance Loken

Additions/Deletions to/from the agenda

There were no changes or additions to the agenda. **Approval of the agenda Motion/Seconded by PFiorenza/ LBerger. Motion carried.**

Secretary/Treasurer's Report

December 16, 2009 minutes were sent prior to the meeting via e-mail. **BTorgerson recommended tabling the approval of the minutes from the December 16, 2009 meeting until the February 24, 2010 meeting.**

New Invoice/Payment Requests -

Invoice/payment requests and the Financial Statement for December were sent via e-mail/fax by LAmundson prior to the meeting.

Bill Date	Invoice #	Vendor	Description	Amount
2/5/2010	Feb Statement	LeahRae Amundson	Secretary/Treasurer January 2010 Services @ \$125	\$125.00
2/5/2010	Feb Statement	A Boeshans, Exec. Dir - February bill for January Services	\$525 salary plus cellphone/internet reimbursement, membership bonuses	
Total		Bills to be approved for Payment Jan 27, 2010 NDSWRA Board Meeting		\$125.00

BTorgerson recommended tabling the approval of invoice/payment requests including corrected minutes item until the February 24, 2010 meeting.

Financial Report – For the period of December 8th, 2009 to January 7th, 2010: Checking beginning balance of \$5,718.60; Revenue of \$565.32, and Expenses of \$743.91; resulting in an ending checkbook balance of \$5,540.01. The savings account earned interest of \$2.82, for an ending savings account balance of \$8,889.50. With the Certificate of Deposit of \$8,001.04, the total balance including assets was \$22,430.55 as of January 7, 2010. **BTorgerson recommended tabling the approval of the December 2009 Financial Report until the February 24, 2010 meeting.**

Executive Director's Report

Mailbag – 2 new members joined, Mary Ahlstrom of Environmental Services out of Colorado and HIT, Inc., a non-profit. ABoeshans reported that the membership list on the website is fairly

up to date, though the 2 new members still need to be added and a few vendors need to be deleted that did not renew.

*Steve Tillotson joined the conference call.

Membership: 119 members.

Old Business

Web Software/Domain Fees- ABoeshans reported that the domain fees for each of the three websites would be \$300 per year to renew. It was suggested at the last meeting to bring the other 2 sites onto the NDSWRA site since the other sites are becoming outdated. ABoeshans suggested posting the information from the other two sites onto the NDSWRA site and thus eliminating the need for the other two sites. MKorman asked if ABoeshans gets traffic counts/web hits for the sites. **A motion was made to approve \$300 to renew the NDSWRA website and \$25/month to redirect the other websites to the NDSWRA website. Approval of the website renewal was Motion/Seconded by LBerger/ MKorman. Motion carried.** ABoeshans indicated she is not receiving traffic counts at this time. ABoeshans reported she is currently using a 60-day trial version of the software Microsoft Expression Web 3. It is available to purchase for approximately \$150. ABoeshans indicated she would likely need training at some point, though currently she is getting by with copying/pasting. **A motion was made to approve of buying the Microsoft Expression Web 3 software. Approval of buying the software was Motion/Seconded by LBerger/ PFiorenza.**

EPA Grant Workshop-Williston, ND, January 28, 2010- ABoeshans reported she was leaving today to do presentations at several schools. PFiorenza reported she will be giving the NDSWRA opening at the workshop since ABoeshans will be doing school presentations. ABoeshans reported that 25 people will be attending the afternoon workshop and 15 people will be attending the evening workshop. PFiorenza reported that she gave a t.v. spot on Monday, the workshop was advertised in the newspaper and flyers were posted around town and at the college. ABoeshans reported she will bring the NDSWRA laptop and projector for the workshop.

EPA Grant Workshops - A workshop in Dickinson was proposed for March 3rd, 2010. The city indicated that it would work and the same topics and times would be used as Williston. The workshop will take place at City Hall in Dickinson. The Health Department proposed two future workshops in LaMoure on April 26th, 2010 and Devils Lake on April 27th, 2010. This should be added to the agenda for the February 24th, 2010 meeting.

NDSWRA Bookkeeping/IRS Documentation – LAmundson reported that although she had approval by the Board to do so, she had not yet purchased the Quickbooks™ software estimated at approximately \$380 for the purpose of further discussion as to its use and hardware considerations. LAmundson recommended to the Board that the Association's laptop be transferred to the secretary/treasurer as it contains much of the historical board data, and that the software be downloaded to this laptop. Further, through IRS literature research and a recommendation from a local accountant, LAmundson recommended that we continue to pay ABoeshans to the end of her Executive Directorship as an independent consultant and consider the question with the new Executive Director and their qualifications and anticipated duties. The IRS would likely question why the designation changed while the individual continued to do the same type of work for the NDSWRA as had been done in the past as an independent consultant. Further, the IRS defines an independent consultant as follows:

- Instructions given to the worker – they are told when and where to do the work, what tools/equipment to use, what workers to hire/assist with the work, where to purchase supplies, what work must be performed by certain individuals, and order/sequence of work. (Exec. Director is free to choose/determine needs)
- Training – trained to perform services in a particular manner, or use their own methods (no formal training in specific duties).
- Independent contractors are free to seek out other business(es) (ABoeshans has/owns other unrelated business activities)
- Independent contractors are paid a flat fee for the work (Monthly salary plus reimbursements)
- Independent contractors can make a profit or loss (not provided a workplace, etc)
- Written contract language a consideration
- Independent contractors generally have no benefits. (no benefits provided)
- Independent contractors are not considered to perform services indefinitely. (Previous & current Exec. Director resigned/resigning)
- Independent contractor's duties are business' main activity. (lawyer in a law firm) (ABoeshans doesn't do the main educating, but facilitates and promotes the Association as the NDDH, other entities provide training).

LAmundson further stated that Giddings & Associates in suggesting the NDSWRA consider the relationship between the Association and the Executive Director were only making a suggestion based on a limited professional relationship, with knowledge of our financial statements, but no knowledge based on NDSWRA minutes, agendas, symposium activities, workshops, or other Executive Director activities. LAmundson offered to assist with developing a job description for the Executive Director that would further demonstrate the independent consultant designation. ABoeshans agrees with LAmundson's recommendations. ABoeshans inquired whether or not the NDSWRA should have 2 laptops, one for the Exec. Director and one for the Secretary/Treasurer. MKorman indicated he had talked with LAmundson and they believe the new Exec. Director should have a new laptop. LBerger inquired whether or not the new Exec. Director should be required to have a laptop. BTorgerson suggested the NDSWRA buy a new laptop for the Exec. Director. MKorman/BTorgerson suggested tabling this until the February 24th, 2010 meeting.

Certificate of Deposit (CD) Renewal – The NDSWRA CD has been renewed at a better rate than had been quoted originally to the board at the December 16, 2009 meeting. State Bank and Trust of Fargo renewed the CD for 19 months at 1.84% or 1.85apy for a maturity date of July 31, 2011.

New Business

2010 Joint Symposium with South Dakota Solid Waste Management Association (SDSWMA)– The first audio-conference with SDSWMA was held on Friday, January 22, 2010 at 9:30 a.m. CST. Notes from this meeting have been provided to the board via e-mail by LRAMundson. The next scheduled meeting will be Friday, February 5, 2010 @ 9:30 a.m. The Board is encouraged to provide ideas for speakers/topics as well as to provide other input to help ensure the symposium is well attended and beneficial to the attendees. The Joint Symposium will be held from September 14-16th at the Ramkota in Aberdeen. ABoeshans reported that it sounded like the general agenda for the symposium would be golf/tours and vendor dinner on Tuesday, general session and awards/auction/dinner on Wednesday, and a half day on Thursday. One thing that has to be discussed is how to handle the board meetings for each membership group. ABoeshans indicated that the symposium registration fee for ND members are

approximately \$140. ABoeshans indicated that at the next joint meeting, there would be discussion on what fees would be charged for the symposium and for memberships. LBerger indicated that the fees should not be too high otherwise memberships and attendees might be lost.

Executive Director Search- ABoeshans reported that she had contacted the ND Newspaper Association to get an estimate for an ad. In order to get an estimate, they will need an approximate ad sent in and then a quote can be given. The ND Newspaper Association will work with us to get it within the budget. ABoeshans indicated that the ad will include the job description and will also let the applicant know that a cover letter, resume and 3 references should be submitted. The information for the ad will be forwarded to the Board. ABoeshans indicated that there have not been any inquires about the job. STillotson wanted to know if the Board had a job description and qualifications. ABoeshans indicated that there is a job description and qualifications that went out in a previous newsletter. LBerger inquired about the cost of an ad and BTorgerson inquired about when the ad would be ready. ABoeshans indicated that the price of the ad would depend on the size and she would bring it to the next board meeting on February 24, 2010. ABoeshans and LBerger inquired about how long to run the ad for.

Other Business

The next regular board meeting will be held on Wednesday, February 24, 2010, at 8:30 a.m. via audio conference call.

Motion to Adjourn moved/seconded by PFiorenza/ LBerger. Motion carried.

Respectfully submitted by: LeahRae Amundson, Secretary/Treasurer