



AMADOR RESOURCE CONSERVATION DISTRICT

Board of Directors Meeting Agenda

Tuesday, 13 January 2026

Time: 4:15pm - 6:00pm **Location:** 12200-B Airport Rd, Jackson CA 95642

Virtual attendance via video conference available via Microsoft Teams:

Meeting Link: <https://shorturl.at/HUAOb> Meeting ID: 253 928 575 091 9 Passcode: Kf6XX9aA

ARCD Directors: Steve Cannon, Dan Port, Dr. Kelsi Williams, Amber Gardner

Associate Director: Kent Reeves

Executive Director: Amanda Watson

Approval of agenda for this date, and any and all off-agenda items, must be approved by the Board of Directors Pursuant to Para 5495.2 of the government code. Oral communications by the public for items not appearing on the agenda consideration of “emergency or “subsequent need” items not appearing on the agenda cal. gov` t code 54954.2(b)(2).

Item #	Topic
1	Public Comment: The Board of Directors is limited by State law to providing a brief response, asking questions for clarification, or referring a matter to staff when responding to items not listed on the agenda.
2	Consent Agenda*: The following items are expected to be routine/non-controversial. Items will be acted upon by the Board at one time without discussion. Any Board member may request that any item be removed for later discussion. <ol style="list-style-type: none"> 1. Approval of Agenda 2. Approval of Past Meeting Minutes: November Board Meeting 3. SAWQA Report
3	Warrant Summary* - Dana Simpson
4	Financial Report – Dana Simpson
5	SAWQA Budget* - Dana Simpson
6	NRCS Report – Jennifer Wood
7	Education Committee Update – Kelsi Williams/Amber Gardner
8	CARCD Elections* – Amanda Watson
9	ARCD-AFPD Partnership Agreement- Defensible Space Inspections* - Amanda Watson
10	ARCD – Tehama County RCD Pollinator Project Sole Source Recommendation* – Amanda Watson
11	Executive Director Report – Amanda Watson
12	CLOSED SESSION: Annual Performance Evaluation of Executive Director The Board will meet in closed session to conduct the annual performance evaluation of the Executive Director. This session is authorized under Government Code Section 54957, which permits closed sessions for discussion of personnel matters involving public employees.
13	Reconvene Open Session: Report Action if Necessary.
14	Adjourn
Next ARCD Board of Directors Meeting: February 10th, 2025, 4:15 - 6pm	

***ACTION ITEM**

Minutes for Special Meeting of 17 November 2025

Called to order on 17 November 2025 at 4:15 p.m. at 12200-B Airport Road, Jackson, CA
Present were: Directors Cannon, Port, Williams, Gardner
Staff: Dana Simpson, Amanda Watson

Public Comment:

- Kelsi Williams:
 - Requested adding Education Committee to agenda for standing update.
 - 2026 scholarship application is being updated for minor grammatical changes.
 - Will recuse herself from the selection committee due to having a senior student.
 - Reporting that the ARCD Defensible Space activity was a fan favorite at the 3rd Grade Farm Day.
- Steve Cannon:
 - Reviewed NRCS numbers verbally. Suggested ARCD present to the Board of Supervisors.
 - Expressed appreciation for federal employees.
- Jennifer Wood:
 - NRCS is back after 6 weeks and resuming prior work.
 - Staff currently includes Jennifer, Bradley, and Leslie. No Forester, Range Con, or Soil Con.

Consent Agenda*

The following items were approved as part of the consent agenda:

1. Approval of Agenda – Move items 7 and 10 up after consent agenda.
2. Approval of Past Meeting Minutes: October Board Meeting
3. SAWQA Report
4. Financial Report

Motion: To approve Consent Agenda with changes in order, moving items 7 and 10 to the beginning, by Director Williams, seconded by Director Port. All in favor.

Motion Passed

Review of CARCD Draft Bylaws and Resolutions

- Reviewed background of CARCD Bylaws issues, primarily procedural concerns.
- Amber will serve as delegate and vote at the meeting tomorrow.
- Kelsi cautioned against excluding smaller districts due to high dues (\$7,500). Suggested lowering fees to incentivize membership.

CLOSED SESSION: Annual Performance Evaluation of Executive Director
Authorized under Government Code Section 54957 for personnel matters.

Closed Session began: 4:47 PM

Reconvene Open Session at 5:45 PM

Director Cannon Reported out:

- ED evaluation completed by Board and ED.
- Request for additional closed session at December meeting.

Warrant Summary *

Motion: To approve warrant summary with warrants 25-167 and 25-168 by Director Port, seconded by Director Williams. All in favor. Gardner absent.

Motion Passed.

SAWQA Budget *

- Updated budget provided to Board members.
- Director Port recommends voting on budget at December meeting.
- No action taken.

Request Approval to Conduct 3-Year Audit (FY 2023–2025)*

- Board supports performing a 3-year audit.
- RFQ will be released; prices will be brought to Board at a future meeting.
- No action taken.

NACD Membership *

Motion: Director Williams moves to approve NACD membership, seconded by Director Port. All in favor. Gardner absent.

Motion Passed.

Executive Director Report

- Reviewed report in packet.
- Discussed LEAF conference attended by Amanda and Anna.
- Interviews for NWL Project Manager will occur in coming weeks.
- Shared pictures and recapped recent ARCD events.

Adjournment

Meeting adjourned by Director Cannon at 6:07 p.m.

SAWQA Report

Prepared for: January 13th 2026 ARCD Board Meeting

Member/Reporting Updates:

- Reporting is officially open
- Currently, there are 80 complete reports in the database.
- Invoices will be mailed in early February.
- In-person office hours were available:
 - Wednesday the January 7th at the Amador RCD Office, 10-12
 - Tuesday the January 13th in Walnut Grove Library, 10-12
- And, as always, people can call or email Lindsey for assistance and password help.

ARCD	<u>Grant Period</u>	<u>Amount Awarded</u>	<u>Direct Cost</u>	<u>Indirect Cost</u>	<u>Remaining Advance</u>	<u>Expended to Date</u>	<u>Invoiced</u>	<u>Amount remaining</u>	
NACD 2024 - Round 6	3/31/2026	\$ 75,000.00	\$ 75,000.00		\$ 34,298.73	\$ 40,701.27		\$ 34,298.73	
CCI Coordinator	9/1/24 - 6/30/26	\$ 220,000.00				\$ 66,709.27		\$ 153,290.73	
NRCS Cooperative Agreement	8/2/2024 - 9/30/2026	\$ 41,910.00	\$ 38,100.00	\$ 3,810.00		\$ 2,421.73	\$ 2,421.73	\$ 39,488.27	
Healthy Soils - Round 3 23-0672-000-SG	11/1/2023 - 10/31/2026	\$ 60,000.00	\$ 54,000.00	\$ 6,000.00		\$ 28,476.38	\$ 2,762.48	\$ 31,523.62	
2023 RCPP Round 2	11/1/2023 - 12/31/26	\$ 262,857.00				\$ 138,342.42	\$ 25,283.89	\$ 124,514.58	
WCB Grant - Pollinator	2/14/2023 - 2/28/2027	\$ 251,000.00	\$ 251,000.00			\$ 36,966.04	\$ 19,364.32	\$ 214,033.96	
WCB Grant - Wildlife Habitat	12/20/2023 - 2/28/2027	\$ 200,000.00				\$ 119,109.60	\$ 41,704.67	\$ 80,890.40	
DOC Grant	2/22/2024 - 3/31/2027	\$ 1,618,366.64	\$ 1,407,275.34	\$ 211,091.30		\$ 262,992.70	\$ 166,075.68	\$ 1,355,373.94	
Placer HSP Block Grant	12/8/23 - 10/31/27	\$ 92,814.00	\$ 69,610.50	\$ 23,203.50		\$ 39,411.33	\$ 3,388.19	\$ 53,402.67	
Defensible Space 5GG22102	12/27/2023 - 03/15/2029	\$ 633,584.00	\$ 565,700.00	\$ 67,884.00		\$ 35,034.93	\$ 35,034.93	\$ 598,549.07	
Stewardship Agreement (CCRCD)	Sept 2024 - Sept 2027	\$ 54,600.00				\$ 2,871.59	\$ 2,871.59	\$ 51,728.41	
Sierra Jobs First Catalyst (CCRCD)	May 2025 - September 2026	\$ 15,656.00				\$ 434.48		\$ 15,221.52	
Workforce Development (CARCD)	6/14/24 - 2/28/29	\$ 23,935.31	\$ 20,235.31	\$ 3,700.00		\$ 8,819.43	\$ 7,454.93	\$ 15,115.88	
Misc Receivables							\$ 3,719.12	\$ -	
AFSC Staff Time							\$ 70,200.01		
LCRCD Staff Time							\$ 8,437.63		
SAWQA Staff Time									
		\$ 3,549,722.95	\$ 2,480,921.15	\$ 315,688.80	\$ 34,298.73	\$ 782,291.17	\$ 388,719.17	\$ 2,767,431.78	
					*Deferred Rev	*Accounts Rec			

SAWQA

	<u>Amount Billed</u>	<u>Amount Received</u>	<u>Amount Due</u>
2025 Member Fees		\$10,836.28	
2026 Member Fees		\$0.00	

Amador Resource Conservation District

01/08/26

Balance Sheet

Accrual Basis

As of December 31, 2025

	Dec 31, 25
ASSETS	
Current Assets	
Checking/Savings	
101768 · Sac/Ama Water Quality Alliance	199,291.70
101769 · Amador RCD	
101769C · Amador RCD Checking	276,036.75
101769R · Unrestricted Reserves	300,000.00
Total 101769 · Amador RCD	576,036.75
Total Checking/Savings	775,328.45
Accounts Receivable	
11000 · Accounts Receivable	388,719.13
Total Accounts Receivable	388,719.13
Total Current Assets	1,164,047.58
TOTAL ASSETS	1,164,047.58
LIABILITIES & EQUITY	
Liabilities	
Current Liabilities	
Accounts Payable	
20000 · Accounts Payable	6,602.92
Total Accounts Payable	6,602.92
Credit Cards	
002 · Bank of America	5,042.73
Total Credit Cards	5,042.73
Other Current Liabilities	
24000 · Payroll Liabilities	726.06
24500 · Accrued Time Off	14,666.86
25800 · Unearned or Deferred Revenue	34,298.73
Total Other Current Liabilities	49,691.65
Total Current Liabilities	61,337.30
Total Liabilities	61,337.30
Equity	
30000 · Opening Balance Equity	714,685.99
32000 · Retained Earnings	575,761.92
Net Income	-187,737.63
Total Equity	1,102,710.28
TOTAL LIABILITIES & EQUITY	1,164,047.58

Amador Resource Conservation District Profit & Loss Budget vs. Actual July through December 2025

	Jul - Dec 25	Budget	\$ Over Budget	% of Budget
Ordinary Income/Expense				
Income				
45000 · Investments				
45030 · Interest-Savings, Short-term CD	12,946.93	7,500.00	5,446.93	172.6%
Total 45000 · Investments	12,946.93	7,500.00	5,446.93	172.6%
46400 · Other Types of Income				
46009 · Partnership Contracts	148,083.79	298,461.49	(150,377.70)	49.6%
46430 · Miscellaneous Revenue	490.00		490.00	100.0%
Total 46400 · Other Types of Income	148,573.79	298,461.49	(149,887.70)	49.8%
47890 · Program Income				
47891 · Grant Income	302,347.62	1,290,493.96	(988,146.34)	23.4%
47894 · Admin Fee (Indirect Cost)	34,117.73	180,191.35	(146,073.62)	18.9%
Total 47890 · Program Income	337,065.35	1,470,685.31	(1,133,619.96)	22.9%
Total Income	498,586.07	1,776,646.80	(1,278,060.73)	28.1%
Gross Profit	498,586.07	1,776,646.80	(1,278,060.73)	28.1%
Expense				
50100 · Payroll Expenses				
50100-1 · Payroll Expense	278,765.53	649,536.09	(370,770.56)	42.9%
50100-2 · Vacation Expense	11,156.71		11,156.71	100.0%
50100-3 · Retirement	17,734.03	43,222.28	(25,488.25)	41.0%
50100-4 · Health Benefits	22,521.12	45,600.00	(23,078.88)	49.4%
50310 · Payroll Tax Expense	24,827.83	57,431.61	(32,603.78)	43.2%
Total 50100 · Payroll Expenses	355,005.22	795,789.98	(440,784.76)	44.6%
51000 · Insurance				
50600 · Worker's Compensation Insurance	9,353.66	11,840.00	(2,486.34)	79.0%
51500 · Insurance - Liability, D and O	3,576.28	4,000.00	(423.72)	89.4%
Total 51000 · Insurance	12,929.94	15,840.00	(2,910.06)	81.6%
52000 · Memberships and Dues	3,056.90	4,000.00	(943.10)	76.4%
52200 · Office Expenses				
52200-1 · Office Equipment	1,530.00	10,000.00	(8,470.00)	15.3%
52200-2 · Postage, Mailing Service		150.00	(150.00)	
52200-3 · Printing and Copying	214.63		214.63	100.0%
52200-4 · Supplies	8,423.06	25,200.00	(16,776.94)	33.4%
52200-5 · Telephone, Telecommunications	2,553.06	4,500.00	(1,946.94)	56.7%
52200-6 · Advertising	65.00		65.00	100.0%
52200-7 · Software	6,449.18	7,200.00	(750.82)	89.6%
52200-8 · Website	2,004.66	3,600.00	(1,595.34)	55.7%
52200-9 · Tech Support	356.56	250.00	106.56	142.6%
Total 52200 · Office Expenses	21,596.15	50,900.00	(29,303.85)	42.4%
52300 · Professional Services				
52300-1 · Legal Fees		5,000.00	(5,000.00)	
52321 · Auditor's Services		5,000.00	(5,000.00)	
52383 · Bookkeeping	2,452.50	4,500.00	(2,047.50)	54.5%
52385 · HR Support	3,150.00	6,300.00	(3,150.00)	50.0%
Total 52300 · Professional Services	5,602.50	20,800.00	(15,197.50)	26.9%
52360 · Outreach				
52360-1 · Event Supplies and Rentals	1,186.27	8,200.00	(7,013.73)	14.5%
52360-2 · Swag	107.67	1,000.00	(892.33)	10.8%
52360-3 · Printing/Materials	319.38	2,000.00	(1,680.62)	16.0%
Total 52360 · Outreach	1,613.32	11,200.00	(9,586.68)	14.4%
52364 · Staff/Board Development				
52364-1 · Training	490.00	12,700.00	(12,210.00)	3.9%
52364-2 · Team Building	848.61	800.00	48.61	106.1%
52364-3 · Business Events/Celebrations		1,500.00	(1,500.00)	
52364-4 · Convention and Meetings	1,504.96	2,000.00	(495.04)	75.2%
Total 52364 · Staff/Board Development	2,843.57	17,000.00	(14,156.43)	16.7%
52800 · Special Departmental Expenses				
52800-1 · Community Garden		500.00	(500.00)	
52800-3 · Fair Booth		700.00	(700.00)	
52822 · Education/Scholarships	1,750.00	5,000.00	(3,250.00)	35.0%
Total 52800 · Special Departmental Expenses	1,750.00	6,200.00	(4,450.00)	28.2%
52905 · Travel and Transportation				
52905-1 · Mileage	1,736.97	12,550.00	(10,813.03)	13.8%
52905-2 · Hotel/Per Diem/Meals	471.74	2,200.00	(1,728.26)	21.4%
Total 52905 · Travel and Transportation	2,208.71	14,750.00	(12,541.29)	15.0%

Amador Resource Conservation District
Profit & Loss Budget vs. Actual
 July through December 2025

	Jul - Dec 25	Budget	\$ Over Budget	% of Budget
54138 · Contractor Services				
54138-1 · Groundwork Contractor	1,948.82	450,300.00	(448,351.18)	0.4%
54138-2 · Professional Service Contractor	19,686.43	209,000.00	(189,313.57)	9.4%
Total 54138 · Contractor Services	21,635.25	659,300.00	(637,664.75)	3.3%
54200 · Partner Payments	64,677.13	125,000.00	(60,322.87)	51.7%
Total Expense	492,923.69	1,720,779.98	(1,227,856.29)	28.6%
Net Ordinary Income	5,662.38	55,866.82	(50,204.44)	10.1%
Net Income	5,662.38	55,866.82	(50,204.44)	10.1%

Amador Resource Conservation District
SAWQA Profit & Loss
 July through December 2025

	Jul - Dec 25
Ordinary Income/Expense	
Income	
45000 · Investments	
45030 · Interest-Savings, Short-term CD	11,314.24
Total 45000 · Investments	11,314.24
47890 · Program Income	
47895 · SAWQA Member Fees	10,836.28
Total 47890 · Program Income	10,836.28
Total Income	22,150.52
Gross Profit	22,150.52
Expense	
51000 · Insurance	
51500 · Insurance - Liability, D and O	3,247.85
Total 51000 · Insurance	3,247.85
52200 · Office Expenses	
52200-2 · Postage, Mailing Service	45.00
52200-7 · Software	2,399.00
Total 52200 · Office Expenses	2,444.00
52300 · Professional Services	
52300-6 · Monitoring and Reporting	55,088.96
52384 · State Board Oversight	154,769.72
Total 52300 · Professional Services	209,858.68
Total Expense	215,550.53
Net Ordinary Income	-193,400.01
Net Income	-193,400.01

DRAFT

2025/26 SAWQA Budget

EXPENSES	2024/25 Budget	2024/25 Actual	2025/26 Budget
Sacramento Valley Water Quality Coalition			
52383 Monitoring and Reporting	\$ 260,668.22	\$ 260,327.66	\$ 178,724.00
52383 State Fees	\$ 163,388.28	\$ 163,388.28	\$ 154,769.72
52383 Last Year Carryover			\$ 34,273.04
Subtotal	\$ 424,056.50	\$ 423,715.94	\$ 299,220.68
Local Administration			
52250 Office Expense-Other Depts	\$ 29,239.70	\$ 27,880.15	\$ 29,239.70
52300 Project Administration	\$ 20,000.00	\$ 13,581.32	\$ 20,000.00
52383 Technical Assistance	\$ 2,000.00		\$ 2,000.00
51500 Insurance	\$ 3,000.00	\$ 3,089.89	\$ 3,000.00
52328 Audit	\$ 3,500.00		\$ 3,500.00
52200 Office Expense	\$ 5,000.00	\$ 3,950.37	\$ 5,000.00
52382 Recordkeeping	\$ 20,000.00	\$ 15,418.67	\$ 20,000.00
Subtotal	\$ 82,739.70	\$ 63,920.40	\$ 82,739.70
Total	\$ 506,796.20	\$ 487,636.34	\$ 381,960.38

Bookkeeping
Amanda/Lindsey
SECP trainings
Jill

REVENUES	2024/25 Budget	2024/25 Actual	2025/26 Budget
Member Fees	\$ 417,710.00	\$ 397,836.52	\$ 417,710.00
Delinquent Fees			
Fee Refunds			
Interest	\$ 10,000.00	\$ 19,655.12	\$ 10,000.00
Totals	\$ 427,710.00	\$ 417,491.64	\$ 427,710.00

Balance This Year	\$ (79,086.20)	\$ (70,144.70)	\$ 45,749.62
Carryover from last year	\$ 463,480.66	\$ 463,334.28	\$ 393,189.58
Approximate End of Year Balance	\$ 384,394.46	\$ 393,189.58	\$ 438,939.20

	Cost per Acre	Non-Delta Acres (irrigated)	Cost per Acre	Delta Acres (farmable)	Member Fees (includes Admin Fee)
2019/20	\$ 2.50	56,410	\$ 2.25	62,483	\$ 303,571.75
2020/21	\$ 2.50	54,000	\$ 2.25	50,000	\$ 269,460.00
2021/22	\$ 2.75	104,531	n/a	n/a	\$ 309,420.25
2022/23	\$ 3.25	54,000	\$ 3.00	50,000	\$ 347,460.00
2023/24	\$ 3.25	54,000	\$ 3.00	50,000	\$ 347,460.00
2024/25	\$ 3.75	57,000	\$ 3.50	52,000	\$ 417,710.00
2025/26	\$ 3.75	57,000	\$ 3.50	52,000	\$ 417,710.00

\$40 per member
549 payers
Admin Fee: \$21,960

USDA-NRCS Report Jackson Local Partnership Office (LPO)
Jennifer Wood, District Conservationist
December 2025

- **Program Deadlines and Updates**
 - A new FY26 Application deadline for CSP and EQIP will be announced soon.
 - For FY25, 21 total contracts were obligated: 1 Forestry RCPP, 1 Forestry EQIP, 2 Crop EQIP, 7 Forestry CSP (6 for Prescribed Grazing on forests), 10 Range CSP. This was accomplished using support from 9 external staff outside of the Jackson office, from nearby Field Offices or from Area Offices.

- **Local Work Groups (LWG)**
 - There was no LWG held by any of the RCDs. The NRCS Assistance State Conservationist for Field Operations (ASTC-FO) had until September 30 to submit reports to the State Conservationist for presentation to the State Technical Committee. There is more information about Local Work Groups [here](#).

- **Request for conversion of Jackson LPO to Service Center/Field Office**
 - Enables NRCS to pay for space – Earlier this year, the Amador County and the Amador County RCD were not certain about being able to continue to provide space free of charge.
 - A letter to USDA was in progress but work on the letter was on hold due to loss of staff and uncertainty around the federal budget, staff, and GSA leases. Leases have now been restored statewide. **Should we resume pursuit of this?**

- **CARCD RCPP Forestry Crisis to Opportunity and TA agreement**
 - This agreement is active and Frank Lewicki with the Tuolumne RCD and Gordon Long and Tamryn Zahradka with the Amador RCD are supporting existing and new forestry customers.

- **Cooperative Agreements**
 - Tuolumne RCD Outreach Grant – Funds are available to work on the ACT Resources web tool project but implementation has been delayed due to funding disruptions over the last year.
 - Amador and Tuolumne RCD multi-landowner EQIP project (mEQIP) – IRA funded. Funds are available. The Amador RCD is pursuing a 1-year extension. We are looking for non-profit or other entity partners that could serve as contract holders for groups of landowners, and either collect funds for work not covered by the NRCS financial assistance or find other sources to cover the unmet costs.
 - Calaveras RCD– 50% Archaeologist and 25% TA position. We have one forestry project from 2024 that still needs a cultural resources survey and about 5 total from 2025. The NRCS Affiliate onboarding of these two positions has resumed after a 6 month delay due to funding and staffing disruptions. The Calaveras RCD has offered to assist with conservation planning for NRCS customers which is still especially needed for rangeland and crop customers.

- **Programs, Initiatives, and Practices**

Natural Resources Conservation Service
12200 B Airport Road
Jackson, CA 95642
Phone 209-714-8045

An Equal Opportunity Provider and Employer

- Conservation Stewardship Program (CSP) - designed for producers and land stewards that have already had EQIP or who are already meeting a certain level of stewardship. The application form for EQIP and CSP is the same.
- EQIP Tribal Fund Pool to assist American Indian and Alaska Native tribes, individuals, and entities, whether that is conventional agriculture or traditional stewardship methods to produce food, medicine, fiber, tools, and cultural items.
- Organic Transition Initiative – This is available but with limited local planning staff availability.
- Conservation Planning Activities – Forest Management Plans, Rangeland Management Plans, Soil Health Management Plans, Prescribed Burn Plans, and Organic Transition Plans – contingent on availability of a Technical Service Provider (TSP).

Staff

- NRCS: District Conservationist Jennifer Wood, Engineer Bradley Soares, and Program Support Specialist Leslie Marciel. Vacant: Forester, Rangeland Management Specialist, Soil Conservationist – it is unclear which of these vacancies will be retained on the state staffing chart. New hiring at the field office level looks unlikely for the foreseeable future.
- NRCS Forestry Affiliates - ARCD Forestry Technician Tamryn Zahradka, ARCD Resources Specialist II Gordon Long, and TCRCO Forester Frank Lewicki.
- CCRCO Archaeologist Sara Theofanopoulos and Natural Resources Technician Walter Tyron funding resumed.
- ACES (for retired professionals): Natural Resources Specialist – Kent Reeves – sharing his hours with the Bishop Field Office prescribed grazing plan workload and Area 4 Biology needs. Available to help with planned grazing and wildlife technical assistance.

Contracts Obligated

Please contact the District Conservationist to obtain contract numbers, acres, and dollars obligated by county.

Dana Simpson

From: District Managers list <DISTRICT-MANAGERS@LISTSERV.CARCD.ORG> on behalf of elections@carcd.org
Sent: Friday, December 12, 2025 11:01 AM
To: DISTRICT-MANAGERS@LISTSERV.CARCD.ORG
Subject: CARCD Communication: CARCD Ballot and Election Materials - Ballots Due March 2, 2026

You don't often get email from elections@carcd.org. [Learn why this is important](#)

This message is being sent to RCD District Managers/Executive Directors and RCD Directors.

We did not have a quorum of delegates from member RCDs at our Annual Membership Meeting in November. As a result, no vote could take place for officers, bylaws, or resolutions. Therefore, we are conducting the vote by email.

MAKE YOUR VOTE COUNT! Whereas votes at the annual meeting would have been cast by delegates, decisions must now be made by a **vote of the board of directors of member RCDs and submitted to CARCD as certified ballots** [using this Google form](#).

Please see important information about the process below:

Ballots are to be submitted via the [Google form](#) and are due by 5:00pm, March 2nd.

A PDF of the form is attached. Please review the form before your board meets to ensure that your district's vote will count.

RCD Members Eligible to Vote:

Only RCDs who are members in good standing are eligible to vote. Per the current bylaws, RCDs whose memberships lapse and subsequently pay dues owed are to be reinstated through an action of CARCD's board. The next board meeting is January 20th, and the agenda will include a vote to reinstate members who were dropped from the voting roles because their dues were not current.

To be reinstated on time to vote on the current ballot, RCDs must submit their overdue dues payments by **January 13th, 2026** (one week before the board meeting) so the pertinent information can be provided to the board prior to the meeting.

Officer Elections:

The slate of candidates is below. Candidates for President and Vice President were invited to submit candidate statements by December 8th. Statements are attached for all candidates who provided them.

President

Rick Gomez (Inland Empire RCD)
Molly Watkins (San Joaquin RCD)

Vice President

Peter Braudrick (Mendocino RCD)
John James (El Dorado RCD)

Secretary-Treasurer

Matthew Hurley (Sierra & Tranquility RCDs)

Bylaws:

Vote to approve or not approve the proposed amended bylaws.

Please note:

- Bylaws Committee members Laurie Tippin and Karen Sweet will hold **90-minute Office Hours on January 7 at 3:00pm and January 9 at 9:00 am via Zoom**. The Zoom link is <https://us02web.zoom.us/j/4086914636?omn=86131589159>
- Since there will be no opportunities at this time to further amend the recommended amended bylaws, the CARCD Bylaws Committee and Board of Directors recognize that this version may not be perfect but reminds members that future amendments may be made. Further, the Policy Committee is developing complementary Policies.

Resolutions:

Vote to approve or not approve each resolution. (Abstain option is also available.)

Inspectors of Elections (to be appointed by the board in the January board meeting) will count the votes, and the results will be announced as early in March as possible.

Attachments (Links for DM Listserv because of file size)

1. **Master PDF containing the following:**
 - a. Printout of the Ballot form for review (Page 1)
 - b. Candidate Statements for Presidential and Vice-Presidential candidates that were submitted (Page 8)
 - c. Proposed Amended Bylaws (Page 10)
 - d. Policy Committee's Summary Table of Resolutions and Committee Recommendations (Page 30)
 - e. Resolutions as submitted by Antelope Valley (Now Canyons to Desert) RCD (Page 33)
2. **Separate PDF with cover letter and Resolutions from North Santa Clara et al RCDs** (File was protected and could not be combined with the Master PDF.)

We have allowed nearly 80 days from the time of this message to ensure that all eligible RCDs are able to agendize the vote in an upcoming board meeting and to take the action needed to execute and submit your vote.

Make your RCD's voice be heard and please vote!

CARCD Elections

To unsubscribe from the DISTRICT-MANAGERS list, click the following link:
<http://listserv.carcd.org/scripts/wa-CARCD.exe?SUBED1=DISTRICT-MANAGERS&A=1>

CARCD BALLOT

* Indicates required question

1. Email *

California Association of Resource Conservation Districts Ballot for the Election of Officers for the Board of Directors, for the Adoption of Resolutions, and for Approval of the Amended Bylaws

The election ends on March 2, 2026, at 5:00 p.m.

MAKE YOUR VOTE COUNT! Per the Bylaws, your District's Board of Directors MUST take official action to approve this ballot and your RCD's Secretary must certify that your responses Board Actions.

Voting District Information

2. Name of Voting District *

3. Name of District Secretary

*

(By entering their name below, the District Secretary certifies that the responses represent board-approved Actions.)

4. The responses were approved by the RCD Board of Directors on the following date. *

Example: January 7, 2019

Election of Officers for Board of Directors

5. President — Choose One *

Mark only one oval.

- Rick Gomez, Inland Empire RCD
 Molly Watkins, San Joaquin County RCD

6. Vice President — Choose One *

Mark only one oval.

- Peter Braudrick, Mendocino County RCD
 John James, El Dorado County RCD

7. Secretary–Treasurer — Choose One *

Mark only one oval.

- Matt Hurley, Sierra RCD and Tranquillity RCD

Approval of Proposed Amended Bylaws

8. Does your RCD approve adoption of the Proposed Amended Bylaws transmitted on October 28, 2025? *

Mark only one oval.

- Yes
 No

Approval of Resolutions

9. Resolution #1: *
 Moving Regions (Antelope Valley RCD Res. # 20250805)

Topic	Resolution #	Submitting RCD	Request	Rational	Policy Committee Recommendation
Moving Regions	20250805	Antelope Valley RCD	Request to move from SoCal Inland Region to the High Desert Region	"more common conservation issues with other RCDs in the High Desert Region, such as climate, plant materials, wildlife and soils." "over the last several years has worked with other RCDs in the High Desert Region on conservation projects"	APPROVE

Mark only one oval.

- APPROVE
- DO NOT APPROVE
- ABSTAIN

10. Resolution #2: *
 Sustainable Funding for RCDs (Tehama County RCD + co-sponsors RCDTC #25-14)

Topic	Resolution #	Submitting RCD	Request	Rational	Policy Committee Recommendation
Sustainable Funding	RCDTC #25-14	Tehama County RCD Co-sponsored by: -San Mateo - Santa Cruz - Napa County - Gold Ridge -Trinity -Humboldt -Sonoma -Mendocino	Sustainable funding for RCDs	The CARCD should "prioritize, as a primary objective, advocating for sustainable funding, including full cost recovery from state and federal granting agencies that would permit RCDs to run smoothly, efficiently, and to the purposes for which RCDs"	APPROVE

Mark only one oval.

- APPROVE
- DO NOT APPROVE
- ABSTAIN

Following resolutions submitted by the following RCDs: North Santa Clara RCD; Riverside-Corona RCD; San Jacinto Basin RCD; Loma Prieta RCD.

11. Resolution #3: *
 Reaffirm Duty to Comply with Bylaws (Res. # 2025-(1))

Resolution #	Request	Rational	Policy Committee Recommendation
2025-(1)	Direct the CARCD Board of Directors to Reaffirm Their Duty to Comply with the Duly Adopted and Effective Bylaws	"The CARCD Membership does hereby direct the CARCD Board of Directors to reaffirm their duty to comply with the duly adopted and effective bylaws at all times and immediately take action to do so."	DO NOT APPROVE AT THIS TIME; REFER TO POLICY COMMITTEE

Mark only one oval.

- APPROVE
- DO NOT APPROVE
- ABSTAIN

12. Resolution #4: *
 Transparency and Minimum Standards for Conducting CARCD Business (Res. # 2025-(2))

Resolution #	Request	Rational	Policy Committee Recommendation
2025-(2)	Establish Minimum Standards for Conducting Association Business to Ensure Transparency and Accountability in Operation;	"any RCSD, regardless of membership, will be allowed to attend and provide comments at any meeting of the Association, including but not limited to meetings of the Board, Executive Committee, standing committees, special committees, and general membership."	DO NOT APPROVE AT THIS TIME; REFER TO POLICY COMMITTEE

Mark only one oval.

- APPROVE
- DO NOT APPROVE
- ABSTAIN

13. Resolution #5: *
 Reconvene Policy Committee (Res. # 2025-(3))

Resolution #	Request	Rational	Policy Committee Recommendation
2025-(3)	Direct the CARCD Board of Directors to Reconvene the Policy Committee in Accordance with the Bylaws	"CARCD Membership does hereby direct the CARCD Board of Directors to adhere to the Adopted Bylaws with regards to appointing members to the Policy Committee"	DO NOT APPROVE (Policy Committee has been reconvened. There is no need for this resolution.)

Mark only one oval.

- APPROVE
- DO NOT APPROVE
- ABSTAIN

14. Resolution #5: *
 Establish and Convene a Standing Finance Committee (Res. # 2025-(4))

Resolution #	Request	Rational	Policy Committee Recommendation
2025-(4)	Direct the CARCD Board of Directors to Establish and Convene a Standing Finance Committee	"Direct to CARCD Board of Directors to take the following actions: a. Direct the CARCD Policy Committee to determine whether a Standing Finance Committee currently exists; and, if so, to initiate the process for soliciting and appointing Resource Conservation District representatives from throughout the state to serve on the committee; and to develop policies and procedures governing all CARCD financial matters; or b. If no Standing Finance Committee exists, follow the procedures set forth in the Bylaws to establish such a committee and appoint member district representatives with demonstrated interest, knowledge, and expertise in nonprofit financial management."	DO NOT APPROVE (Finance Committee has been reconvened. There is no need for this resolution.)

Mark only one oval.

- APPROVE
- DO NOT APPROVE
- ABSTAIN

15. Resolution #6: *
 Reconsider Board Action on Dues Structure for FY 25–26 (Res. # 2025-(5))

Resolution #	Request	Rational	Policy Committee Recommendation
2025-(5)	Direct the CARCD Board of Directors to Rescind and Reconsider Board Action to Change the Dues Structure for FY 25-26	"CARCD Membership does hereby direct to CARCD Board of Directors to take the following actions: a. Immediately refer the issue of membership dues and the dues process to the Policy Committee for review and recommendation; and b. Require the Policy Committee to solicit and consider feedback from all RCDs—regardless of membership status—on the dues structure and process"	DO NOT APPROVE (We recommend that all RCDs, including those proposing this resolution, make recommendations to the Finance Committee, and subsequently to the Board of Directors. The resolution seems premature.)

Mark only one oval.

- APPROVE
- DO NOT APPROVE
- ABSTAIN

16. Resolution #7: *
 Establish New Election Procedures (Res.# 2025-(6))

Resolution #	Request	Rational	Policy Committee Recommendation
2025-(6)	<i>Establish New Election Procedures</i>	"CARCD Policy Committee is charged with developing draft election procedures and submitting them to member districts for review, followed by a final recommendation to the CARCD Board of Directors." See Submitted Resolution for further detail.	DO NOT APPROVE AT THIS TIME; REFER TO POLICY COMMITTEE (We recommend that this resolution be postponed until the membership votes on the new bylaws. At that time, if the districts submitting this resolution feel that further changes to election procedures are needed, their recommendation that the policy committee consider their proposals seems appropriate.)

Mark only one oval.

- APPROVE
- DO NOT APPROVE
- ABSTAIN

17. Resolution #8: *
 Adopt IRS-Recommended Policies for Charitable Organizations 2025-(7))

Resolution #	Request	Rational	Policy Committee Recommendation
2025-(7)	<i>Adopt Policies Recommended by the IRS for Charitable Organizations</i>	"CARCD Board of Directors be directed to adopt a conflict of interest policy, a whistleblower policy, and a records retention policy, as recommended by the IRS, prior to filing the 2026 Form 990."	APPROVE

Mark only one oval.

- APPROVE
- DO NOT APPROVE
- ABSTAIN

18. Resolution #9: *
 Ensure Diverse Representation on Committees (Res. #2025-(8))

Resolution #	Request	Rational	Policy Committee Recommendation
2025-(8)	Direct the CARCD Board of Directors to Ensure Diverse Representation on CARCD Committees	"CARCD Membership hereby directs the Board President and the Board of Directors to appoint no more than one voting representative from the same RCD to any committee, regardless of whether the committee is standing, ad hoc, special, or otherwise constituted."	DO NOT APPROVE (It is hard enough already to get people to serve on the various standing and special committees of CARCD. This would just make it harder.)

Mark only one oval.

- APPROVE
- DO NOT APPROVE
- ABSTAIN

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Rick Gomez
Candidate for President of California Association of Resource Conservations Districts
December 2025

It has been my honor to serve as President of CARCD's board of directors for the last two years. During this time, we initiated numerous efforts to modernize and improve CARCD for the benefit of all member RCDs and all Californians. I'm very proud of what CARCD has accomplished under my presidency as well as how we are navigating a period of rapid change and uncertainty. I hope to continue this momentum, complete the high priority work that is underway, and provide continuity in these unpredictable times. For these reasons I ask for your vote for a second term as President.

My career and educational background offer me a unique perspective and skill set to understand and support the community led conservation that RCDs provide as local government agencies: I have a master's degree in public administration, a second master's degree in regenerative studies with a focus on climate change, and over 30 years of experience with local government in city planning and management and community development with specific experience in governmental contracts, intergovernmental relations, urban development, and the federal/state legislative processes. My passion for community service includes volunteering as a docent at the Ontario Museum of History and Art, serving as the President of the Rancho Cucamonga Rotary Club, and a deep involvement with my local RCD, the California Association of RCDs, and the National Association of RCDs.

Inland Empire RCD

I have been a dedicated member of the IERCD Board since 2015 and serve as President. I improved our organizational health by setting a strong, ethical board/ staff culture-- ensuring that the board understands and fulfills their role, helping refine board-staff connections and clarifying roles, working with staff to complete a staffing and salary analysis and restructure, and strategic planning to make sure we remain operational and efficient as new funding and programs come online.

Under my leadership as President, we increased our collaboration and partnerships for regional conservation and wildfire resilience, established direct support to agricultural producers, improved IERCD's capacity and relevance, and substantially increased the benefits to those we serve. In addition to helping set this course with staff, I have worked to set direction with our Board, encouraging everyone to identify and advance meaningful actions to address climate change and conservation on a significant scale. This included prioritizing participation in regional working groups like the SoCal Soil and Water Hub as well as entering innovative collaborations with water districts, cities, counties, and colleges focused on watershed health as a driver of the work we are all doing

With my encouragement, IERCD took advantage of much larger grants than we had historically. We secured a series of regionally scaled grants benefitting stakeholders in

forest management and fire resilience and two rounds of grants to agricultural producers that provide direct payments to operations impacted by climate related weather events. These efforts have enabled our RCD to engage more meaningfully with agricultural producers, scale our efforts to more ambitious levels, and bring in greater funding that directly benefits individual producers to help keep our region farming. Furthermore, these grants have increased IERCD's capacity, helping build our District while increasing benefit to those we serve.

In addition to my role as President, I participate on multiple committees: Administrative and Personnel; Budget and Finance; Diversity, Equity, Inclusion; Lands and Mitigation; and Public Education and Outreach. Staff appreciates that I take my volunteer responsibilities seriously. I do not miss meetings or calls, I read all materials, and I am always prepared.

California Association of RCDs

I have served on the Board of CARCD since 2022, as President for the last two years. As Board President, I've been committed to ensuring our organization continues to honor its 80+ years of tradition while positioning us for the future. With my board colleagues and members of committees that I have established, we've worked to ensure compliance with existing bylaws while developing new bylaws that reflect current needs and opportunities and how member RCDs' vision for CARCD has evolved. I ensured that we retained legal counsel to ensure that compliance with the laws and our bylaws, revived standing committees that had not functioned for years, and created a Financial Oversight Committee to ensure that the board is well informed to make the best decisions. When federal funding was frozen in early 2025, I formed and took part in ad hoc committees of board members to leverage their skills and expertise to support the Executive Director in navigating the crisis.

As Board President I must ensure that CARCD represents the shared values of the RCD network. This means we work hard to give RCDs the tools they need to get conservation work done on the ground - supporting forest health and wildfire resilience, saving water, supporting soil health, restoring wildlife habitat, and doing this for the benefit of all Californians.

National Association of Conservation Districts

I serve as the California state representative to NACD and am the newly elected Chair of the Pacific Region of NACD, after serving as Vice-Chair. As Chair, I help retain NACD's focus on the needs of the districts in this region, chair the Pacific Region gathering, serve as the liaison between NACD and CARCD, make sure NACD funding and programs are known to California's RCDs, lead bimonthly meetings of the Pacific Region district board members and leadership staffers, play a leadership role in developing and implementing the Pacific Region strategic plan which focuses heavily on climate-related coastal erosion and saltwater intrusion, and serve on the Outreach Committee.

MOLLY WATKINS FOR CARCD PRESIDENT

It's time for new leadership.

Dear CARCD Members,

As we stand at a pivotal moment for our organization, the need for **new leadership** has never been more apparent. It is time to embrace a future marked by **transparency, fiscal responsibility**, and a strong foundation in **agriculture**.

Why Vote for Molly Watkins?

- **Proven Leadership:** With a lifetime of experience in the agricultural sector and 23 years as an RCD director, I understand the challenges and opportunities we face. My practical expertise equips me to lead CARCD towards innovative solutions that benefit all members and the people they serve.
- **Commitment to Transparency:** I advocate for open communication and decision-making. Under my leadership, all actions and finances will be clear, ensuring that every member feels informed and empowered.
- **Fiscal Responsibility:** I am dedicated to responsible budgeting and resource allocation. Together, we can ensure that our funds are used efficiently and effectively to enhance our programs and services.

My Vision

- **Engage Members:** Create opportunities for all voices to be heard through regular feedback sessions and community meetings.
- **Strengthen Relationships:** Foster partnerships with local agricultural organizations, universities, and government agencies to enhance our impact and resources.
- **Focus on Sustainability:** Promote sustainable practices and technologies ensuring the future of agriculture in our communities.
- **Protect Division 9:** Guard and uphold our Division 9 authorities for RCDs to fulfill our directive.

Join Me!

I invite you to join me on this journey towards a more transparent, responsible, and effective CARCD. Together, we can cultivate lasting change that reflects our commitment to the future of agriculture, soil and water conservation and the communities we serve across California.

Let's make our voices heard.

VOTE FOR MOLLY WATKINS AS YOUR NEXT CARCD PRESIDENT!

Peter Braudrick
Candidate for Vice President of CARCD
December 2025

I am running for the position of Vice President of the CARCD board because I have a lifelong passion for conservation and believe that RCDs are incredibly important to improving and restoring the wild and working landscapes of California. My management and conservation experiences are integral to my effectiveness.

I was fortunate to grow up on the beautiful Monterey Peninsula and majored in environmental planning at a public university in California. I enjoyed a 33-year career with California State Parks in a variety of different positions in **twelve different urban and rural counties across the state**. Those years gave me tremendous insight and knowledge regarding conservation and natural resource management, taught me to be a good manager and collaborator, and gave me a **broad perspective on the diversity of California's natural and working lands** that helps me serve all RCDs today.

In 2007 I was appointed by the Director of the California Department of Forestry to serve on the newly formed advisory committee for the Jackson State Demonstration Forest, the largest of CAL FIRE's fourteen demonstration forests. Over 48,000 acres in size, Jackson is a living laboratory to test and study forest management techniques. We had 13 members, ranging from environmentalists to loggers. Because of my **respectful, empathy-based, collaborative approach**, I was seen as the person who brought the group together resulting in a **consensus-based management plan** that marked a pivot to the current era of sustainable management of the forest that also met community economic needs. Today, Jackson continues to demonstrate practices that balance economical timber production with the protection of public trust resources, with more forest growth each year than is harvested.

Soon after, I saw an ad in the newspaper to join the board of the Mendocino RCD. I went to their public meeting and was enthralled. I could not believe such an amazing organization was such a well-kept secret. I wanted to be part of it, bringing my perspectives and management experience to help them be even more effective. I joined as an Associate Director and became a voting director in 2010. We rotate the Chairmanship annually.

During my tenure, Mendocino RCD grew from 5 to 16 staff, and the budget grew from about \$200,000 to \$6-7 million annually. During this time, the board oversaw staffing transitions and new systems to accompany our growth. I played a **key role in developing financial stability, including cash flow and reserves**, as the organization took on larger projects, grants, and staffing. I also helped facilitate our partnership with Caltrans to acquire a 2,200-acre mitigation property that our RCD will own, along with a \$19M endowment for ongoing management in perpetuity

Because of my enthusiasm, commitment, and collaborative nature, I was asked to serve as the RCD representative on the board of the North Coast Resource Conservation and Development Council (RC&D), which I have now served for 14 years. This RC&D is a 4-county non-profit serving 5 RCDs. In 2011, RC&Ds across the nation lost their federal funding, NRCS staffing, office space and

overhead. While **most RC&Ds folded, we came through with a firm financial footing** and now have 12 employees. Our success was largely due to the commitment and resourcefulness of the board, ultimately helping me support CARCD in weathering the uncertainties of today.

These experiences led me to join the CARCD Board, where I currently serve on the Executive Committee. I have worked with others to make headway into **modernizing CARCD's structures and systems to fit today's needs of RCDs**. This included updating our bylaws, bringing district managers onto the Board, and incorporating diversity and equity. I was one of two directors who, along with the Executive Director, met regularly with the Director of the Department of Conservation to educate them about RCDs and **better position RCDs statewide for strategic relationships** with this essential agency partner. In 2019 I was presented the President's Award, in which the President of CARCD recognized my contributions as a director.

I believe it is important that CARCD is a transparent organization that entertains the variety of ideas, opinions and viewpoints encompassed by 90 plus RCDs. To this end, I have been a leader in making difficult personnel decisions and have brought my **career-long collaborative and respectful approach to the management of our meetings**. Everyone needs to be heard, and my track record shows that I embody this value. My goal as a board member is to have an inclusive organization that abides by the bylaws to support RCDs in their essential role creating healthy communities across California.

I am also privileged to serve on the board of the Cancer Resource Centers of Mendocino County for ten years and have been the board chair for eight years of this highly successful organization that provides services through Lake and Mendocino Counties to cancer patients.

As proud as I am of our recent accomplishments to upgrade and update CARCD's systems and policies, we are only partway there. **We are on the cusp of so much more, and I have more to give**. I therefore humbly ask for your vote to serve you as Vice President.

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CALIFORNIA ASSOCIATION OF RESOURCE CONSERVATION DISTRICTS BYLAWS

ARTICLE I. GENERAL PROVISIONS

Section 1. Name – The name of this corporation is the California Association of Resource Conservation Districts (CARCD).

Section 2. Organization – The Association is organized under and complies with the Nonprofit Public Benefit Corporation Law of the State of California for charitable purposes.

Section 3. Purposes – Without limitation, the purposes of the Association are primarily to promote and support the work of Resource Conservation Districts in California. Additionally, the Association may engage in any activities that are reasonably related to or in furtherance of its charitable purposes or in any other charitable activities.

Section 4. Regions – For the purpose of electing members of the Board of Directors of the Association (other than the President, Vice President, Secretary-Treasurer) and for such other purposes as may properly be delegated by the Board of Directors, the Resource Conservation Districts (RCD) shall be divided into ten representative geographic Regions as listed below. The Board of Directors may move an RCD to a new Region on the request of the RCD and with the concurrence of both the losing and gaining Region.

- (a) Bay Delta Region.
- (b) Central Coast Region.
- (c) Central Sierra Region.
- (d) High Desert Region.
- (e) Modoc Plateau Region.
- (f) North Coast Region.
- (g) Sacramento Valley Region.
- (h) San Joaquin Valley Region.
- (i) SoCal Inland Region.
- (j) Southern California Region.

Section 5. Fiscal Year – The fiscal business year of the Association shall commence on the first day of July of each calendar year and shall terminate on the thirtieth day of June of the following calendar year.

Section 6. Construction of Bylaws – These Bylaws shall be construed and applied in accordance with applicable laws and regulations of the State of California, including the Nonprofit Public Benefit Corporation Law. In the event of any conflict between a provision of these Bylaws and State law, State law shall prevail.

Section 7. Amendment of Bylaws – These Bylaws may be amended through resolutions (Article VIII) by a majority (greater than 50%) vote of a quorum of Member Districts. Proposed amendments shall be submitted in accordance with policies existing at that time. Bylaws shall be reviewed periodically but no less than every five years.

ARTICLE II. DEFINITIONS

Section 1. As used in these Bylaws:

- (a) “Association” means the California Association of Resource Conservation Districts.
- (b) “Board of Directors” or “Board” means the Board of Directors of the Association.
- (c) “Delegate” means a District director selected by a Member District to represent the Member District at Association meetings.
- (d) “Director” means a member of the Board of Directors.
- (e) “District” means a Resource Conservation District of the State of California.
- (f) “District director” means a director of a Member District.
- (g) “Member District” means a District whose dues are paid to and are current with the Association.
- (h) “Region” means a geographic division specified in Article 1, Section 4 and also means the group of RCDs comprising that geographic Region.
- (i) “Regional Chair” means the Chair of a Region elected by the Member Districts of that Region.
- (j) “Regional Vice-Chair” means the Vice Chair of a Region elected by the Member Districts of that Region.
- (k) “Regional Delegate” means a District director or a district manager/executive director from a Member District selected by a Member District to represent the Member District at any Regional meeting of the Association.
- (l) “Regional Representative” means a District director from a Member District elected by Member Districts of that Region to represent the Region on the Association’s Board of Directors.

(m) "Resolution" means a document on Association policy or intent (1) proposed for adoption by the Member Districts of the Association, by one or more Member Districts, or by a governance or a standing committee of the Association or (2) adopted by the Member Districts of the Association or (3) adopted by the Board of Directors under their purposes and powers.

ARTICLE III. MEMBERSHIP/VOTING

Section 1. Eligibility for Membership – Every District shall be eligible for membership in the Association.

Section 2. Dues – A District shall become a Member District of the Association and shall renew its membership by payment of annual Association dues, which shall be established and assessed by the Board of Directors. The Board of Directors has the discretion to allow one or more Districts to be a Member District of the Association while paying less than the approved annual rate provided each District follows requirements established in policy to request such status.

Section 3. Selection of Delegates – Each Member District shall select a District director as its Delegate (and may select one or more District directors as alternate Delegates) to represent the District in any meeting of the Member Districts of the Association. Delegates and alternates shall be selected by vote of the District's directors and shall serve until removed by a vote of the District's directors taken at a public meeting.

Section 4. Voting – Eligible Member Districts, for purposes of establishment of quorum and a Delegate's right to vote, shall only be Member Districts in good standing at least seven (7) business days prior to the vote. Only Delegates (or alternate Delegates acting in the absence of a regular delegate) shall be entitled to vote at meetings of Member Districts..

Each Member District shall have one vote, which shall be exercised by a Delegate representing the District at any Association meeting. For the conduct of business at any meeting of the Member Districts, a majority (greater than 50%) of the Member Districts represented by at least one District director shall constitute a quorum, as determined by the President of the Association. Once a quorum is established, all actions of the Member Districts, including the election of Directors and officers, shall be taken upon a majority vote (greater than 50%) of the Delegates present and voting.

All votes shall be taken by a roll call of the Delegates. No voting by proxy or cumulative voting shall be permitted at meetings of the Member Districts or at Regional meetings.

Tie votes at any Association meeting shall be declared by the CARCD President, or Regional Chair in the case of a Regional vote, after confirming the accuracy of the votes by performing a recount to ensure a tie vote occurred. Breaking a confirmed tie vote shall occur by taking one more vote and, if the tie is not broken, then by a coin toss.

Section 5. Association Meetings –

(a) Regular Annual Meeting. A regular annual meeting of the Member Districts shall be held at the annual conference the exact date and location of which shall be determined by the

Board of Directors. If the Board determines that it is not practical or possible to have the annual meeting of the Member Districts at the conference, the President shall call a special meeting as described in this section.

Notice of the annual meeting shall be given pursuant to this section not less than 60 days prior to that meeting by electronic mail or, if no email address is available, by first class mail, Priority Mail, or other trackable mail service to each Member District at the last known address of each Member District. Notice of the annual meeting shall specify any action that the Board of Directors, at the time the notice is given, intends to present for action by the Member Districts, but any proper matter may be presented at the meeting for action of the Member Districts. The notice of the annual meeting of the Member Districts at which election of officers is contemplated shall include the Nominating Committee's list of nominees for the offices of President, Vice President, and Secretary/Treasurer of the Association.

- (b) **Special Meeting.** In accordance with Section 5510 of the Corporations Code of the State of California, special meetings of the Member Districts may be called by the Board of Directors, by the President, or upon petition of five percent or more of the Member Districts, supported by evidence of formal action of the petitioning Member Districts' individual boards of directors, timely submitted to the President. Such a petition shall specify the general nature of the business to be transacted at the special meeting. Upon receipt of such a petition, the President or the Board of Directors shall call a special meeting of the Member Districts for the transaction of that business not less than 35 days nor more than 90 days after receipt of the petition. The President or Board of Directors shall provide not less than 10 nor more than 90-days notice of the place, date, and time of each meeting of the Member Districts by electronic mail or, if no email address is available, by first class mail or Priority Mail or other trackable mail service, to each Member District at the last known address of each Member District. The notice shall state the general nature of the business to be transacted and include the petition.
- (c) The President of the Association, the Vice President in the absence of the President, or the Secretary-Treasurer in the absence of both the President and Vice-President shall preside at all meetings of the Member Districts.
- (d) Except as otherwise provided in these Bylaws or the Nonprofit Public Benefit Corporation Law of the State of California, the proceedings shall be conducted in accordance with applicable provisions of Robert's Rules of Order.

Section 6. Electronic/Mail Voting – Any action which may be taken by the Member Districts at any regular, special, or Regional meeting, including the election of Directors or officers, may also be taken without a meeting if the Association or Region, respectively, distributes a written ballot electronically or by first class mail to each Member District as described in Section 5. The ballot shall set forth the proposed action, provide a suitable means by which each Member District may indicate its vote through the Delegate, and provide a reasonable time for the consideration by Member districts and return of the ballot to the Association or Region, as the case may be.

The electronic or mail balloting shall be valid only if the number of votes cast meets the applicable quorum required to be present at a meeting. Mail balloting shall be conducted in all respects in accordance with Section 5513 of the Corporations Code.

Section 7. Powers and Duties – Member Districts acting at a meeting or by mail voting, in accordance with these Bylaws, shall have the following powers and duties:

- (a) The Member Districts shall elect a President, Vice President, and Secretary-Treasurer on odd numbered years or as required by a vacancy as described in Article VI Section 3.
- (b) The Member Districts may adopt resolutions within the scope of the purposes and powers of the Association for implementation by the Board of Directors.
- (c) The Member Districts may request reports from the Board of Directors.

ARTICLE IV. REGIONS

Section 1. Regional Chairs and Vice Chairs –

- (a) The Member Districts of each Region shall biennially, at the Region’s regular meeting, elect a Regional Chair and Regional Vice Chair, who shall take office immediately following their election and serve until the next biennial election. Any District director, district manager, or executive director of a Member District shall be eligible to serve as Regional Chair or Regional Vice Chair. Regional Chairs and Vice Chairs may be re-elected to succeed themselves.

The Bay Delta, North Coast, Sacramento Valley, SoCal Inland and Southern California Regions shall hold their elections during even years. The Central Coast, Central Sierra, High Desert, Modoc Plateau and San Joaquin Valley Regions shall hold their elections during odd numbered years.

- (b) Any vacancy in the offices of Regional Chair or Regional Vice Chair, including removal from office as provided in the Nonprofit Public Benefit Corporation Law, shall be filled, for the remainder of the unexpired term, by a special election of the Member Districts of the Region.
- (c) Duties of Regional Chairs and Vice Chairs - Each Regional Chair will ensure the scheduling of all Regional meetings. Each Vice-Chair will exercise all the functions of the Regional Chair in absence or disabling of the Regional Chair.

Section 2. Regional Representative - The Member Districts of each Region shall biennially, at the Region’s regular meeting, and as set forth in Section 1 of this Article, elect a Regional Representative to serve on the Association’s Board of Directors and who shall take office immediately following their election. Only District directors of Member Districts shall be eligible to serve as Regional Representatives. The term is two years. Vacancies shall be filled for the remainder of the unexpired term by a special election of the Member Districts of the Region. Representatives may be re-elected to succeed themselves. The Regional Representative has responsibility for providing guidance and assistance to the Regional Chairs

in developing and effectuating plans and programs for improving the effectiveness of Member Districts within the Region.

Section 3. Selection of Regional Delegates – Each Member District shall select a District director or district manager/executive director as its Regional Delegate (and may select another District director or district manager/executive director as an alternate Regional Delegate) to represent the Member District in any Regional meeting of the Association. Regional Delegates and alternates shall be selected by a vote of the Member District and shall serve for a term of one year, unless removed sooner by a vote of the District’s directors taken at a public meeting. A Delegate’s right to vote shall only be a Member District in good standing at least seven (7) business days prior to the meeting or vote.

Section 4. Vacancies and Succession - Each person elected, including a person selected to fill a vacancy, shall hold office until the expiration of the term for which elected and/or until a successor has been elected and qualified.

Section 5. Meetings and Voting – Each Region shall annually have at least one regular meeting, which shall be presided over by the Regional Chair or, in the absence of the Regional Chair, the Regional Vice Chair. Regional meetings shall be called by the Regional Chair or by the Association’s Board of Directors, who shall provide not less than 30 calendar days’ notice of the place, date, and time of each Region meeting by electronic mail. In the event that email is not available for each Member District, first class mail, Priority Mail or other trackable mail service may be used.

A quorum for the transaction of business at a Regional meeting shall be a majority (greater than 50%) of the Member Districts, represented by a District director or district manager/executive director in that Region as determined by the Regional Chair. Once a quorum is established, all actions of the Member Districts shall be taken upon a majority vote of the Delegates present and voting. Except as otherwise provided in these Bylaws or the Nonprofit Public Benefit Corporation Law of the State of California, the proceedings shall be conducted in accordance with applicable provisions of Robert’s Rules of Order.

The following actions require the approval of a majority of all Regional Delegates: (1) election of Regional Chair and Vice Chair, and (2) election of Regional Representative.

Only Regional Delegates (or alternate Regional Delegates acting in the absence of a regular Regional Delegate) shall be entitled to vote at Regional meetings.

Section 6. Electronic/Mail Voting – Electronic or mail voting by Regions shall be permitted in accordance with Section 6 of Article III of these Bylaws.

ARTICLE V. BOARD OF DIRECTORS

Section 1. Membership – The Board shall consist of the Regional Representatives from each of the Regions, the President, the Vice President, the Secretary-Treasurer, Immediate Past President, and NACD Board member (if this position is not filled by a Board member representing another Board position), up to three members who are either district managers or executive directors of Member Districts, and may include up to three appointed members who are not affiliated with any RCD.

Only one individual from any Member District may be on the Board of Directors. However, Officers are not subject to this provision. A Regional Representative may not simultaneously serve as President, Vice President, Secretary-Treasurer or Immediate Past President. Upon election of the Regional Representative to such an office, the office of Regional Representative shall become vacant until such time as the Region elects a new Regional Representative.

The President or, in the President's absence, the Vice President or Secretary-Treasurer shall preside at meetings of the Board.

Section 2. NACD Board Member - The National Association of Conservation Districts (NACD) is the 501(c)(3) nonprofit national organization that supports and advances conservation led by local conservation districts. Each state RCD association has a seat on NACD's board of directors.

The Board President shall be the NACD Board member unless delegated otherwise. Nothing in these bylaws precludes an officer or another Board member from serving as the NACD Board member; however, if this individual is also the NACD Board member, this Board member shall have only one vote. The NACD Board member will report on the activities of the NACD to the Board and to Member Districts and will assure that the Association's policies and resource needs are reflected in the national agenda. The NACD Board member shall serve a two-year term and can serve no more than two consecutive full terms.

Section 3. District Manager or Executive Director Members - The three district managers or executive directors shall be nominated and elected by their peers representing Member Districts for a two year term at the annual meeting. The President shall recommend and the Board of Directors shall appoint a special committee (Article VII, Section 4) consisting of district managers/executive directors to conduct the election. The elected district managers/executive directors shall have, to the extent possible, one representative from the following three areas of the state (Northern, Central or Southern), as defined by the Board of Directors, though more than one candidate for a region may appear on the ballot.

Section 4. Appointed Members - Appointed members may be recommended by any member of the Board of Directors to provide expertise or a valuable network and shall be approved by the Board for two-year terms from the time of approval.

Section 5. Compensation – The Directors shall serve without compensation, but shall be entitled to reasonable reimbursement for travel and other expenses incurred in connection with their official duties. The Board shall establish procedures for authorization of these expenses. The Board may delegate this function to the President under procedures established by the Board.

Section 6. Powers and Duties – The Board of Directors shall have the following powers and duties:

- (a) The Board shall manage the affairs of the Association consistent with the powers and purposes of the Association, the provisions of these Bylaws, and policies established by resolution of the Member Districts.

- (b) The Board shall employ an Executive Director, who shall be the chief executive officer of the organization and an at-will employee of the Association.
- (c) The Board shall define and establish policies and procedures of the Association, which shall not be inconsistent with policies established by resolution of the Member Districts.
- (d) The Board may create and adopt resolutions as necessary.
- (e) The Board shall review and approve an annual budget for the Association, fix the rate of compensation of the Association executive director, authorize the payment of necessary expenses of the Association, arrange for an annual audit of the Association's financial affairs by a qualified accountant or accounting firm, enter into contracts on behalf of the Association, and provide each Member District with a copy of an annual financial report.
- (f) The Board shall appoint members to committees established pursuant to Article VII. and other provisions of these Bylaws, shall establish the purposes and approve the charter of each standing committee, and shall oversee the work of all committees.
- (g) The Board shall inform the Member Districts of the Association's affairs and activities. The meeting notices and agendas for the Board meetings shall be posted on the Association website in advance of meetings. Additionally, the minutes of all meetings of the Board shall be posted on the Association website.
- (h) The Board may fill any and all vacancies in the office of President, Vice President, or Secretary-Treasurer, as stated in Article VI. Section 2.
- (i) The Board may delegate the performance of functions and duties to the President or other appropriate officers or employees of the Association; provided that the activities of the Association shall be managed and all corporate powers shall be exercised under the ultimate direction of the Board. Nothing in this subsection authorizes the Board to delegate authority to enter into contracts on behalf of the Association unless the Board or the Executive Committee has previously approved the substance of the contract (including any financial obligations).

Section 7. Meetings – The Board shall meet during the annual conference and shall annually hold at least five additional regular meetings at such times and places as the Board shall determine. The President may call special meetings of the Board and shall call a special meeting if requested in writing by the Vice President, Secretary-Treasurer, or any two Directors. Additionally, the President shall call a special meeting pursuant to the provisions specified for the Board of Directors to review any action of the Executive Committee. Special meetings shall require at least two days notice by first class mail, Priority Mail, personal delivery, or electronic means to each Director.

(a) Quorum. A majority (greater than 50%) of the Board shall constitute a quorum at all meetings. A majority of the Directors present at a meeting at which there is a quorum shall be required for all actions of the Board, except that approval of a majority of all Directors of the Board shall be required for actions with respect to self-dealing transactions under Section 5233 of the Corporations Code and approval of contracts with corporations having mutual

directors under Section 5234 of the corporations Code. Approval of a majority vote of a quorum of Directors who are not parties to a proceeding for which a corporate agent seeks indemnification shall be required in order to authorize that indemnification pursuant to Section 5235 of the Corporations Code.

A meeting of the Board at which a quorum is initially present may continue to transact business, notwithstanding the withdrawal of Directors if any action taken is approved by at least a majority of the required quorum for that meeting, except where the approval of a greater number of Directors is required by these Bylaws.

- (b) Electronic meeting. Members of the Board may participate in a meeting through use of any electronic means, so long as all members can actively participate and vote in the meeting. Directors participating by any electronic means shall be deemed to be present at the meeting of the Board and to constitute a quorum.
- (c) Board Action Without a Meeting. Any action required or permitted to be taken by the Board of Directors may be taken by electronic means without a meeting if all members of the Board consent in writing to allow the vote on the action. The written consent or consents shall be filed in the book of minutes of the Board's proceedings.
- (d) Meeting Notices. All provisions of this section respecting notice, meetings, and actions of the Board shall apply to committees of the Association, including the Executive Committee. However, the committee chair shall be responsible for providing notice, and shall have the same authority and duties with respect to meetings of the committee as to those of the President with respect to meetings of the Board.
- (e) Member Districts shall be allowed to join Board meetings electronically, excluding closed sessions and except when electronic equipment is not available to the Board.
- (f) Except as otherwise provided in these Bylaws or the Nonprofit Public Benefit Corporation Law of the State of California, the proceedings shall be conducted in accordance with applicable provisions of Robert's Rules of Order.
- (g) The Association executive director or delegated staff person shall function as staff to the Board.

Section 8. Executive Committee – There shall be an Executive Committee of the Board consisting of the President, Vice President, Secretary-Treasurer, Immediate Past President, NACD Board Member, and two of the Regional Representatives elected by the Regional Representatives. The Association executive director shall function as staff to the Executive Committee. Except as herein provided, the Executive Committee shall act primarily as an advisory body to the Board of Directors and in providing direction to Association staff. The Executive Committee shall meet upon the call of the President, who shall serve as Chair of the Executive Committee. Notice of meetings of the Executive Committee shall be provided to members thereof in the same manner as specified in Section 7 of this Article for notice of special meetings of the Board. Meetings shall be open to Member Districts except when the President determines that a closed meeting is necessary and except when electronic equipment is not available.

Any four members of the Executive Committee shall constitute a quorum for the conduct of business. The minutes of all meetings of the Executive Committee shall be filed in the Board's Book of Minutes.

All actions of the Executive Committee shall be reported to the full Board within two business days. Any two members of the Board of Directors may, within two days of receiving the minutes of an Executive Committee meeting, call for a special meeting of the Board of Directors. The President shall call a special meeting of the Board of Directors to be held within two days of the request to consider disaffirming the action of the Executive Committee. The Board may disaffirm any prior action of the Executive Committee, except valid and binding contracts entered into by the Executive Committee (or the President acting at the direction of the Executive Committee) in accordance with the policies and procedures adopted by the Board.

Except as provided herein, the Executive Committee shall have the same authority as the Board to act when the Board of Directors is unable to meet and the President calls for an emergency special meeting of the Executive Committee.

The Board of Directors may alter the authority of the Executive Committee through action of the Board.

ARTICLE VI. OFFICERS

Section 1. Officers – The officers of the Association shall be President, Vice President, Secretary-Treasurer, and Immediate Past President. The officers, excepting the Immediate Past President, shall be elected by the Member Districts during an annual Member District meeting held at the odd numbered years at the Association's annual conference from among nominations submitted as provided in Section 2 of this Article.

Only District directors of Member Districts shall be eligible to serve as officers of the Association. The officers of the Association shall serve a term of two years and may succeed themselves. However, an individual can serve no more than two consecutive full terms in a single officer position.

Except as authorized by resolution of the Member Districts, officers shall serve without compensation, but shall be entitled to reimbursement for expenses as provided for members of the Board of Directors.

Section 2. Vacancies and Succession - Each officer elected, including a person selected to fill a vacancy, shall hold office until the expiration of the term for which elected and/or until a successor has been elected and qualified. The Board may fill any and all vacancies in the office of President, Vice President, or Secretary-Treasurer for the remainder of the unexpired term if such vacancy occurs after June 1 in the year in which elections for the office is to occur. The Member Districts may, by election, select a successor to fill such a vacancy that occurs prior to the time after which the Board of Directors has authority to fill the vacancy.

If a meeting of the Member Districts does not occur at the annual conference, the officers from the prior two years shall continue to serve until elections are held at a special meeting of the Member Districts or by written ballot through electronic or mail voting.

Section 3. Nominations – The Nominating Committee shall initiate and lead the nominating process for the election of Association officers. Further responsibilities of the Nominating Committee are described in Article VII. Section 2(e).

The Board shall schedule a meeting of the Member Districts on one of the first two days of the annual conference for the purpose of nominating officers. Both the Chair of the Nominating Committee and Delegates of Member Districts shall at that time place names into nomination. Immediately upon completion of nominations, each nominee shall be given an opportunity to address the Member Districts concerning the nominee’s qualifications and the reasons for the nominee’s candidacy. Nominations shall occur as specified in Section 4 of this Article when election of officers occurs without a meeting.

Elections for officers shall not be held on the same day as nominations during the annual conference. This provision shall not apply to election of officers at a special meeting of the Member Districts, whether held in person, by electronic means, or without a meeting.

Section 4. Elections at the Annual Meeting– Officers shall be elected by majority (greater than 50%) vote of the Member Districts present and voting at the annual meeting of the Member Districts or a special meeting of the Member Districts. If no candidate receives a majority vote, the two candidates with the highest number of votes shall participate in a runoff election.

The President shall determine what Member Districts are represented at the annual meeting or special meeting at which elections of officers are to occur and whether a quorum exists.

The Nominating Committee shall appoint a subcommittee to serve as an Elections Oversight Committee. The Elections Oversight Committee shall lead and oversee the election process for the election of Association officers and any voting by the Regions that occurs by written ballot. Further responsibilities of the Elections Oversight Committee are described in Article VII. Section 2(e).

Section 5. Elections Without an Annual Meeting - If the annual meeting of the Member Districts at which election of officers was scheduled does not occur for any reason, the President shall call a special meeting of the Member Districts to take place within 60 days of the scheduled annual meeting to both allow nominations and to vote on nominees. Such meeting may be held in person or by video or teleconference, as determined by the Board. If a quorum is not present at this special meeting, the President shall call for nominations and elections by written ballot through electronic or mail ballot as described in Article IV. Section 6.

Member Districts shall be given no less than 30 days notice that nominations are open for officers before the Nominating Committee reviews the nominations. A District director from a Member District may nominate themselves or be nominated for an officer position.

Member Districts shall be provided a written ballot and all related material for which to make their choice for officers. Member Districts shall be provided at least 30 days to return the ballot if no in-person or video/teleconference occurs.

The winners of the election shall be declared at the time voting is concluded and certified in writing by the Elections Oversight Subcommittee within 10 days of the election. Any Member District may request to see the individual ballots after certification.

Section 6. President – The President shall serve as Chair of the Board of Directors and of the Executive Committee and shall preside at the annual conference and other meetings of the Member Districts. Within the authority delegated by the Board, the President shall have general supervision of the business affairs of the Association. The President shall execute all contracts, deeds, bonds, and other instruments in writing as authorized by the Board unless the Board delegates some or all of the authority to the Association executive director.

Section 7. Vice President – The Vice President shall exercise all the functions of the President in absence or disability of the President. In the absence of the President, the Vice President may execute all contracts, deeds, bonds, and other instruments in writing as authorized by the Board. The Vice President shall temporarily assume the office of the President upon the vacancy of that office until the vacancy is filled as described in Section 2 of this Article.

Section 8. Secretary-Treasurer – The Secretary-Treasurer is the chief financial officer of the Association. The Secretary-Treasurer shall provide guidance to, and define procedures for, the staff to ensure the collection of dues and other funds payable or owed to the Association. The Secretary-Treasurer shall serve as Chair of the Finance Committee. In the event of a vacancy of this office, the Board shall temporarily fill the vacancy until the vacancy is filled as described in Section 2 of this Article.

The Secretary-Treasurer shall perform duties included in the office of the chief financial officer of a Nonprofit Public Benefit Corporation under the laws of the State of California if a chief financial officer has not been hired by the Board to perform such duties.

Section 7. Immediate Past President -- The Immediate Past President shall and shall serve on the Association Board to assist the elected officers.

Section 10. Bond – As directed by the Board, the President, Secretary-Treasurer, and the employees of the Association whose duties include the handling of Association funds shall be bonded.

ARTICLE VII. COMMITTEES

Section 1. General – All actions of any committee of the Association shall be governed by and taken in accordance with the provisions of these Bylaws. All committees shall serve at the pleasure of the Board and all members shall be appointed by the Board unless otherwise specified. The following types of committees may be established by the Board of Directors as provided in Article V, Section 6(f). Except for the Executive Committee, no committees may exercise the authority of the Board.

Meetings and Reports - All committees shall meet as necessary, but no less than annually, to fulfill their responsibilities. Refer to Article V, Section 7 for notice, meeting, and action requirements of committees. Minutes of each governance and standing committee meeting shall be kept and made available to Member Districts. All committees shall present a report to the Board, as requested, and shall report either verbally or in a written report to the Member Districts at the annual meeting.

Section 2. Governance Committees – As permanent committees of the Association, the governance committees serve as the main resource on governance of the Board and Association, support Board effectiveness, and assist the Board in executing their responsibilities. Directors of the Board shall serve their committee term regardless of their Board term ending. There shall be the following governance committees, which do not require a charter:

- (a) **Executive Committee** – whose authority, membership and duties are specified in Article V, Section 5.
- (b) **Legislative Committee** - which is responsible for prioritizing and managing all legislative issues that may affect RCDs and the Association. Members of the committee may include up to 15 members of which at least three (3) shall be District directors and the remaining members may be District directors or District staff. Members are not required to be from Member Districts. Members serve 3-year terms, with the initial members serving staggered terms as determined by the Board and may be reappointed for consecutive terms. The President shall appoint the committee chair and vice chair of which one of these positions shall be filled with a District director from a Member District. The Association’s legislative consultant should participate in committee meetings as a non-voting member.
- (c) **Policy Committee** - which is responsible for prioritizing and managing all Association internal operational policy issues that may affect RCDs and the Association, including but not limited to reviewing and making recommendations on proposed resolutions or protests at the annual meeting as authorized in Article VIII. Members of the committee may include up to one person from each standing committee, an Association Board member, an Executive Committee member, and five (5) at-large RCD members for a total of no more than 14 members. Members serve 3-year terms, with the initial members serving staggered terms as determined by the Board and may be reappointed for consecutive terms. The President shall appoint the committee chair and vice chair, of which one of these positions shall be filled with a District director from a Member District.
- (d) **Finance Committee** – whose duties are to oversee the fiscal affairs of the Association. The Secretary-Treasurer of the Board of Directors shall serve as committee chair. The committee shall consist of up to five (5) members, including the Secretary-Treasurer, a second Association Board member, and any other individual from a Member District. The Association executive director or their delegate shall serve as a non-voting member of the committee. Members serve 3-year terms, with the initial members serving staggered terms as determined by the Board and may be reappointed for consecutive terms. Members may be reappointed for consecutive terms.
- (e) **Nominating Committee/Elections Oversight Subcommittee** –

1. The Nominating Committee shall consist of the ten Regional Representatives serving on the Board of Directors. A quorum of the committee shall consist of five members or a majority (greater than 50%) of filled positions, whichever is less. Committee members' terms shall coincide with their term as Regional Representative. The Committee shall select its Chair and Vice Chair and shall appoint a subcommittee of no less than two members to serve as an Elections Oversight Subcommittee.

The Nominating Committee shall notify the Member Districts that it is seeking nominees for all officer positions and shall request a candidate statement for each potential nominee. The Nominating Committee may independently solicit nominees. The Nominating Committee shall review the potential nominees, including any incumbent officers who seek reelection, to determine which are eligible to be nominated. The Nominating Committee shall nominate one or more nominees for each officer position. The completed list of officer nominees shall be forwarded to the Elections Oversight Subcommittee.

2. The Elections Oversight Subcommittee shall prepare, distribute and receive all ballots, shall hear and determine all challenges and questions in any way arising in connection with the right to vote, count and tabulate all votes, and shall do such acts as may be proper to conduct the election with fairness to all Member Districts.

The winners of the election shall be declared and certified in writing by the Elections Oversight Subcommittee.

Members of the subcommittee shall not be candidates for officer positions, nor may they be from the Region when overseeing vote by written ballot elections for that Region.

Section 3. Standing Committees – Standing committees are long-term committees of the Association which may be established that specialize in the consideration of particular subject areas that are in alignment with Division 9 of the Public Resources Code of California and RCD core functions, and to make recommendations for consideration by the Board.

- (a) Addition or Removal of Standing Committees. As stated in Article V, Section 6(f), the Board has the authority to establish committees to assist in the conduct of the business of the Association. The Board may dissolve a standing committee that it created.

Member Districts may propose the establishment or dissolution of standing committees by submitting a written request to the Board. The Board shall consider the proposal and either create the standing committee or submit it as a resolution for consideration at the next duly called meeting of the Member Districts.

- (b) Membership and operation. Each standing committee shall be open to participation by all interested parties and Board participation is welcomed and encouraged. However, official committee members shall be appointed and, to the extent possible, be composed of a member from each Region, up to three RCD members-at-large, representatives with technical subject matter expertise and any workable number of government agency partners. RCD representatives from non-Member Districts may be appointed as committee

members to any standing committee. Directors of the Board shall serve their committee term regardless of their Board term ending.

- (c) The Board shall select a chair and vice chair from the committee members, of which one of these positions shall be filled from a Member District.
- (d) The standing committees' purpose and operation shall be documented in a committee charter, which shall be approved by the Board of Directors and, subsequently, reviewed annually by the Board.
- (e) All appointed committee members shall be eligible to serve as voting members of standing committees, unless restrictions placed on a member's participation prohibit their eligibility as voting members.
- (f) Standing committee members shall serve three-year terms, with the initial members serving staggered terms as determined by the Board and may be reappointed for consecutive terms.

Section 4. Special Committees – Special committees are established for up to a one-year period, and can be extended if approved by the Board, to perform a particular study, investigation, or task for the Board or President. Official committee members shall be appointed by the Board. The special committees shall serve at the discretion of the Board or the President and shall report their activities, from time to time to the Board. A charter is not required for the committee.

ARTICLE VIII. RESOLUTIONS

Section 1. Scope of Resolutions – Any Member District, Board of Directors, Region, or governance or standing committee may propose a resolution for adoption by the Member Districts at the annual meeting. Resolutions shall declare policies, and/or call for actions in connection with policies that are within the scope of the purposes, powers, and mission of the Association and Member Districts under Division 9 of the Public Resources Code of the State of California, the Nonprofit Public Benefit Corporation Law of the State of California, and the Articles of Incorporation and Bylaws of the Association.

Section 2. Regular Resolutions – Any Member District, Board of Directors, or Region proposing a regular resolution shall submit it to the Policy Committee in accordance with policies existing at that time. The Policy Committee shall assign the resolution and send copies thereof to the chair of the appropriate standing or governance committee, and to each Member District in accordance with policies existing at that time. The chair of the committee receiving a proposed resolution shall review the resolution as soon as possible after receipt and may discuss any suggestions for changes in the form or content of the resolution with the President of the Member District that submitted the resolution (or other contact person specified on the submitted resolution). Any changes in the submitted resolution, however, shall be made by amendments adopted at the annual meeting.

The Board may adopt procedures under which committees or their chairs will assist Member Districts, upon request, in drafting resolutions.

Any governance or standing committee may propose a resolution within the purview of its duties assigned by the Board by submitting it to the chair of the Policy Committee in accordance with policies existing at that time. The chair of the Policy Committee shall assign the resolution and send copies thereof to the chair and members of the appropriate committee and to each Member District in accordance with policies existing at that time.

Nothing in this section precludes the Policy Committee, in the chair's sound discretion, from referring a proposed resolution to more than one committee.

Section 3. Committee Review – A committee to which a proposed resolution has been assigned shall review the resolution and shall adopt a recommendation that the resolution be passed, that the resolution be passed with specific amendments approved by the committee, or that the resolution be defeated. The recommendations of a committee shall be presented to the Member Districts at the annual meeting by the committee chair. In the event a resolution is considered by more than one committee, the chair of each committee shall present their committee's recommendations to the Member Districts.

Section 4. Emergency Resolutions – A Member District, Board of Directors, Region, or governance or standing committee may present a resolution for adoption which is not submitted within the time prescribed by Section 2 of this Article of the Bylaws, if the Executive Committee determines that the resolution is of such urgent importance that the usual time for committee and District review should be waived. Waivers permitting consideration of emergency resolutions shall not be routinely granted, so as to preserve adequate time for consideration by Member Districts and committees.

Section 5. Protests – Any Member District that believes that a proposed resolution would, if adopted, exceed the scope of the Association's purposes, powers, or mission may protest by raising a point of order. A Member District must notify the President at least 10 days prior to the annual meeting that it intends to raise such a point of order on a proposed resolution that was submitted to the Association. The notification shall include the rationale for its position. The President shall refer the matter to the Policy Committee for an advisory opinion. After conferring with the Member Districts proposing and protesting the resolution, the chair of the Policy Committee shall notify the President and those Member Districts of the Committee's findings. The chair of the Policy Committee shall prepare a brief written memorandum summarizing the reasons for the committee's recommendation. The Policy Committee's recommendation shall not be binding on the President or Member Districts.

POLICY COMMITTEE SUMMARY TABLE OF RESOLUTIONS WITH RECOMMENDATIONS

The summary table below was transmitted by the Policy Committee on October 10, 2025. Please note that this table differs in two ways from the original:

- 1) The Resolution from Inland Empire RCD on Moving Regions that was originally included in the Summary Table has been removed from the ballot per the written request of the Inland Empire RCD.
- 2) The “TABLE” recommendations Resolutions 2025-(1) and 2025-(2) were added due to lack of quorum at the Annual Meeting. See explanations in the table on the following page.

Resolution # on Ballot Form	Topic	RCD Resolution #	Submitting RCD	Request	Rational
#1	Moving Regions	20250805	Antelope Valley RCD	Request to move from SoCal Inland Region to the High Desert Region	“more common conservation issues with other RCDs in the High Desert Region, such as climate, plant materials, wildlife and soils,” “over the last several years has worked with other RCDs in the High Desert Region on conservation projects”
#2	Sustainable Funding	RCDTC #25-14	Tehama County RCD Co-sponsored by: -San Mateo - Santa Cruz - Napa County - Gold Ridge -Trinity -Humboldt -Sonoma -Mendocino	Sustainable funding for RCDs	The CARCD should “prioritize, <i>as a primary objective</i> , advocating for sustainable funding, including full cost recovery from state and federal granting agencies that would permit RCDs to run smoothly, efficiently, and to the purposes for which RCDs”

Continues on next page

Following resolutions submitted by the following RCDs: North Santa Clara RCD; Riverside-Corona RCD; San Jacinto Basin RCD; Loma Prieta RCD.				
Note: the first five (5) resolutions were also presented at the 2024 Annual CARCD Membership meeting but were tabled and were resubmitted for consideration at the 2025 Annual CARCD Membership meeting.				
Resolution # on Ballot Form	RCD Resolution #	Request	Rational	Policy Committee Recommendation
#3	2025-(1)	<i>Direct the CARCD Board of Directors to Reaffirm Their Duty to Comply with the Duly Adopted and Effective Bylaws</i>	“the CARCD Membership does hereby direct the CARCD Board of Directors to reaffirm their duty to comply with the duly adopted and effective bylaws at all times and immediately take action to do so.”	DO NOT APPROVE AT THIS TIME; REFER TO POLICY COMMITTEE
#4	2025-(2)	<i>Establish Minimum Standards for Conducting Association Business to Ensure Transparency and Accountability in Operation;</i>	“any RCD, regardless of membership, will be allowed to attend and provide comments at any meeting of the Association, including but not limited to meetings of the Board, Executive Committee, standing committees, special committees, and general membership.”	DO NOT APPROVE AT THIS TIME; REFER TO POLICY COMMITTEE
#5	2025-(3)	<i>Direct the CARCD Board of Directors to Reconvene the Policy Committee in Accordance with the Bylaws</i>	“CARCD Membership does hereby direct the CARCD Board of Directors to adhere to the Adopted Bylaws with regards to appointing members to the Policy Committee”	DO NOT APPROVE (Policy Committee has been reconvened. There is no need for this resolution.)
#6	2025-(4)	<i>Direct the CARCD Board of Directors to Establish and Convene a Standing Finance Committee</i>	“direct to CARCD Board of Directors to take the following actions: a. Direct the CARCD Policy Committee to determine whether a Standing Finance Committee currently exists; and, if so, to initiate the process for soliciting and appointing Resource Conservation District representatives from throughout the state to serve on the committee and to develop policies and procedures governing all CARCD financial matters; or b. If no Standing Finance Committee exists, follow the procedures set forth in the Bylaws to establish such a committee and appoint member district representatives with demonstrated interest, knowledge, and expertise in nonprofit financial management.”	DO NOT APPROVE (Finance Committee has been reconvened. There is no need for this resolution.)

Continues on next page

	Resolution #	Request	Rational	Policy Committee Recommendation
#7	2025-(5)	<i>Direct the CARCD Board of Directors to Rescind and Reconsider Board Action to Change the Dues Structure for FY 25-26</i>	“CARCD Membership does hereby direct to CARCD Board of Directors to take the following actions: a. Immediately refer the issue of membership dues and the dues process to the Policy Committee for review and recommendation; and b. Require the Policy Committee to solicit and consider feedback from all RCDs—regardless of membership status—on the dues structure and process”	DO NOT APPROVE (We recommend that all RCDs, including those proposing this resolution, make recommendations to the Finance Committee, and subsequently to the Board of Directors. The resolution seems premature.)
#8	2025-(6)	<i>Establish New Election Procedures</i>	“CARCD Policy Committee is charged with developing draft election procedures and submitting them to member districts for review, followed by a final recommendation to the CARCD Board of Directors.” See Submitted Resolution for further detail.	DO NOT APPROVE AT THIS TIME; REFER TO POLICY COMMITTEE (We recommend that this resolution be postponed until the membership votes on the new bylaws. At that time, if the districts submitting this resolution feel that further changes to election procedures are needed, their recommendation that the policy committee consider their proposals seems appropriate.)
#9	2025-(7)	<i>Adopt Policies Recommended by the IRS for Charitable Organizations</i>	“CARCD Board of Directors be directed to adopt a conflict of interest policy, a whistleblower policy, and a records retention policy, as recommended by the IRS, prior to filing the 2026 Form 990.”	APPROVE
#10	2025-(8)	<i>Direct the CARCD Board of Directors to Ensure Diverse Representation on CARCD Committees</i>	“CARCD Membership hereby directs the Board President and the Board of Directors to appoint no more than one voting representative from the same RCD to any committee, regardless of whether the committee is standing, ad hoc, special, or otherwise constituted.”	DO NOT APPROVE (It is hard enough already to get people to serve on the various standing and special committees of CARCD. This would just make it harder.)



**Antelope Valley Resource
Conservation District**

**RESOURCE
CONSERVATION**

Neal Weisenberger, President
Dan Munz, Vice President
Jeffery Rankin, Treasure
Keith Deagon, Director
Vacant, Director
Executive Director, Kathleen Burr

To promote conservation and restoration of natural resources for our area by providing plant materials, educational programs, and expertise in conservation

**Board of Directors
Antelope Valley Resource Conservation District
State of California
Resolution #20250805**

Resolution Adopted August 5, 2025

A resolution requesting the California Association of Resource Conservation Districts (CARCD) bylaws be changed to move Antelope Valley Resource Conservation District from the SOCAL Inland Region to the High Desert Region of California Association of Resource Conservation Districts (CARCD).

WHEREAS, the Antelope Valley Resource Conservation District would like to become more involved with the California Association of Resource Conservation Districts (CARCD), and

WHEREAS, the Antelope Valley Resource Conservation District has more common conservation issues with other RCDs in the High Desert Region, such as climate, plant materials, wildlife and soils, and

WHEREAS, the Antelope Valley Resource Conservation District over the last several years has worked with other RCDs in the High Desert Region on conservation projects.

WHEREAS, the Antelope Valley Resource Conservation District has enjoyed being part of the SOCAL Inland Region, and other RCDs in this region have assisted the Antelope Valley Resource Conservation District in policy and procedural issues. The Antelope Valley Resource Conservation District is geographically better situated with other RCDs in the High Desert Region, making it easier to attend regional meetings and any other activities, and

NOW THEREFORE BE IT RESOLVED AND DECLARED by the Board of Directors of the Antelope Valley Resource Conservation District are requesting the California Association of Resource Conservation Districts (CARCD) bylaws be changed to move Antelope Valley Resource Conservation District from the SOCAL Inland Region to the High Desert Region of California Association of Resource Conservation Districts (CARCD).

MOTION TO ADOPT

YEAS: Deagon, Rankin, Murray, Weisenberger

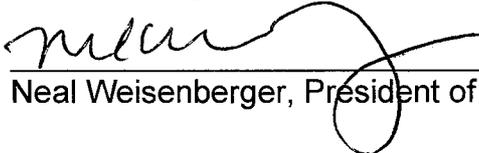
NAYS:

ABSTAINED:

ABSENT:

VACANT:

Adopted: August 5, 2025



Neal Weisenberger, President of AVRCD Board

Attest:



Kathleen Burr, Executive Director of AVRCD

Amador Fire Protection District/Amador Resource
Conservation District Partnership Agreement
Version Date: 1/8/2026

This partnership agreement is entered into by and between the Amador Fire Protection District (AFPD), hereinafter referred to as AFPD, and the Amador Resource Conservation District (ARCD), hereinafter referred to as ARCD, effective XX, 2026.

Purpose:

This document establishes a partnership between AFPD and ARCD to coordinate in the implementation of fire prevention and education programs within Amador County. Through the implementation of this partnership AFPD and ARCD will work to promote fire prevention, education, and forest health management practices within the county. Programs will include, but are not limited to:

- Program Planning
- Public Workshops
- Educational Materials
- Technical Assistance
- Mapping
- Grant Writing
- Project Oversight and Management
- Administration Duties

Agreement:

The AFPD and ARCD have the common mission of serving Amador County through fire prevention through education and fire mitigation.

The AFPD and ARCD recognize the need to work collaboratively in the development and implementation of fuels management and public outreach and education programs within Amador County.

This Agreement shall remain in effect indefinitely, with no fixed expiration date. Any party may withdraw from the Agreement by providing ninety (90) days' written notice of its intent to do so. Upon withdrawal, the departing party shall remain responsible for its proportionate share of any obligations and funding commitments incurred prior to the effective date of withdrawal.

Each Exhibit to this Agreement shall outline the specific projects on which the participating parties are collaborating.

Partnership Management:

Each organization shall appoint one board member or staff, and an alternate, to represent their organization in decisions regarding this Partnership Agreement and its Appendices.

Performance Review/Partnership Review:

Employment decisions and day-to-day employee management will be made exclusively by the AFPD. Issues, concerns, and work assignments regarding staff and/or concerns of failure to perform will be discussed with or presented in writing to AFPD Fire Chief. The AFPD Fire Chief will review these issues and address issues with staff.

Agreement Activities:

Activities of the partnership will be covered under each exhibit. Exhibit can be added and removed through approval of the partnership management appointees.

Payment:

Payment will be invoiced for actual hours worked. Invoices will be submitted to ARCD monthly, hours will be reported by project/grant. Invoice will include a list of activities/tasks accomplished within the invoice period. Further invoice details shall be addressed in each exhibit.

Responsibilities of the Parties:

Each organization shall have the legal authority to enter into this agreement, and the institutional, managerial, and financial capacity to implement the tasks described in each project.

Every document prepared under this agreement shall be made available to the other party.

Each organization shall perform the services described in compliance with all applicable federal, state and local laws and regulations and shall possess and maintain all permits, licenses and certificates that may be required for it to perform the services.

Each organization shall defend, indemnify, and hold harmless the other parties including their respective officers, directors, employees, volunteers and agents from and against all claims of third parties and all associated losses to the extent arising out of the party's gross negligence or willful misconduct in performing any of its obligations under this agreement, or a material breach by a party of any of its representations, warranties, covenants or agreements under this agreement.

Each organization shall maintain their own insurance coverage against any claim, expense, cost, damage or liability arising out of the performance of its responsibilities pursuant to this agreement.

Each organization to this agreement shall perform its responsibilities and activities described herein as an independent party and not as an officer, agent, servant, or employee of any of the other parties hereto. Each organization shall be solely responsible for the acts and omissions of its officers, agents, employees, contractors, and subcontractors, if any.

All personnel assigned by either the AFD or the ARCD to perform work under this Agreement shall remain employees or agents of their respective organizations. Nothing in this Agreement shall be construed to create an employment relationship between the staff of one party and the other.

Each party shall be solely responsible for the payment of all applicable state and federal taxes, benefits, and insurance for its own employees and agents. Each party further agrees to provide workers' compensation insurance for its personnel and to hold harmless and indemnify the other party from any claims, liabilities, or expenses arising from injury, disability, or death of its employees or agents in connection with activities under this Agreement.

Additional responsibilities of each organization may be detailed and agreed upon for each project/staff position that is incorporated via the appendices.

This writing and the documents incorporated herein represent the sole, entire, exclusive and integrated agreement between the parties concerning the services, and supersedes all prior oral and/or written negotiations, representations or contracts. Each party to this agreement acknowledges that no representations or promises have been made by any party hereto which are not embodied herein, and that no other agreement or promise not contained in this agreement or in the incorporated documents shall be valid or binding. This agreement may be amended only by a subsequent written amendment approved and executed by all parties.

This agreement shall bind and inure to the benefit of the assigns of the parties; however, each organization shall not subcontract, assign or transfer this agreement or any part of it without the prior written consent of AFD and ARCD.

All notices which may be or are required to be given hereunder will be in writing, delivered by messenger or by United States certified or registered mail, postage prepaid, return receipt requested, and will be deemed received upon the date of delivery to the address of the party to receive such notice as set forth below, as evidenced by execution of the return receipt.

If to AFD: Fire Chief
Amador Fire Protection District
810 Court Street
Jackson, CA 95642

If to ARCD: Board Chair
Amador Resource
Conservation District
12200 B Airport Rd
Jackson, CA 95642

X

Steve Cannon
ARCD Board President

X

Robert Withrow
AFD Fire Chief

Amador Fire Protection District/Amador
Resource Conservation District
Partnership Agreement – Appendices List
Version Date: 12/22/2025

Appendix 1: Shared Staff –AFPD Defensible Space Assessment Support

DRAFT

**Appendix 1: Shared Staff –AFPD/ Defensible Space Assessment Support
January 2026 – December 2026**

Office Space: AFPD will be providing office space which will include a desk and access to phone, computer, internet, and printer.

Equipment/software cost: General office equipment will be provided by AFPD. If materials/software specific to ARCD are needed, this will be invoiced to ARCD following approval.

Staffing: AFPD will provide staffing in the form of either employees or contractors. Staff will report directly to AFPD.

Invoicing: AFPD will be responsible for invoicing to the ARCD for reimbursement. The AFPD will prepare monthly invoices including hours worked and a summary of activities completed; all hours will be assigned to an active grant/project. Quarterly Reporting due on the 15th of a reporting month, the month after the end of the quarter. See ‘Quarterly Report Requirements’ document for further details and report template.

Funding Acknowledgment: All fliers and outreach material created in full or in part through this funding should have the ARCD logo, the CALFIRE logo and the California Climate Investments logo, and the following statement: *“Funding for this project was provided, in part, by a grant from the California Department of Forestry and Fire Protection as part of the California Climate Investments Program.”*

Scope of Work:

- Develop and maintain partnerships and communications with ARCD, local Fire Departments, Contractors, Applicants and Beneficiaries of the Amador Defensible Space Assistance Program. Participate in partnership meetings.
- Schedule and perform Defensible Space Assessments for Applicants’ properties within 60 days of assignment by ARCD. Report and file Assessments according to the protocol and platforms established by ARCD, including:
 - Defensible Space Program Scheduling Form - digital
 - Defensible Space Assessment Form - digital and hardcopy
 - Five to eight photographs with comments reflecting work needed - digital
- Share content for social media, websites, newsletters, and other outreach materials.
- Provide details for grant reporting including Assessments completed and partnership meetings attended.
- Include necessary grant funding language on all created outreach materials.
- General duties: emails, developing invoices and reporting for AFPD staff.

Compensation:

Option 1: Hourly plus mileage

Defensible Space Assessment Support

\$XXX/hour

Travel Reimbursement

Standard IRS Rate Per Mile

Option 2: Per assessment

Per assessment, including all training, communications, reporting and travel:

\$__ per assessment

Total Budget (maximum for labor and expenses)

up to \$35,000

Quarterly Reporting Requirements

Quarterly Reporting due on the 15th of a reporting month, the month after the end of the quarter. Reports include invoicing, quantitative reporting, narrative summary, and supporting documentation. Report should be provided using the format below in a word document.

Quantitative Summary of Activities:

of Defensible Space Assessments completed

Narrative Summary of Activities:

- Provide a list of Defensible Space Assessments completed, include date, name of Applicant and name of Assessor.
- Provide at least one key success from reporting period
- Provide at least one lesson learned from reporting period
- Are there any obstacles, challenges faced, best practice takeaways, or other observations you can share

Supporting Documents:

- Provide 2-5 photos per reporting period of the Assessor performing an Assessment with the Applicant at their property.
- Provide outreach materials created in whole or in part by this funding, Fliers should have the ARCD logo, the CALFIRE logo, and the California Climate Investments logo, and the following statement: *“Funding for this project was provided, in part, by a grant from the California Department of Forestry and Fire Protection as part of the California Climate Investments Program.”*

Sole Source Recommendation: Pollinator Assistance Services – Tehama RCD

Summary of Request

Staff recommends entering into a limited-term agreement with the Tehama Resource Conservation District (Tehama RCD) to provide pollinator habitat technical assistance and related support services. This agreement is intended as a temporary measure to maintain continuity of services until the District is able to hire and onboard new staff with the appropriate technical expertise.

Justification for Sole Source Procurement

This procurement meets the criteria for a sole source under the District's **Limited Availability / Sole Source** provision due to the following factors:

- **Unique Expertise and Capacity:** Tehama RCD currently employs technical staff with specialized experience in pollinator habitat design, site preparation, and landowner engagement. Additionally, Tehama staff have direct experience with the requirements of the WCB pollinator grant, ensuring full compliance and effective implementation of project deliverables. This knowledge is not readily available from other nearby providers.
- **Continuity of Grant-Funded Work:** The District has ongoing obligations under existing grant agreements that require timely delivery of pollinator technical assistance. Without interim support, the District risks falling out of compliance with project timelines, deliverables, and reporting requirements.
- **Limited Duration and Scope:** The proposed agreement is explicitly temporary and will remain in effect only until the District successfully hires new staff to assume these responsibilities. This limited duration ensures the arrangement is narrowly tailored to the immediate operational need.
- **Regional RCD Partnership Model:** Tehama RCD is a recognized partner with an established track record of collaboration across county lines. Their familiarity with RCD operations, conservation planning, and state/federal funding programs allows them to provide seamless support with minimal onboarding time.
- **Lack of Reasonable Alternatives:** After reviewing available options, no other local or regional entities were identified that could provide the required technical assistance within the necessary timeframe. Hiring consultants for such a short-term, specialized scope would be cost-prohibitive and inefficient.

Recommendation

Based on the unique qualifications of Tehama RCD, the time-sensitive nature of the District's pollinator program obligations, and the temporary staffing gap, staff recommends that the Board approve a sole source agreement with Tehama RCD for pollinator assistance services. The agreement will not exceed the authorized budget and will terminate upon onboarding of new District staff or at the conclusion of the defined project period, whichever occurs first.

Board Action Requested

Approve the sole source procurement and authorize the Executive Director to negotiate and execute a limited-term agreement with Tehama RCD for pollinator assistance services, consistent with the justification provided above.



202 Walnut Street, Red Bluff, CA 96080 – (530) 727-1280 – TCRCD@tehamacountyrcd.org

Scope of Work: The Resource Conservation District of Tehama County will provide technical assistance for the Amador Resource Conservation District to implement pollinator enhancing practices. This includes working with private landowners to develop their planting designs and working with Amador RCD to assist in implementing. RCDTC staff will also assist in training new project manager on the planting project.

Contract period: 1/1/26- 5/30/26

Task	Dollar Amount	Description
Project Management	\$4,488.46	Project Set up and financials
Restoration TAP	\$4,081.53	Technical Assistance
Travel	\$500.00	Site visit
Supplies	\$200.00	Printing and postage for invoices or correspondences
Indirect	\$2,073.70	22.37% approved NICRA
Total	\$11,343.69	

Amador RCD
Executive Director Report
Prepared for: January 13th 2025 Board Meeting

Current Projects Updates:

Forestry Program:

Forest Health Assistance Program (FHAP): TZ and GL are working on NRCS clients. There are two upcoming applicant deadlines. TZ will be conducting initial site visits. TZ is planning the Amador Forest Property Owner workshop, date/location TBD.

Defensible Space Project: TB has been working with AFPD to develop a partnership agreement for AFPD to provide inspections for the project applications- approval requested. ARCD will also extend this invitation to other Fire Districts in the county for residents that apply in the respective districts.

Ag/Natural Working Land Program:

Healthy Soil Program Technical Assistance Funding- Calaveras Rancher-to-Rancher style workshop will be held February 21st. Staff are working on developing needs assessment questions for producers, ARCD TA Strategic Plan, and Ag. Program Strategic Plan.

Hiring NWL Project Manager: Interviews were held in December; an offer will be extended in the near future with a hopeful start of late January.

WCB Wildlife Habitat Installation: All structures have been delivered. Planning has started for Tuolumne and Calaveras Phase 2 of applications. Wildlife cameras have been assigned to participants through the 3 counties. The group is hoping to host a project close out celebration in fall.

WCB Pollinator Project: This project has had a couple of delays with RM transitioning to part-time work. The final Landowner Agreement and Habitat Design exhibit has been reviewed by the landowner. ARCD has developed a partnership with Tehama RCD to develop a plan for staff sharing to help ease the transition of TA providers and help to keep the project on track for a Spring implementation. Request for approval of agreement at 1/13 Board Meeting.

Natural and Working Lands Hub: The AACT NWL Hub updated Scope of Work has been approved by the Department of Conservation. The request for extension to the grant timeline has not yet been approve. AACT NWL is moving in the NWL Strategy development, which will start with needs assessments, interviews, and listening sessions to garner community input. Draft NWL Strategy Summary (attached), presentation to the ARCD board regarding this process is scheduled for next months meeting. The Central Sierra RCDs are now meeting regularly and working to develop a lose structure to help facilitate grant writing, staff sharing, and streamlined communication. Current regional projects in discussion involve HSP, SWEEP and funding a regional coordinator.

Admin:

Organization Development Committee: At the second committee meeting Strategic Planning and the ARCD ED Action Plan (attached) was discussed. AW is reviewing strategic plan funding option and will be provide information about cost and a strategic plan action plan at the January ODC meeting.

Bank Account: Staff is working to follow-up on setting up a meeting to get additional ACH accounts set up.

Annual Review: the majority of staff annual reviews are complete.

Workplan Development: the Admin Team is working on 2026 workplan development they are I the final stages of development to ensure time allocation is as accurate as possible, will be discussed with staff mid-January.

Upcoming Applications:

NACD Annual TA Grant – Round 7

Application submitted to support NACD for 0.25 FTE for GL and 0.25 FTE for TZ to provide Support NRCS on non-RCCP contracts. ~\$90k submitted for a 14-month work plan. December 11th, Amador RCD will serve as the lead to bring funding into the region to support NRCS program and outreach/education, coordination.

Recent Grant Applications:

Amador County Chipping Program – Round 3

- FUNDING AWARDED, have not yet received official award notification for CalFire.
- **Budget:** \$596,929 **Funding Source:** Calfire Wildfire Prevention -CCI or Prop 4 funding

ARCD Defensible Space Assistance Program – Round 2

- Not Awarded
- **Budget:** \$638,621 **Funding Source:** Calfire Wildfire Prevention -CCI or Prop 4 funding

Multi-Benefit Fuel Breaks: Pollinator Restoration in Amador

- Awaiting Announcement
- **Budget:** \$99,906 **Funding Source:** BLM Pollinators Restoration NOFO

**Amador Resource Conservation District
Executive Director Annual Action Plan; 2025–2026**

Key Goals Summarized:

- Organizational clarity through SOPs and policy updates
- Staff accountability via structured workplans and reviews
- Strategic planning with board and staff engagement
- Strengthened partnerships
- Expanded agricultural and forestry programming
- Sustainable funding and organizational capacity

Main Actions:

- **Standard Operating Procedures (SOPs)**
 - Identify, prioritize, and develop needed SOPs.
 - Update necessary policies.
 - Train staff in utilizing new SOPs.
- **Staff Workplans & Reviews**
 - Implement 6-month workplan process tied to review cycle
 - Develop annual and 6-month workplans with check-ins
 - Transition to coordinated annual staff reviews (policy change from staggered reviews)
 - Provide continued support and management for all staff
- **Strategic Planning**
 - Update 2026 Strategic Plan with meaningful staff/board engagement
 - Add agricultural and forestry program component of strategic plan
 - Develop 2-year workplan based on updated strategic documents.
- **Partnerships & Governance**
 - Implement annual AFSC/ARCD strategic partnership meeting
 - Keep board updated and ensure AFSC partnership effectiveness
 - Initiate ODC, hold regular meetings, and develop ODC workplan
 - Develop sustainable partnership engagement plan recognizing ED time limits
- **Agricultural Program Development**
 - Outreach to agricultural community
 - Needs assessment
 - Outreach preferences/effectiveness survey
 - Program design and development
 - Focus on increased project development with vintners.
- **Organizational Development & Funding**
 - Develop plan for funding organizational development work outside of direct grant funding.
 - Research how other RCDs/organizations fund salaried positions for administration and capacity.
 - Conduct three-year audit
- **Regional Strategy**
 - Develop NWL regional strategy
 - Provide leadership in regional landscape regarding policy, program and grant development and participation.
- **Projects & Grants**
 - Project development and grant writing (AFSC/ARCD)
 - Provide coordination for the AFSC
 - Continued management of AFSC and strategic development for that organization
 - Coordinate and manage AFSC staff and projects
- **Outreach**
 - Develop and implement outreach plan
 - Continued and improved involvement in leveraging partners' outreach events to increase visibility of ARCD.

Strategic Goals Metric, and Timeline

Goal	Key Actions	Timeline	Success Metrics
Develop SOPs	Identify and prioritize SOP needs; draft and finalize	Q1: Identify & prioritize; Q2–Q3: Develop	SOPs documented, approved, and implemented
Policy Updates	Revise staff review policy; align with new workplan cycle	Q1–Q2	Policy adopted; reviews standardized
Staff Workplans & Reviews	Implement annual 6-month workplans; coordinated annual reviews	Launch Q1; check-ins Q2 & Q4	100% staff participation; improved evaluation consistency
2026 Strategic Plan Update	Engage staff/board; add agriculture & forestry components	Q2–Q4	Updated plan adopted; engagement documented
Audits	Conduct 3-year audit	Q1–Q3	Audit completion; board approval
	2025–2026 audit	Q4	Audit process started
Organization Development Committee (ODC) Initiation	Launch ODC; establish workplan; hold regular meetings	Q1–Q4	ODC active; workplan developed, workplan implemented
Ag. Program Development	Outreach to ag community; design program	Q1–Q4	Program framework completed; outreach metrics
Organization Development Capacity Research/Funding Model Development	Research RCD/org models for admin/capacity funding	Q2	Report summarizing research
		Q3	Develop report on strategy for sustainable administrative staff funding.
Project Development & Grant Writing	Coordinate AFSC/ARCD proposals	Ongoing	Grants submitted; funding secured
NWL Regional Strategy	Develop regional resiliency strategy	Q1–Q4	Draft strategy completed; partner alignment, needs assessments Leadership in regional grant applications
Partnership Development Plan	Create sustainable engagement plan recognizing ED time limits	Ongoing	Plan adopted; identify key partner organization; engagement streamlined and enhanced; meetings held, improved relationships.
Community Outreach Plan	Develop and implement outreach strategy	Q1	Outreach plan created
		Ongoing	Consistent implementation
AFSC/ARCD Partnership Communication Plan	Hold annual strategic partnership meeting; develop board update system	Q2	Meeting held; board receives quarterly updates
AFSC Coordination	Provide ongoing coordination support	Ongoing	AFSC goals met, expanded support of the ARCD.
ED Leadership/Management Training	Trainings	Ongoing	Participate in at least one leadership activity, report of takeaways presented to the ODC committee