



Napa County Resource Conservation District Regular Meeting of the Board of Directors

AGENDA

When: Thursday, June 12, 2025 at 8:00 A.M.

Where: JoAnn Busenbark Board Room, Napa Valley Transit Authority (NVTa),
625 Burnell St, Napa, CA

Bruce Barge President	Paul Asmuth Director	Allison Day Director	Jim Lincoln Director	Jennifer Putnam Director	Gretchen Stranzl McCann Director	Karen Turjanis Director
Lucas Patzek Executive Director			Corey Utsurogi District Counsel	Tracy Schulze Auditor-Controller		

GENERAL INFORMATION

The Napa County Resource Conservation District ("Napa RCD" or "District") will hold a regular meeting of its Board of Directors in-person at the location noted above. All materials relating to the agenda are available for public inspection at the District office Monday through Friday, between the hours of 8:00 A.M. and 5:00 P.M., except for District Holidays. The agenda is available online at: <http://naparcd.org/>

The public should attend Board meetings in-person to ensure the ability to observe and participate. Remote teleconference access is provided for the public's convenience and in the event that a Director requests remote participation due to just cause or emergency circumstances pursuant to Government Code section 54953(f). Please be advised that if a Director is not participating in the meeting remotely, remote participation for members of the public is provided for convenience only and in the event that the Zoom teleconference connection malfunctions for any reason, the Board of Directors reserves the right to conduct the meeting without remote access and take action on any agenda item. The public may participate telephonically or electronically via the methods below:

Via videoconference at:

<https://us02web.zoom.us/j/86774601951?pwd=FletJfb3ATY0qeJ1Fly5rw539hVUaX.1&from=addon>
Meeting ID: 867 7460 1951, Password: 759723

Via teleconference at:

Call 669-900-9128 and enter: Meeting ID: 867 7460 1951, Password: 759723

Members of the public may comment on any subject over which the District has jurisdiction that is not on the meeting agenda during the general Public Comment item of the agenda. Comments related to a specific item on the agenda must be reserved until the time the agenda item is considered and the Chair invites public

comment. While members of the public are welcome to address the Board of Directors, under the Brown Act, Directors may not deliberate or take action on items not on the agenda, and generally may only listen.

Members of the public may submit a public comment in writing by emailing Tatia@NapaRCD.org by 4:00 P.M. on the day prior to the meeting with "Public Comment" as the subject line (for comments related to an agenda item, please include the item number). All written comments should be 350 words or less, which corresponds to approximately 3 minutes or less of speaking time. Public comments emailed after the deadline described above will be entered into the record but not read out loud. If authors of the written correspondence would like to speak, they are free to do so and should raise their hand and the Chair will call upon them at the appropriate time.

Requests for disability related modifications or accommodations, aids, or services must be made to Tatia Wieland, District Secretary, at 707-690-3110 or Tatia@NapaRCD.org during regular business hours at least 48 hours prior to the time of the meeting.

1. CALL TO ORDER

- A. Call to order and roll call** – The meeting is to be called to order by the Chair at 8:00 A.M.
- B. Approval of the agenda** – The Board will consider approval of the agenda for this meeting.

2. PUBLIC COMMENT

Members of the public may comment on any subject over which the District has jurisdiction that is not on the meeting agenda at this time. Comments related to a specific item on the agenda must be reserved until the time the agenda item is considered and the Chair invites public comment. While members of the public are welcome to address the Board of Directors, under the Brown Act, Directors may not deliberate or take action on items not on the agenda, and generally may only listen.

3. CONSENT AGENDA

All items on the consent calendar are considered ministerial or non-substantive and subject to a single motion approval. With the concurrence of the Chair, a Director may request discussion of an item on the consent calendar.

- A. Approve minutes from the May 6, 2025 special meeting.**
- B. Approve minutes from the May 8, 2025 regular meeting.**
- C. Ratify bills approved by the Executive Director.**
- D. Approve regular District bills from May 2025.**

E. Authorization to Execute Agreement No. 2025022 with Napa Communities Firewise Foundation (Napa Firewise).

Authorize the Executive Director to execute Agreement No. 2025022 with Napa Firewise for the provision of professional services in support of restoration planning for the Hogback Ridge Priority Hazardous Fuel Break Project. This agreement is funded through a Community Project Fund – 2023 Congressionally Directed Spending (CFDA 10.730) grant awarded to Napa Firewise. Under the terms of the agreement, Napa RCD will provide technical and planning support, with total compensation not to exceed \$20,000. The agreement will be effective upon execution and will expire on December 31, 2025.

4. SET ITEMS OR PUBLIC HEARINGS

8:15 A.M.

A. Presentation and possible action to adopt the fiscal year 2025-2026 budget. *Lucas Patzek & Tatia Wieland*

A draft budget for the 2025-2026 fiscal year was reviewed by the Board of Directors at its noticed May meeting and Napa County's Auditor-Controller, and was further amended by staff. The current draft budget is recommended for adoption by the District Board. After adoption it will be submitted to the Napa County Auditor Controller's Office before the end of the current fiscal year. Budgeted revenues are \$10,627,466 (\$9,259,019 from intergovernmental agreements, \$852,804 non-intergovernmental agreements, donations, and other sources, and \$515,643 taxes, dividends, and interest. Budgeted expenses are \$10,624,430 (\$2,510,384 in salaries and employee benefits, \$4,946,298 in services, \$3,167,748 in supplies and other, including contributions and community grants to other agency and nonprofit partners).

5. REGULAR AGENDA

A. Presentation: Napa County Prescribed Burn Association (Napa PBA). *Danielle Ashton & Ali Blodorn*

Napa RCD has been actively supporting the formation and growth of the Napa PBA, a volunteer-led group that empowers landowners and community members to use safe, ecologically beneficial prescribed fire to reduce wildfire risk and restore healthy ecosystems. This presentation will provide:

- An overview of the benefits of prescribed burning
- The role of PBAs in building community fire resilience
- An introduction to the Napa PBA's mission, structure, early accomplishments, and goals for the future
- Napa RCD's involvement supporting broader forest health and wildfire preparedness objectives in the county.

B. Presentation & Discussion: First Draft of Napa RCD Board Handbook. *Bruce Barge*

Napa RCD is developing its first Board Handbook to consolidate essential governance materials into a single, easy-to-use reference for current and future Directors and Associate Directors. The Handbook will support effective onboarding, clarify roles and responsibilities, and ensure alignment with applicable laws and best practices for special districts. Board President Bruce Barge will present the first draft and invite input from the Board. The discussion will focus on the content, structure, and clarity of the draft, as well as any suggested revisions or additions. Feedback gathered during this meeting will guide the next round of revisions.

C. Funding & Visibility Committee report. *Frances Knapczyk*

D. USDA NRCS report. *Evelyn Denzin*

E. Executive Director's report. *Lucas Patzek*

F. Directors' reports.

6. ADJOURNMENT



Napa County Resource Conservation District Special Meeting of the Board of Directors

MINUTES

When: Tuesday, May 6, 2025 at 4:00 P.M.

Where: Kennedy Park, Grove 1 Pavillion, 3291 Streblow Drive, Napa, CA

Bruce Barge President	Paul Asmuth Director	Allison Day Director	Jim Lincoln Director	Gretchen Stranzl McCann Director	Jennifer Putnam Director	Karen Turjanis Director
	Lucas Patzek Executive Director		Corey Utsurogi District Counsel		Tracy Schulze Auditor-Controller	

1. CALL TO ORDER, ROLL CALL

A special meeting of the Napa County Resource Conservation District was called to order at 4:16 P.M. on Tuesday, May 6, 2025 by President Bruce Barge.

A. Call to order and roll call.

Directors present included Bruce Barge, Paul Asmuth, Allison Day, Jim Lincoln (at 4:38 pm), and Karen Turjanis. Associate Directors Andrina Carlsen, Balkis Johnson, Ernie Schlobohm and Joseph Nordlinger were present. Auditor-Controller Tracy Schulze was present. Napa RCD staff present included Lucas Patzek, Alison Blodorn, Frances Knapczyk, Miguel Garcia, Karime Avalos, Ashley Kvitek, Bill Birmingham, Monique Byro, Danielle Ashton, Eric McKee, Lisa Michl, Martin Perales, Paul Blank and Tatia Wieland. Evelyn Denzin, Chip Bouril, and Frank Bradley from NRCS were present.

2. PUBLIC COMMENT

Outgoing Director Bill Pramuk commented on his experience serving on the District's Board of Directors.

3. REGULAR AGENDA

A. Recognition of new and departing board members

President Bruce Barge introduced incoming Directors Allison Day and Jennifer Putnam, as well as new Associate Directors Andrina Carlsen and Pat Gorman. He recognized the

service of Directors Rainer Hoenicke and Bill Pramuk; and Associate Directors Antoinette Freeman, Lucio Perez, Matthew Reid, and Pierre Washington.

B. Introductions: Napa RCD and USDA-NRCS Representatives

All board and staff members from Napa RCD, along with USDA-NRCS staff in attendance, introduced themselves.

4. ADJOURNMENT

The meeting was adjourned due to lack of a quorum at 6:02 P.M.



Napa County Resource Conservation District Regular Meeting of the Board of Directors

MINUTES

When: Thursday, May 8, 2025 at 8:00 A.M.

Where: JoAnn Busenbark Board Room, Napa Valley Transit Authority (NVTa),
625 Burnell St, Napa, CA

Bruce Barge President	Paul Asmuth Director	Allison Day Director	Jim Lincoln Director	Gretchen Stranzl McCann Director	Jennifer Putnam Director	Karen Turjanis Director
	Lucas Patzek Executive Director	Corey Utsurogi District Counsel	Tracy Schulze Auditor-Controller			

1. CALL TO ORDER, ROLL CALL

A regular meeting of the Napa County Resource Conservation District was called to order at 8:03 A.M. on Thursday, May 8, 2025 by President Bruce Barge.

A. Call to order and roll call.

Directors present included Bruce Barge, Paul Asmuth, Allison Day, Jim Lincoln, Jennifer Putnam, and Karen Turjanis. Associate Director Andrina Carlsen was present. Associate Directors Chris Carpenter, Patrick Gorman, and Bryan Parker were present online. District Counsel Douglas Parker was present online. Auditor-Controller Tracy Schulze was present online. Napa RCD staff present included Lucas Patzek, Alison Blodorn, Frances Knapczyk, Karime Avalos, and Tatia Wieland. Evelyn Denzin from NRCS was present.

B. Introductions

New Directors Allison Day and Jennifer Putnam were welcomed.

C. Approval of the agenda.

Approved the agenda for this meeting.

MOTION: Turjanis; SECOND: Asmuth; AYES: Barge, Asmuth, Day, Lincoln, Putnam, Turjanis. NOES: None; ABSENT: Stranzl McCann; ABSTENSIONS: None. Motion carried.

2. PUBLIC COMMENT

Executive Director Lucas Patzek presented Jim Wilson's comment of gratitude for the adoption of Resolution No. 2025-02.

3. CONSENT AGENDA

Approved the consent agenda.

MOTION: Day; SECOND: Lincoln; AYES: Barge, Asmuth, Day, Lincoln, Putnam, Turjanis. NOES: None; ABSENT: Stranzl McCann; ABSTENSIONS: None. Motion carried.

- A. Approve minutes from the April 10, 2025 regular meeting.**
- B. Ratify bills approved by the Executive Director.**
- C. Approve regular District bills from April 2025.**
- D. Authorize Executive Director to execute Agreement No. 2025018 with Lake County Resource Conservation District.**
- E. Authorize Executive Director to execute a Letter of Commitment with Steven Rasmussen and Felicia Woytak.**

4. SET ITEMS OR PUBLIC HEARINGS

A. Presentation of draft fiscal year 2025-2026 budget.

Executive Director Lucas Patzek presented a draft budget for the 2025-2026 fiscal year. Budgeted revenues are \$10,461,297 (\$9,192,304 from intergovernmental agreements, \$753,350 non-intergovernmental agreements, donations, and other sources, and \$515,643 taxes and interest). Budgeted expenses are \$10,522,708 (\$2,475,561 in salaries and employee benefits, \$4,913,398 in services, and \$3,133,748 in supplies and other). He presented the funding trends in the agriculture, forestry, and community program areas.

5. REGULAR AGENDA

A. Updates and potential action regarding the Huichica Creek Preserve Advisory Committee.

Approved the appointment of the following individuals to the Advisory Committee:

- Bill Pramuk and Rainer Hoenicke as Public Members, and
- Andrina Carlsen and Pat Gorman as Associate Director Members.

MOTION: Turjanis; SECOND: Lincoln; AYES: Barge, Asmuth, Day, Lincoln, Putnam, Turjanis. NOES: None; ABSENT: Stranzl McCann; ABSTENSIONS: None. Motion carried.

B. Updates on the North Coast Resource Conservation District Collaborative and potential action to adopt Resolution No. 2025-03.

Adopted Resolution No. 2025-03: Amendment to the North Coast Resource Conservation District Collaborative's Memorandum of Understanding (MOU) for the Joint Exercise of Powers to add Lava Beds Butte Valley Resource Conservation District as a Party.

MOTION: Asmuth; SECOND: Turjanis; AYES: Barge, Asmuth, Day, Lincoln, Putnam, Turjanis. NOES: None; ABSENT: Stranzl McCann; ABSTENSIONS: None. Motion carried.

C. Funding & Visibility Committee report.

Frances Knapczyk reported that the District has executed a contract with TOPO Collaborative. Work has begun on the development of strategy and collateral materials for private donor engagement.

D. USDA NRCS report.

Evelyn Denzin reported that NRCS is working on obligating new contracts under the NRCS Farm Bill funded programs. NRCS will begin planning a local work group event to be held later this summer/fall with input and support from Napa RCD.

6. ADJOURNMENT

The meeting was adjourned at 9:31 A.M.

The next regularly scheduled meeting for the Board of Directors of the Napa County Resource Conservation District is June 12, 2025.

Summary of Expenditures for May 2025

Ratify Regular

\$289,888.67

Total Expenditures

\$289,888.67

Project	Total
FCD Support	\$10.85
CDFA Water Efficiency TA	\$112.00
FS Urban & Community Forestry	\$507.10
Cal Fire Stand Agreement	\$637.50
CA Climate Action Seed - Brodt	\$750.00
CARCD WCB Habitat Imp	\$1,652.92
Napa Climate	\$5,000.00
CA Dept of Conservation RFFC	\$7,720.00
CAL FIRE WFP 2023	\$8,619.90
CNTYPBES - JPA Cnty Cons Regs	\$17,478.51
Overhead	\$57,623.78
NOAA Fish Passage	\$69,676.33
NVV Forest Health & Fuel Breaks	\$120,099.78
	\$289,888.67

Vendor	Amount	Description
Anchor Engineering	\$22,747.50	Sulphur Creek Construct. Mgmt. Svc
BDO FMA, LLC	\$3,825.00	Accounting & Recruiting Services
CA Association of Resource Conservation Districts	\$400.00	Advocacy Support
Canon Financial Services, Inc.	\$107.66	Copier Lease
Clifton Environmental LLC	\$7,585.00	Napa State Hospital Support
Dogwood Springs Forestry, LLC	\$135.00	Forestry Support
Eduardo Gomez	\$375.00	Decal Removal/Install
Endsight	\$7,139.35	IT Services
Kaiser Permanente	\$27,075.74	Health Insurance
Medlock Ames Vintners, LLC	\$450.00	Speaker-Soil Symposium
Napa County Farm Bureau	\$750.00	Annual Membership
Land Trust of Napa County	\$120,099.78	Wantrup Habitat Enhance
Napa Valley Community Organizations	\$1,515.00	CWPP Support
Napa Valley Grapegrowers	\$620.00	NVG Membership
North Valley Labor Compliance Services	\$637.50	Fuel Reduction Support
Petty Cash	\$227.62	Various expenses
Principal Life Insurance Company	\$1,161.61	Dental Premiums
Prunuske Chatham, Inc	\$25,949.25	Fish Passage Design
Reuse Alliance Inc	\$5,000.00	Repair Fair Sponsorship
San Francisco Estuary Institute	\$17,469.51	Forest Strategy
Shipwright & Co	\$280.15	Custom Prints to Board Members
Shute Mihaly & Weinberger LLP	\$507.10	Legal Services
Special District Risk Management Auth	\$285.00	Insurance Certificates
The Personnel Perspective	\$3,442.50	HR Services
The School Garden Doctor	\$1,652.92	Education Support
Theodore L. Edwards,	\$12,066.00	Office Lease
Thomas Fenster	\$300.00	N Coast Soil Symp Speaker
Wildland Resource Management	\$7,104.90	CWPP Support
WRA, Inc.	\$20,979.58	Sulphur Creek Fish Pass Project Services
Total	\$289,888.67	

Summary of Expenditures for June 2025

Regular

\$168,082.86

Total Expenditures

\$ 168,082.86

Vendor Name	Total due	Description
Anchor Engineering	\$9,437.50	Sulphur Creek Construct. Mgmt. Svc
BDO FMA, LLC	\$9,999.00	Recruiting/ Accounting Services
California Reforestation Inc.	\$80,444.00	Thinning/Piling Support
Napa Valley Unified School District	\$310.00	Field Trip Transport. Skyline
Principal Life Insurance Company	\$1,161.61	Dental Insurance
Prunuske Chatham, Inc	\$16,302.85	Fish Passage Design
Shute, Mihaly & Weinberger LLP	\$184.40	Legal Services
US Bank	\$23,650.80	CalCard Charges
Wildland Res Mgt	\$20,939.20	CWPP Support
WRA, Inc.	\$5,653.50	Sulphur Creek Fish Pass Project Services
	\$168,082.86	

Scope of Work

Napa Communities Firewise Foundation (Napa Firewise) has been awarded funding through the Community Project Fund – 2023 Congressionally Directed Spending (10.730) for the Hogback Ridge Priority Hazardous Fuel Break project (Project). The Project includes the implementation of hazardous fuels reduction and restoration activities, with the overall goal of reducing wildfire risk and returning the ridgetop to native grasslands, oak savannahs, and/or redwoods. Napa Firewise is seeking professional services from Napa County Resource Conservation District (NCRCD) to support the scoping of restoration activities.

NCRCD will assess the site conditions and determine what (if any) restoration activities are appropriate and feasible for the Project site. This will include an assessment of existing conditions, site access considerations, and any other constraints that may impact the viability of restoration activities. With these constraints in mind, NCRCD will explore the best practices for grassland, oak restoration, and redwood restoration and opportunities for the Project site, drawing on outside experts and consultants as needed. Once this assessment is complete, if any restoration activities are deemed feasible, NCRCD will provide Napa Firewise with a recommended project scope, timeline, and budget.

Assumptions:

- Napa Firewise will provide necessary documentation, site access, and make themselves available to answer questions relevant to the planning of the restoration activities.
- As a part of the planning of the restoration activities, NCRCD and Napa Firewise will work together to align on any necessary phasing of the fuels reduction activities that Napa Firewise is implementing to allow adequate time for implementing restoration activities. The feasibility of restoration activities will depend on the timing of Napa Firewise completing fuels reduction activities in areas where restoration is scoped.
- Napa Firewise is responsible for environmental review and any required permitting for the Project, and will incorporate any planned restoration activities into the California Vegetation Treatment Plan (Cal VTP) that they are developing for the Project. NCRCD is responsible for providing Napa Firewise with maps and project scope details necessary for incorporating any planned restoration activities into the Cal VTP.
- Once NCRCD determines the scope and budget for any restoration activities deemed feasible, NCRCD will enter into a separate Professional Services Agreement with Napa Firewise to support the implementation of the restoration activities should this be of interest to both parties.

Budget

The total payment for services and expenses under this Agreement shall not exceed \$20,000. Expenses may include labor (billed at an hourly rate), vehicle mileage reimbursement, subcontractor expenses, and any Project specific expenses for which NCRCD receives pre-approval from Napa Firewise.

Vehicle mileage associated with the Project may be billed at the State's current mileage rate for the year. Current rates can be viewed at the following website link:

<https://www.calhr.ca.gov/employees/Pages/travel-reimbursements.aspx>

NAPA COUNTY RESOURCE CONSERVATION DISTRICT
DRAFT ANNUAL BUDGET, Fiscal Year 2026

REVENUES			
DESCRIPTION		DRAFT BUDGET ACCOUNT AMOUNT	FY2025 Budget Amount for Comparison
TAXES AND INTEREST			
1	Property Tax	41100 \$ 495,643	\$ 472,041
	Interest	45100 \$ 15,000	\$ 10,000
	Dividends / Rebates	45200 \$ 5,000	\$ 10,000
TOTAL TAXES AND INTEREST		\$ 515,643	\$ 492,041
INTERGOVERNMENTAL REVENUES			
2	State: Agriculture	43300 \$ 459,671	\$ 368,610
3	State: Coastal Conservancy	43410 \$ 127,200	\$ 376,400
4	State: Dept. of Conservation	43420 \$ 3,063,200	\$ 2,781,000
5	State: Other	43790 \$ 830,332	\$ 866,787
6	Federal: Other	43890 \$ 3,807,866	\$ 2,014,550
7	County of Napa	43910 \$ 571,313	\$ 622,000
8	Napa County Flood Control District	43915 \$ 213,370	\$ 184,150
9	Other Governmental Agencies	43950 \$ 186,067	\$ 131,682
TOTAL INTERGOVERNMENTAL		\$ 9,259,019	\$ 7,345,179
OTHER REVENUES			
10	Charges for Services	46800 \$ 530,804	\$ 28,000
11	Other Grants	47150 \$ 50,000	\$ 465,000
12	Donations/Contributions	47500 \$ 272,000	\$ 195,000
TOTAL OTHER REVENUES		\$ 852,804	\$ 688,000
TOTAL REVENUE		\$ 10,627,466	\$ 8,525,220

EXPENSES			
DESCRIPTION		DRAFT BUDGET ACCOUNT AMOUNT	FY2025 Budget Amount for Comparison
1 SALARIES & EMPLOYEE BENEFITS			
	Salaries and wages	51100 \$ 1,932,413	\$ 1,799,561
	Extra help	51110 \$ 50,700	\$ 10,000
	Cell Phone Allowance	51205 \$ 6,480	\$ 6,120
	Medicare	51300 \$ 30,000	\$ 26,094
	Employee Insurance: Medical	51400 \$ 206,091	\$ 175,588
	Workers Compensation	51405 \$ 17,200	\$ 13,000
	Unemployment Comp: Insurance	51410 \$ 2,500	\$ 4,000
	Retirement	51600 \$ 265,000	\$ 188,504

TOTAL SALARIES AND BENEFITS			\$	2,510,384	\$	2,222,867
SERVICES						
2	Administration Services	52100	\$	53,500	\$	20,400
	Property Tax/Assessment Admin	52115	\$	5,000	\$	4,000
	Agricultural Services	52120	\$	10,000	\$	15,000
3	Accounting/Auditing Services	52125	\$	91,000	\$	90,500
4	IT Services	52130	\$	70,900	\$	46,400
5	Legal Services	52140	\$	65,000	\$	35,000
	Lobbyist Services	52160	\$	10,000	\$	21,600
6	Other Professional Services	52490	\$	4,368,563	\$	2,226,752
	Maintenance: Vehicles	52520	\$	15,000	\$	15,000
	Rents and Leases: Equipment	52600	\$	2,000	\$	1,700
7	Rents and Leases: Buildings/Land	52605	\$	85,000	\$	72,348
	Insurance: Liability	52700	\$	-	\$	45,000
8	Insurance: Premiums	52705	\$	56,000	\$	1,000
	Communications/Telephone	52800	\$	1,500	\$	2,000
	Advertising/Marketing	52810	\$	21,000	\$	34,500
	Printing & Binding	52820	\$	13,500	\$	7,500
	Publications & Legal Notices	52830	\$	-	\$	1,500
	Filing Fees	52835	\$	1,000	\$	1,000
	Permits/License Fees	52840	\$	4,815	\$	3,500
9	Training/Conference Expenses	52900	\$	47,500	\$	36,000
	Business Travel/Mileage	52905	\$	25,020	\$	20,100
TOTAL SERVICES			\$	4,946,298	\$	2,700,800
SUPPLIES & OTHER						
	Office Supplies	53100	\$	6,000	\$	3,500
10	Office Supplies: Furniture/Fixtures	53105	\$	20,000	\$	20,000
	Freight/Postage	53110	\$	900	\$	900
	Books/Media/Subscriptions	53115	\$	500	\$	2,500
11	Memberships/Certifications	53120	\$	15,705	\$	15,705
	Utilities: Fire Suppression Systems	53215	\$	-	\$	375
	Fuel	53250	\$	7,200	\$	7,200
	Clothing and Personal Supplies	53300	\$	10,700	\$	9,500
	Safety Supplies	53320	\$	200	\$	500
	Landscaping/Agriculture Supplies	53325	\$	-	\$	59,000
	Construction Supplies/Materials	53345	\$	-	\$	17,700
12	Minor Equipment/Small Tools	53400	\$	105,575	\$	46,500
13	Computer: Equipment/Accessories	53410	\$	30,000	\$	10,500
	Computer: Software/Licensing Fees	53415	\$	24,000	\$	23,000
	Business Related Meals/Supplies	53650	\$	11,500	\$	29,200
	Taxes and Assessments	54500	\$	-	\$	260

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Depreciation Expense	54600	\$	15,000	\$	500
Contributions (Public Agencies)	54800	\$	2,342,068	\$	2,150,000
Community Grants (Non-Profits)	54805	\$	578,400	\$	781,700
Buildings and Improvements	55300	\$	-	\$	50,000
Equipment	55400	\$	-	\$	60,000
TOTAL SUPPLIES & OTHER		\$	3,167,748	\$	3,288,540
TOTAL EXPENSES		\$	10,624,430	\$	8,212,207

Add to / (Use of) Fund Balance:	\$	3,036	\$	313,013
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BUDGET ASSUMPTIONS AND NOTES

The revenue projections in this budget include a combination of executed contracts, grants that have been approved but are not yet under contract, and pending grant applications that have a high likelihood of being funded. While it is unlikely that all outstanding applications will be awarded, additional proposals are expected to be submitted during the fiscal year. Consequently, the budget will likely be amended as funding levels are updated.

Estimated revenue sources are as follows: state funding is projected to make up 42% of total revenues, federal funding 36%, local and regional governmental sources 9%, and all other sources 13%. Of the state funding, approximately 76% is allocated to forest health and wildfire resilience projects, 12% to stream and habitat restoration, 10% to agriculture-related initiatives, and 2% to urban sustainability-focused efforts. Community education and engagement activities are integrated across these program areas. Federal funding, making up about 36% of total revenues, is primarily driven by two major awards: one from NOAA supporting the Napa River Watershed Fish Passage Restoration Program, and another from the U.S. Forest Service for an urban and community forestry project. Federal revenue projections exclude any contracts that are currently frozen, canceled, or otherwise insecure. Agreements with local governments remain key sources of support for community-based conservation work. These include the Joint Powers Agreement with Napa County, a contract with the Flood Control District, and contracts with the cities of Napa and St. Helena. Donations are budgeted at the lower end of the annual target set by the board, at just over a quarter million dollars. Foundation grants and fee-for-service offerings are expected to make up a small portion of total revenue; however, both areas—along with donations—will be priorities for growth in the coming year.

Approximately 83% of all expenses are expected to be directly billable to projects. Several key trends are shaping the expense profile for the year. First, the organization will add a new Restoration Program Manager position, reflecting continued growth in staffing capacity. Second, there is a significant increase in project-related consulting services, particularly in engineering and construction for fish passage remediation and stream restoration, vegetation management, and environmental compliance. The cost of professional services is projected to nearly double personnel expenses. Third, the organization will administer increased pass-through funding to public agencies and nonprofit partners, particularly for forestry and agriculture programming in counties beyond our primary service area. Finally, the budget reflects continued investment in organizational development priorities aimed at strengthening internal systems and long-term capacity.

REVENUES

- 1** Assumes a 5% increase in property tax revenue over the FY2025 amount.
- 2** Includes 6 different grant agreements. About 80% of the revenue pertains to a CDFA Water Efficiency Technical Assistance (WETA) program grant, and another major source of funding is a CDFA Weed Management Area grant.
- 3** A block grant awarded by the State Coastal Conservancy to the Humboldt RCD for the North Coast Wildfire Resilience Planning and Implementation Grant Program, a partnership of 11 RCDs.
- 4** Block grant for the Regional Forest and Fire Capacity Program supporting Napa, Lake, Solano, Sonoma, Yolo, and Colusa County. About 82% of the grant funding is passed to organizations in the other counties.
- 5** Includes 10 different grant agreements. The three largest sources—together accounting for nearly 65% of total grant revenue—are: a Measure AA grant award supporting the Huichica Creek Riparian and Salt Marsh Restoration Project, a contract with CARCD for Wildlife Conservation Board funding to do carbon farm planning and monarch and fish habitat improvements, and a grant from the Wildlife Conservation Board supporting fish barrier remediation. CAL FIRE grants represent an additional 25% of projected grant revenue. Notably, revenue projections do not yet include a submitted CAL FIRE Forest Health grant application, which is still pending.
- 6** Includes 8 different grants and contracts. About 80% of the federal funding is anticipated to come from a NOAA grant supporting fish passage barrier remediation. Other major sources of funding—together accounting for nearly 19% of total revenue—are: an agreement with the US Forest Service for an urban and community forestry project, agreements with Lake RCD and Solano RCD for USDA-NRCS funding provided through a NACD Technical Assistance grant supporting our forestry and agriculture programs, a WaterSmart grant from the Bureau of Reclamation, and an agreement with CARCD to provide technical assistance to USDA Farm Services Agency's Emergency Forest Restoration Program.
- 7** Joint Powers Agreement with Napa County to support long-term natural resource management and protection, including groundwater sustainability, public outreach, educational efforts, environmental monitoring, natural resource inventory and assessment, erosion control, forest health, and data management. Another agreement to support community engagement related to the Regional Climate Action & Adaptation Plan.
- 8** Contract to assist with the maintenance Regional Rainfall and Stream Monitoring System, to carry out stream gauging work, to provide other hydrologic monitoring and modeling services, and to support the Napa Countywide Stormwater Pollution Prevention Program.
- 9** Includes eight contracts. Approximately 49% of this revenue comes from the City of Napa, through the following agreements: continued work with the City of Napa Water Division to support water conservation initiatives, an agreement with the City of Napa Parks & Recreation Department focused on urban forestry planning and related conservation efforts, and a contract with the City of Napa to advance climate action and education initiatives. Additional major sources of contract revenue include: a contract with the City of St. Helena for environmental monitoring related to the York Creek dam removal project, and an agreement with the Napa County Groundwater Sustainability Agency for participation in its Technical Advisory Group.
- 10** About 82% of the revenue is a mitigation funding agreement supporting the Huichica Creek Riparian and Salt Marsh Restoration Project. Also included are support for Carneros and Huichica streamgages, technical assistance to Land Trust of Napa County, services to the Farm Bureau related to vineyard WDR compliance, and fee-for-service agreements for soil health, pollinator habitat, and conservation planning offerings.
- 11** Grants from the JLD Ag Fund and Napa Valley Community Foundation for forest and habitat health programming, as well as a grant from the Gasser Foundation supporting youth internships.
- 12** Revenue from donations to Napa RCD, event contributions, and GiveGuide participation. The Board's annual target is \$250,000-\$500,000 over this 80th anniversary year of Napa RCD.

EXPENSES

- 1** Includes addition of one new 1.0 FTE (Program Manager) for a total of 18 FTE equivalents. Includes a 2.7% cost of living adjustment to salary schedule based on the SF Bay Area CPI 12-month figure. Maintaining current Kaiser medical plan and Principal dental/life/LTD plans through Arrow Benefits as our benefits broker.
- 2** Includes consultant support for recruiting and on-call HR services.
- 3** Includes the cost of Napa County Auditor-Controller Office support, regular and federal audits, as well as consultant support with developing an indirect cost rate proposal and budget forecasts. Also includes on-call accounting services.
- 4** Regular IT services with EndSight, as well as cost of exploring new grant/project management systems.
- 5** Legal services performed by County Counsel or outside legal firm. Costs have risen because of large complex grant agreements and subcontracts, bidding processes, and other needs.
- 6** About 3% of these costs are related to organizational development goals, while the balance will be used for project specific services, with the largest costs attributed to fish passage remediation engineering and construction services, vegetation management services, and environmental compliance support for a range of projects. The largest non-project cost is communications, marketing, and donor development consultant support.
- 7** General Napa RCD rent includes our office space at 1303 Jefferson Street (Suites 100B, 110B, 700B) and a storage unit. Additionally, space will be leased for the Watershed Symposium and other educational events.
- 8** Insurance costs through Special District Risk Management Agency have increased over time both because of staffing increases and inflation impacts.
- 9** Training funds will come from RCD general funds and grants and will support safety training, supervisory and management skills training, participation in the CARCD Conference, and other professional development priorities.
- 10** Investment in office furniture to support a productive and comfortable work environment, in alignment with the goal of adding one new team member.
- 11** Includes membership dues for California Association of Resource Conservation Districts (CARCD), National Association of Conservation Districts (NACD), California Special District Association (CSDA), American Fisheries Society, Napa Valley Grapegrowers, Napa County Farm Bureau, etc., as well as professional licensing for staff (e.g., CPESC, CCA).
- 12** Purchase of small tools and equipment with a value less than \$5,000, primarily for field project work.
- 13** Replacement of outdated and malfunctioning laptops for existing staff, along with the purchase of new laptops to equip recently hired team members.
- 14** Subcontracting with Colusa RCD, Lake RCD, Solano RCD, Sonoma RCD and Yolo RCD (public agencies) for the Regional Forest and Fire Capacity Program block grant in their respective counties. Subcontracting with Sonoma RCD, Dixon RCD, Lake RCD, and Solano RCD for irrigation services related to CDFA WETA grant.
- 15** About 86% of this cost is subcontracting with CLERC (non-profit) for the Regional Forest and Fire Capacity Program block grant. Additionally, includes small awards to local non-profit partners who assist with projects. Includes \$10,400 for Teen Conservation Interns, \$4,000 for teacher stipends, and \$2,000 for youth scholarships.



Subject:	First Draft of Napa RCD Board Handbook - For Review and Feedback
To:	Board of Directors, Napa County Resource Conservation District
From:	Lucas Patzek, Executive Director
Date:	June 12, 2025

We are pleased to present the first draft of the Napa RCD Board Handbook for your review in advance of our upcoming meeting. While this version still contains a few gaps, it is far enough along to serve as a strong foundation for discussion and refinement. Our goal is for this to be a collaborative process, and your input at this stage will help ensure the final product truly reflects the needs and expectations of the full Board.

This draft represents a major step toward consolidating key governance materials into a centralized, user-friendly reference for both current and future Directors and Associate Directors. Board President Bruce Barge and Executive Director Lucas Patzek have worked closely together to review existing Board-related policies. An initial legal review was conducted by District Counsel Corey Utsurogi to identify clear legal requirements. A more thorough legal review will follow as the draft evolves.

In addition to incorporating policies, the Handbook includes organizational history, current context, best practices in board governance, and practical guidance to support you in your service.

This Board Handbook is intended to:

- Clearly communicate policies relevant to the Board's roles and responsibilities
- Ensure alignment with applicable laws and special district best practices
- Support onboarding of new Directors and Associate Directors
- Serve as an ongoing reference for current members
- Foster a deeper understanding of how the Board contributes to Napa RCD's mission and governance

We envision that this Handbook will ultimately form a section within a comprehensive Policy Handbook for Napa RCD, providing a consistent and accessible structure for both Board and staff policies.

Next Steps

Please review the attached draft before our upcoming meeting. During the meeting, we will discuss the content, format, and any questions or suggestions you may have. Your feedback is essential as we refine this document into a valuable tool for governance and continuity. Thank you for your commitment and engagement in this process. We look forward to your insights and to collaboratively shaping a resource that supports excellence in Board leadership.



Napa County Resource Conservation District

Board of Directors Handbook

DRAFT June 6, 2025

Napa County Resource Conservation District
1303 Jefferson Street, Suite 500B, Napa, California 94559
Phone: (707) 690-3110, NapaRCD.org

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Purpose of this Handbook

The purpose of this Board Handbook is to orient and guide Directors and Associate Directors (AD's) of the Napa County Resource Conservation District (District) to effectively govern and support the organization. It applies to new, prospective and current Directors and AD's.

The Handbook provides an overview and big picture understanding of key topics, but there are many nuances and details behind this summary. Therefore, readers of this Handbook are encouraged to follow the links in the document and to speak with board and staff members to supplement the Handbook. More specifically, this Handbook is intended to:

- ◆ Ensure a consistent understanding of the District and its Board structure and governance. The Handbook supports Director/AD recruitment, orientation and performance.
- ◆ Ensure compliance with all legal, ethical and government requirements.
- ◆ Enable Directors/AD's to clarify their personal goals/roles in contributing to the District.
- ◆ Promote effective succession planning and development of the Board.
- ◆ Help the Board promote guidance and collaboration with the District's Executive Director and staff for organizational performance and success.

This Handbook updates and supersedes all former policies related to the Board across the purposes described above. It is intended to be a living document for which information can be easily updated and augmented as needed over time.

The owners of the Handbook are the Board President and the Executive Director. It is their responsibility to ensure that the information in the Handbook is current and relevant. It is also their responsibility to ensure that all Directors and AD's are knowledgeable about and compliant with the Handbook and its policies.

1. RCD Organizational Foundation

Mission/Vision/Values/Programs

The District's mission is to support and empower everyone in Napa County to conserve, protect and restore natural resources. We are committed to a long-range vision of Napa County as a model of sustainability. We envision a future for Napa County that includes:

- **Actions that support greater climate resiliency** and the well-being of future generations, as informed by our Declaration of Climate Emergency.
- **Sustainable and regenerative management** of agricultural and forest lands that provide community, environmental and economic benefit.

- **Rivers, streams and watersheds** that support clean drinking water, sustainable irrigation for agricultural crops, and intact natural habitat for native fish, wildlife and plants.
- **Support for biodiversity** across urban areas, agricultural operations, forests and open space.
- **A shared culture of conservation**, where all community members contribute their strengths and talents to support the natural world and each other.

The District works to achieve this vision by playing different and related roles. We are a CATALYST, VISIONARY, GO-TO HUB, and TRUSTED PARTNER. We follow a core set of values:

- ***Practical, science-based technical expertise from a broad ecosystem perspective***
- ***Non-regulatory, apolitical, publicly accountable***
- ***Collaborative in teaming with partner organizations, locally and regionally***
- ***Serving all stakeholders, with increased outreach to underserved communities***

The District works to achieve its vision through delivery and engagement in four key program areas, shown below. We are also committed to continually strengthening our organizational health in the areas of financial wellness, systems/infrastructure, and high performing teams.

Forest Health: Planning, restoration and quality of rural and urban forest/habitat

Regenerative Agriculture: Soil health, water use and nutrient efficiency, and habitat health and biodiversity

Watershed Health: Waterway and groundwater quality, flow, monitoring, and restoration

Community Engagement: Volunteers, students, political leaders, donors, partner organizations

Further information regarding RCD's organizational foundation can be found in our 5-year strategic plan and our website www.naparcd.org.

Napa RCD History

The story of Resource Conservation Districts (RCDs) in the United States began in the dust-choked aftermath of the Dust Bowl in the 1930s. Recognizing the devastating impact of soil erosion and unsustainable land management practices, President Franklin D. Roosevelt championed the Soil Conservation Act of 1935. This landmark legislation established the Soil Conservation Service (now the Natural Resources Conservation Service or NRCS) and laid the groundwork for locally led conservation organizations.

The Act encouraged the formation of soil conservation districts at the county level, empowering landowners and communities to take ownership of conservation planning and implementation. These early districts were instrumental in promoting soil-saving techniques, terracing, and windbreaks, helping to heal the ravaged landscapes and prevent future environmental disasters.

California played a pivotal role in the early adoption and evolution of this conservation model. Recognizing the diverse agricultural landscape and unique environmental challenges within the state, California quickly embraced the concept of local conservation districts. The state enacted its own enabling legislation, the California Soil Conservation District Law, in 1938, further empowering local communities to organize and address their specific resource concerns.

These early California districts tackled issues ranging from water management in arid regions to erosion control in mountainous areas, demonstrating the adaptability and effectiveness of the locally led approach. California's proactive stance solidified the importance of these grassroots organizations in the national conservation movement.

Over time, the scope of these districts broadened beyond just soil conservation to encompass a wider array of natural resource concerns. They evolved to address water quality and quantity, wildlife habitat, forest health, and invasive species management, reflecting a more holistic understanding of ecosystem health. As their responsibilities expanded, many districts across the nation changed their names to Resource Conservation Districts (RCDs) to better reflect this broader mission. This evolution solidified their role as vital local partners in implementing state and federal conservation programs, bridging the gap between government agencies and landowners.

Today, Resource Conservation Districts remain a cornerstone of grassroots conservation in the United States. There are approximately **3,000** RCDs operating across the country, serving as vital hubs for technical assistance, education, and project implementation at the local level. There are approximately **97** Resource Conservation Districts (RCDs) currently operating in California. These districts cover nearly the entire state and work on a wide range of natural resource issues at the local level.

Napa RCD Organizational Positioning

Napa RCD is part of a network of federal, state, regional and local organizations that are working to promote natural resource conservation. Among the RCDs alone, there is collaboration on policy, grant submissions, lobbying, knowledge sharing, program development and organizational/human capital practices.

At the state level, the California RCD organization communicates regularly with the county-level RCD's and hosts an annual conference designed to promote collaboration. At the regional level, Napa RCD participates in groups such as the North Bay Soil Hub and the Bay-Delta RCD Region. Napa RCD also shares an office and collaborates with the local chapter

of the National Resource Conservation Service (NRCS), which is part of the Department of Agriculture.

Napa RCD has numerous local “partner organizations” with similar missions and varying levels of collaboration. Some of these are governmental such as the Flood Control District and Cal Fire. Others are community organizations such as Firewise, Napa Green, Friends of the Napa River, Napa Land Trust and more. These organizations vary in terms of their funding model, governmental status, governance, size and mission.

In general, Napa RCD seeks to capitalize on opportunities to partner while maintaining our own priorities and goals. We can benefit from the expertise and resources of related organizations. But we seek to partner in a way that aligns with our mission, strategies and resource management

The Napa RCD Board must therefore understand how we fit within this network, which can be complex and changing. Board meetings are one important avenue to hear from potential collaborators, and Directors/AD’s are encouraged to develop relationships with leaders across this network. This allows the Board to optimize decisions and resource allocation for our mission.

2. RCD Board Structure

This section provides essential information for how Directors participate in the governance of the Napa RCD. The goal of this section is to promote clarity related to the structure, processes, and requirements for effective and legally compliant Board operations.

Board Composition, Recruitment and Selection

The Napa RCD Board is composed of seven Directors. Each Director serves a four-year term, and the terms are staggered every two years, so that no more than four Directors will be up for reappointment at any one time. Directors may serve an unlimited number of terms, provided they secure reappointment in the selection process described below.

To qualify to serve as an RCD director, candidates must 1) be a registered voter in California, 2) reside within the district and 3) meet one of the below requirements: Either own land in the district or have served as an Associate Director for two years (see later section on Associate Director role). *Note:* Serving as an Associate Director is not a substitute for being a district resident. It is a substitute for owning land within the district.

(A registered voter who is not a district resident can become a director if a resident landowner appoints them as their agent. A resident landowner must submit a statement assigning the director candidate as his/her agent for the purposes of serving on the RCD board.)

Director positions may become open for the following reasons:

- A Director voluntarily resigns from the Board
- The term of a current Director expires
- Although unlikely, a current Director is asked to resign

Napa RCD will continually recruit potential Directors to be candidates for future Board openings. This recruitment is intended to form a strong “pool” of candidates who have relevant capabilities and may be interested in serving as a Director. Recruitment is often informal, discussing with potential candidates the rewards, requirements and process associated with serving as an RCD Board Director.

One effective path for candidates to be selected as a Director is to first serve as an Associate Director. This allows a candidate to learn more about RCD, build relationships and demonstrate future capability. Yet it is important to note that serving as an Associate Director is neither required for nor a guarantee of future selection as a Director.

When one or more Director positions comes open, Napa RCD is required to post a public notice inviting any qualified person to apply for the Board. Also, current Directors are asked if they wish to serve another term, and Associate Directors are asked if they wish to apply to become Directors. This results in a “slate” of candidates for the open positions, comprised of incumbents seeking reappointment, Associate Directors seeking to become Directors and external candidates for the Board.

The Board will appoint a subcommittee of Directors not facing re-election to serve as the selection body for the slate of candidates. The subcommittee will interview each candidate and recommend which of them should assume the open Director roles. At the next Board meeting, the sub-committee reports on the results of their process and their recommendations. The full Board then discusses and votes on the sub-committee recommendation, resulting in the selection of Directors for the open roles.

Once selected, any incumbent Directors will return to serve in their prior role. Any new Directors will be on-boarded by the Executive Director and Board President.

Board Officers

There are two Board Officers, the President and the Vice President. Directors serving in each of these offices hold two year terms. At the conclusion of their terms, each Officer may choose to stand for re-election by the Board, up to a maximum of twice (total maximum in office is 6 years).

If an Officer wishes to continue in the role within the limits above and none of the remaining Directors choose to oppose, the incumbent Officer will retain the role and serve another term. If other Directors self-nominate for a Board Office and there is more than one candidate, the full Board will vote, with the majority recipient taking the Office.

If the incumbent Officer is voted in to retain the office, that Director simply continues in the role. If a new Officer is voted in, the new Officer will be on-boarded by the Executive Director and Board President.

Board Committees and Responsibilities

There are three types of RCD Board committees: Standing, Ad hoc, and Sub-committees. Both Standing and Ad hoc committees can have both Director and Associate Director members. Sub-committees can only include Directors who are a subset of the full Board.

“Standing committees” are intended to be permanent structures fulfilling a perpetual responsibility and with a particular subject matter jurisdiction. For example, the Finance Committee will always be needed to oversee the organization’s budget, revenue and expenses and compliance with financial regulation and audit.

“Ad hoc committees” are intended to be temporary structures, brought together to achieve a specific organizational goal. These committees must be authorized by the full Board and must be disbanded by a full Board vote once their mission has been completed. For example, Funding and Visibility is an ad hoc committee set up to set the strategy, plans and actions needed to increase fund-raising success and community awareness of RCD. Ad hoc committees typically exist for in the range of 6-18 months.

“Sub-committees” of the Board are infrequent and temporary, designed to address a specific Board issue that requires confidentiality. They are authorized by the full Board and disbanded once their work is complete. An example of a Board sub-committee is one set up to interview Board candidates or to hire an Executive Director.

All three types of committees may deliberate and recommend changes in District policy or specific actions to the entire Board. But a committee may not itself take action or otherwise create or change policy. The Committee makes recommendations to the Board upon matters within its scope, and the full Board can then decide and vote on any changes or actions.

Associate Directors

Associate Director positions were established to give interested members of the public a chance to take an active role in supporting the RCD at a higher level. Associate Directors volunteer in a more substantive capacity as an extension of the Board. This is in contrast to mainline volunteers who participate tactically in activities such as tree planting, removing invasive species or trash clean-up.

The below identifies some of the ways that Associate Directors can contribute to the RCD. These should always be done in collaboration with staff and the Board:

- Provide the district with extra expertise to supplement staff, such as in agriculture, forestry, watershed, community engagement, or fund-raising,

- Help to plan and execute RCD events
- Help to recruit volunteers, other Board members and community advocates
- Speak/advocate for RCD at community forums or events (pre-approved messaging)
- Attend Board meetings and where appropriate, participate in the discussion
- Serve on various standing or ad hoc RCD committees;

The below identified some of the limitations/expectations for Associate Directors

- Do not have the right to vote on Board matters;
- Are not permitted to take part in Board closed session meetings;
- Should be included in the RCD Conflict of Interest policy, and should file a Form 700.
- Must comply with RCD ethical and legal guidelines
- Must seek advance training/alignment before representing RCD externally

As mentioned earlier, serving as an Associate Director may help an individual qualify for a position on the Board, assuming they meet the requirements and are selected from among the qualified candidates. The process to become an Associate Director is

3. RCD Board Governance

Board Overall Roles and Responsibilities

All Napa RCD Directors commit to a set of common responsibilities, while also tailoring their individual role to fit their own interests and talents. This section reviews the common expectations for all Directors, which generally also apply to Associate Directors except as noted in the previous section.

Broadly, all Directors are expected to communicate the Napa RCD's mission, strategy, programs and values to the community, to act as an ambassador for the Napa RCD. This also includes listening to and representing our constituencies' needs and values to the Napa RCD. Directors are expected to hold the Napa RCD accountable for our goals and performance, while treating Board and Staff with respect and recognizing other's points of view.

More specific duties for all Directors include:

- Participate in the development of strategic and annual plans.
- Ensure programs are consistent with strategic and annual plans.
- Develop policy
- Provide fiduciary oversight - Annual Budgets, Monthly Financial Reports
- Hire/retain/guide the Executive Director
- Identify potential board candidates
- Support Napa RCD events through attendance and representation
- Study documents and issues in advance of meetings

- Attend Board meetings on time and in-person (contact Executive Director in advance for exceptions), providing ideas and insights on topics discussed

Director Specific Roles and Responsibilities

Each Director brings individual interests, expertise and availability that impacts how they participate as a Board member. This diversity is valuable, especially when there is clarity and alignment that helps the Board work synergistically.

Below are examples of roles that individual Directors can play, capitalizing on their strengths and accelerating Board impact:

- Serve on standing or ad hoc committees in areas of personal expertise/passion
- Provide input to staff on one or more Program areas (Agriculture, Forest, Watershed, Community) to help advance stakeholder buy-in and goal success
- Gain political support for RCD from community leaders for projects, funding, and collaboration with other agencies
- Help advance fund-raising and visibility among the public and potential donors
- Represent the interests of Napa stakeholder communities (geographic, demographic, issue-based)

Each Director is expected to communicate to the Board President and Executive Director how they will focus their specific role to best fit their own situation and the needs of Napa RCD. The Board President and Executive Director are then responsible for coordinating this with the full Board and staff to avoid duplication and promote success.

Legal and Compliance

As a Special District, the Napa RCD is subject to various governmental requirements that affect Board members. The Local Agency Formation Commission (LAFCO) audits Special Districts to ensure organizational efficiency and performance. Napa County audits the RCD for financial integrity and compliance. Napa RCD also requires its Board and staff to follow high ethical and legal standards.

Napa County provides legal counsel to the RCD to provide education and advice regarding legal compliance. Among the key topics are the Brown Act, requirements related to lobbying, powers and authorities to own land and property, and mandatory training for topics such as sexual harassment and the Form 700.

The Executive Director and County Counsel are responsible to provide appropriate education and communication to the Board on these topics. Individual Directors are required to comply and to ask for assistance if unsure whether they are in legal and regulatory compliance.

Board Meetings

To comply with the Brown Act, Board meetings must meet certain requirements. First, there must be a quorum, which is the minimum number of directors who must be present for formal actions of the Board to be valid. A majority of the directors constitutes a quorum, and the Napa RCD Board has seven Directors. Therefore, four Directors must be present at the meeting in order to make any formal decision, or take action on any item.

The Board may meet without a quorum, but may not take action. This rule applies even if the district has vacancies. For instance, even if the Napa RCD Board has two vacancies, there must still be four Directors present in order to vote and take action.

Meeting locations must be within the District's geographical boundaries and accessible to all members of the public. Attendance and voting by teleconferencing is permitted but only in special circumstances coordinated in advance with the Executive Director. Agendas must be publicized in advance, show the meeting date/time/location, and include the business to be discussed in the meeting. Agendas and meetings must always include an opportunity for public comment.

Board meetings may include "closed sessions," in which only Directors are present. These sessions can be used only for confidential conversations when certain conditions are met. Example topics could include appointment or employment of staff; employee performance evaluations; employee discipline, dismissals, or complaints against an employee; pending litigation involving the RCD; real estate negotiations; or labor negotiations. Closed sessions must be communicated in advance on publicly posted agendas and can include only Directors, legal counsel and staff required for the discussion.

Board Self-Assessment and Development

Research on Board effectiveness shows that Boards and individual Directors benefit from feedback and the opportunity to grow in their roles. The goal is to encourage reflection, dialogue and teamwork that makes it more rewarding to serve on a Board and to work with other colleagues. Yet it is essential that this is done in a way that builds trust and respect.

Napa RCD will employ three simple practices to support Directors in this way. These practices are voluntary but encouraged. Each will be used around the start of the Napa RCD fiscal year and repeated annually. The practices will be led by the Board President, with support from the Executive Director.

- a) Goal-setting: Each Director will complete a simple form in which that Director identifies 1-3 key goals for their own contribution in the coming fiscal year. The forms will be aggregated and shared with the full Board, in order to communicate interests and coordinate collaboration.
- b) Confidential Feedback: Each Director will complete a simple form to provide feedback to peer Directors. This must be done with professionalism and respect for fellow Directors. The form will list the names of each Director and invite the participant to share feedback to each person: what do you especially appreciate

about that Director's contribution to Napa RCD? And what if anything would you like that Director to do differently in the future?

The feedback for each Director will be submitted to the Board President, aggregated anonymously by Director and shared only with that Director. Each Director will therefore receive both positive and developmental feedback that is aggregated without identifying individual feedback providers.

- c) Board Dialogue: At a Board meeting after items a and b are completed, the Board will agendaize a discussion of the results. This dialogue is voluntary, with Directors encouraged to share insights they gained that help motivate and develop their future participation in the Board. Directors are also supported in keeping information confidential as they choose.

Outcomes from this process can include increased clarity on roles and collaboration, as well as appreciation and teamwork across the Board. Dialogue may address individual insights or suggestions for how the Board can work together more effectively to support the Napa RCD. The Board may choose to offer some subset of this process for Associate Directors.

4. Key Operational, Financial and Program Information

This section helps Directors understand more about how Napa RCD operates. Directors can use the summary and links provided in this section to gather information, address questions, identify resources and enhance their governance.

Organization Structure and Staffing

Financial

Funding and Visibility

Community and Volunteers

- o Set of links for Board and Staff Roster, Organizational Chart, current year budget, link to E-Newsletter & Social Media, etc