

**Hisega Meadows Water Inc.**  
**Board Meeting Minutes 09/04/12**

**Board Members In Attendance**

**Chris Hanson**  
**Larry Diebert**  
**Randy Smart**  
**Rick Schurger**  
**Denise Kohama**  
**Dwight Mikkelson**

**Also in Attendance**

**Keith Lau**  
**Lona Lau**  
**Scot Licht**  
**Larry Chilstrom**

**Chris Hanson called meeting to order at 6:40.**

**There was no board meeting for the month of August 2012, because there were not enough board members in attendance to form a quorum.**

**At this time Scot Licht updated the board on the water system. He said he will pump out the intake once the water usage decreases. He also said that everything is running smoothly. The water flow in the creek is slowing down so the water is clearing. He will be testing the water for VOC's, the results will be reported to the USDA for the annual drinking water certification.**

**After attending the Small Utility Board Training Larry Diebert presented to the board and staff a rough draft of the Code of Conduct for Directors and Staff of Hisega Meadows Water, Inc. (please see attached). He explained this was necessary for all board members and staff to be on the same page as far as professional conduct and for the privacy of Hisega Meadows Water, Inc. community members. After a brief review of the document Randy Smart made a motion to accept the Nonprofit Code of Conduct for Directors and Staff of Hisega Meadows Water, Inc. as written, to be signed by present and future board members and staff. To be reviewed and revised as necessary every two years. Rick Schurger seconded the motion. Motion put up for vote. All ayes. Motion passed.**

**Randy Smart made a motion to approve the minutes for the June 26, 2012 Board meeting. The motion was seconded by Rick Schurger. Motion put up for vote. All ayes. Motion passed.**

**Keith Lau presented to the board the financial statements for July and August (please see attached).**

**Randy Smart made a motion to approve the financial statement for July. Rick Schurger seconded. The motion was put up for vote. All ayes. Motion passed.**

**Randy Smart also made a motion to approve the financials for August. Rick Schurger seconded. The motion was put up for vote. All ayes. Motion passed.**

**Dwight Mikkelson handed Chris Hanson his letter of resignation, citing personal reasons for leaving the board. Larry Diebert made a motion to accept Dwight's letter of resignation. The motion was seconded by Randy Smart. Motion put up for vote. All ayes. Motion passed. Dwight left the board meeting at this time.**

**As stated in Article IX, Section 4 of the Hisega Meadows Water Inc. Bi-laws. If the office of the Director or officers shall become vacant for any cause the remaining Directors may choose a successor, who shall serve to the next regular or Special Meeting of the members when the vacancy shall be filled.**

**Chris Hanson asked Larry Chilstrom if he would be interested in being the interim board member until the annual meeting held in June of 2013. Larry accepted the offer. Denise Kohama made a motion for Larry Chilstrom to fill the Director vacancy until the next community meeting. The motion was seconded by Rick Schurger. Motion put up for vote. All ayes. Motion passed.**

**Lona Lau informed the board that she had been in contact with Call Multiplier (about the ability to make blanket information and emergency phone calls if needed) she found out that the company will charge .09 per call, these calls must be purchased in lots of 250.**

**Denise Kohama made a motion to set up an account with Call Multiplier and purchase 4 lots of 250 calls at a cost of \$80.00 to \$85.00. The motion was seconded by Rick Schurger. Motion put up for vote. All ayes. Motion passed.**

**At this time the board discussed the need to update community member information such as phone numbers, e-mail addresses (another contact in case of water emergency) and number of permanent residence in each home. It is also an opportunity to ask the community for someone to become trained in the workings of the water system if ever the need would arise in Scot Lichts absence.**

Requirement:

The code of ethics is an IRS requirement for tax-exempt organizations as of the 2009 tax year.

Identification:

The nonprofit code of conduct is a written policy that sets out the expectations of proper behavior for people affiliated with the nonprofit. The code of conduct should encourage ethical behavior, accountability and transparency. Each board and staff member should read and sign the code of conduct each year. New staff and volunteers should be asked to read and sign the code of conduct when they begin work and at least once per year after.

Function:

A code of conduct serves two main functions. First, it clearly informs the staff, board and volunteers at a nonprofit what is expected of them. It lays the "ground rules" of proper behavior and alerts the staff that certain behaviors are not tolerated. The code of conduct creates a company culture of respect and accountability. Second, the code of conduct protects the nonprofit. If a board or staff member or volunteer violates the code of conduct, he may be terminated with the understanding that he knew, from the code of conduct, that his behavior was improper.

Features:

According to the Complete Guide to Ethics Management for Nonprofits, a nonprofit code of conduct will typically include, at a minimum, rules covering the following issues: dress code, drug use, laws and regulations, confidentiality, conflicts of interest, discrimination, use of the nonprofit's property, and how to report illegal, unethical or questionable behavior.

Considerations:

First, identify key values or behaviors the organization expects from its employees. Second, describe each behavior or value clearly in the code of conduct. Include an explanation that each employee is expected to adhere to the code and a clear statement of the consequences for failing to do so. Third, have staff review the code and make suggestions. Revise as needed. Finally, distribute the new code of conduct. Collect a signed copy from each board member and staff to demonstrate that each employee has read the new code of conduct and agrees to follow it.

Following on the next page is a sample Ethics Policy. Add what you feel should be added; cross out whatever should be removed. This is simply a starting point for the creation of a Code of Ethics for the Hisega Meadows Water, Inc. Board & Staff.

Code of Conduct for Directors and Staff  
Hisega Meadows Water, Inc.

The Board of Directors has adopted the following ethics policy for its board members and staff. This policy is intended to provide guidance with ethical issues and a mechanism for addressing unethical conduct.

**A. BOARD RESPONSIBILITIES:**

The general duties for directors are to enforce the association's governing documents, collect and preserve the association's financial resources, insure the association's assets against loss, and keep the water system in a state of good repair. To fulfill that responsibility, directors must:

- regularly attend board meetings
- will not be under the influence of alcohol or drugs during board meetings
- review material provided in preparation for board meetings
- review the association's financial reports
- make reasonable inquiry before making decisions, and
- respond to member inquiries
- Always speak with one voice, supporting all duly-adopted board decisions even if the board member was in the minority regarding actions that may not have obtained unanimous consent

**B. PROFESSIONAL CONDUCT**

In general, directors and staff must conduct all dealings with vendors and volunteers with honesty and fairness, and safeguard information that belongs to the association.

1. **Private Gain.** Self-dealing occurs when directors or staff make decisions that materially benefit themselves or their relatives at the expense of the association. Benefits include money, privileges, special benefits, gifts or other items of value. Accordingly, no director or staff may:
  - solicit or receive any compensation from the association for serving on the board
  - make promises to vendors unless with prior approval from the board
  - solicit or receive, any gift, gratuity, favor, entertainment, loan, or any other thing of value for themselves or their relatives from a person or company who is seeking a business or financial relationship with the association.
  - Seek preferential treatment for themselves or their relatives
  - use association property, services, equipment or business for the gain or benefit of themselves or their relatives, except as is provided for all members of the association.
2. **Confidential Information.** Directors and staff are responsible for protecting the association's confidential information. As such they may not use confidential information for the benefit of themselves or their relatives. Except when disclosure is duly authorized or legally mandated, no director staff may disclose confidential information. Confidential information includes, without limitation:
  - Private personal information of fellow directors,
  - Private personnel information of the association's employees
  - Disciplinary actions against members of the association,
  - Assessment collection information against members of the association, and
  - legal disputes in which the association is or may be involved – directors may not discuss such matters with persons not on the board without the prior approval of the association's general counsel. Failure to follow these restrictions could constitute a breach of the attorney-client privilege and loss of confidential information.

3. Accuracy of Information: Directors and staff may not knowingly misrepresent facts. All association data, records and reports must be accurate and truthful and prepared in a proper manner.
4. Interaction with Employees: To ensure efficient management operations, avoid conflicting instruction from the board to staff and avoid potential liability, directors shall observe the following guidelines:
  - The chairman of the board shall serve as liaison between the board and staff. Directors may not give directions to the employees, volunteers or vendors,
  - If directors are contacted by employees with complaints, the employees shall be instructed to contact the board as a whole,
  - No director may threaten or retaliate against an employee who brings information to the board regarding improper actions of a director,
  - Directors are prohibited from harassing or threatening employees, vendors, directors or members

### C. WHEN CONFLICTS ARISE

Situations may arise that are not expressly covered by this policy or where the proper course of action is unclear. Directors should immediately raise such situations with the board as a whole. If appropriate, the board will seek guidance from the association's legal counsel.

1. Disclosure & Recusal. Directors must immediately disclose the existence of any conflict of interest, whether their own or others. Directors or staff must withdraw from participation in decisions in which they have a material interest.
2. Violations of Policy. Directors and staff who violate the association's ethic's policy are deemed to be acting outside the course and scope of their authority. Anyone in violation of this policy may be subject to immediate disciplinary action, including, but not limited to:
  - censure,
  - removal from the board
  - request for resignation from the board
  - recall by the membership
  - legal proceedings

Prior to taking any of the actions described above, the board shall appoint an executive committee to investigate the violation. The committee shall review the evidence of violation, endeavor to meet with the director/staff believed to be in violation, confier with the association's legal counsel, and present its findings and recommendations to the board for appropriate action. The board shall endeavor to meet with the director/staff member in executive session prior to imposing disciplinary action against that person.

### D. ACKNOWLEDGMENT

I acknowledge that I have received and read the association's ethics policy and have had the opportunity to ask questions about the policy. I understand my obligations as a director or staff under this policy and will act in accordance with my obligations.

Signature: \_\_\_\_\_ Date: \_\_\_\_\_

Print Name: \_\_\_\_\_

Hisega Meadows Water Board

To All The Board Members

I wish to inform all of you of my decision to leave the board. I have thought I did the best job I could have done so I have no regrets

I wish to apologize to all who were present at the last meeting, it was not one of my better moments.

I want to apologize to Chris Hanson for behavior.

I am sure my action is why Larry Deibert has brought up The Code of Ethics idea

This is really all I have to say

Respectfully yours

Dwight Mikkelsen

A handwritten signature in cursive script that reads "Dwight Mikkelsen".

Sept. 4 - 2012

**INDUSTRIAL ENGINEERING and ENGINEERING MANAGEMENT STUDENT STATUS SHEET**

Revised: May 2010

STUDENT NAME \_\_\_\_\_

STUDENT ID # \_\_\_\_\_

BASIC SCIENCES (11 hours required)

Course #	Credit Hours	Grade
CHEM 112	3	
CHEM 112L	1	
PHYS 211	3	
PHYS 213	3	
PHYS 213L	1	

PROFESSIONAL BREADTH\* ELECTIVES (12)

Course #	Credit Hours	Grade

MATH	16
SCIENCE	11
SS/H	16
ENG FUND	11
IENG	50
RELATED/ENGL/PE	20
PROF BREADTH	12
Required Credit Hours	136

Math (16 hours required)

Course	Credit Hours	Grade
MATH 123 - Calculus I	4	
MATH 125 - Calculus II	4	
MATH 225 - Calculus III	4	
MATH 321 - Ordinary Differential Equations	4	

SOCIAL SCIENCE & HUMANITIES (16 hours required)

Must have 6 Social Science and 6 Humanities, 3 Upper Division

	Social Science			Humanities		
	Course #	Hours	Grade	Course #	Hours	Grade
	PSYC 101	3				
Upper Division						

ENGLISH/PE (11 hours required)

Course	Credit Hours	Grade
ENGL 101 - Freshman English I	3	
ENGL 279 - Technical Communications I	3	
ENGL 289 - Technical Communications II	3	
PE - Fitness & Lifetime Activities	1	
PE - Fitness & Lifetime Activities	1	

ENGINEERING FUNDAMENTALS\* (11 hours required)

Course	Credit Hours	Grade
Engineering Graphics (ME 110 or CEE 117)	2	

DEPARTMENT ELECTIVES AND RELATED INDUSTRIAL ENGINEERING AND ENGINEERING MANAGEMENT COURSES\* (9 hours required)

Course	Credit Hours	Grade
MATH 353 - Linear Optimization	3	
IENG 331 - Safety Engineering or IENG 431 - Industrial Hygiene	3	

REQUIRED INDUSTRIAL ENGINEERING AND ENGINEERING MANAGEMENT COURSES (50 hours required)

Course	Semester Offered	Credit Hours	Grade
IENG 215/6/7 - Cost Estimating	S	1/1/1	
IENG 241L - Intro to Quality Methods and Teams	S	2	
IENG 302 - Engineering Economics	F/S	3	
IENG 311 - Work Methods & Measurement	F	(2-1) 3	
IENG 321 - Ergonomics/Human Factors Engineering	S	(2-1) 3	
IENG 352 - Creativity and Innovation	F	1	
IENG 354 - Marketing Technology Innovations	F	1	
IENG 355 - Financing Technology Innovations	S	1	
IENG 362 - Stochastic Models	F	3	
IENG 366 - Engineering Management	S	3	
IENG 381 - Probability Theory & Statistics I	F/S	3	
IENG 382 - Probability Theory & Statistics II	S	3	
IENG 425 - Production Operations Management	F	3	
IENG 441 - Simulation	S	3	
IENG 471 - Facilities Planning	F	3	
IENG 475 - Computer-Controlled Mfg Systems & Robotics	S	3	
IENG 462 - Industrial Eng. / Eng. Management Profession	F	1	
IENG 464 - Senior Design Project I	F	2	
IENG 465 - Senior Design Project II	S	3	
IENG 486 - Statistical Quality & Process Control	F	3	

Degree check completed when signed  
Term:  
Items Approved:

Coursework to be completed  
in final term:

\*Elective choices must be approved by the student's advisor.