RESOLUTION NO. 2017-25
RICE CREEK WATERSHED DISTRICT
BOARD OF MANAGERS

TRANFERRING to METRO BLOOMS OWNERSHIP of
BLUE THUMB - PLANTING FOR CLEAN WATER® PROGRAM

Manager Nagano offered the following resolution and moved its adoption, seconded by Manager Bradley:

WHEREAS the Blue Thumb - Planting for Clean Water® program, started by the Rice Creek Watershed District ("District") in 2006, is a partnership of public and private sector groups to help residents plant native gardens, raingardens and shoreline stabilizations to improve water quality;

WHEREAS the District administered the Blue Thumb program until June 4, 2015, at which time Metro Blooms, a non-profit organization based in the Twin Cities, assumed program administration pursuant to a License and Transfer Agreement ("Agreement") between the District and Metro Blooms;

WHEREAS the Agreement established a framework for Metro Blooms to administer and develop the program under District program ownership and oversight, and set forth criteria by which the District Board of Managers ("Board"), by October 30, 2017, would decide on a transfer of program, trademark and domain name ownership to Metro Blooms;

WHEREAS the Agreement, at subsection I.10, states that in making its decision, the Board will apply as performance benchmarks whether:

- Metro Blooms has conformed materially to the terms of the Agreement; and
- Blue Thumb program operations and outcomes demonstrate: (a) the prospect of continued public and private partner support; (b) a financially sustainable business plan; (c) an approach to public access to fee-for-service providers that will allow for continued public partner support; and (d) a framework for cooperation with partners offering confidence that Blue Thumb will remain responsive to partner interests.

WHEREAS the Agreement, at paragraph I.9(c), further provides that if all performance benchmarks are not met, the Board nevertheless may approve transfer if, in its judgment, it reasonably concludes that under the ownership of Metro Blooms, Blue Thumb will be sustainable and will continue to retain strong public and private participation, based on considerations that include, but are not limited to, whether Metro Blooms has achieved at least 20 public and 20 private partners as of September 30, 2017; and has solicited and received Blue Thumb revenue of at least $40,000 in cash and cash commitments over the license period;
WHEREAS as required under the Agreement, during the license period Metro Blooms has provided semi-annual program and financial reports and has transmitted to the District a final report, dated September 29, 2017, describing the operations and outcomes of Blue Thumb during the license period, assessing achievement of performance goals and benchmarks, and presenting inquiry analytics and referral data;

WHEREAS District staff have evaluated Blue Thumb program operations and finances, reviewed Metro Blooms reports, and have provided a memorandum, dated October 4, 2017 and subsequent staff memo dated October 18, 2017, assessing Metro Blooms’ success in meeting the criteria for program transfer;

WHEREAS by notice to public and private partners and on the District’s website, the District has provided an opportunity for partners and other interested parties to comment in writing on program transfer, and to address the Board on the subject at a publicly noticed October 9, 2017 Board workshop;

WHEREAS Blue Thumb has 44 partners for 2017, consisting of 27 private and 17 public partners; and has secured revenue of about $93,000 in fees, grants and other funds during the license period;

WHEREAS District staff have reviewed Metro Blooms operations, outcomes and plans; Blue Thumb Steering Committee activity; analytics as to program inquiries and referrals; and Metro Blooms plans to expand partnerships, funding and programming;

WHEREAS District staff conclude that Metro Blooms has met the performance benchmarks at subsection 1.10 of the Agreement; has made significant progress and achieved significant success toward ensuring the sustainability and success of the Blue Thumb program within the meaning of paragraph I.9(c) of the Agreement; and has substantially achieved the partnership and funding goals of that paragraph;

WHEREAS at the regular Board meeting of October 25, 2017, Metro Blooms and District staff presented a review of program operations to the Board and the Board considered all information relevant to its transfer decision;

THEREFORE BE IT RESOLVED that in accordance with subsection I.9 of the Agreement, the Board concurs in the conclusions and recommendations of District staff, finds that the criteria for program, domain name and trademark transfer set forth in the Agreement have been met, and approves transfer;

BE IT FURTHER RESOLVED that the District Administrator hereby is directed, and delegated authority on behalf of the Board, to take all steps necessary to formalize transfer of program and domain name ownership, and assignment of trademark, for the Blue Thumb - Planting for Clean Water® program to Metro Blooms; and
BE IT FINALLY RESOLVED that the Agreement remains in force according to its terms and until it terminates pursuant to subsection IV.9 thereof.

The question was on the adoption of the Resolution and there were 5 yeas and 0 nays as follows:

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Upon vote, the Chair declared the Resolution passed.

Michael Bradley, Secretary

Dated: October 25, 2017

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I, Michael Bradley, Secretary of the Rice Creek Watershed District, do hereby certify that I have compared the above resolution with the original thereof as the same appears of record and on file with the District and find the same to be a true and correct transcript thereof.

IN TESTIMONY WHEREOF, I have hereunto set my hand this 25th day of October, 2017.

Michael Bradley, Secretary