

# **THE PRAIRIE ENTHUSIASTS**

## **Board Meeting Minutes**

**Thursday, January 8, 2009**

**7:00 pm**

**via Teleconference**

### **ACTION ITEMS IN RED**

#### **1. Roll Call**

##### **ATTENDEES:**

Directors: Evanne Hunt, Jack Kussmaul, Nick Faessler, Jan Amberson, Jessica Bolwahn for Jim Rogala, Richard Henderson, Karin Strenski, Ann Woldt, Richard Oberle

Staff: Carol Winge, Victoria Oberle

Directors Absent: Jaime Edwards, Jim Sime

The meeting of the Board was called to order at 7:01 pm by President Evanne Hunt.

#### **2. Meeting Minutes**

November 13, 2008 Board Meeting Minutes: A motion was made by Jack Kussmaul and seconded by Richard Oberle to accept the minutes of the November 13, 2008 Board meeting as presented. Motion carried.

December 8, 2008 Special Board Meeting Minutes: A motion was made by Ann Woldt and seconded by Jan Amberson to accept the minutes of the December 8, 2008 Special Board meeting as presented. Motion carried.

### 3. Treasurer's Report

Carol Winge noted that this is the November 30, 2008 Statement of Financial Position. Year-end work and the closing of the books for the year will delay a December financial report, but the Board will receive it by its February meeting.

Nick Faessler reported that as of November 30, total TPE cash on hand, which includes all chapter and central, is \$403,714. The figure does not include securities.

Carol Winge was pleased to report that as of today, we have received \$29,057 in response to our 2008 Annual Appeal.

A motion was made by Richard Oberle and seconded by Jack Kussmaul to accept the November 30, 2008 Treasurer's Report. Motion carried.

**ACTION:** There were questions related to a few line items to provide detail for the amounts listed. Carol Winge will report back to the Board with the requested information.

### 4. Endowment Fund Financial Reports

Rich Henderson explained that we are building the Easement Monitoring Fund. We have about nine easements, will add several more this year. The Fund is not enough yet, but it is a very good start.

There was lengthy discussion about the Endowment Fund and Trust reports. The reports are complicated and difficult to understand. Board members would like an overview that helps to explain the reports. But the bottom line to the board is the

bottom line “Total Portfolio”. The dollar amount reflected there is what each Fund’s balance is.

A motion was made by Jack Kussmaul and seconded by Rich Henderson to accept the November 30, 2008 Endowment Fund financial report. Motion carried.

## 5. Land Management Trust Agency Financial Report

The Board discussed the purpose of the Trust. It was established to be used for the perpetual management of land. Since its inception there have been requests to donate to the perpetual management of a specific site and that is why the financial report reflects funds in specifically identified properties.

However, there is a general category also and the board and chapters should encourage people to contribute to that so we have funds to use where and as they are needed. Evanne Hunt asked, so chapters can decide to put money into the trust if they and a donor wish to build up an endowment for perpetual management of a specific property? That is indeed the case and the reason they may wish to do so is that the money invested in the trust can potentially earn more than in other savings-type accounts.

Rich noted that whoever is managing properties where money is invested in the trust need to have a budget and request needed funds for that property from the trust before January of each year so that the trustees know they have to withdraw money. And there is a formula that is applied to requests so that only so much money can be withdrawn at a time. Monies can only be withdrawn in January of each year.

A motion was made by Richard Oberle and seconded by Jan Amberson to accept the November 30, 2008 Trust financial report. Motion carried.

Evanne Hunt noted that the Trust Trustees will meet in January to discuss rebalancing of the funds. This is done once a year in January.

**ACTION:** Jack Kussmaul will follow up with Jon Traver to get a Trust trustee meeting organized.

## 6. Membership Report

Victoria Oberle reported that beginning January 1 we will be sending out monthly renewal notices. She noted that membership renewals were not sent out over the holidays and during the Annual Appeal drive to try to avoid confusion to the membership about what they were contributing to.

We have 52 complimentary members. Victoria asked the board for approval to send the complimentary member list to the chapters and have them identify who they wish to keep on the active membership rolls letting them know that chapters are required to pay a \$10 complimentary membership level fee for each comp member they wish to keep active. There are a few complimentary members that are not assigned to a chapter. These will be sent to Evanne Hunt and Rich Henderson to review.

Victoria announced there are 200 members whose dues payment is overdue. She will contact the Chapters and ask them to follow up.

Rich noted that he needs to get the Ad Hoc Membership Committee together to finish up their charge to resolve donations vs membership issues so the board can establish policy.

**ACTION:** Rich Henderson will organize a meeting of the Membership Ad Hoc Committee to finish work on a draft policy on donations vs membership.

Evanne Hunt wondered if we need to send receipts for membership dues that are over \$250. She noted that with our bump up program, many members have exceeded \$250 in their membership dues and for IRS tax purposes need a receipt. We do send thank you letters to all donors, but we don't acknowledge all membership dues. We may need to start doing this differently and she asked for the Board's input. After a bit of discussion the Board agreed that Evanne Hunt should continue to acknowledge donations as they are received throughout the year. At year end TPE will send an itemized list to all members of all donations and dues made to the organization for the whole year.

Should this list also include donations of equipment? Rich stated no, but that chapters are suppose to be doing this when they receive donated equipment and if the TPE President is notified, she, too, will send an acknowledgement. There should be a policy in the Chapter Handbook that all chapters should acknowledge all equipment donations made to chapters. Also sample letters should be included in the handbook.

**ACTION:** Evanne and Carol will follow up on getting an itemized list of all monetary donations and dues out to all members for 2008.

## 7. Land Protection Committee

Jack Kussmaul presented the Committee's proposed policy for TPE sending out notices to the membership on conservation land for sale. The proposed policy reads:

### **PURPOSE:**

TPE may use media tools to solicit conservation-minded buyers to buy property, which should be protected on the basis of supporting the mission of our organization when one of the following conditions exists:

1. There is vacant land with some conservation value.
2. There is a residence adjacent to TPE or partners preserve.
3. There is a residence located on property with conservation value.

### **CRITERIA:**

TPE may use media tools to solicit conservation-minded buyers only in the following circumstances:

1. Doing so supports the mission of TPE.
2. TPE does not wish to or is unable to purchase the site.
3. No other conservation partners desire to purchase the site.
4. The site has conservation value.

5. A site not adjacent to TPE or partner preserve must meet a higher standard than an adjacent site.

#### REVIEW AND APPROVAL PROCESS:

1. Seller contacts TPE.
2. Seller is referred to the Land Protection Committee.
3. Committee member in the area will make a personal site visit to determine if the land meets the criteria.
4. Committee makes the decision to promote land sale to membership if no one on the committee makes an objection. If any committee member voices an objection, then the issue will be referred to the TPE Board for a decision.
5. Committee will make a decision, on a case by case basis, on how to notify the membership and the cost for doing so using the following vehicles:
  - a. Place an article in the Prairie Promoter
  - b. Post on TPE website
  - c. Direct mailing to specific area where land is located, but expenses for the mailing must be covered by the seller and must include a processing fee.

d. E-mail to membership

6. If approached by a potential buyer, the committee will handle the matter on a case by case basis. We can informally notify a prospect list or we can refer the potential buyer to real estate agents.

#### POOL OF CONSERVATION BUYERS:

The Land Protection Committee may establish a procedure to develop a pool of conservation

buyers who can be contacted in the event we are approached by conservation-minded sellers. To

qualify to be placed on this list, the prospective buyer shall be required to agree in writing that if

the land is sold in the future, that prior to the sale they will place a conservation easement on the

land to TPE or another conservation partner.

#### LIMITATION ON TPE INVOLVEMENT:

Under no circumstances will TPE assume responsibility for the completion of sale of property

and under no circumstances will TPE be deemed to be an agent of the seller or buyer. The role of

TPE will be limited to connecting sellers and buyers. TPE will not be deemed to be holding

itself out to perform any brokerage services.



A motion was made by Richard Oberle and seconded by Rich Henderson to adopt this policy. Motion carried.

## 8. Fundraising and Endowment Committee Report

b. Reaffirmation of Committee Charter. Richard Oberle presented the Charter of the Fundraising and Endowment Committee asking the board to reaffirm it. Evanne Hunt pointed out that the charter may be worded in a way that could be interpreted that it is a charge of this committee to do the actual fundraising. She believes this is not what the committee wants to do. The language “identifying and securing” may not be correct. She suggested that the committee may want to review the charter to be sure it does read the way they intend it to be understood and then bring it back to the board for reaffirmation.

**ACTION:** Richard Oberle will take the charter back to committee for further discussion.

c. Recommendation to Form Membership Committee. The Fundraising and Endowment Committee, as they discussed different fundraising approaches, realized that there is no committee that is working on membership development at the organizational level. The committee recommends to the Board that a membership development committee be established.

**ACTION:** Evanne Hunt will develop a charter for a Membership Development Committee and bring it to the Board for approval.

d. Recommendation to Conduct One-Day Capacity Building Workshop. The Fundraising and Endowment Committee feels that to be successful with capacity building efforts for the

organization we need to have training. They recommend that TPE organize a one-day workshop open to all members for this purpose. Board members agreed that this would be a good idea.

**ACTION:** Evanne Hunt will forward a potential workshop presenter to Carol Winge. Carol will contact this person, Gathering Waters and other resources provided by the Fundraising and Endowment Committee to see what their fee would be to put on a workshop.

**ACTION:** Fundraising and Endowment Committee take the Compass Plan and pull out specific goals to provide to a workshop facilitator so that person can have these goals in mind when planning the workshop.

#### 9. TPE Board Member At-Large Nomination

Evanne Hunt has not yet presented nominations for the At-Large vacancy. This item will be put on a future agenda.

Rich Henderson stated he would like to have a discussion of expanding the number of At-Large positions on the Board so that more people can serve on the board with fundraising skills.

#### 10. Review and Adopt Proposed 2009 Central Budget

Carol Winge presented the proposed budget for central operations for 2009. The proposed 2009 budget shows a net profit of \$7,548.50. Rich Henderson recommended that two line items be added under Personnel, a part-time Development Director with a budget of \$7,500; and an Easement Monitoring Manager with no budget at this time. We will add this line item to serve as a reminder that it is our goal to hire someone. For the

Easement Monitoring Manager we will spend 2009 researching how to fill the position with a goal to hire the position in 2010.

A motion was made by Rich Henderson and seconded by Karin Strenski to approve the 2009 Budget as amended. Motion carried unanimously.

#### 11. Land Trust Alliance Litigation Insurance Program

We received a communication from Land Trust Alliance announcing they are investigating low-cost insurance options to help land trust cover rising litigation costs associated with defending conservation easements or land owned by land trusts. They asked boards to discuss this proposal and provide feedback as to whether they would be willing to participate in this program if offered by Land Trust Alliance.

Board members were very supportive of enrolling in a program of this nature. Rich noted that TPE will likely have 12 easements within the next year and this affordable insurance coverage would be beneficial.

**ACTION:** Carol Winge will contact Land Trust Alliance to let them know of TPE's interest in enrolling in this insurance program if it is offered.

#### 12. Consider Developing Position Statements on Environmental Issues

Evanne Hunt told the Board that she had been contacted by a member who was concerned about the environmental impact of wind farms and felt that TPE should take a position on environmental issues. She asked for Board input on whether

TPE should develop position statements on various environmental issues. The Board was resoundingly opposed to this.

### 13. Discussion to Accept Advertising in Prairie Promoter

Evanne Hunt asked board members if we should consider accepting advertising in the Prairie Promoter. To allow advertisements would help defray the costs of producing the Newsletter. Board members felt they wanted feedback from the membership on this issue. Also, perhaps

members could suggest the criteria they would want to see in place to accept advertisers. Board members would also like to see a revenue estimate.

**ACTION:** Board members will ask their chapter membership how they feel about advertising in the Prairie Promoter and provide feedback.

**ACTION:** Evanne Hunt will draft up proposed guidelines and a fee structure to submit at the February 22 board meeting.

### 14. Official Contact and Signing Authority for NRCS and FSA

Evanne Hunt stated that she would like the Board to adopt policy that only the TPE President and Treasurer, as officers of the organization, are authorized signers of record for NRCS and FSA, grants, agreements and contract. Do we really want to try to keep track of who is signing paperwork for every county? Our Bylaws state that the President and the President's designee are authorized to sign documents. She felt it would be easier to track and manage if we use the same people for the NRCS and FSA.

If a Chapter signs for a grant and then defaults, is the organization on the line to repay the money?

Rich Henderson answered yes but stated that these agencies are working with the local chapters, there is a lot of paperwork to be signed, it is best that the local chapter sign the papers and they are in a better position to track the work and communicate with the agency.

Jack Kussmaul recommended that the President of the local chapter have this signing authority. Then we know who has that signing authority. If there is a default, that chapter will have to pay back the money.

As for grants, if the chapter receives a grant, a resolution has to be approved by the Board.

A motion was made by Rich Henderson and seconded by Jack Kussmaul that for USDA and NRCS contracts, agreements and grants the Chapter President has signing authority. Motion carried with Richard Oberle abstaining.

Richard Oberle was concerned with risk to the organization. TPE would be on the line for the money and possible interest penalties if a chapter did not fulfill the obligations of a contract, agreement or grant.

## 15. Nominate Prairie Enthusiast of the Year

Names were submitted and discussed by the Board. Rich Henderson nominated Jim and Rumi O'Brien noting their qualifications – over 300 volunteer hours, they are major donors,

very acting in other environmental groups, their leadership is outstanding.

Hearing no other nominations, a motion was made by Rich Henderson and seconded by Richard Oberle to select Jim and Rumi O'Brien as the 2009 Prairie Enthusiasts of the Year. Motion carried unanimously.

**ACTION:** Rich Henderson with write up their accomplishments and submit to Evanne Hunt for presentation at the Banquet and to submit to the Prairie Promoter.

#### 16. Update on TPE Banquet

Evanne Hunt reminded everyone to get their registration form in as soon as possible. The deadline date is fast approaching. Rich Henderson suggested we investigate costs involved in placing an announcement in the Wisconsin State Journal. Carol Winge reminded Board members if Chapters want a display table at the conference to contact her no later than January 31 with their request. Space is limited and will be given out on a first request/first served basis.

#### 17. Future Board Meetings

Evanne Hunt suggested topics for Friday evening's informal board gathering at Jim Sime's home. Board members decided they wish to revisit the goals from their 2007 Board retreat, reconfirm the goals, develop a plan to accomplish the goals and leave the meeting with an action plan.

**ACTION:** Evanne Hunt will contact Gathering Waters to see what they would charge to facilitate this session.

The meeting at Jim Sime's home will begin at 6:00 pm.

The next board meeting will be held on Sunday, February 22 at the Crowne Plaza Hotel in Madison, in the Yahara Room beginning at 9:00 am.

There being no further business, the meeting adjourned at 9:22 pm.

Respectfully submitted,

Carol A. Winge

TPE Business Manager

## **THE PRAIRIE ENTHUSIASTS**

### **Board Meeting Minutes**

**Sunday, February 22, 2009**

**9:00 am**

**Crowne Plaza Hotel, Madison, WI**

### **ACTION ITEMS IN RED**

1. Roll Call

ATTENDEES:

Directors: Evanne Hunt, Jack Kussmaul, Nick Faessler, Jan Amberson, Jim Rogala, Richard Henderson, Karin Strenski, Dave Hamel for Ann Woldt, Jim Sime

Staff: Carol Winge, Victoria Oberle

Directors Absent: Jaime Edwards, Ann Woldt, Richard Oberle

Visitors: Ed Strenski, Earl Mihlbauer, Jon Traver

The meeting of the Board was called to order at 9:01 am by President Evanne Hunt.

## 2. Meeting Minutes

A motion was made by Jim Sime and seconded by Karin Strenski to accept the minutes of the January 8, 2009 Board meeting as presented. Motion carried.

## 3. Treasurer's Report

Nick Faessler presented the year end December 31, 2008 Statement of Financial Position. This report is unaudited and a final year end report will be provided to the board after the audit is completed. Likely there would be adjustments made during the audit that will be reflected in the final audited report. The report presented today shows a year end total cash on hand (includes restricted and unrestricted funds but not securities) of \$445,788.90. Total unrestricted cash for central and the chapters at year end is \$347,760.43.

A motion was made by Jack Kussmaul and seconded by Jan Amberson to accept the Treasurer's report as presented. Motion carried.

Carol Winge noted that the 2008 audit has begun. The auditors will be in Claudia's office this week doing their field work. She would anticipate the audit report to be completed in mid-April.

Nick Faessler reported that he and Carol Winge have been exploring services provided by Associated Bank to see if it would be a good banking solution for TPE to use. There are many different banking options available with Associated but the biggest benefit would be the ability for Chapters to have on line read only access to their bank accounts so they can view transactions in their accounts at any given time. Carol Winge wants to explore what is available for TPE to

maximize its return on its funds deposited in the bank. We need to earn as much interest as we can. So far the option we are looking at would cost us in service fees because of low interest rates. At this time we have decided not to move our accounts to Associated Bank because of the service fees. Jon Traver encouraged Nick and Carol to go back to the bank and try to negotiate a reduction or waiving of services fees. Our account is significant and the bank, if they really want our business, should be willing to work with us to reduce the fees.



**ACTION:** The Board directed Carol to contact Associated Bank to renegotiate options with them. The Board also directed Carol and Nick to re-evaluate banking options with Associated from time to time over the next six months to see if interest rates improve.

#### 4. Endowment Funds

Jon Traver presented a report on the Endowment Funds and the Land Management Trust. The stock portions of all portfolios were down significantly mirroring the S&P 500. Relatively good performance of all portfolios was due to our asset allocation, how we averaged into the market the first year and luck. No one knows what is going to happen in 2009 so we can only hope we hold our own.

The Trustees of the Land Management Trust met on January 26, 2009 to review the 2008 results. We were fortunate in that we had our investments in a Vanguard Fund. That Fund was up 5% over the last five years. The TPE Investment Policy approved by the Board in January, 2008, calls for a 60% stock/40% fixed income portfolio re-balanced every January after year-end results are reviewed. The Investment Policy was deliberately set up this way so that it is pretty automatic and a relatively simple process to re-balance. The Trustees voted to re-balance all portfolios to 60% stocks/40% fixed income as directed in the Investment Policy. All portfolios were re-balanced to 60% stocks/40% fixed income on January 28, 2009.

Jon Traver further stated that with the Land Management Trust our goal is to get to a level where we live off of the interest and are able to reinvest principal. The Trust document specifies that it pay out 5% income to TPE annually. Jack Kussmaul said he would hope that the Trust language would allow for flexibility so that the Trust Trustees and TPE Board could opt to not take money out of the Trust until we really have a need. The Trust document could be amended, if need be, to allow for this flexibility. Rich Henderson suggested that at some point we need to develop more of a policy on the Trust payout. Perhaps the language should say that the Trust will only payout if the TPE Board requests it.

**ACTION:** Jack Kussmaul will check with our auditor Kristin Lein to see how flexible they are with the ability to payout on request and will report back to the Board.

**ACTION:** Jack Kussmaul will send the Trust document to Carol Winge to send out to the Board for their review.

A motion was made by Jan Amberson and seconded by Nick Faessler to direct that this year's payment to TPE from the Trust be withheld and reinvested in the Trust. Motion carried.

#### 5. Dual TPE Board Members and TPE Trust Trustees

This item was moved up on the agenda per Jon Traver's request. Jim Sime expressed his concern that at the time the "Prairie Enthusiasts Trust" was formed there was a question as to the legality of having Elected Officers and/or members of the Board of Directors serve on this separate entity. It was determined that dual membership was not specifically prohibited but the implication was that this is a poor business practice. The two corporations are truly independent with their own incorporation and tax numbers. The TPE Board is unable to set conditions for membership in another organization but we can make policy for TPE.

A motion was made by Jim Sime that no trustees of the TPE Trust be eligible for elected office in The Prairie Enthusiasts or be a member of The Prairie Enthusiasts Board of Directors. Jack Kussmaul noted that other organizations have crossover of trustees and board members. But the board members are a minority on the Trust Board. Jack Kussmaul further noted that there can be an inherent "conflict of interest" between Trustees, whose goal it is to protect the trust and to maximize the equity of the fund and a Board of Directors whose goal may be to utilize as much of the trust as possible even down to spending it all. Rich Henderson stated that it is a bit different for TPE as the Trust was formed by this organization to support this organization's mission so it is different from other organizations. In addition the Trust document states that the TPE Board cannot touch the principal in the Trust, only the interest. The motion died for lack of a second.

**ACTION:** Jack Kussmaul charged the Board to take a hard look at the Trust document and see if we need to make any changes.

#### 6. Membership Report

Victoria Oberle presented the TPE membership breakdown for the first quarter for year's 2007, 2008 and 2009. The report shows a steady increase in overall memberships for this period. Her report also shows new memberships for the period 2004-2008. New members have steadily declined to only 93 in 2008. We need to do something to promote new members to the organization. Perhaps refer a friend idea where anyone who refers a friend becomes eligible for a drawing for some sort of prize.

Evanne Hunt noted that the Bump Up campaign has been very successful. This is a three year program and 2009 is the last year for this campaign.

A motion was made by Rich Henderson and seconded by Jim Rogala to accept the February 21, 2009, membership report as presented. Motion carried.

#### 7. Finance Committee

Nick Faessler made a motion that it be the policy of The Prairie Enthusiasts, Inc. (TPE) that

individual chapter funds (monies raised by and for a chapter of TPE) are designated by the TPE Board for use by that chapter, and, except as may be prohibited by law or government regulation,

the management of individual chapter funds is the responsibility of the individual chapters. The motion was seconded by Jim Sime.

Discussion: The question is what belongs to the organization and what belongs to the Chapters. According to our Bylaws all funds belong to the organization and the Board has the authority to designate funds to the chapters. Rich Henderson stated that the motion needs to address the issue of donor money designated for a specific geographic area or purpose. Rich Henderson further stated that the TPE Board has a fiduciary responsibility for the organization and should not give that up. Evanne Hunt noted that is the purpose of the Board of Directors. The Board is responsible for the affairs of the corporation and has the fiduciary responsibility for the corporation. Jim Sime felt approving this motion will strengthen the chapters' position and give them more ownership in the organization.

A motion to table was made by Jim Rogala and seconded by Jack Kussmaul. Motion passed with Jim Sime and Karin Strenski opposed.

#### 8. Land Protection Committee

Jack Kussmaul presented the recommendation of the Land Protection Committee to approve the renewal of the Mazomanie Bluff Management Agreement. He stated he had polled the Land Protection Committee members and, while all members did not respond, those that did constituted a quorum and all who responded recommended approval of the agreement. A motion was made by Jack Kussmaul and seconded by Rich Henderson to approve the renewal of the Mazomanie Bluff Management Agreement. Motion carried.

## 9. Review and Approve 2009 Chapter Budgets

Due to time, the Board agreed to review and approve budgets at its next meeting. However, the board would like to see more details provided in the Chapter budgets, especially when there are big items listed.

Rich asked why some chapters had budgeted for insurance. He reminded Board members that general liability insurance is paid for by the organization. Chapters may pay back a portion of general liability insurance if they are earning money on land through crops or rental. Otherwise, the only insurance a chapter would be required to pay would be for vehicles or exceptions outside of the general insurance coverage.

**ACTION:** Carol Winge will ask the Chapters to provide details for larger items identified in their proposed budgets.

## 10. Future Board Meetings

The next board meeting will be held on Tuesday, May 12, 2009 at 7:00 pm by telephone conference call.

The annual picnic, membership meeting and board meeting will be on Sunday, July 19, 2009.

There being no further business, the meeting adjourned at 11:10 am.

Respectfully submitted,

Carol A. Winge

TPE Business Manager

# **THE PRAIRIE ENTHUSIASTS**

## **Special Board Meeting Minutes**

**Monday, March 23, 2009**

**7:00 pm**

**via Teleconference**

## **ACTION ITEMS IN RED**

### 1. Roll Call

#### ATTENDEES:

Directors: Evanne Hunt, Jack Kussmaul, Nick Faessler, Jan Amberson, Jim Rogala, Richard Henderson, Karin Strenski, Ann Woldt, Richard Oberle

Guests: Jim Rachuy

Staff: Carol Winge

Directors Absent: Jaime Edwards, Jim Sime

The special meeting of the Board was called to order at 7:01 pm by President Evanne Hunt.

A motion was made by Richard Henderson and seconded by Jack Kussmaul that TPE purchase prescribed burn insurance for one year from C. D. Rigdon & Associates, Ltd. in the amount of \$4,500.

Evanne Hunt asked if a check has already been sent to C. D. Rigdon & Associates to purchase the insurance. Richard Henderson and Carol Winge both replied they have not made any payments to purchase this insurance.

Richard Henderson reviewed the reason for wanting to purchase the insurance. We have been burning since we were incorporated without insurance. Six to seven years ago we looked into burn insurance but it was not available then. We have now found a company that is willing to provide burn insurance to nonprofits. They offer \$1 million of coverage for one event or \$1 million of coverage aggregated over many events, but no more than \$1 million payout a year for a premium of \$4,500 for one year of coverage. They do offer a \$2 million coverage, but this premium is \$6,500 and Richard Henderson felt this was simply too expensive for TPE. TPE now has significant assets and we need to protect these.

Richard Henderson has had communications with this company and he completed and submitted an application for the insurance on behalf of The Prairie Enthusiasts, not just for the Empire-Sauk Chapter, but he is seeking this insurance protection for the organization. Information requested on the application included, the length of the burn season, average acreage of burn units, the number of burns conducted in a year and the total acres burned for the last three years, how long the applicant has been in operation, our procedure for notifying all civil/municipal authorities,

burn crew selection and burn boss qualifications, process for controlling access to a burn site, and previous experience with prescribed burning. The information provided in the application was used by the company to determine if we were eligible for coverage. Rigdon did report this was one of the better applications they have received.

Richard Henderson noted that the application also requested that a copy of our quality Control Program or Procedures, copy of Safety and Training Manuals, copy of loss runs for the past five years and resumes of all principals be enclosed with the application. He noted on the application that we are in the process of developing new policies and procedures for conducting prescribed burns using the Wisconsin Prescribed Fire Council Standards. A number of our burns are done under USDA CRP and NRCS WHIP contracts and agreements. We use NRCS burn plans in those situations. The expectation of the insurance company is that they will eventually require standardized burn plans and some level of minimal training for burns but for this first year things may be a little more relaxed as new policy is developed. For this first year the requirements would be that every TPE burn requires a documented burn management plan and that the experience level of all participants on a TPE burn are documented.

Nick Faessler asked what the deductible is on the insurance policy. Richard Henderson responded he thinks it is \$5,000 but was not sure about that.

Nick Faessler asked what constitutes a TPE burn. Does this insurance cover burns on only TPE owned property or does it also cover burns on other property? Richard Henderson thought it was both.

**ACTION:** Carol Winge was directed to confirm what constitutes a TPE burn with the insurance company and report back to the Board.

Jack Kussmaul noted that the insurance covers “your operations”. In the definitions portion of the policy, “your operations” is not defined. He believes it would be appropriate that we get some official sanction to make sure a burn is covered by the insurance. It makes sense that this official sanction be obtained at the chapter level and that it be in writing.

Jack Kussmaul further noted that the insurance will not cover us in three cases:

1. If we burn when a burn ban is in effect.
2. If we burn without a permit in a jurisdiction where a permit is required.

3. If we burn without a burn plan in a jurisdiction that requires it before a burn is approved or a permit issued.

We should be careful to be in compliance with these three things.

Richard Henderson stated he believes it is prudent to get the insurance now, even though there are unknowns this first year, and then work on our policies and procedures and have them in place prior to the term of this insurance coverage. He has already provided preliminary draft policy and procedure policy language to the Land Management Committee for their consideration and will be having committee meetings to draft a policy for the Board.

**ACTION:** Carol Winge was directed to get a definition of “our operations” from the insurance company and report back to the Board.

There was discussion about the what ifs of burns done on properties not owned by TPE that might get out of control and who liability responsibility falls on if there is damage to someone else’s person or property.

Jim Rachuy and Richard Oberle both asked how will the premium be paid. Richard Henderson replied that the organization will pay this premium. Jack Kussmaul noted that for the time being

it has to be paid out of general funds. We really don’t have a choice. Richard Henderson suggested that we use it as a tool for major donors. Perhaps we can find a donor(s) who will pay for this protection for TPE assets.

There being no further discussion, President Evanne Hunt asked for a vote on the motion. The motion passed unanimously.

Evanne Hunt asked what we should provide to the Chapters so they know what they need to do this year when conducting burns. Board members recommended we provide Chapters with the three insurance coverage exclusions.

**ACTION:** Carol Winge was directed to make the insurance premium payment and send chapters the insurance coverage exclusions.

There being no further business, a motion was made by Richard Henderson and seconded by Nick Faessler to adjourn. Motion carried and the meeting adjourned at 7:47 pm.

Respectfully submitted,  
Carol A. Winge  
TPE Business Manager

## **THE PRAIRIE ENTHUSIASTS**

### **Board Meeting Minutes**

**Tuesday, May 12, 2009**

**7:00 pm**

**via Teleconference**

### **ACTION ITEMS IN RED**

The meeting of the Board was called to order at 7:00 pm by President Evanne Hunt.

#### 1. Roll Call

##### ATTENDEES:

Directors: Evanne Hunt, Jack Kussmaul, Nick Faessler, Clarence Malick, Jim Rogala, Richard Henderson, Karin Strenski, Ann Woldt, Jim Sime, Richard Oberle

Staff: Carol Winge

Guests: Ed Strenski

Directors Absent: Jaime Edwards

#### 2. Appoint TPE Board Secretary

Evanne Hunt announced that the St. Croix Valley Chapter Board Representative, Jan Amberson, has stepped down. The Chapter has elected Clarence Malick to serve on the TPE Board representing the St. Croix Valley Chapter. Evanne Hunt welcomed Clarence to the Board and provided Board members with a brief overview of Clarence's experience.

Jan Amberson also served as Corporate Secretary, leaving a vacancy in that position that the Board needs to fill. Evanne Hunt nominated Clarence Malick be appointed as Corporate Secretary. A motion was made by Rich Henderson and seconded by Jim Rogala to appoint Clarence Malick as the Corporate Secretary until we have an election.

Jim Sime amended the motion that we elect Clarence Malick as Corporate Secretary for a two year term. Jim Rogala seconded the amended motion.



Evanne Hunt stated that right now all officers serve a two year term meaning that there would be a complete turn over of officers every two years. She feels there needs to be staggered terms to provide consistency. She recommended that we start to stagger officer terms with the election of the new Corporate Secretary and address other officer terms as they come up for election.

Rich Henderson amended the motion that we elect Clarence Malick as Corporate Secretary until July, 2009. Jim Rogala seconded the amended motion. The amended motion carried with Clarence Malick abstaining from the vote.

### 3. Meeting Minutes

Evanne Hunt asked Board members for any comments/changes to the Board meeting minutes. Hearing no comments, a motion was made by Jack Kussmaul and seconded by Richard Oberle to accept the minutes of the February 20, 2009 Board Strategic Planning meeting; the February 22, 2009 Board meeting; and the March 23, 2009 Special Board meeting. Motion carried.

### 4. Treasurer's Report

Nick Faessler reported that as of March 31, 2009, total TPE cash on hand, which includes all chapter and central funds, is \$451,379. This represents \$215,000 in savings and \$235,000 in checking. The figure does not include the endowments or trust. He noted that typically we have our most revenue during the last quarter of the year during our annual appeal. A motion was made by Jim Sime and seconded by Richard Henderson to accept the March 31, 2009 Treasurer's Report. Motion carried.

Carol Winge reported that the audit is in its final review and will be completed in the next couple of weeks. She indicated that everything appears to be in order, no concerns have been raised that she is aware of. As soon as she receives an electronic copy of the audit, she will distribute it to the board and will have hard copies available at our July meeting.

### 5. Endowment Fund Financial Reports

Carol Winge reported that she has not received any reports from Jon Traver during the first quarter of 2009 so there is no financial report to present. Rich Henderson said he had recently seen Jon Traver and Jon indicated that things are starting to rebound.

### 6. Land Management Trust Agency Financial Report

The Trust document specifies that it pay out income to TPE annually. Jack Kussmaul had been charged with investigating if the TPE Board was required to take these funds annually or if the trust was flexible enough that the Board could choose to waive that distribution. Jack reported that the trust document does provide for amendment by the TPE Board of Directors if we feel we want to change this distribution language. He contacted Kristen Lein who is the legal counsel that organized the Trust and she stated that the Board can decline the payout or amend the language.

Jack stated that as he sees it the Board has choices:

#### 1. Amend the Trust

2. Take out the money and then give it back to the Trust. He noted that many large endowments pay out 4 to 5% of their value every year regardless of the income. He is not suggesting that we follow this procedure but merely providing the information.

Ann Woldt asked if there would be any penalty or fees connected with the payout of funds and then the reinvestment. Jack was not sure.

A motion was made by Rich Henderson and seconded by Clarence Malick that Jack Kusssmaul write up appropriate language and present it to the Board at our next meeting. Motion carried.

ACTION: Jack Kusssmaul will draft language to amend the Trust with regard to payout requirements and present it to the Board at its July meeting.

## 7. Membership Report

Victoria Oberle was not able to attend the meeting but submitted a written membership report to the Board (see Addendum 1 below). The report reflects membership at 1132. Since our February board meeting we have 29 new members and 114 renewals.

## 8. Finance Committee

Jim Sime requested that item #17, Proposal to Apply for Group Exemption Status with IRS, be moved to be discussed under this item. Hearing no objection from the Board, it was placed here for discussion.

a. Zero-Based Budget Process. Nick reported that the Finance Committee had met on February 22, 2009. They discussed the zero-based budgeting process and the development of a central capital fund. All Chapter monies not used at year's end would be placed in this central capital fund for distribution based on guidelines that the Finance Committee was charged with developing.

The general consensus was that this process would encourage chapters to spend money at the end of the year whether they needed to or not rather than risk losing it. The Committee did not wish to encourage spending for the sake of spending.

Rich Henderson noted that we already do zero-based budgeting, we start with what our projected expenses will be for the upcoming year and base that on what our projected revenue will be for the upcoming year. However, what isn't spent at the end of the year stays where it is, in chapter or central checking and savings accounts.

A motion was made by Ann Woldt and seconded by Clarence Malick to accept the recommendation of the Finance Committee to rescind the zero-based budgeting process. Motion carried. Richard Oberle voted against the motion.

b. Group Exemption Status Proposal. Jim Sime shared his extensive research with the Board on the concept of group exemption status with the IRS. He hopes to get greater participation by stakeholders by applying for this status with the IRS. Ann Woldt asked what the benefit would be to the local Chapters. Jim Sime answered reduction in paperwork for chapter treasurers, less in audit fees, reduced timeline for bill payment, less paper going back and forth between chapters and the accountant and more chapter ownership in the operations. Evanne Hunt stated that two years ago the Board moved to consolidate organization monies to improve operations. This would seem to be a step backwards. Ann Woldt noted that Chapters would have to develop their own Bylaws. Rich Henderson noted that Chapters would each have to apply for their own separate nonprofit status under 501(c)(3) of the Internal Revenue Code.

Carol Winge reported that she had requested this item be placed on the Board agenda because she had been checking into the process/procedures/criteria for being eligible for group exemption status as requested by the Finance Committee, but felt she had gone as far as she could go without incurring legal expenses. She felt she needed board authority to continue to work on this proposal.

Jim Sime had prepared a draft timeline for the process that he shared with the Board. He recommended this proposal be sent to the Finance Committee for them to research and make recommendation to the Board.

A motion was made by Clarence Malick and seconded by Jack Kussmaul to refer this item to the Finance Committee. Motion carried.

#### 9. Land Protection Committee

Jack Kussmaul presented the Committee's recommendation to accept the agreement to make an annual payment in lieu of taxes to the Town of Millville and county for police and fire protection for 24 acres of land that Walter and Alice Mirk wish to donate to TPE. These payments would increase over time to match inflation and there would be a time limit of probably 50 years in the agreement. Evanne Hunt asked how TPE will afford these payments. Jack replied that the Mirks have committed to making the annual payment in lieu of taxes as long as they are alive. If the application for state stewardship funds for the purchase is granted, the Mirks will donate the sale proceeds to TPE to provide a source of funds to make these payments and to help maintain the property.

A motion was made by Richard Henderson that TPE apply for State Stewardship Funds for the 24 acres in the Town of Millville and that Jack Kussmaul be authorized to act for TPE on the application. The motion was seconded by Jim Sime. Motion carried.

Jack Kussmaul stated for the record that TPE is not committed to anything at this time. He reiterated that the Mirks plan to take care of the payments during their lifetime.

#### 10. Board Development Committee

a. Jack Kussmaul provided a brief report on the Land Trust Alliance conference he attended. He talked about the accreditation program they offer. No land trusts in Wisconsin currently have achieved the accreditation but a few are close. He feels this is something that will be important in the future for land trusts. This recognition gives the land trust enhanced credibility and respect from donors, partners, members and the public.

He noted that 84% of all gifts come from private individuals not corporations. The best gifts come from estates. We need to get a legacy program developed.

b. Evanne Hunt reported that the committee is drafting Board Member job descriptions. This is a first step in filling vacant board positions. Rich Henderson did not recommend how many at-large positions to add but really encouraged that we seek people with board development and fundraising experience to be added to the board. Evanne Hunt stated that the Board Development Committee will discuss candidates and make recommendation to the Board.

c. The Board Development Committee wants to develop a Board member job description, provide it to all Chapters to use as a guide in considering who would be a good candidate to serve on the board and submit names to the Board for consideration.

#### 11. Proposed Membership Committee Charter

Evanne Hunt prepared a Membership Committee Charter she drafted for Board review. Rich Henderson suggested changes. In the second sentence under Purpose, change the word guidance to recommendations. Under Organization, add that at least one board member serve on the committee to act as a liaison. A

motion to accept the Membership Committee Charter as amended was made by Richard Oberle and seconded by Ann Woldt. Motion carried.

#### 12. Chapter Assets

Evanne Hunt wanted to clarify what happens to equipment if a chapter dissolves. If a chapter dissolves, all assets go to the corporation. This is the law. Chapters cannot sell equipment and cannot benefit from any sales. All money raised by a chapter under the auspice of The Prairie Enthusiasts is corporation money. Evanne Hunt asked all Board members to be sure to take this information to their chapters and be sure that chapters understand.

#### 13. Approve 2009 Chapter Budgets

Rich Henderson noted that the detail provided in the chapter budgets was great and really helped the Board to have a better understanding of the proposed chapter budgeted amounts. However, there are still some items he wished he had detail on. The more details provided really helps the Board to feel comfortable about approving the budgets. A motion was made by Rich Henderson and seconded by Jack Kusmaul to approve the 2009 Chapter budgets. Motion carried.

For 2010 Chapter budgets the Board wants to see more details and want to review chapter budgets at its meeting held in conjunction with the annual banquet.

#### 14. Approve Whistleblower Policy

Jack Kusmaul reported that the IRS is recommending that nonprofit organizations have policies in place for Conflict of Interest, Whistleblower and Records Retention and Destruction for filing with their annual 990 Tax Return. We have the conflict of interest policy in place but need to approve the Whistleblower and Records Retention policies. A motion was made by Rich Henderson and seconded by Clarence Malick to approve the Whistleblower Policy as presented. Motion carried.

#### 15. Approve Records Retention and Destruction Policy

It was noted that this draft policy does not address records destruction.

**ACTION:** Jack Kusmaul and Carol Winge will revise this policy to identify what records can/should be destroyed together with a timeline for that to happen and bring a revised policy back to the Board.

#### 16. Plant Database Proposal

Evanne Hunt presented a proposal to host a database being developed by Marci Hess, a TPE member. In researching information about prairie plants, there is no one source with complete information and pictures. There are numerous good, quality sources available, but one must be very diligent, persistent, and frankly, willing to devote much time and energy to locating the information.

This proposal is to compile all information about Wisconsin native plants into one centralized location. The Prairie Enthusiasts (TPE) website would be ideal because of the organization's reputation and mission. This project would dovetail into every aspect of The Prairie Enthusiasts mission and goals, specifically enhancing the educational component.

Is this something that we want to host? It appears to be original; does not duplicate any other database. Rich Henderson asked what it would cost and how do we make sure the information on the database is accurate and current. Evanne responded that there will be a cost to enhance our website to host the database. Jim Rogala noted that most of this information is out there if you know where to look. Of

course that is the intent of this project is to consolidate the information in one place. Clarence expressed concern with maintaining the database and its accuracy. We don't want to post an incomplete database on our website. We need to be certain it is developed enough and that it is accurate.

A motion was made by Rich Henderson and seconded by Clarence Malick to keep pursuing this but not spend any money. Motion carried.

ACTION: Evanne Hunt will let Marci Hess know that we are interested in the project.

#### 18. Harry and Laura Nohr Chapter Project

Jim Sime reported that last year the Southwest Chapter provided native prairie seed for use in seeding the riparian areas of two projects the Nohr Chapter of Trout Unlimited was involved with. They have provided us with a copy of the 2008 reports on these projects; Blue River Habitat Improvement Project and Big Spring Habitat Improvement Project. It would be good to provide this information to our membership.

ACTION: Evanne Hunt will write an article for the summer Prairie Promoter. Jim Rogala will put a link on our website to the projects.

#### 19. Strategic Planning

Evanne Hunt reminded the Board to review and work on tasks identified in our February 20 strategic planning session. We don't want to lose site of these important areas we identified.

#### 20. Other Announcements

Evanne Hunt was delighted to announce that The Prairie Enthusiasts was selected the statewide organization of the year by the Wisconsin Conservation Congress. The award recognizes our efforts in conservation and conservation education activities and projects throughout the state. She attended the award banquet in LaCrosse on Friday, May 8.

Evanne Hunt reminded Board members of our next Board meeting, Sunday, July 19 beginning at 10:00 am. This will be held in conjunction with our Annual Picnic. This year's picnic is being hosted by the NIPE Chapter and will be held at Hanley Savanna near Hanover, Illinois. Our goal is to get 80 people in attendance so please talk this up at your Chapter meetings.

There being no further business, a motion was made by Ann Woldt and seconded by Karin Strenski to adjourn the meeting. Motion carried. The meeting adjourned at 8:54 pm.

Respectfully submitted,

Carol A. Winge

TPE Business Manager

ADDENDUM 1

MEMBERSHIP REPORT

FOR MAY 12, 2009 BOARD MEETING

PROVIDED BY VICTORIA OBERLE

## MEMBERSHIP COORDINATOR

- 1) We've been working to move all renewals between November 1st and January 31st. I sent out mailings in March asking members to move their renewal date to either October 31 or February 28. The goal of this move is to give some distance between membership renewals and the Annual fund. This will help us with accounting and membership confusion as well as help spread out giving opportunities for those members.
- 2) Last week the renewal notices went out. As well as second notices to people who already received an initial notice.
- 3) An update on the overdue membership clean up. I reviewed the list of overdue membership and who have given donations instead of renewals. I sent a letter to all overdue members that were more than a year overdue. If they gave last year in a donation, the letter says "your last donation was \_\_\_ on \_\_\_" and it thanks them for their donation and explains that it's a different fund and asks had they intended for this to renew their membership. People who did not donate and are just overdue, the letter asks if they would like to discontinue their membership and that we have appreciated their support in the past and hope they will renew their membership. Both letters thank them for their past support and ask them to contact me if our records are incorrect or if they have any questions.
- 4) You can let them know about the complimentary memberships, that I have inactivated all the ones that the chapters no longer wanted and verified the remaining ones until next year.
- 5) And the attached statistics report of our membership levels.
- 6) Since our February Board meeting, we've had 29 new memberships and 114 renewals.

## **THE PRAIRIE ENTHUSIASTS**

### **Board Meeting Minutes**

**Sunday, July 19, 2009**

**10:00 am**

**Hanley Savanna**

**Hanover, IL**

### **ACTION ITEMS IN RED**

The meeting of the Board was called to order at 10:02 am by President Evanne Hunt.

#### 1. Roll Call

ATTENDEES:

Directors: Evanne Hunt, Jack Kussmaul, Nick Faessler, Clarence Malick, Jim Rogala, Richard Henderson, Paul Rode, Bill Hogseth, Jim Sime, Richard Oberle, Gary Eldred

Staff: Carol Winge, Victoria Oberle

Guests: Jesse Bennett, Linda Lynch, Ed Strenski, Rose Sime

Directors Absent: Jaime Edwards, Ann Woldt

Clarence Malick requested the Board discuss item 11 under New Business first. There was no objection.

2. Approve Request for Chapter Status for Chippewa Savannas Chapter of The

Prairie Enthusiasts

Evanne Hunt announced that the Chippewa Savannas Chapter had met the criteria to request TPE Chapter status. A motion was made by Clarence Malick and seconded by Nick Faessler to approve the application of Chippewa Savannas to become a chapter of The Prairie Enthusiasts.

Rich Henderson, referring to the Proposed Chapter Rules, recommended Article IV be changed to read: “The Chair, or the Chair’s designee, will serve on the Board of The Prairie Enthusiasts.” He also recommended that Article IX be changed to read: “A copy of any Amended Chapter Rules must be submitted to The Prairie Enthusiasts Board of Directors for approval and upon approval submitted to The Prairie Enthusiasts Corporate offices to be kept on file.”

Bill Hogseth, representing the Chippewa Savannas Chapter, noted that the chapter has met the membership criteria—they have ten members.

The motion was amended to approve the application of Chippewa Savannas to become a chapter of The Prairie Enthusiasts upon receipt of the signed revised Chapter Rules. Motion carried.

**ACTION:** Bill Hogseth will revise the Chapter Rules, and submit the signed document to the Corporate offices.

### 3. Meeting Minutes

A motion was made by Jack Kussmaul and seconded by Bill Hogseth to approve the minutes of the May 12, 2009 Board meeting as presented. Jim Sime requested that the second sentence under Item 12, Chapter Assets, be deleted. Bill Hogseth moved to amend the motion to approve the minutes as amended. Motion carried.

### 4. Election of Officers

A motion was made by Richard Oberle and seconded by Rich Henderson to nominate Clarence Malick as corporate secretary. Hearing no other nominations Evanne Hunt called the vote. Motion carried unanimously. Evanne Hunt congratulated Clarence on his election and noted this is a one year term.

### 5. Treasurer's Report

a. 2008 Audit Report: Carol Winge asked that this item be delayed until our accountant arrived as she was going to report on the 2008 Audit.

b. Statement of Financial Position June 30, 2009: Nick Faessler reported that as of June 30, 2009, total TPE cash on hand, which includes all chapter and central funds, is \$415,375. This represents \$216,585 in savings and \$198,789 in checking. The figure does not include the endowments or trust. Rich Henderson asked for clarification on several line items. Carol Winge will contact our accountant and report back to the board on these questions.

Nick Faessler went on to report that our land assets have a cost value of \$4,612,885. While this is the cost value, it does not reflect the real value of these properties. He also reported that our total net revenue through the first six months of this year is \$41,560. A motion was made by



Clarence Malick and seconded by Richard Henderson to accept the June 30, 2009 Treasurer's Report. Motion carried.

**ACTION:** Carol Winge get answers to financial questions and report back to Board.

## 6. Endowment Fund Financial Reports

Jack Kussmaul commented that our endowments have done better than Standards & Poors over the last six months and we are indebted to Jon Traver for his counsel.

A motion was made by Jack Kussmaul and seconded by Jim Sime that the Board thank Jon Traver for all of his assistance and expertise. The motion carried unanimously.

**ACTION:** Send a thank you card to Jon Traver.

A motion was made by Rich Henderson and seconded by Jim Rogala to accept the June 30, 2009 endowment reports. Motion carried.

## 7. Prairie Enthusiasts Trust Financial Report

Jack Kussmaul reported that we have received a request for further information from the IRS with regard to our Trust exemption application. Jack prepared an amendment to the trust agreement to incorporate into the document the changes the IRS was requesting. In addition, the amendment includes a revision regarding the pay out of income to TPE annually as previously discussed by the Board. Jack reviewed the amendment document with the Board. He noted that the agenda reflected the annual trust payout at 5%. That is not correct. It is really the income from the previous year and is to be paid to TPE by May 1. A motion was made by Jack Kussmaul and seconded by Clarence Malick to accept the amendments to the trust agreement as presented (see Amendment to Trust Agreement document). The motion carried unanimously.

## 8. Membership Report

Victoria Oberle presented the membership report. She noted that 2009 new members are the highest number we've had in five years (113). TPE has 1,008 total members as of July 15. She also stated that 134 members have been dropped but this is because she has been working on the database clean up. Many of these members have been inactive for a long time. She sent letters to all of them and those she did not hear back from, along with former complimentary members that chapters did not renew resulted in the 134 dropped memberships. Jim Sime asked to see a graph of membership growth since the beginning. He would like to see a graph of new members going back as far as we can. A motion was made by Rich Henderson and seconded by Bill Hogseth to accept the membership report. Motion carried.

**ACTION:** Victoria will prepare a graph of new members to present to the Board.

## 9. Board Development Committee

Evanne Hunt reported on committee activities. The Committee developed a draft Board Member Job Description. The job description was sent out to the board asking for comments. The committee received only one comment. The Committee would like to see this job description approved by the Board and used in recruiting board members.

Rich Henderson recommended a change regarding support of policies from "I will follow, adopt and enforce TPE policies regarding land use, prescribed burns, and land ownership." to "I will follow and enforce TPE policies."

Clarence Malick recommended changing the number of charities supported from three to five. He also recommended changing the above wording from "follow and enforce" to "follow and advocate."

Jim Sime expressed concern that he is a volunteer signing a contract. He would be uncomfortable in signing this document without having an attorney review it first. Bill Hogseth was concerned about potential

conflict of interest with his employer if he was involved in fundraising efforts for TPE. Evanne Hunt explained there are many ways to be involved with fundraising efforts, simply putting a note on letters sent out for our annual appeal or helping with the silent auction and raffle are fundraising efforts that should not cause conflict of interest

issues. Fundraising doesn't mean a board member has to solicit major donors, there are many other ways to support the effort.

A motion was made by Clarence Malick and seconded by Bill Hogseth to adopt the TPE Board Member Job Description as amended. Motion carried. Jim Sime abstained.

**ACTION:** Evanne Hunt will make the changes on the document and send it to the Board. Board members will sign it and send it to Carol Winge to keep on file in the Corporate offices.

Evanne Hunt reported that the Committee is compiling candidates to fill the At-Large Board position. They wanted to get the Board Member Job Description completed first. They will submit candidates soon.

Evanne Hunt presented the draft Development Director job description and asked for comments from the Board. Board members suggested minor edits to the job description. A motion was made by Rich Henderson and seconded by Clarence Malick to approve the amended Development Director job description. Motion carried.

The Board discussed how we will afford this position. It was noted that the position is included in our 2009 Budget as was directed by the Board at its January, 2009 meeting. The budget allows for \$7,500 to pay this position in 2009. We hire the position and tell them money is tight so they know up front. If they are successful in fundraising then sustaining the position should work out.

**ACTION:** The Board Development Committee will start the hiring process.

## 10. Land Protection Committee

Jack Kussmaul reported that the transfer of Schluckebier Sand Prairie Natural Area and Gasser Sand Barrens has been completed. The transfer was from The Nature Conservancy. TPE has managed the prairies for several years.

Rich Henderson provided background on the proposed Schuelke Easement. He described the property. It is a 550-acre farmland preservation easement. The owners wish to donate a conservation easement on 60 of the 550 acres to TPE to provide additional protection to remnant prairie sod and the rare species found there. The Empire-Sauk Chapter has done inventory work there, and, with the help of grants, also some management work in the past four years. He asked for the Board to accept the easement with the understanding it will come back to the Board pending final language on the easement itself.

Jack Kussmaul reported this item had been discussed with the Land Protection Committee by email. Four of the seven committee members responded and approved it.

A motion was made by Rich Henderson and seconded by Jack Kussmaul to give preliminary approval to the Schuelke Easement so we can move forward with the understanding that once the final language on the easement is completed, it will come back to the Board for final approval. Motion carried.

## 11. Document Retention and Destruction Policy

The draft policy was presented to the Board. Board members suggested minor changes to the document. A motion was made by Clarence Malick and seconded by Bill Hogseth to adopt the TPE Document Retention and Destruction Policy as amended. Motion carried.

## 12. Stewardship Access Letter

Evanne Hunt explained to the Board why she had signed on to a letter from Gathering Waters to the Wisconsin Legislature regarding public access without Board discussion. She noted that in her mind this was an old issue and she thought the Board had discussed it already. Because it was an old issue and because TPE was asked to sign on last minute with no time to contact the Board, she read past emails from the Board on this issue and spoke with a couple of Board members and felt comfortable in supporting this. If it had been a new issue, she absolutely would not have done this without consulting the Board.

We'd rather see flexibility and work through a management plan. We support hunting but we do not advocate for hunting. Our mission is conservation. In fact, we have a policy on hunting. We do want to control access to our land however.

### 13. 2008 Annual Report

Carol Winge distributed copies of the 2008 Annual Report to all Board members and noted it is also posted on our website.

Carol Winge also distributed copies of a DVD that is an updated copy of a slideshow done some years ago. It describes our organization and its work. She thanked Scott Weber and Brian Winge for helping to put this updated program together.

A motion was made by Richard Oberle and seconded by Nick Faessler to thank Scott Weber and Brian Winge for this work. Motion carried.

**ACTION:** Send a thank you card to Scott Weber and Brian Winge.

### 14. Set Next Board Meeting Date

It was agreed that our next Board meeting will be held on Tuesday, September 22, 2009, at 7:00 pm via telephone conference call.

At this time, the Board recessed for lunch to reconvene for the audit presentation when our accountant arrived. The meeting recessed at 11:55

am and was adjourned by the President after the meal and Annual Membership Meeting, when the auditor had not appeared.

Respectfully submitted,

Carol A. Winge

TPE Business Manager

**THE PRAIRIE ENTHUSIASTS, INC.**

**Special Board Meeting Minutes**

**Tuesday, August 11, 2009**

**7:00 pm**

**via Teleconference**

**ACTION ITEMS IN RED**

**1. Roll Call**

**ATTENDEES:**

Directors: Evanne Hunt, Jack Kussmaul, Nick Faessler, Clarence Malick, Bill Hogseth, Jim Rogala, Richard Henderson, Paul Rode, Ann Woldt, Jim Sime, Richard Oberle

Guests: Brad Glass, Claudia Vlisides

Staff: Carol Winge

The special meeting of the Board was called to order at 7:00 pm by President Evanne Hunt.

**2. Meeting Minutes**

A motion was made by Jack Kussmaul and seconded by Richard Oberle to accept the minutes of the July 19, 2009 Board Meeting as presented. Motion carried.

### 3. Board Member At-Large Nominations

Evanne Hunt asked for nominations for the TPE Board Member At-Large position. Jack Kussmaul nominated Brad Glass and provided a brief background of Brad's qualifications. Hearing no other nominations a motion was made by Jack Kussmaul and seconded by Clarence Malick to appoint Brad Glass to the TPE Board for a three year term ending July, 2012. Motion carried unanimously.

Evanne Hunt reminded board members to sign the Board Member job description and return it to Carol to have on file in the TPE office.

### 4. 2008 Audit Report

Claudia Vlisides, TPE Accountant, presented a summary of the 2008 Audit Report to the Board. Highlights of the audit are:

- The audit is a consolidated audit; both TPE, Inc. and the Trust were audited. Now that the Trust has been funded and because of auditing standards, the audit had to be a consolidated report.
- The audit firm presented TPE with their unqualified opinion on the organization's financial statements. This is the highest level report they can issue.
- Grants are reflected as Temporarily Restricted. Note that net assets are reflected in three categories in the audit; unrestricted; temporarily restricted and permanently restricted. A few years ago Earl Mihlbauer pointed out that net assets were all categorized as unrestricted and urged us to document the restricted net assets. Claudia noted that she believes this goal has now been accomplished.
- The audit firm included a letter in the audit regarding a significant deficiency. Carol and Claudia reviewed this letter in person with the audit team and partners to express our desire for them to work with us to eliminate the issuance of this letter. The audit team mentioned their

hands are somewhat tied because of the new audit standards. They did want us to know that 95% of their clients receive this letter. We made it clear that we want to be in the 5% next year. We developed a plan with the audit team that we feel will help us to eliminate the issuance of this letter next year. The deficiency is issued when the audit team has to make adjustments to entries based on their opinion and that they believe would not be detected by the entity's internal control. We were issued this letter because of appraisals performed on a property we were purchasing. We used a different appraisal figure from the one appraisal they determined should have been used. TPE needs to adopt a policy on appraisals to provide to the auditors to document the appraisal procedure and what appraisal will be used so we are consistent. Carol and Claudia will prepare a draft policy and submit it to committee for recommendation to the board.

- Total assets as of December 31, 2008, are \$5,486,815. Of this total 92% are Restricted Assets, either Temporarily Restricted or Permanently Restricted.

Clarence Malick asked about related party transactions and what these would be. Claudia replied this would be monies paid for work performed by a company that is owned or co-owned by an officer, board member or highly compensated staff. Evanne Hunt noted that this was an issue pointed out in our 2007 Audit that the Board took action on right away. Going forward if this situation occurs, our accountant will notify the Board immediately so that they know and their discussion can be documented in our minutes.

There was discussion about making related party transactions a policy, but Evanne Hunt noted it is not necessary to make any policy on this issue. It is addressed in our corporate bylaws. We just need to be reminded. And we all sign a Conflict of Interest form annually. We will also add this to our Board Member Job Description.



Claudia stated she will report whether or not there are any related party transactions to the Board on a quarterly basis.

Clarence Malick asked how often our cash deposits were in excess of insured limits. Claudia will try to provide us with information on this. Carol reminded the board that we had investigated other banks and other programs earlier this year to insure our cash deposits were safe but the Board decided to not make changes at that point in time. We looked at a CDAR program that would diversify our cash deposits and no money would be at risk. The credit union does not offer this program. We would have to use another banking facility to take advantage of this program. Nick Faessler asked if the credit union offered a repurchase agreement and asked Carol to check into this.

#### 5. Conservation Defense Insurance Program

Jack Kussmaul and Clarence Malick presented a summary of their review of two Land Trust Alliance documents pertaining to the proposed Conservation Defense Insurance Program. Land Trust Alliance is setting up this program. Although the deadline is July 1, 2010, there are benefits for acting soon. Early commitment will encourage the organizers of the proposed program and other organizations that may be waiting for leadership to join. Also, TPE needs to initiate a systematic process leading up to our achieving accreditation, which is not only good policy since it embodies good practices, but also entitles us to an \$11 annual discount against the \$60 annual premium per easement. The LTA has indicated they need 12,000 easements from across the country to make the program go. For a modest amount we can have insurance that we would be hard pressed to afford ourselves. For now the recommendation is to not commit to insure our fee-owned parcels. We can always add them at a later date if something arises that we have not thought of. There is a minimum standard of monitoring that we must do to be eligible for the insurance but we meet this already and can provide the necessary documentation.

Rich Henderson stated he feels it is essential we do this and that we use our Legal Defense Fund to pay the annual premium.

Nick asked what the maximum is on defense. Clarence responded it is \$500,000 per parcel and aggregate for one year. There is a \$5,000 deductible but this can be provided in pro bono service.

A motion was made by Clarence Malick and seconded by Richard Oberle to adopt the resolution and direct Evanne Hunt and Carol Winge to complete it and submit it to Land Trust Alliance together with the start up payment of \$250 to be paid out of the Legal Defense Fund. Motion carried unanimously.

There being no further business, a motion was made by Paul Rode and seconded by Brad Glass to adjourn. Motion carried and the meeting adjourned at 8:14 pm.

Respectfully submitted,

Carol A. Winge

TPE Business Manager

## **THE PRAIRIE ENTHUSIASTS**

### **Board Meeting Minutes**

**Tuesday, September 22, 2009**

**7:00 pm**

**via Teleconference**

**ACTION ITEMS IN RED**

The meeting of the Board was called to order at 7:00 pm by President Evanne Hunt.

## 1. Roll Call

### ATTENDEES:

Directors: Evanne Hunt, Jack Kussmaul, Nick Faessler, Clarence Malick, Bill Hogseth, Jim Rogala, Richard Henderson, Paul Rode, Ann Woldt, Jim Sime, Brad Glass

Staff: Carol Winge, Victoria Oberle

Guests: Ed Strenski

Directors Absent: Richard Oberle

## 2. Meeting Minutes

A motion was made by Jack Kussmaul and seconded by Rich Henderson to approve the minutes of the August 11, 2009 Special Board meeting as presented. Motion carried.

## 3. Treasurer's Report

a. Statement of Financial Position August 31, 2009: Nick Faessler reported that as of August 31, 2009, total TPE cash on hand, which includes all chapter and central funds, is \$409,198.07. This represents \$252,712.99 in savings and \$156,485.08 in checking. Rich Henderson noted that we are on track with our budget year-to-date.

b. Grants Summary Report: A new report for the Board, this spreadsheet provides the Board with information on all grants that Chapters have, total grant awards, along with activity on the grants. The Board welcomed receiving this report and commented how helpful it is.

c. Repurchase Agreement Report: In follow up to our last Board meeting, Nick Faessler reported that Carol Winge had checked with Summit Credit Union. They do not offer a repurchase agreement

program. Therefore, to address the Board's concern that our cash balance exceeds FDIC insurance coverage of \$250,000 at Summit Credit Union, Carol recommended that we move monies from the Prairie Bluff and Empire-Sauk Chapters to the State Bank of Cross Plains. These monies were placed in two 13-month Certificate of Deposits per the chapters' approval. In addition, we move monies from central's savings to the State Bank of Cross Plains, placing that in a MMA in case central would need to access it. The recommendation was approved by Nick Faessler and Evanne Hunt as well as the Chapters' leadership. With the transfer of these monies, our balance at Summit Credit Union is now under the \$250,000 insured amount and all monies at the State Bank of Cross Plains are earning more interest than they were at Summit. Our balance remains under \$250,000 at the State Bank of Cross Plains. All monies are now secured.

#### 4. Endowment Fund Financial Reports

Rich Henderson reported that we are getting close to getting back to cost. We are doing well. Jack Kussmaul noted that we are still doing better with our investments than the S&P Index.

#### 5. Prairie Enthusiasts Trust Financial Report

Jack Kussmaul noted that the performance report was included with the endowment fund report under Item 4. He was pleased to announce that the IRS has now approved our application for tax exempt status for the Trust.

#### 6. Membership Report

Victoria Oberle presented the membership report dated September 22, 2009. She noted that 2009 new members are the highest number we've had in five years (113). TPE has 1,023 total members. Included with this membership report is a graph charting the different membership categories. The graph reflects that our Individual membership level is the highest category of membership. She also stated that last year

January-September 22 we had 71 new members. This year January-September 22 we have 85 new members so new membership is up. Evanne Hunt asked if we could get a year-to-year comparison membership report. Victoria will start to include this with her next report in November. Rich Henderson asked if Victoria could add a column for percentage of chapter membership levels for each chapter membership. Victoria will also add this to the membership report she prepares for our November Board meeting.

134 members have been dropped but this is because she has been working on the database clean up. Many of these members have been inactive for a long time. She sent letters to all of them and those she did not hear back from, along with former complimentary members that chapters did not renew resulted in the 134 dropped memberships. Jim Sime asked to see a graph of membership growth since the beginning. He would like to see a graph of new members going back as far as we can. A motion was made by Rich Henderson and seconded by Bill Hogseth to accept the membership report. Motion carried.

**ACTION:** Victoria will prepare a year-to-year membership comparison and will include a column reflecting chapter membership percentages for our November report.

## 7. Chapter Reports

All Board members representing the Chapters provided an update on chapter activities.

**St. Croix Chapter:** Clarence Malick reported the chapter is on the verge of making an ATV and trailer purchase under a grant. The chapter is working on strategic planning. They are working to quantify how much work each of their managed sites will require in the future so they know how many people they need to carry out the work.

**Chippewa Savannas Chapter:** Bill Hogseth reported the chapter is working to engage the members that they have. They continue to work

on getting the word out that the chapter is active in hopes of building up their membership base. He asked that Victoria encourage renewing members to transfer to the chapter.

Prairie Sands Chapter: Ann Woldt was delighted to report that 16 of the chapter's 25 members attended their annual meeting—excellent attendance! The chapter conducts formal quarterly meetings; the next one is scheduled to be held in January. The chapter has several activities planned for next year, usually having an activity going on once a month during the growing season.

Prairie Bluff Chapter: Nick Faessler shared that the chapter has three fall burns scheduled. The chapter members continue to work on the Greens Prairie Cemetery battle to not mow it. And Nick reminded the Board members that the Prairie Bluff Chapter is very busy planning our TPE Annual Banquet to be held in Monroe, WI on Saturday, February 27, 2010.

Empire-Sauk Chapter: Rich Henderson shared that the chapter has several protection projects in the works. They are doing lots of management work and there is a major lumber removal project going on 30 acres of land. He noted that they really need help to find a volunteer coordinator and if any chapter has any suggestions, please contact him.

Southwest Chapter: Jim Sime reported the chapter has regular monthly meetings. They are working with Iowa County to purchase 90 acres on Sylvan Road. They just completed a joint fundraising effort regarding the Borah Creek Prairie and they had an introductory field trip last weekend at the Prairie. Forty-two people attended. Rose Sime and others from the Southwest Chapter met with Walter Lancaster. Walter is interested in donating an easement. The chapter is negotiating with him on this. Mr. Lancaster is getting an appraisal done and hopes to get this deal completed yet this year.

Coulee Region Chapter: Jim Rogala noted that the chapter has just completed an outreach project. The chapter is meeting this Saturday followed by a work party at Decorah.

NIPE: Paul Rode reported they are at the height of seed picking season. They plan to seed about 20 acres this year. The chapter is also participating in a “Green Fair” this Saturday.

#### 8. Board Development Committee

Evanne Hunt reported they had received eight resumes in response to the ad for a Development Director. After reviewing the resumes, four candidates were selected to interview. The Committee will be conducting interviews of the four candidates this week. They look like excellent candidates. Start date for the position will be as soon as possible.

#### 9. Finance Committee

Nick Faessler reported that the Finance Committee had been charged with researching group exemption status with the IRS. The Finance Committee discussed this proposal and recommended that the Board proceed with filing for group exempt status. Rich Henderson noted that it was not a unanimous recommendation. The Finance Committee directed Central to meet with an attorney to get answers to questions they submitted to learn more about the proposal. Members of the committee met with Attorney Johanna Alex concerning this proposal and to learn what is involved with both applying for the status and restructuring the organization to qualify. The results of that meeting were distributed to the Finance Committee members and the Board.

Clarence Malick noted that given Attorney Alex did not recommend that TPE apply for group exemption, for the reasons given, there would be no way he could support such action. A motion was made by Clarence Malick and seconded by Bill Hogseth that we not pursue applying for group exemption status with the IRS.

Rich Henderson noted that we would still be required to comply with reporting. We would not be streamlining anything. It would also cost money to do all the things necessary to reorganize to comply with group exemption. And he believes it would ultimately weaken the organization. Bill Hogseth expressed his concern that it could also hurt our ability to get Land Trust Alliance accreditation and may hurt us participating in the legal defense program being created by the Land Trust Alliance as well.

Jim Sime reported that the recommendation had been presented to the Southwest Chapter. On his motion, they voted to withdraw their support for group exemption status.

The motion was voted on and passed unanimously.

#### 10. New Business

Evanne Hunt reminded Board members that the Board will be reviewing Chapter budgets at its January, 2010 meeting. Be sure to include details for expenditures in your chapter budget.

Evanne Hunt talked about TPE seeking accreditation. Rich Henderson noted that there are many policies we need to get in place before we can get accreditation. Evanne noted it will be a time consuming and expensive project. Leadership has to come from the Board. There is a land trust in her area that has gone through the process and if the Board is interested, she would line up a speaker to address our November Board meeting on this subject. Ann Woldt thought this would be better done in a face-to-face meeting. Clarence Malick proposed that he and Evanne meet with the Land Trust and put together a summary for the Board's information. We will try to arrange for a speaker to attend our February board meeting where we will be meeting as a group, rather than by phone.



**ACTION:** Jack Kussmaul will forward Land Trust Alliance accreditation program Standards and Practices to Carol Winge to mail out to the Board.

Evanne Hunt and Clarence Malick will meet with the Kinnickinnic River Land Trust to learn about their process in receiving accreditation and prepare a summary for the Board.

Invite a speaker to our February Board meeting to discuss the accreditation program. Perhaps the speaker could come from Gathering Waters.

## 11. Other Business

Clarence Malick asked when our prescribed burn insurance was up for renewal. He remembered that we had some work to do before that date to get our burn policies up to date before that insurance expires.

Rich Henderson noted it will expire in March, 2010. He has it on the top of his list to get the policies updated.

**ACTION:** Rich will get a draft to the Land Management Committee members by November 1, 2009 and a product to the Board for review at the January 19, 2010 Board meeting.

Nick Faessler updated the Board on plans to-date for our February 27, 2010 Annual Banquet. The chapter has agreed to partner with central for the conference and will split revenue and expenses with central 50/50. This does not include any income from the silent auction/raffle. We hope to continue this partnership for future annual banquets. Steve Apfelbaum will be the

speaker at our Banquet. Nick talked about other speakers and sessions that are planned during the day.

**ACTION:** Evanne Hunt challenged all Board members to come up with something to contribute to the raffle with proceeds designated for central.

Evanne Hunt reminded all Board members to sign the Board Member Job Description and mail it to Carol Winge for central's files.

**ACTION:** All Board members who have not yet signed the Board Member Job Description, do so and mail to Carol Winge within a month (by October 22, 2009).

Carol Winge will send an email to those who have not yet turned in the signed Board Member Job Description.

#### 12. Set Next Board Meeting Date

It was agreed that our next Board meeting will be held on Thursday, November 12, 2009, at 7:00 pm via telephone conference call.

The Board will meet again on Tuesday, January 19, 2010, at 7:00 pm via telephone conference call.

In February, we will meet in person on Friday evening, February 26, 2010. Carol will make arrangements for a meeting space.

A motion was made by Paul Rode and seconded by Jack Kussmaul to adjourn. Motion carried and the meeting adjourned at 7:56 pm.

Respectfully submitted,

Carol A. Winge

TPE Business Manager

Clarence Malick

Corporate Secretary

**THE PRAIRIE ENTHUSIASTS, INC.**

**Board Meeting Minutes**

**Thursday, November 12, 2009**

**7:00 pm**

**via Teleconference**

**ACTION ITEMS IN RED**

The meeting of the Board was called to order at 7:01 pm by President Evanne Hunt.

1. Roll Call

ATTENDEES:

Directors: Evanne Hunt, Jack Kussmaul, Nick Faessler, Clarence Malick, Bill Hogseth, Jim Rogala, Richard Henderson, Paul Rode, Ann Woldt, Jim Sime, Richard Oberle, Brad Glass

Staff: Carol Winge, Dani Stolley

2. Introduce New Staff Member

President Hunt introduced our new staff member, Dani Stolley who is our Development Director. Dani gave a brief background of her experience. Board members welcomed Dani.

3. Meeting Minutes

Jack Kussmaul amended a sentence of the minutes under #7, Chapter Reports, Southwest Chapter to read, Rose Sime “and others from the Southwest Chapter” met with Walter Lancaster. A motion was made by Clarence Malick and seconded by Paul Rode to accept the minutes of the September 22, 2009 Board meeting as amended. Motion carried. Richard Oberle abstained as he was not in attendance at the September 22 Board meeting.

A motion was made by Jack Kussmaul and seconded by Brad Glass to accept the minutes of the Special Board email action of October 13, 2009 as presented. Motion carried.

4. Treasurer’s Report

a. Statement of Financial Position October 31, 2009: Nick Faessler reported that as of October 31, total TPE cash on hand, which includes all chapter and central funds, is \$397,682.67. He noted that our year-to-date revenue is more than our year-to-date expenses.

Questions on the financial report: Evanne Hunt asked what account 98, membership savings in the amount of \$50.51 is. She also wanted to know what are included in the expenses totaling \$15,545.11 in account 935, Outreach. Evanne noted that we are closing the Madison office so office rent will not be budgeted next year.

Paul Rode noted that the central financial report reflects a shortfall of \$17,333 yet membership dues are more than budgeted for this point in the year. Carol indicated that we will see more revenue coming in this fourth quarter which should make the shortfall less by year end.

**ACTION:** Carol will get the information requested from our accountant and report back to the Board.

A motion was made by Paul Rode and seconded by Rich Henderson to accept the October 31, 2009 Statement of Financial Position. Motion carried.

b. 2010 Budget Process: Nick Faessler explained the budget process for 2010. Chapter budget worksheets have been sent to each chapter treasurer. This is a chapter exercise and Nick encouraged chapters to get their membership involved in preparing their chapter budgets for 2010. Figure out what your projects will be for 2010. List them with a good description so the Board knows what you are going to be working on. Once your proposed budget is done, send it to Carol Winge no later than January 11, 2010. The Board will review the chapter budgets at its January 26 meeting.

Evanne Hunt stated that the chapter budgets must have comments for income and expenditures.

#### 5. Endowment Fund Financial Reports

Rich Henderson reported that things are looking better. Jack Kussmaul noted that we continue to out perform the S&P Index.

#### 6. Prairie Enthusiasts Trust Financial Report

Jack Kussmaul reported that we have \$108,987 in the Trust and remain ahead of the S&P Index. Things are looking pretty good.

#### 7. Membership Report

No report. Victoria Oberle was not able to attend tonight's meeting. She will prepare a membership report as of December 31, 2009 and it will be provided to all Board members.

#### 8. Chapter Reports

Board members representing the Chapters provided updates on chapter activities.

Empire-Sauk Chapter: Rich Henderson asked for approval from the Board for two grants from USFWS the chapter is seeking; one for \$20,000 and one for \$25,000. He and Carol will discuss what percentage should be included for administrative costs. Rich Henderson also reported that the chapter, working with Dani Stolley, wishes to submit an application to Busch Gardens Conservation Fund for a grant up to \$25,000. This grant allows for 10% overhead. The Board approved the Chapter pursuing these grants.

Rich Henderson also reported that the Schuelke papers have not been signed yet but he is working on this.

#### 9. Fundraising and Endowment Committee

2009 Annual Appeal Update: Richard Oberle gave a summary of the 2009 Annual Appeal process. He thanked all chapters for their work in adding personal notes to letters and mailing them out to their chapter members. Several responses have already been received in response to this year's campaign. We are off to a great start!

2009 Board Challenge: Evanne Hunt challenged all Board members to make a donation above and beyond what they may have already given this year. She does not set a monetary goal but rather, does ask all Board members to donate something. She wants us to be able to say that 100% of our Board donates to our organization.

Remembrance Program: Richard Orberle presented an idea for a new fundraising program. The Fundraising and Endowment Committee is recommending that TPE initiate a Remembrance Day Program. It will be conducted on Earth Day and members will have the opportunity to make a donation to

either an endowment or for TPE to use as best determined. Their donation would be made for someone they would like to remember who has passed away or an event they would like to remember. At the following year's annual banquet there would be a simple program with the reading of all the names of people or events to be remembered. Also a brochure would be printed listing all donations. It is a relatively simple program, low cost to conduct, but a nice fundraiser. The Committee recommends we announce this program at our 2010 Annual Conference.

A motion was made by Jack Kusssmaul and seconded by Paul Rode to authorize the Fundraising and Endowment Committee to proceed with the Remembrance Program. Motion carried unanimously.

Life Membership Conversion Recommendation: A motion was made by Richard Oberle and seconded by Jack Kusssmaul to table the recommendation. Motion carried with Nick Faessler opposed.

Richard shared what the Committee is really trying to accomplish with this recommendation. We certainly don't want to lose members or take away anything from our members, but we are trying to find ways to reduce costs and as they are not contributing by paying annual dues, we can save money by not mailing the newsletter to them. It is still on line; they can still access it; it just doesn't cost us to mail it to them.

Richard asked for Board approval for the committee to review and reconsider this issue. A motion was made by Brad Glass and seconded by Paul Rode to refer this issue back to committee. Motion carried.

Recommendation for site naming rights: Richard presented the recommendation from the Fundraising and Endowment Committee for site naming rights. Evanne Hunt expressed her concern that the recommendation does not seem to qualify what the recognition is. It seems toothless.

Jack Kusssmaul noted that State Stewardship Funds don't allow us to name a prairie after someone. [Rich Henderson subsequently informed the Board that the limit on names only applies to state natural areas and is only a desire.] We don't want to qualify what the recognition is and we may or may not want to have any recognition. If a landowner wants to donate the land 100% and no stewardship funds are involved, then recognition becomes a part of the negotiations.

Clarence cautioned that we don't want to give the donor the right to tell us what the land will be called. The Board needs to have a say in naming the land.

A motion was made by Clarence Malick and seconded by Richard Oberle to accept the recommendation for site naming rights. Motion carried with Nick Faessler and Ann Woldt opposed.

Carol Winge pointed out that the recommendation does not state that the Board would have a say in naming the site.

A motion was made by Clarence Malick and seconded by Richard Oberle to amend the motion and add the language, "The final decision on naming belongs to the TPE Board." The amended motion carried.

Reaffirm Fundraising and Endowment Committee Charter: Richard Oberle presented the charter recommended by the committee as follows:

. Purpose of the Endowment and Fundraising Committee

The primary purpose of the Fundraising committee is to support the mission,

goals and programs of The Prairie Enthusiasts. The committee will develop a strategy for effective fundraising and work with the chapters and staff to find, cultivate and approach donors, plan and execute fundraisers and develop other sources of support.

Clarence Malick suggested the word “primary” be struck from the charter stating they did not appear to have a primary and secondary purpose. A motion was made by Jack Kusssmaul and seconded by Jim Rogala to accept the Fundraising and Endowment Committee charter as amended. Motion carried unanimously.

Review and Confirm Short and Long Term Goals of this Committee: Richard Oberle presented the short and long term goals of the committee. The Fundraising and Endowment Committee is asking the Board to confirm these to be sure the committee is on the right track.

Rich Henderson stated that he would like to see the Committee focus on:

--Planned Giving

--Cultivate major donors

--Set minimum level for contributions to the Trust

It is critical that TPE offer a planned giving program as soon as possible. Other organizations have it in place and are contacting some of the same people we would. We are missing an important opportunity.

The Board asked Richard to take the goals back to the committee for review. A motion was made by Clarence Malick and seconded by Brad Glass to table action on the short and long term goals for the Fundraising and Endowment Committee until the committee is ready to bring them back. Motion carried unanimously.

Questions Relating to Supporting Activities of the Board: Board members discussed questions presented by the Fundraising and Endowment Committee regarding financial support for Board programs and activities. Do Chapters need to assist and if so, do we need to establish a policy?

Clarence Malick asked Richard what the Committee would like to hear from the Board that would define a good working relationship between the Board, Chapters and this Committee.

Richard noted that the “federal/state” issue remains to some degree. How do we get beyond that and work better as an organization of the whole.

Evanne Hunt posed how is the Board going to pay for the things we want to do. We currently rely on 70% membership dues and unrestricted donations. But our aspirations are outgrowing our funding sources. How can we continue to grow?

Clarence Malick responded, we are looking for new money and what is the Chapter participation in this? Will the Chapters be willing to help the Development Director? What can the Board do to ensure this happens?

Jack Kusssmaul asked if it would be a good idea to hold a workshop to learn about fundraising and invite all chapter officers to attend with the Board.

Board members welcomed this suggestion and set the date for the workshop. It will be held in conjunction with our 2010 Annual Conference and Banquet. The workshop will be held on Sunday, February 28 from 9:00 am – noon. Dani Stolley was directed to prepare the program. Carol Winge will

make arrangements for the meeting. The Board agreed that a general invitation would be sent to the membership and anyone is welcome to attend. However, we want board members to encourage all chapter officers to attend and we want to be sure we have all chapters represented at this workshop.

The questions presented on our agenda for this meeting will be discussed at the workshop.

#### 10. Borah Creek Fundraising Appeal

Evanne Hunt presented the circumstances surrounding the Southwest Chapter's request that a fundraising appeal be mailed out for donations for immediate maintenance at Borah Creek. Evanne prepared the letter and it went out in September to the TPE chapters near Borah Creek. Evanne suggested that the Southwest Chapter pay for the costs of this mailing as the chapter benefited from the donations. The Chapter is asking the Board to pay for the mailing. Rich Henderson noted that how the Empire-Sauk Chapter operates and how he believes all chapters should be operating is that a project that a chapter takes on, the chapter takes on the costs for the project as well. The budget and the work on the ground is through the chapters. The money earmarked for the Chapters through our annual budget process, membership dues and donations made to the chapters is for this purpose.

Bill Hogseth stated he would have liked to have had a chance to approve this expenditure before the money was spent. Evanne Hunt replied absolutely, but in this case there was no time to take it to the Board.

A motion was made by Clarence Malick and seconded by Jack Kussmaul to reimburse the chapter one-half of the expenses (\$325). Motion carried.

#### 11. Proposal for Petty Cash

Ann Woldt recommends that each chapter treasurer have a "petty cash" account, no more than \$50. They'd have to only spend it on already-budgeted items, and have receipts for all expenditures, but TPE would issue each chapter treasurer a check in that amount. They could cash it, and have it on hand for incidentals -- a ream of paper; a cartridge for a printer, a couple

of stamps for random postage, etc. When the \$50 runs out, submit a PAF with the receipts and request another check.

As it is right now for her chapter, the officers are spending money of their own for these things, rather than going to the bother of the process now in place -- submitting a receipt for \$7 for a ream of paper, having the chapter treasurer submit it, waiting for the TPE treasurer to reimburse and mail it back is too cumbersome for these small expenditures.

This is certainly not a huge issue, but certainly seems like it would simplify matters for all those little things. Obviously anything over \$50 would not come out of petty cash -- probably really nothing more than \$10 for any one expense.

A motion was made by Rich Henderson and seconded by Ann Woldt to accept this proposal for petty cash and direct the Finance Committee to modify the Treasurer's Handbook to include a provision for this petty cash advancement. Motion carried unanimously.

#### 12. Land Trust Alliance Accreditation Program

A motion was made by Evanne Hunt and seconded by Clarence Malick to table this item to the January meeting and provide an update then. Motion carried. Evanne noted that Jack Kussmaul has agreed to chair an accreditation committee.

#### 13. 2010 Conference/Banquet Update

Nick Faessler announced the banquet menu selections. Carol Winge reported that the registration materials will be mailed as an insert in the winter Prairie Promoter and will also be posted on our website in early December. The host committee has the program nearly completed. She will be meeting with the host committee at the conference site next week to finalize all plans.

Carol also announced that all Chapters will have the opportunity to have a complimentary display booth at the conference. She will send out an announcement in the next several weeks about this.

#### 14. Prairie Enthusiast of the Year

**ACTION:** Evanne asked Board members to submit their nominee(s) for this award to Carol by January 11. Be sure to include a brief paragraph about the candidate and why they should be awarded this honor. The Board will vote for the prairie enthusiast of the year at its January 26 meeting.

Carol Winge will send the list of past award recipients to the Board.

#### 15. Set Board Meeting Dates

The following dates were set for next year's Board meetings:

- a. Tuesday, January 26, 2010, via conference call
- b. Friday, February 26, 2010, at the AmericInn, Monroe, WI
- c. Sunday, February 28, 2010, Monroe, WI Workshop
- d. Wednesday, May 19, 2010, via conference call
- e. Sunday, July 18, 2010, annual picnic and membership meeting
- f. Tuesday, September 21, 2010, via conference call
- g. Tuesday, November 16, 2010, via conference call

A motion was made by Paul Rode and seconded by Ann Woldt to adjourn. Motion carried and the meeting adjourned at 8:57 pm.

Respectfully submitted,

Carol A. Winge

TPE Business Manager

Clarence Malick

Corporate Secretary