

TPE Board Meeting Minutes

July 17, 2022

Members Present: Jay Rutherford, Alice Mirk, Rich Henderson, Jim Rogala, Evanne Hunt, Gary Eldred, Deanna Pomije, Scott Fulton, Jerry Newman

Others Present: Kevin O'Brien (for Stephen Winter), Debra Behrens, Caleb DeWitt, Khris Miller, Jerry Pedretti

10:00am: Meeting called to order (Scott)

It was noted that Kevin O'Brien: is sitting in for Stephen Winter. Since Kevin is not a board member, Kevin will not be able to vote. He may participate in discussions on Stephen's behalf.

Adopt meeting Agenda

- Scott motioned to adopt the agenda and was seconded.

Consent Agenda

- Evanne Hunt expressed opposition to certain items on the financial minutes such as internal endowment oversight by staff members. There was some discussion.
 - Scott Fulton will review policy – consult with TIAA and Jon Traver. -active discussion-
- Alice Mirk- looking for more information. How often they monitor – how often we monitor what they do.
- The investment policy would need approval by the Board so the board would have the final word.
- Consent Agenda: Motion to accept by Jerry Newman and seconded by Alice Mirk.

Treasure Report

- Expenses exceed revenue by \$80k – which is consistent with last year due to PPP and timber sales.
- Chapter Support Expenses YTD on track with Budget.
- Unrestricted cash: 7.9 mos.
- Survey Financial Statement: Big thing in June-Hanley
- May we Capitalized Goplin

Evanne Hunt made a motion to accept. Rich Henderson seconded.

Presidents Report

- Accreditation Renewal – Scott Fulton has volunteered to take the lead.
 - In 2018 all our records were on paper including the application.
 - We are moving to hybrid electronic/paper. Trying to sort out our electronic records.
 - Scott Fulton is working on an electronic organization system
 - December 13th pre app due
 - Final App due Feb 16th

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- Staff procedures- We have some things that don't correspond with what we do as an accredited land trust.
- Alice Mirk: Anything for chapters
 - Scott Fulton: No, accreditation is mostly about general transactional documents.
- Khris Miller- asked if we require a server for electronic backup of files
 - Scott Fulton- does not think we need a server, could use flash drives, or put into storage.

Executive Director's Report

- Progress on new office space... there will be a flight of stairs – if this is an issue there is another space in town to use.
- Vision organizer – Homework- reconfirm we get the core focus right and indeed these are the correct 10-year target.
 - When we meet in October we will review/finalize this.
- Review the goals for the year and discuss the changes.
- Rocks:
 - 3rd Quarter
 - -document accreditation renewal plan
 - -relationship development strategy
 - -identify and assign ownership of core processes
 - -identify and implement efficiency improvements that can be made
 - Scott Fulton: regarding last two parts – has been trying for ten years to accomplish having this process in place and the staff to do it.
 - -roll out new website by 9/30
- Finally, now at the point where this organization can finally use its professional staff for growth.
- Jim Rogala: Great tool to communicate to chapters about what it is Chapter Support does and how it helps the chapters/organizations.
- Jay Rutherford: Was at the Hanley Party, Well done!
- Evanne Hunt: New website link, tried it
 - Didn't know what she got for the donation
 - feels there should be more info about what the donor will get in return/as a member?
 - Caleb DeWitt: we had a week to transition, work in progress.

Gift Acceptance Policy

- Made changes to policy per included document
- Proposal is if committee unanimously agrees to accept gift this would be binding.
- Committee reconsidered – send it back to board as is.
 - Discussed para 5

Evanne Hunt motioned to accept as drafted. Jerry Newman seconded.

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Revised Accounting Policy (2 Amendments, as stated in Consent Agenda)

- #1 Bequest & Transfer on death
 - The language proposed would change the accounting manual policy to match the flow chart.
 - Evanne Hunt motioned to accept. Jay Rutherford seconded amendment #1 including the flow chart.

- #2 Reinvesting a portion of the budget surplus from the strong performance in 2021
 - Discussions were had with both the executive committee and the finance committee before the board meeting.
 - Board Discussion
 - After much discussion, there was a two-part motion
 - 1st: Supporting increased expenditures through staff/consultants.
 - Jerry Newman motioned to accept. Alice Mirk Seconded.
 - 2nd: Further discussion regarding sustainability and proposal for chapter support to engage with chapters more to support chapter leadership with remote meetings.
 - Evanne Hunt motioned to accept. Jay Rutherford seconded.

Vote for officers by ballot

- Evanne Hunt suggested we vote by ballot in the future.
- Jim Rogala is going to make some edits to by-laws
- Jerry Newman made a motion to accept, Jim Rogala seconded.

Officer Elections for President

- Rich Henderson motioned to close nominations for president with Jim Rogala the only candidate. Jay Rutherford seconded. Jim elected as new president.

Final thoughts from Scott Fulton

- Thank you to everyone, it has been an incredible group to work with and an amazing organization.
- Looking forward to the next phase of TPE.

Incoming thoughts from Jim Rogala

- He has hesitated to build his chapter, knowing he'd be moving into this new role.
- Scott has set TPE up in a good position for future growth.

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- He is confident we have good chapter support staff; will rely on other people to step up. Will not do the same that Scott Fulton has. Has his own style.

Adjourn

- Evanne Hunt motioned to adjourn the meeting. Jim Rogala seconded it.