



PO Box 824 ■ Viroqua, WI 54665 ■ (608) 676-0985 ■ Info@ThePrairieEnthusiasts.org



Board of Directors Meeting Minutes June 10, 2025 from 7:00p.m. to 9:00p.m.

Members Present: Peter Fritz, Nancy Glee, Greg Heberlein, Rich Henderson, Alice Mirk, Jerry Newman, Addie Theis Paradis, Jon Rigden, Jim Rogala, Jay Rutherford, Kay Wienke and Stephen Winter

Members Absent: Matt Dettlaff, Gary Eldred, Katie Hahn and Harvey Halvorsen

Staff Present: Sarah Barron, Debra Behrens, Kelly Billig, Jessica Bizub, and Rob Schubert

Guest Present: Keith Gilland (Chippewa Savannas Chapter), Tammy Hilliard and Robert Schuettpelz

Agenda

1. Call to Order/Roll Call

Jim Rogala called the meeting to order at 7:04pm

2. Adopt Meeting Agenda

Steve Winter makes a motion to adopt the meeting agenda. Jon Rigden seconds the motion. All in favor. Motion carries.

3. Approve Consent Agenda

Alice Mirk makes a motion to approve the consent agenda. Kay Wienke seconds the motion. All in favor. Motion carries.

4. Treasurer's Report

Treasurer, Jerry Newman asks Robert Schuettpelz to walk through the financial statements. Rob shares the financial dashboard for FY24-25 and reminds everyone that they're unaudited at this point.

Highlights:

- The overall net assets of TPE increased \$1.05 million for the 24/25 fiscal year. Restricted net assets increased by \$1.2 million driven by two land protection acquisitions and unrestricted net assets decreased by \$146k.
- Chapter Support revenues were \$250k under budget (mostly related to lower grant revenues). Chapter Support expenses were \$40k less than budgeted (mostly related to AmeriCorps expenses not incurred).
- Chapter unrestricted revenues were \$174k over budget (mostly related to 2 large bequests). Chapter expenses were \$100k more than budgeted (mostly related to higher contractors and equipment repairs).
- Organization wide unrestricted contributions (which include \$86k of bequests) were up \$123k over PY to a total of \$652k. More of the contributions were made to Chapters and less to Chapter Support than was budgeted.
- Organization wide unrestricted cash balance was \$385k at 3/31/2025 which has been very consistent since 12/31/24 (3.7 months of operating expenses). One thing that caused the unrestricted cash balance to be lower than expected at year end was that \$50k of insurance premiums were paid right at the end of March 2025 compared to those being paid at the beginning of April 2024.
- Restricted cash balances stayed consistent at \$1.1 million at 3/31/2025. \$690k of that balance amounts on hand to fund 2 future land acquisitions and \$150k remaining from the Uren acquisition. The amount of restricted funds for land management purposes is \$413k at 3/31/25 which is a decrease of \$35k since the beginning of the fiscal year.

Peter Fritz makes a motion to accept the FY2024-25 financial reports. Kay Wienke seconds the motion. All in favor. Motion carries.

5. President's Report

Jim has no update but will take questions. No one has questions.

6. Executive Director's Report

Debra makes a note that KNSF discussion is quite lively at the Capitol and they'll be voting on it tomorrow. Debra forwarded an email to all members in the state of Wisconsin to reach out to their representatives.

Jay has a question about how the staff is doing. Debra responds that the leadership team staff is here tonight, and everyone is doing very well with everyone gelling. Jessica is coming up on the end of her first 30 days. She will be relocating to the Viroqua area very soon. Rob just finished his 90-day milestone. We're transitioning to him reporting to Jessica instead of Debra. Reid started in March and has gone through all his milestones and he's getting grants out the door. He did a presentation today to Debra and Sarah on the launch of the planned giving program.

Jessica has the role of the integrator and is overseeing Operations and Mission Programs. Ultimately Mission Advancement will be under her purview as well but that will be a more gradual change over the next year.

We lost our AmeriCorps service member Kysh Lindell rather suddenly because of federal cuts, but we may be able to do some contract work with them. Jon shared that Friends of the Bluffland were able to fundraise to save their AmeriCorps servicemember's positions. The staff did discuss that option, but Kysh was almost done with their terms of service and were close to done on many of their milestones. Ultimately, we would love to have Kysh rejoin the staff as a copywriter. The AmeriCorps federal case is still working the way through the court and we're waiting to hear from leadership at Marshfield Clinic about any reinstatement. Jerry notes that AmeriCorps is completely cut in the new budget bill working its way through congress.

Debra's always available to answer questions.

7. NEW BUSINESS

Finance Committee

A. ACTION: Cost Share Model

This is coming back to the Board from the March meeting. Debra provides a brief overview and reminds everyone we're trying to think both about the organization and chapters so both entities thrive together. Debra and Jim have had multiple conversations with chapters, and she's encouraged by the thoughtful and thorough conversations that they've had.

There would no longer be an allocation percentage leveraged on any donations.

Rich is looking for clarification on the restricted revenues. Debra suggests we create an indirect formula for restricted revenues to calculate the true costs for the project.

What about grants that don't cover overhead costs? Chapters would have to utilize your unrestricted funds. Rich doesn't think that restricted grants without overhead should be added to the formula for cost share portion. Debra's concerned that if we remove restricted grants there are still costs to the organization in writing, administering and reporting on those grants. The cost share is supposed to reflect the amount of support that the Chapter Support staff is providing to a chapter.

How does in-kind support get figured in the cost share formula? Rob can investigate that but he can verify that it's in the unrestricted revenue factor. Rich is concerned that there will be an incentive to not report in-kind if it's included in the cost share model. Debra explains there needs to be education and a culture shift around in-kind donations.

Jon asks since cost share percentages vary from chapter to chapter, is it fair to assume that ESC is using CS much more than other chapters? Yes, ESC utilizes CS more than others, but ESC is also fulfilling the majority of the organization's mission through land protection and land management. Chapter members don't understand what is being covered by CS – it's a constant need for education.

Rob was able to determine that in-kind is included in the “other unrestricted revenue” factor. \$42K across all chapters. As an organization we are required to fairly value an in-kind gift to get through our audit. For example, donated vehicles: an auditor would compare the value we assigned to a vehicle to the value listed on our insurance policy.

Jim introduces Keith Gilland as representing the Chippewa Savannas Chapter tonight because Katie Hahn was unable to be here. Keith says there’s concern that Chippewa Savannas will be forgotten because they are a small chapter. Debra is happy to meet with CSC if that would be helpful to provide more clarity. Keith would like to receive an impact report for CSC.

Kay representing SW feels that the cost share will be advantage for them because they’ll know at the beginning of the year what their cost share amount is versus the true up at the end of the year. It makes more sense than the allocation model.

Jay thanks the staff and Rob and Tammy for coming up with a good model in a short amount of time. The feedback from NIPE is the scope of the change and the timing. Everyone budgeted with the old model which is difficult. The change does require members to have faith in the process. The allocation model does have 2 strikes against it. If we want to keep going with the allocation model he believes we need to true up this year and that this should be its last chance.

Jim replies that using the allocation policy this year means doing a true up for FY24-25 which means cash reserves are going to disappear anyway.

If the cost share is approved – it would begin with April 2025. There is no true up because we have a model that works on paying off the debt over the next several years.

If cost share is not approved – we would need to do a “true up” for FY24-25 to pay off the deficit for that FY. The Board opted not to “true up” for the FY23-24 so that deficit would carry forwarded into FY25-26. The Board did adopt a 95% variable allocation rate in the March meeting for FY25-26.

The allocation model makes it very hard to budget because the variable allocation percentage can change from the beginning of the year to the end of the year because of the “true up” which happens at the end of the fiscal year.

Jon comments that the Board set some very high expectations and lofty goals for the organization. The current allocation policy does not keep up and fund the organization in a way that we need to reach our goals. Jon strongly supports moving to the cost share model.

Addie shared that it became clear during Debra’s meeting with Many Rivers that the allocation model didn’t work and that cost share is much cleaner. Addie had a lot of conversations with the MR members, and they are now on board with the cost share model.

Debra comments that CS takes care of a lot of the “icky” things that chapters don’t want to do which can insulate chapters from the realities of achieving our mission work.

MN Oaks Savanna chapter did not make it onto the spreadsheet because they’re new and wondering how this will work for MOS given there’s no history. Debra would like to meet with MOS. There’s \$15K in the budget this year that MOS has access to as startup funding. MOS will be included in the cost share model starting FY26-27.

Rich Henderson makes a motion the Board of Directors adopt the cost share model of funding and have it begin retro-actively for FY2025-26, with a start date of April 1, 2025. Peter Fritz seconds the motion. A request for a roll call vote is made:

**Peter Fritz - aye
Nancy Gloe - aye
Rich Henderson - aye
Greg Heberlein - aye
Jerry Newman - nay
Alice Mirk - aye
Addie Theis Paradis - aye
Jon Rigden - aye
Jim Rogala - aye
Jay Rutherford - nay
Kay Wienke - aye
Steve Winter - aye**

Ten ayes; Two nays. Motion carries.

B. ACTION: Accounting Policy Revision

The Finance Committee is recommending the Board accept revisions to the Accounting Policy.

{Matt Dettlaff joins the meeting}

The 0.5% admin fee on donor-restricted endowments is discussed. It’s recommended the language would stay as is but we can monitor to see if this is an issue in the future. CS still needs to manage the fund even if they don’t take a disbursement from the endowment. The .5% is being paid from the endowment and not from the chapter cash reserves.

Kay Wienke makes a motion to approve the revisions to the Accounting Policy. Peter Fritz seconds the motion. All in favor. Motion carries.

General Board

C. ACTION: Election of Officers

Peter Fritz makes a motion to approve Alice Mirk as Vice-President of the Board. Greg Heberlien seconds the motion. All in favor. Motion carries.

Kay Weinke makes a motion to approve Jay Rutherford as Treasurer of the Board. Peter Fritz seconds the motion. All in favor. Motion carries.

D. DISCUSSION: Governance Committee focused on succession planning

Jim Rogala will be convening an ad-hoc Governance Committee that will focus on succession planning among additional governance training for Board members.

Kay Wienke would like to join the committee.

Peter Fritz makes a motion to adjourn. Jay Rutherford seconds the motion. All in favor. Motion carries.

Jim Rogala adjourns the meeting at 9:05 p.m.