

TPE Board Meeting
Tuesday, May 17, 2016
7:05 – 9:00 p.m.

Please join my meeting from your computer, tablet or smartphone.

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Access Code: 451-344-837

1. Call to Order/Roll Call

The meeting was called to order by President Jack Kussmaul at 7:05 p.m.

Directors: Jack Kussmaul, Scott Fulton, Nick Faessler, Jim Rogala, Rich Henderson, Alice Mirk, David Hamel, Caroljean Coventree, Linda Lynch, Deanna Pomije and Gary Eldred.

Excused: Richard Oberle, Evanne Hunt, George Howe and Paul Rode

Staff: Chris Kirkpatrick, Joe Rising

Guest: Winnie Bade

2. Adopt Meeting Agenda

Jack Kussmaul identified two typos to be corrected, one in the March 14 Finance Committee Minutes and the other in the April Board Minutes.

3. Approve Consent Agenda – ACTION

Accept Minutes of Board & Committee meetings

There was a motion by Scott Fulton to accept the Consent Agenda, Jim Rogala seconded it. The motion passed.

4. Treasurer's Report – Nick Faessler – ACTION

Statement of Financial Activity through April 30, 2016

Nick Faessler gave a report of funds shown in each chapter and available on April 30. We are slightly up on income but that does not mean much at this time of year. Members are up a little from last year. Board giving is up from last year. Compass Club is up double from last year. Chris Kirkpatrick spoke to the grant money that helped with the Communication Plan and Calendar. Events looks a lot better except expenses were up so the actual income was lower. Nick likes the Go To meeting format so we can see where we are in the report all together. We will budget for the Go To meetings cost next year, same with the Mailchimp service so together it will be \$70 a month and is a good operational value for the services. David Hamel asked if this is the best bargain for our money. Chris and David will look into this.

There was a motion by to accept the Financial Report by Linda Lynch. Scott Fulton seconded it. The motion carried.

Approval of 2015 Audit & IRS Form 990

Winnie Bade gave a report on the Audit and Form 990. She began with the letter and responsibilities and standards. The numbers section was reviewed, and included the consolidated numbers of the two entities. The Moely Sand Prairie was changed in QuickBooks to match what the auditor wants done. This is consistent with what we have done in the past for easements. The main programs were reviewed and discussed in terms of program services versus capitalized expensed. The Cash Flow Statement is required but not very meaningful. The Notes are interesting and remain consistent from year to year. She has read them and they are true. The TPE Inc. versus the TPE Trust is shown in the later pages. The last page is our monthly report including the acquisition information. We will want to remove the Moely Sand Prairie easement from this page. The TPE conservation easements are not recognized as assets in financial statements.

There was a motion by Alice Mirk to accept the 2015 Audit. There was a second by David Hamel. The motion passed.

Winnie Bade then went over the Form 990 highlights by section. The first page was a high level summary. There was a comparison from prior years. These are not consolidated, so the TPE Inc. and TPE Trust are separate. The Board reviewed the 990 and agreed to the checklist of items. The questions about the 'endowments' is a foggy area that will be resolved prior to next year.

There was a motion by Nick Faessler to approve the Form 990 for the Prairie Enthusiasts Inc. There was a second by David Hamel. The motion passed.

Winnie then spoke to the TPE Trust. There was one distribution for the year that went from the Trust to TPE Inc. of about \$2,000. There was no other activity.

There was a motion by Nick Faessler to approve the Form 990 for the Prairie Enthusiasts Trust. There was a second by David Hamel. The motion passed.

5. Trust Report – Rich Henderson – UPDATE

First Quarter Report

Rich Henderson gave a brief report, things are working out fine. There were no questions. Scott expressed thanks to Winnie Bade for the clarity that she has brought to the process. All are in agreement on this. Winnie was thankful.

6. President's Report – Jack Kussmaul

• Executive Committee Meeting – UPDATE

Jack Kussmaul gave his report. There is a new issue of unemployment taxes. Winnie Bade explained that the payroll service did not identify TPE's unemployment withholding need. Jerry Pedretti found this oversight. Chris Kirkpatrick gave the potential cost of about \$3500 for 2015. We can also self-insure but this may be more costly. Chris will bring it to the Finance Committee for review and then back to the Board for a decision. Linda Lynch suggested to just pay it. Jack said the Executive Committee agrees. Chris wanted the Board to be aware of it because it is an

unbudgeted expense. Nick Faessler asked if there are any penalties or interest. The figure Chris has is what is needed to be in compliance.

7. Executive Director Report – Chris Kirkpatrick

Final Communications Plan– UPDATE

Chris Kirkpatrick gave a report regarding the new website, the news templated, and the draft Communication Plan. We have launched the website, it has been well received. There are a few bugs to deal with regarding the platform. The Mailchimp platform indicated that we are above average for statistics. We are also using Facebook more than in the past. He asked Board members to please share or like the TPE Facebook page if appropriate. The consultant produced a final report. Chris encourages the Board to read it as it includes national trends, member retention, and annual calendar strategy. We mainly want to share the success stories of the chapters. Please send in a picture and a brief story about what you are doing to the TPE Communications Coordinator, Joe Rising, to post on Facebook. We will share and profile the great work going on. Jack is excited and looking forward to results. Gary Eldred commented on the creativity and effort going into TPE, it is amazing.

COMMITTEE REPORTS

8. Accreditation Committee

TPE Trust & Accreditation Fees– ACTION

Chris Kirkpatrick discussed the idea of transferring property to the trust to continue to get full USDA, CRP payments. This was already approved by both entities. The issue became that the LTA accreditation will have to accredit this change to the Trust and so the fee will go up an additional \$2,500. There will be policy work needed to ensure the trust is handled appropriately. There was a review of potential CRP income which is about \$10,000 this year and going up. Beyond the present cap. This will be something to decide so that we can proceed to work on it. The Accreditation Committee will need to do some extra work here. Linda Lynch thinks we jump into things and then there are unforeseen costs. Rich Henderson said that being able to enroll the Military Ridge Area as a set aside grassland area is a special allotment, with more acreages and a different process. Chris said this is a projection but the cost benefit is a good ratio. Rich said this is not a forecast but can be a real financial loss and we want to be able to reenroll these properties. Gary Eldred likes the idea. Alice Mirk concurs, these properties should go into the TPE Trust. Nick Faessler asked about the \$2500, were will we get this. David Hamel asked if the accreditation cost is a onetime only fee and if the payments are annual. Nick said the CRP payment goes to the Chapters and the payment to the LTA comes from Central, yes. Jack asked if ESC will pay its fee. Linda thinks it should be shared or prorated against all enrolled chapter acreage. Caroljean hopes that the cap will be raised in the future. Linda thinks this decision has been made and we should stick with it. We will proceed as planned.

9. Land Protection Committee:

Final Approval of Iris Drive– ACTION

Chris Kirkpatrick gave an update on the final project summary, it was reviewed by the Land Protection Committee. The funding is 100% approved. We had a credit from the Moely Prairie and that makes this fully covered by the stewardship grant money. There have been some discussion about dividing Iris Drive but the chapter is interested in keeping it as proposed. Final

approval is recommended. This can close in June. Gary Eldred spoke to the property management that has taken place. There was much work done over the years and it was burned this spring. There are a few concerns with buildings and liability issues. There will be a field trip hike on May 21.

There was a motion by Scott Fulton for final approval of the Iris Drive Project and to proceed with closing on the property. Jim Rogala seconded it. The motion carried.

OLD BUSINESS

NEW BUSINESS

10. LTA Rally Volunteer Opportunity – INFORMATION

Chris Kirkpatrick shared the Rally conference information. He encouraged Board Members to volunteer and attend at no cost.

11. ATC Distribution Line Placement and impacts to TPE sites – ACTION

Scott Fulton said he has learned about this through Tom Brock. The power company is interested in a major powerline to bring wind energy to Madison. The problem is where the corridor is going, over Pleasant Valley Conservancy or the Thomas Barn Property. We will want to address this as an organization. Gary added that these lines provide a highway to expand with the building of towers and substations. We are in favor of renewable energy but this is not an appropriate route. We need to protect our sites. The Land Protection Committee will take this up. Our Terra Firma insurance may be activated here. We might want to do a written comment and request a meeting. These are ecologically sensitive areas. Scott will take this to the Land Protection Committee. Jack is supportive.

OTHER BUSINESS

Mike Carlson of Gathering Waters would like to talk at the Annual Picnic about financial support related to TPE's operating budget. The Board is supportive of his coming to the meeting.

12. Adjournment

There was a motion by Alice Mirk to adjourn into a closed session. Jim Rogala seconded it. The motion passed. The meeting adjourned at 8:38 p.m. and went directly into a closed session.

13. Closed Board Session

2016 Board Meetings:

Sunday July 17, 2016 ESC Mike Carlson with Gathering Waters will attend and talk briefly about Gathering Waters

Saturday September 17, 2016 10:00 am TPE office, Viroqua, WI

Tuesday November 15, 2016 7:05 pm via conference call

Tuesday December 20, 2016 7:05 pm via conference call