

THE PRAIRIE ENTHUSIASTS, INC.
Board Meeting Minutes
Wednesday, January 15, 2013
Conference Call

The meeting of the Board was called to order at 7:05 p.m. by Past President Evanne Hunt

Roll Call

ATTENDEES:

Directors:, Nick Faessler, Rich Henderson, Evanne Hunt, Jim Rogala, Paul Rode, Richard Oberle, Jeff Ralston, Eric Preston, Jean Clark, Alice Mirk, Mark Leach, Linda Lynch, Henry Panowitsch

Absent: Jack Kussmaul

Staff: Chris Kirkpatrick, Victoria Oberle, Diane Hills

Guests: Sara Wilson, David Allen

Adopt Meeting Agenda

A motion was made by Alice Mirk and seconded by Richard Oberle to approve the agenda as proposed. The motion carried.

Approve Consent Agenda

A motion was made by Rich Henderson and seconded by Jim Rogala to approve the Consent Agenda. The motion carried.

NEW BUSINESS

2013-2015 Strategic Plan

Sara Wilson thanked everyone who has worked on the plan and the input that has been put together for the strategic plan as presented. Linda Lynch asked what type of budget is going along with the strategic plan. Sara Wilson indicated that the annual work plan and budget are the initial ways in which the strategic plan is implemented. Chris Kirkpatrick included that some of these items will be implemented by staff in its work plans and the work of the committees. Alice Mirk remarked that to start implementing the plan initially will include staff and committee time. To fully implement the plan, there may very well be unknown costs. Sara Wilson also pointed out that a part of the plan is a development plan which corresponds with a budget. David Allen summarized that the development plan did take into account of what it would take for staff time to implement the plan. David also pointed out that any future restricted fundraising for land stewardship funds was not included. Jean Clark did think there was a strong correlation between the strategic plan, the development plan, and the budget.

A motion was made by Mark Leach and seconded by Richard Oberle to approve the strategic plan. There were 12 yes votes and one no. The motion carried.

Development Plan

Linda Lynch asked why there are no grants included in the plan. David Allen pointed out that the grants were looked at more for projects rather than capacity grants. David also pointed out that after looking at our fundraising needs; he did not feel we have a need for capacity grants. Linda

thought that we are missing a great opportunity here, and David pointed out that it certainly not saying we shouldn't apply for grants that are discovered in the future.

Richard Oberle asked for David to go over the plan a little bit about how it was developed. David summarized that the plan was put together by the fundraising and endowment committee at a meeting that he facilitated. The main structure of the plan comes from where we will focus on our income categories which include board giving, giving club, membership gifts, membership recruitment, and events. These are the total of ways of which TPE's income is coming from. David continued with his analysis of our past giving data, our renewal rate is rather low, defined as who is giving on an annual basis. If we strengthen our renewal process our renewal rate and average giving rate will go up. The other observation is that there is a group about 30 people who give \$1,000 or more so for projects. In every instance when the giving program is implemented there is a big increase in this giving in David's experience. In summary David's recommendations are to improve our membership renewal process, implement a higher giving program, and more than anything have Chris and the Board gets to know our donors.

A motion was made by Richard Oberle and seconded by Eric Preston to approve the development plan. The motion carried.

Treasurer's Report

Nick Faessler summarized that the status of the central income. Richard Oberle needed clarity about the central versus entire organization. Linda Lynch also thought that these reports are quite complex and is hard to understand. Rich Henderson observed that some of the differences that some of the budget codes and chapter codes. Linda asked Chris Kirkpatrick about what review and approval of the accountant work is being done. Chris explained how he approves checks and reconciles them monthly, and then sends out the weekly acknowledgement letters. Richard pointed out that we were projecting a deficit and there was a surplus.

A motion was made by Richard Oberle and seconded by Alice Mirk to accept the statement of financial position. The motion carried.

2013 Budget

Linda Lynch asked why the income categories did not match up, and Chris Kirkpatrick explained that they changes were due to the development plan. Jean Clark was not comfortable with the amount of revenue and Chris explained a large portion of that is the Volunteer Coordinator position which is covered from a restricted donation. Linda did not think that the administrative assistant was not necessary, however several board members did believe it was in order to free up Chris's time and to have someone focus on our membership program. Rich Henderson pointed out that several small income codes were omitted from the budget. Chris indicated that they were omitted due to their very small amounts, but that they can certainly be added back in.

A motion was made by Nick Faessler and seconded by Paul Rode to approve 2013 budget. The motion carried. Chris Kirkpatrick will include categories that were not included from last year into this year's budget.

Endowment Funds and Trust Report

Rich Henderson summarized that all our funds are doing relatively well, and that Jon Traver has recommended reallocating the accounts. He pointed out that he believes we should be taking 4% from easement monitoring fund and use it to cover our administrative costs. The internship endowment he recommends leaving it alone.

A motion was made by Rich Henderson and seconded by Richard Oberle to move 4% from easement monitoring to central's checking account. The motion carried.

COMMITTEE REPORTS

There were not comments or questions about the meeting minutes provided in background materials.

NEW BUSINESS

Land Protection Committee

Final Approval of Borah Creek Buffer & Feist Prairie Acquisition:

Linda Lynch summarized the SWC has three projects on the agenda. The first two were final approval for the Borah Creek Buffer and Feist acquisitions. The Land Protection Committee has reviewed both projects and has recommended to the Board for final approval. The Borah Creek Buffer acquisition will be funded by WI Stewardship Funding and US FWS Section 6 Funding, which will require a bridge loan from The Conservation Fund. The Feist Prairie is being financed entirely by the Southwest Chapter.

A motion was made by Rich Henderson and seconded by Jim Rogala for final approval of the Borah Creek Buffer and Feist Prairie acquisitions. The motion carried.

Initial Approval of Sylvan Road Acquisition:

Linda Lynch summarized that the Southwest Chapter has been working on this project for many years, and in late 2012 the owner, Iowa County, approved a one year option to purchase the property. The Land Protection Committee reviewed the project and recommended initial approval of the project to proceed.

A motion was made by Rich Henderson and seconded by Richard Oberle for initial approval of the Sylvan Road acquisition and to authorize Linda Lynch to apply for WI State Stewardship funding for the project. The motion carried.

Land Management Committee:

Burn Plan & Go-No Go Checklist

Rich Henderson summarized that the Land Management Committee has been working to update our Burn Policy, and are making good progress on it. Currently they have recommended a burn plan template and a go-no go checklist for board approval with the intent of them being used starting this spring. The burn policy is anticipated to be done later this year.

A motion was made by Richard Oberle and seconded by Henry Panowitsch to approve the Burn Plan Template and Go-No Go Checklist. Jeff Ralston asked for clarity that we are approving only the template and checklist and that will be asking the chapters to begin to use the forms, and

who the approving authority is. Rich explained the whole policy is not done and we are not asking for an approving authority at this time. The motion carried.

OLD BUSINESS

2013 Annual Picnic

Evanne Hunt reported that the St. Croix Valley chapter would be willing to host the picnic in mid-July with details to still be determined.

2014 Conference chapter host

The Northwest Illinois Chapter believes that the conference should be hosted in a central location and declined to host the conference next year. They feel to get maximum attendance it should be at a central location rather than moving around each year. The flip side to moving it around is that local people get to attend. Evanne Hunt suggested that central host it in the Glacial Prairie Chapter area. Evanne asked Alice Mirk if their chapter would be open to the option. She did not know if the chapter would be open to it since they have not had success in hosting events. Chris Kirkpatrick will meet with Glacial Prairie Chapter soon and will discuss the option with them.

A motion was made by Paul Rode and seconded by Jeff Ralston to adjourn. The motion carried and the meeting was adjourned at 8:32 p.m.

Minutes Submitted by,

Chris Kirkpatrick
Executive Director

NOTE: All Board meetings are open to all TPE members. TPE members are always welcomed and encouraged to participate unless there are issues of a sensitive nature that must be discussed. In these cases the Board will adjourn to closed session.

THE PRAIRIE ENTHUSIASTS, INC.
Board Meeting Minutes
Sunday, March 17, 2013
238 Nickerson Room
Centennial Student Union,
Minnesota State University
Mankato, MN 56001
and via Conference Call

The meeting of the Board was called to order at 10:05 a.m. by President Jack Kussmaul

Roll Call

ATTENDEES:

Directors: Jack Kussmaul, Nick Faessler, Rich Henderson, Evanne Hunt, Jim Rogala, Paul Rode, Richard Oberle, Jeff Ralston, Eric Preston, Jean Clark, Mark Leach, Linda Lynch, Henry Panowitsch

Absent: Alice Mirk

Staff: Chris Kirkpatrick, Diane Hills

Guest: Scott Weber, Scott Fulton, Karen Agee, Gary Eldred, Chuck Kernler

Adopt Meeting Agenda

A motion was made by Rich Henderson and seconded by Paul Rode to approve the agenda as proposed. The motion carried.

Approve Consent Agenda

One change was made to the January 15, 2013 meeting minutes. On the second page under the 2013 budget, the fifth line down, it should read "Linda did not think that the administrative assistant was necessary". Jean Clark asked if the income categories have been added to the budget as the January meeting minutes stated. Chris Kirkpatrick reported that the income categories have been added.

A motion was made by Rich Henderson and seconded by Paul Rode to approve the Consent Agenda with the amended January meeting minutes. The motion carried.

Treasurer's Report

Chapter Budgets: Nick Faessler summarized there were several chapter budgets that were submitted with negative budgets. Rich Henderson pointed out that savings from existing years were covering these negative numbers for the Empire Sauk Chapter. Rich asked about the Northwest Illinois Chapter and their paid services for contracted work and science services for their chapter. It was explained that these categories are for their part time hired staff.

A break in the budget discussion was taken to introduce guests. This included Chuck Kernler with the Prairie Smoke Chapter who gave an update that they have a member, Dawn Littleton who has agreed to represent the chapter on the Board. He also summarized several outreach and stewardship project that the chapter is pursuing.

A motion was made by Jim Rogala and seconded by Henry Panowitsch to approve the chapter budgets. The motion carried.

Statement of Financial Activity: Chris Kirkpatrick reported that the income category of “other income” was for the Volunteer Coordinator salary. There was also additional insurance costs with workers comp and the legal defense insurance. The majority of workers comp will be reimbursed from the chapters. There was also the final bill from Mayes Wilson & Ass. for completing the Strategic Plan that was overlooked to be included in the budget. Chris also reported that the entire Board has made a pledge for their giving for the year, and we have exceeded the goal for the year.

A motion was made by Paul Rode and seconded by Jean Clark to accept the statement of financial position. The motion carried.

Endowment Funds and Trust Report

Rich Henderson summarized that there were no reports given and we plan on getting them quarterly. The question is when we would like to withdraw any interest from our funds. Jeff Ralston suggested to take the dividends and keep them in a cash account, and we can consider taking the cash for budget or reinvest it. Chris Kirkpatrick noted that there are no expenses besides some of his time regarding conservation easement monitoring. Rich Henderson suggested we rescind our investment vote made at the January meeting to withdraw 4% of the conservation easement monitoring fund.

A motion was made by Rich Henderson and seconded by Nick Faessler to rescind our intent to withdraw from the conservation easement monitoring fund for this year but continue to do this in the future. Rich amended his motion for not taking funds out for this year only. Nick agreed to the amendment. The motion carried as amended.

Chris Kirkpatrick pointed out that he intends to re-engage the Finance Committee later this year and they can take up the conversation.

A motion was made Eric Preston and seconded by Richard Oberle for the Board to direct the Finance Committee to evaluate all the trust funds dividends and to see which funds we might want to withdraw it to a cash account. The motion carried.

Presidents Report

Jack Kussmaul summarized there are several items that we are supposed to annually review, including the bylaws, several legal definitions, and board evaluations. Jack suggested to have an ad hoc committee of three people to review bylaws.

Jack Kussmaul asked if Jean Clark would serve on the committee. Jean agreed, then Evanne Hunt and Jeff Ralston both agreed to review the bylaws.

Jack Kussmaul will review the legal definitions and will report at the next meeting.

Chris Kirkpatrick offered to use the similar board evaluation that was done last year. He could send out the evaluations and summarize the results for the May Board meeting.

Executive Director 2013 Work Plan

Jack Kussmaul summarized that the Executive Director's work plan, was prepared once the Strategic Plan and the Development Plan were approved at the January Board meeting. Since then the Administrative Oversight Committee has reviewed the work plan and recommended Board approval of the plan. Chris Kirkpatrick also mentioned that the committee also thought that providing a work plan status update for Board meetings would enable the Board to see what is being done to implement the plan, and it will track what has been accomplished.

A motion was made by Evanne Hunt and seconded by Rich Henderson approve the Executive Director's work plan. The motion carried.

Jean Clark asked what challenges Chris Kirkpatrick has had since he started. Chris summarized that he does believe that this year will be extremely important to focus on the membership program, board giving, and the giving club program. Evanne Hunt also asked if he feels that the Board members are directing him. Chris summarized he does not feel it is a major problem but he does feel if it comes up he can work with the President to address any concerns.

COMMITTEE REPORTS

Evanne Hunt suggested that the committee reports be put on the consent agenda in the future. There was no objection, and Chris Kirkpatrick will implement this for future Board meetings.

Linda Lynch asked if the goal of the Education and Outreach Committee should be a focusing on membership. Evanne Hunt summarized the current work of the committee which does not specifically include membership. The membership goal was discussed at the Education and Outreach Committee from the strategic plan, but it was passed on to Fundraising and Endowment Committee. Linda just wanted to see more focus on the education side and not membership side. Both Evanne and Jim Rogala agreed this is what they want to focus on.

NEW BUSINESS

Land Protection Committee

Initial Approval of Zauner Prairie Acquisition:

Rich Henderson summarized the information was provided with meeting materials that this would be an acquisition which would be funded primarily from State and County funds. The Land Protection Committee did a review, and have recommended initial approval to pursue the project. Rich asked for the templates for the State and County resolutions be changed in referencing the people authorized in the resolutions from "and" to "or" to ensure there is no confusion of who is responsible for signing agreements and closing statements.

A motion was made by Rich Henderson and seconded by Jim Rogala for initial approval of the Zauner Prairie acquisition, and to apply for WI Stewardship grant funding and Dane County grant funding. The motion carried.

Feist Prairie authorization to match Sylvan Road Acquisition:

Jack Kussmaul summarized the Southwest Chapter is purchasing the Feist Prairie, and we would like to use this as match towards Sylvan Road Conservation Area project. The same changes to the stewardship application should be made as noted by Rich for the previous motion and authorization.

A motion was made by Richard Oberle and seconded by Mark Leach to approve the Feist Prairie as match to the Sylvan Road Conservation Area for WI Stewardship grant funding. The motion carried.

Conservation Easement Monitoring & Legal Defense Formula

Rich Henderson summarized that this is a standard formula for either donated or purchased conservation easements. We need to be sure we have funds for monitoring and legal defense of these sites. Even if we are using volunteers, we need to be planning to have future funds for this work to be done. The proposed formula also includes having funding for legal defense as well. The Board discussed the new legal defense formula and how to include it in the formula. The Board discussed if we want to consider the insurance as part of our formula or to not include any consideration. Linda Lynch suggested that we consider a mix or partial consideration of the insurance, which would include ½ of the current legal defense formula cost for consideration of the legal defense insurance.

A motion was made by Evanne Hunt and seconded by Linda Lunch to approve the conservation easement formula with the proposed approach of ½ of the current legal defense formula cost in consideration for the legal defense insurance. The motion carried with one no.

Land Management Committee:

Chainsaw Safety Policy & Procedure

Rich summarized this was drafted by the Land Management Committee and asked if anyone had any questions or comments about the policy and procedure. Richard Oberle wanted subjects regarding the use of pull-saws to be addressed, also climbing trees, the use of ladders, and that eye protection be covered.

A motion was made by Evanne Hunt and seconded by Richard Oberle to send this back to committee with the items raised to be addressed. The motion carried.

Fundraising & Endowment Committee:

Chris Kirkpatrick discussed that the committee has suggested a name of the Compass Club for our higher giving club program. The committee would like the Board's approval of the name and to move forward with the program as the Development Plan outlines and the committee have proposed. The Board discussed the need to address how to separate the chapter-central split of the program. It was consensus that the 70-30 split should still be in effect for the Compass Club program.

A motion was made by Rich Henderson and seconded by Richard Oberle to approve the Compass Club name and to go forward with the program. The motion carried.

Sylvan Road Fundraising Campaign:

Linda Lynch summarized the importance of the project, and the need to raise matching funds to the WI Stewardship grant that the chapter would like to do. The Southwest Chapter (SWC) has committed \$10,000, and we need to come up with \$106,000. There have been a few donations and pledges totaling \$6,000 so far, and the Feist Prairie will be used as match totaling around \$9,000. Linda has begun sending letters to private foundations asking them for support. The SWC is also planning some events to try and raise funds. Linda is ok with the SWC taking the lead, however that it would not be fair for the chapter to take on all the responsibility without support from the organization. Linda sees this as a watershed project that working together on this project will enable us to do future projects together.

Richard Oberle agreed with Linda that the importance of the site and we should go forward with this. The question is if we don't come up with the funds what our options would be. Linda would like to get a loan on the property for the remainder of funding and continuing fundraising. Linda would like to make appeals to the membership and the chapter is committed towards the project until it is done.

A motion was made by Rich Henderson and seconded by Richard Oberle to approve the fundraising plan for Sylvan Road. The motion carried. Gary Eldred asked who will take lead on restoration and Linda summarized the SWC will take the lead.

Mississippi Valley Conservancy donation request

The Board discussed supporting the project, and considering asking to use the restricted education and outreach funds. The organization has already supported the project and there is now a final fundraising effort to try and completed funding the project.

A motion was made by Mark Leach and seconded by Richard Oberle to have \$2500 in the restricted education and outreach funds be used towards the documentary, contingent upon the education and outreach committee getting approval to use the funds. The motion carried.

OLD BUSINESS

2014 Conference Host Evanne Hunt reported that the St. Croix Valley chapter would be willing to host the picnic in mid-July with details to still be determined.

Chris Kirkpatrick summarized the Glacial Prairie Chapter is interested in hosting the conference by still concerned about their capacity to carry out the conference. They are interested in the hosting it and have interest in partners. The Board all agreed that they are willing to have them host it, and specifically that some of the neighboring chapters are willing to help with speakers. Sponsors however would need to be found on the local level.

Gary Eldred had one additional item. Gary passed around photos of Eldred Prairie where there were pits dug for a soil competition. He wanted to be sure the Board is aware about this and that there is no policy about how to address these types of activities on TPE sites. Gary has seen there is potential for unknown threats and he does not know what we can do about it. The Board was

made aware of potential things that can happen. It was recommended that the Land Management Committee review these types of items.

A motion was made by Nick Faessler and seconded by Mark Leach to adjourn. The motion carried and the meeting was adjourned at 12:05 p.m.

Minutes Submitted by,

Chris Kirkpatrick
Executive Director

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THE PRAIRIE ENTHUSIASTS, INC.
Summary of Board Action
Vote By Email
Monday, May 6, 2013

The Prairie Enthusiasts Board of Directors voted by email for approval of a resolution authorizing TPE to secure a loan from The Conservation Fund for the closing of the Borah Creek Buffer project.

The Board gave final approval of the project at its January 2013 meeting, however now a closing date has been set for May 21st now that the WI Stewardship funding has been approved and we have received the grant agreement. One important reason for the resolution is to enable us to borrow funding from The Conservation Fund to cover a portion of the funding for the project until we can get reimbursement from the US Fish & Wildlife Service.

The email vote will authorize the resolution to be signed, which will allow the loan paperwork to be processed, and the rest of the closing documents prepared for the closing.

The Board vote was by email response as recorded below:

Jeff Ralston – yes
Eric Preston – yes
Linda Lynch – yes
Jim Rogala – yes
Evanne Hunt – yes
Jack Kussmaul – yes
Jean Clark – yes
Nick Faessler – yes
Richard Henderson – yes
Mark Leach – yes
Henry Panowitsch – yes
Paul Rode – abstain

Respectfully submitted,

Chris Kirkpatrick
Executive Director

THE PRAIRIE ENTHUSIASTS, INC.
Board Meeting Minutes
Wednesday, March 21, 2013
via Conference Call

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

Roll Call

ATTENDEES:

Directors: Jack Kussmaul, Nick Faessler, Rich Henderson, Evanne Hunt, Jim Rogala, Paul Rode, Richard Oberle, Jeff Ralston, Eric Preston, Mark Leach, Henry Panowitsch, Gary Eldred, Dawn Littleton, Alice Mirk, Linda Lynch, Jean Clark, Gary Eldred
Staff: Chris Kirkpatrick, Katya Leonard

Introductions: Katya Leonard is the new Communications Coordinator, she gave a little background and that she is currently working on a Masters. She has worked for the past few years in the non profit sector in the Kickapoo River valley. Dawn Littleton was introduced as the Board representative from the Prairie Smoke Chapter, she lives in the Rochester area.

Adopt Meeting Agenda

A motion was made by Jean Clark and seconded by Richard Oberle to approve the agenda as proposed. The motion carried.

Approve Consent Agenda

This included past board meeting minutes, committee minutes, and a membership report. A motion was made by Evanne Hunt and seconded by Richard Oberle to approve the Consent Agenda. The motion carried.

Treasurer's Report

Nick Faessler reported there is around \$40,000 in checking and savings. Jean Clark asked about the statement of financial position about the restricted funding for education and outreach and Chris Kirkpatrick explained this is for the Volunteer Coordinator position. There was a question on other restricted income for Volunteer Coordinator, it was explained that there has been no withdraw of the restricted income yet this year. There was a question why the on contracted services was over budget. It was explained that this was a 2012 expense for the strategic plan with Mays Wilson & Ass.

There were two questions the Board requested follow up information via email regarding an explanation about why it appeared to show inconsistent unrestricted cash in the summary statement. Jean Clark would also like an explanation as to how there can be a -737.76%.

A motion was made to by Evanne Hunt and seconded by Mark Leach to defer approval of the financial reports.

IRS 990 & 2012 Audit:

Chris Kirkpatrick reported that the auditors has been prepared and the IRS form 990 was prepared by our accountant.

The Board pointed out that they believe Chris Kirkpatrick should be listed as employee on page 7, yet it was pointed out that he does not need to be listed since he makes less than 100K. It was questioned why Mark Leach had so much time allocated to him. Mark thought he might have submitted chapter hours that might have been included.

There was a question on the actual number of employees, which it probably includes part time employees and interns. The number of volunteers seems to be significantly off and should be significantly higher. On page 7 & 8, with the list of officers and directors, we have listed 14 but the list only has 13. It appeared that Paul Rode was left out of the list and needs to be added.

On page 6, question 7a, it was discussed if the Board members are elected by the membership. It was explained that technically the chapters present their Board member, and the executive officers as well as members at large are elected by the chapter designated Board members. It was agreed that this question could go either way and it was agreed to keep the answer the same.

Question 10b it was pointed out that this question should be changed to a yes answer since the chapters have adopted policies on how they are governed. There were questions about the audit and 990 financial figures since there appeared to be discrepancies.

A motion to approve the audit and the 990 by Richard Oberle and seconded Alice Mirk approve the 990 and audit subject to to have comments given to Chris Kirkpatrick and questions answered by Chris Kirkpatrick and TPE Accountant Claudia Vlisides and sent to the full board. The motion carried with one no vote.

Endowment Funds and Trust Report

Rich Henderson summarized that Jon Traver reported that we are performing behind the stock market since we have a mix of both fixed assets and stock rather than only stock market assets.

A motion was made by Nick Faessler and seconded by Henry Panowitsch to approve the Trust report. The motion carried.

Presidents Report

Review of Board Evaluations: Jack Kusmaul summarized that the trends are the same as in past years with poor evaluation of our fundraising skills and high on our land management skills. There were some differences and perhaps there were different people who might have filled out compared to the previous year.

Review of Definitions: Jack Kusmaul summarized that part of the requirement for accreditation is to be sure that the board understands certain definitions, including private indurment. This means that Board Directors do not receive any benefits the public don't get. Public support means we are not supported by only one or two main sources, but from the general public. With lobbying, it can be influencing political decisions and currently TPE does not do a significant

amount of lobbying. If we had unrelated business income that was over 20% of our net income not related to our mission we would have to pay taxes on this portion. Currently we do not. Jack did summarize he got most of these information from legal sources, and he will include the sources in future years.

Executive Director 2013 Work Plan:

Chris Kirkpatrick reported that he has been visiting the chapters and plans on summarizing the results of visiting to all the chapters and listening for what support the chapters are looking for. He plans on completing the visits and present a summary at the next Board meeting.

NEW BUSINESS

Land Protection Committee

Initial Approval of Billimack Prairie Acquisition:

This project is with the Prairie Bluff Chapter. The name might have to change as the project moves forward. The Stewardship program would like sites named after geographic features, rather than and specific name.

A motion was made by Rich Henderson and seconded by Nick Faessler for initial approval of the Billimack Prairie acquisition, and to apply for WI Stewardship grant funding and to authorize Chris Kirkpatrick or Rob Baller to sign and submit the application. The motion carried.

Initial Approval of Muralt Bluff Transfer:

This project is also with the Prairie Bluff Chapter and would be to simply transfer this site from Green County.

A motion was made by Nick Faessler and seconded by Alice Mirk for initial approval of the Muralt Bluff transfer. The motion carried.

Initial Approval to Designate select TPE Sites as State Natural Areas (SNA)

Mark Leach summarized the committee discussed this and agreed that some sites are suitable for SNA designation. In some situations the public information about these sites become available and there could be some concern about unintended public use at these sites. The clarification was made that if state funding involved there is already consideration for listing these sites. The process would be to involve the chapters in this discussion in moving forward. The Board wondered if we really have any choice with stewardship funding.

At this point in time the telephone connection became impossible to continue conducting business. A motion was made by Rich Henderson and seconded by Mark Leach to table the remaining agenda items and adjourn the meeting. The motion carried and the meeting was adjourned at 8:22 p.m.

Minutes Submitted by,

Chris Kirkpatrick
Executive Director

NOTE: All Board meetings are open to all TPE members. TPE members are always welcomed and encouraged to participate unless there are issues of a sensitive nature that must be discussed. In these cases the Board will adjourn to closed session.

THE PRAIRIE ENTHUSIASTS, INC.
Board Meeting Minutes
Sunday, July 21, 2013
Glen Park, 355 West Park Street
River Falls, WI

The meeting of the Board was called to order at 10:00 a.m. by President Jack Kusmaul

Roll Call

ATTENDEES:

Directors: Nick Faessler, Rich Henderson, Evanne Hunt, Jack Kusmaul, Jim Rogala, Richard Oberle, Jeff Ralston, Mark Leach, Alice Mirk, Jean Clark, and Gary Eldred.

Excused: Paul Rode, Eric Preston, Henry Panowitsch, Linda Lynch, and Dawn Littleton.

Staff: Chris Kirkpatrick, Joe Rising

Guests: Karen Agee, Scott Fulton, Jim Nelson, Kathy Stahl,

Introductions: Joe Rising introduced himself, his family, counseling & law background. He has worked with non-profits and has experience as a conservationist with prairies and savannas.

Adopt Meeting Agenda

A motion was made by Evanne Hunt and seconded by Richard Oberle to approve the agenda as proposed. The motion carried.

Approve Consent Agenda

This included past board meeting minutes, committee minutes. A motion was made by Richard Oberle and seconded by Rich Henderson to approve the Consent Agenda. The motion carried.

Treasurer's Report

Nick Faessler reported the summary of the cash balance, with central's checking \$14,000 currently. Chris summarized that the current central income is higher due to transfer and gifts, namely an estate gift, but also that membership renewals have just started coming in. Expenses that are under are personal benefits and the budgeted marketing plan.

A motion was made to by Rich Henderson and seconded by Mark Leach to approve the financial reports. The motion carried.

Endowment Funds and Trust Report

Rich Henderson summarized that the Trust funds are tracking close to other investment funds, including the S & P 500. Investments are spread out with fixed income and stock and overall the accounts are balanced and doing well. Rich needs to contact Thompson about managing the trust dedicated for Mounds View. The original agreement was that after 5 years it would be transferred over to TPE. The amount of the transfer is around \$400,000. Jack Kusmaul noted

that Jon Traver who is managing our funds for us is doing even better than JP Morgan. Nick Faessler asked about the revised cost, and why the cost is less at the end of the year. Rich explained that there is the original amount versus what the current value and Chris Kirkpatrick also explained the audit revises the value at year end.

A motion was made by Nick Faessler and seconded by Mark Leach to approve the Trust report. The motion carried.

Presidents Report

Jack Kussmaul summarized we have been designated as a Land Trust of the Year by Gathering Waters. It has started to be promoted but will be promoted more after the awards ceremony in September.

The Vice Presidency is vacant and is typically the next in line to be President. Jack does not intend to be President forever and it makes sense to look within the Board for next President. Mark suggested that Bill Hogseth who was the previous Vice President might be able to consider being back on the Board since his life events have changed. It might be interesting to approach him although he is going through an interview process with WI DNR.

Executive Director, 2013 Work Plan:

Chris Kirkpatrick reported that he has been visiting chapters, still has the Many River Chapter to meet with. Once he has done this final visit, he will come to Sept. Board meeting with a summary. He has been doing a lot of listening, getting feedback, and identifying the needs to support Chapters to carry out the mission. It was asked about the Prairie Smoke Chapter, and how the meeting went with the chapter. Chris reported that the relationship is coming along and getting better.

NEW BUSINESS

Land Protection Committee

Initial Approval of Lost Prairie Acquisition:

This project is with the Northwest Illinois Chapter, Lost Prairie, Chris summarized that the project has been one the chapter has been working on for many years. Currently they have been leasing the site to pick seed for their plantings and sales of seed to other groups. Now they think they might have the ability to purchase the site, which is controlled by a group called the Local Redevelopment Authority (LRA). The LRA's mission is to use the land to replace jobs that were lost when the Savanna Army Depot closed in the early 2000's. The Board agreed the project should move forward, however the business plan about the seed picking operation must be looked at carefully with our accountant and auditor.

A motion was made by Rich Henderson and seconded by Jim Rogala for initial approval of the Lost Prairie acquisition. The motion carried.

Initial Approval to designate select TPE Sites as State Natural Areas (SNA)

Mark Leach reported that DNR would like to pursue designation of some TPE sites. There are some sites that have state funding that we must consider, others we do not. Mark stated that the chapters are concerned about this, namely public access can be an issue. Mark is concerned that some public sites are listed and some are not.

Chris Kirkpatrick reported that some sites may not be publically accessible, and that there must be a mutual agreed upon land management plan. There is concern that the WI DNR and TPE might not agree upon the land management plans. Gary Eldred gave an example of the Prairie Bluff Chapter & the Southwest Chapter with Yellowstone Park. TPE did the original work and then got restricted due to DNR staff turnover. Muralt Bluff was managed by the WI DNR and now there is concern of loss of habitat for the Regal Fritillary butterfly. There is concern about the WI DNR questioning the management being done. Rich Henderson pointed out that we own the sites and we can get recognition for being a State Natural Area. Gary asked about adjacent landowner use with chemical spray and drift and if we would get support from the WI DNR, which is unlikely since TPE still owns the sites. Jean Clark pointed out the draft agreement can be terminated within 60 days. Jeff Ralston asked if we can say no to sites that did have funding, which it is questionable. We could simply refuse to sign the management plan. We do have some flexibility since we own the sites as well.

A motion was made by Richard Oberle and seconded by Mark Leach for initial approval of the motion made by the Land Protection Committee. The motion carried.

Fundraising & Endowment Committee

Compass Club Program Update

Richard Oberle and Chris Kirkpatrick reported about status of Compass Club gifts that have come in so far. Currently there have been several gifts and pledges made. The next phase of the program is to have the Board members contact the potential members in their chapter to thank them for their past support and inform them about the Compass Club. Once the contact has been made Chris can send them a cover letter and a flyer about the program. Chris also reported that he has been working with David Allen, whom worked with us on our development plan, and having twice a month coaching calls. One item that had recently come up through the coaching calls it David's strong recommendation to only include unrestricted gifts of \$1,000+ in the Compass Club, and to not include restricted donations. We can still do recognition for members who give restricted gifts, and we should give them recognition, but his recommendation is to not include them in the Compass Club. The Fundraising & Endowment Committee thought this makes sense and there was no objection from the Board.

Jack Kussmaul also reported that the committee is planning a recognition event for next May for all our major donors. In addition Carole Winge has offered to serve on the Fundraising & Endowment Committee and has offered to help plan the recognition event.

NEW BUSINESS

Gary Eldred's Nomination to the Wisconsin Conservation Hall of Fame

Chris Kirkpatrick summarized the project, which was initiated by TPE members to nominate Gary Eldred. Suzi Nehls has been leading this effort and has been in communication with Gary, but also Mark Leach and Evanne Hunt who have been getting letters of support. At some point in the future it would be good for the Board to approve a letter of support once Gary's accomplishments related to TPE are summarized. Gary commented he appreciates the Board's consideration for support of his nomination.

Bylaws Committee

There has been no work yet by the committee. They will work on it and still need to schedule a time to meet and start the review.

Volunteer Recognition

Jean Clark asked about having some types of gestures such as caps for volunteers to use for the upcoming Prairie Days. Evanne Hunt stated she thinks we paid \$3-4 apiece and we are selling them for \$5 and that we have a lot of them in stock. Evanne brought 50 of them and they have more in stock. The Board agreed it would be a good gesture to distribute the caps to the chapters, and they should contact Evanne for the amount needed for their Prairie Days event.

TPE Educational Materials

Scott Fulton reported the new picture & guidebook for people to pick up for Prairie Days that he had designed and had printed. Chris Kirkpatrick also stated he had brought membership brochures and Jim Rogala also brought Hill Prairie brochures to be shared as well. Gary Eldred stated that he has put a lot of TPE brochures into the Kickapoo valley area including canoe rentals and at Wild Cat Mountain State Park.

2014 Conference Update

Alice Mirk reported they had a meeting in June and came up with a potential theme and proposed a tentative partner with the Kettle Moraine Land Trust and some local chapters of The Wild Ones. There was a plan for 4 general tracks and identified speakers within TPE and externally. The need to follow up and get conference contacts made for speakers and presenters.

Chris K. also reported the 2012 annual report is almost done will be available very soon. He also reminded the Board that there is a Finance Retreat scheduled for August 17th in Sparta, WI to develop a budget and audit review process, and to discuss ways to improve our financial reports.

TPE Opportunity

Gary Eldred summarized that he has a house in the Sandhills of Nebraska that he would like to be used to further TPE goals. The house could be used for retreats and would like to let the Board know it is available.

A motion was made by Rich Henderson and seconded by Jim Rogala to adjourn. The motion carried and the meeting was adjourned at 11:45 a.m.

Minutes Submitted by,

Chris Kirkpatrick
Executive Director

NOTE: All Board meetings are open to all TPE members. TPE members are always welcomed and encouraged to participate unless there are issues of a sensitive nature that must be discussed. In these cases the Board will adjourn to closed session

THE PRAIRIE ENTHUSIASTS, INC.

Board Meeting

Minutes

Tuesday, September 17, 2013

7:05 p.m. – 9:00 p.m.

Via Teleconference

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

ATTENDEES:

Directors: Rich Henderson, Nick Faessler, Evanne Hunt, Jack Kussmaul, Jim Rogala, Jeff Ralston, Paul Rode, Eric Preston, Linda Lynch, and Dawn Littleton

Scott Fulton joined after his approval as Director-at-large

Excused: Henry Panowitsch, Alice Mirk, Jean Clark, Mark Leach, Richard Oberle, and Chris Kirkpatrick.

Staff: Joe Rising

Nomination of Scott Fulton as Board Member at Large

Jack Kussmaul brought the nomination of Scott Fulton to the Board and mentioned that Scott has been a very active member in his chapter and within the organization. He is active on the Education and Outreach Committee and lately with Prairie Days. Rick Henderson said Scott is a very committed member and that he knows the organization and what he is getting into.

A motion was made by Nick Faessler and seconded by Paul Rode to approve Scott Fulton as Board Member at Large. The motion carried by acclamation.

Adopt Meeting Agenda

A motion was made by Rich Henderson and seconded by Jim Rogala to approve the agenda as proposed. The motion carried.

Approve Consent Agenda

This included past board meeting minutes and the committee minutes. A motion was made by Rich Henderson and seconded by Paul Rode to approve the Consent Agenda. The motion carried.

Treasurer's Report

Nick Faessler reported on the statement of financial position, January through August; there being \$489,976 in unrestricted cash throughout all the organization and chapters. The money is in money markets, certificates of deposit and checking accounts. Additional funds of \$200,000 are in restricted /fixed funds as non-operating funds. There are also \$5.5 million in total assets. Nick reported that membership is 13% of the budget. Paul Rode asks if this is normal compared to the last year. Chris Kirkpatrick passed notes to Jack K regarding his perspective as he cannot attend this meeting and is at the Land Trust Rally. His notes indicate that the membership category includes the annual appeal. With the pledges and Compass Club donations we are half way to our goal. There are only a dozen potential Compass Club prospects left to be contacted.

The future expenses are in staff costs and there is enough now in TPE's checking to cover all the staff needs through the end of the year. Rich Henderson says this sounds great. Linda Lynch questioned the increase in insurance and why this wasn't budgeted for? Paul responded that a lot of it is worker's compensation insurance and the February start up couldn't be accounted for. Rich stated that we are charged a lot for workers compensation and get the money back. The hours are expected and we are charged 3-4 times more and when we get the exact hours determined some money comes back to us. Lynda asked why let them use our money and Paul stated that this is just how it is done.

Evanne Hunt referenced the TPE Report Aug 2013 on memberships at \$16,000. Membership money looks normal but 2012 through September says \$39,000 for membership dues and she is concerned that it is low. Jack Kussmaul will email Chris and he will follow-up with the Board. Nick also noted that contract services as well as dues and fees are over budget and he is wondering why. Jack noted this for his list of questions to Chris.

Linda Lynch asked if it is useful for the Board to understand why we are over budget on these items and if we need a better budget? She suggested that unexpected expenses can come to the board to get permission rather than spend and explain later. Jim Rogala says we, as the board, are comfortable with slight adjustments to the budget, a couple thousand on conferences or education are not a big issue.

Let it show in minutes that the Board reviewed, discussed, asked questions and referred them to the Executive Director.

Endowment Funds and Trust Report

Rich Henderson summarized that there was no report due to the third quarter not being over yet.

Presidents Report

Jack Kussmaul reported from the Board Development Committee. They reviewed each chapter's priorities, what they are concerned about and what they want help on. The Committee reviewed this information and the biggest concern is that the same people do everything and they want to bring in new people. The Education and Outreach Committee will work on a plan to address this. The Empire Sauk Volunteer Coordinator will be looking at this too. Chris Kirkpatrick will go through the comments and see what can be accomplished with the concerns. This is part of Chris's work plan to deal with these issues.

Executive Director, 2013 Work Plan:

Jack Kussmaul shared that Chris Kirkpatrick sent out a work plan status update with the meeting materials. Chris is not here due to attending Rally. Jack asked if there are any comments on what he sent out, and there were none.

NEW BUSINESS

Land Protection Committee

Final Approval of Muralt Bluff transfer from Green County:

Nick Faessler summarized the project since Mark Leach, Chair of the committee, is not on the call. The transfer went through at the County Board meeting, and the County is preparing the

paperwork to be filled out and will record the deed soon. We are excited to be working with the DNR and now a management plan needs to be written. The plan will need to address the regal fritillary and include provisions to try and increase the population with the management activities. Rich Henderson asked as a point of procedure, when do we need to formally approve this by the board? Nick stated that the DNR has provided a letter that it is OK to transfer the property from the County to TPE. The County will also continue to provide money for management if the State money does not come. If the funds stop they are not sure what the chapter will do then.

Scott Fulton asked if there is a requirement for an ongoing plan for the regal fritillary. Nick said TPE intends to monitor for the butterfly population, and anything else that is important there. Scott asked about sources for ongoing funding, Nick reported they will continue to use the state and county funding, as well as having work done by chapter volunteers. Rich Henderson recognized that the chapter will be doing it with chapter money and volunteers. Nick added that the chapter has been doing this for the past couple years anyway.

A motion was made by Scott Fulton and seconded by Dawn Littleton for final approval of the Murlat Bluff transfer from Green County. The motion carried.

Land Management Committee Burn Policy Draft

Rich Henderson and Jim Rogala stated that there is nothing new and they hope that people have seen the policy. Rich reported that the Chapters now have an opportunity to see the policy and the committee is still working on some of the appendices. Dawn Littleton asked if the policy applies in Minnesota too. Rich indicated he does not know about the laws in Minnesota related to prescribed burning. Jack Kussmaul stated that this has been circulated to all chapter chairs and to some of the chapter membership. This effects all who do burns, so it is important to the whole organization. Dawn stated she will pass this on to their chapter president for review. Scott Fulton stated that he is struck by the need the policy creates for making training available widely, frequently and geographically across the organization. Jack agreed that we need training widely and freely available so burns can be accomplished. Nick Faessler said their chapter had a refresher course last spring and it was widely attended by most who come to their burns. Paul Rode also stated that their chapter does training every year at the beginning of the burn season. It is suggested that everyone take it to their chapter and make sure it is workable.

Chainsaw Safety Policy and Procedure

Evanne Hunt says we need this policy followed. Rich Henderson said the policy is good and if the policy is violated people are not covered by insurance. Rich emphasized the point to never work with a chain saw alone. It was mentioned that prescription glasses may qualify as safety glasses.

A motion was made by Nick Faessler and seconded by Paul Rode to approve the Chainsaw Safety Policy and Procedure. The motion carried.

Finance Committee:

Budget and Audit & IRS Form 990 approval process

Jack Kussmaul mentioned the procedure to approve the budget, and the start of this process came out of the board retreat last year. The Finance Committee will approve the forms. There is a change in how the financial reports will be provided. Evanne Hunt asked if Dana Chabot of Gathering Waters Conservancy is making a recommendation. Jack reported that Chris Kirkpatrick attended a seminar on the financial reports, the budget, scheduling and format to use, and the process to follow which was presented by Dana. There will be a special meeting in December to read and approve the budget.

A motion was made by Evanne Hunt and seconded by Nick Faessler to approve the procedure for the budget review and audit & IRS Form 990 approval process. The motion carried.

Proposed new financial reporting format:

Linda Lynch asked how these changes make business decisions better. She wants the best way to organize TPE financial information. Nick Faessler said the grants will be reported separately because they are restricted and to have a separate reporting helps to keep it clear on an income and expense statement. This approach will be more understandable for board. Rich Henderson stated that there were changes made that are not shown on the document provided. Rich suggested the changes that came out of committee be available to the board to look at. He also suggested having Dana Chabot with Gathering Waters Conservancy sit down with Chris Kirkpatrick and go over the new format with him. Jack Kussmaul asked if we can move the proposed figures into the new format. Linda stated that she thinks we need to step back and see what decisions we want to make. She is concerned that transferring the data may not help business decisions. She believed Dana is a good resource and that we should work with him. Paul Rode stated he likes the new format because it separates out the grants and can be clearer. Nick stated he agrees with Rich that we should have the new format reviewed by Dana at Gathering Waters. Jack indicated he will talk to Chris about this, and it can be deferred until then.

Fundraising & Endowment Committee

Compass Club Program Update

Jack Kussmaul reported that most of the calls have been made by Board members to potential Compass Club members, and that there are maybe a dozen more to make. He said it was good to make the calls and to thank folks, once he started it was easy and people were receptive. Rick Henderson said the process was better than he expected. Evanne Hunt also said she had good conversations with folks. Dawn Littleton agreed, she thought that people like to be thanked. Nick Faessler said the calls went well even if a couple thought he was a telemarketer. He feels that good results should come of it.

Education & Outreach Committee

New database and website proposal

Scott Fulton hoped everyone read his proposal on the I.T. infrastructure needs. His research indicates that what we have is ok, but not up to the needs of the organization. Scott wants the go ahead to do a final selection, and wants approval from the board to go ahead. Linda Lynch stated she agrees something is necessary and thanks Scott for tackling this. She is wondering what the

budget implications are? Scott agreed that we need be clear about what will be done, what will not be done, and that we need a project plan and a budget. He wants to see this too, and some of his initial research suggests the project looks to be budget neutral. Nick Faessler questioned about our current database with Exceed, and if the upgrading is expensive. Jim Rogala asked about the costs to transition to this new system. Scott indicated he hopes it can be done by volunteers and Scott would help out. He reported that the staff is motivated too, and will assist as they can as well. Scott also pointed out that the design of the website may need be more professionally done. Jim Rogala asked if it would have security. Scott reported they claim there is security and various levels of access. Ultimately there needs to be a plan and budget. Linda suggested that we consider doing it in phases? Scott indicated that the highest priority is the main membership database and to get it up and running. The next phase would be to bring in the website. Nick asked if Scott feels that the Wild Apricot program he has been researching can do all these things. Scott stated he thinks they are the right scale and have the sufficient features.

There is a motion by Rich Henderson and seconded by Paul Rode that the project be moved on to the next level. The motion passed.

OLD BUSINESS

Bylaws Committee

Evanne Hunt reported that the Committee has reviewed the bylaws, one part is still being sent around for additional review, regarding article 3, about indemnification. Linda Lynch asked if the committee looked at standard indemnification policies of other non-profits. Jack Kusmaul stated he will look at the statute and review what the committee has recommended. Evanne reported she thinks the bylaws look good, and they just need to be cleaned up. Jack is concerned about the issue of term limits. Evanne finds it an issue too but is concerned about recruiting new people and also why chapter representatives and board members are treated differently in terms of vetting with the criteria on the skills needed versus chapter reps which are appointed by each chapter. Jack suggested that this get put on the agenda for the next meeting.

OTHER BUSINESS

The next Board meeting is November 19, 2013 at 7:05 p.m. via conference call.

Nick Faessler mentioned the proposed Budget Board meeting is December 11, 2013.

A motion was made by Rich Henderson move and seconded by Dawn Littleton to adjourn. The motion carried and the meeting was adjourned at 8:45 p.m.

Minutes Submitted by,

Chris Kirkpatrick
Executive Director

NOTE: All Board meetings are open to all TPE members. TPE members are always welcomed and encouraged to participate unless there are issues of a sensitive nature that must be discussed. In these cases the Board will adjourn to closed session.

TPE Board Meeting
Tuesday, November 19, 2013
7:05 p.m. – 9:00 p.m. via
Conference Call

Minutes

Call to Order/Roll Call

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

ATTENDEES:

Directors: Jack Kussmaul, Evanne Hunt, Rich Henderson, Nick Faessler, Jim Rogala, Jeff Ralston, Paul Rode, Eric Preston, Linda Lynch, Dawn Littleton, Scott Fulton, Henry Panowitsch, Alice Mirk, Jean Clark, Mark Leach.

Excused: Richard Oberle

Staff: Joe Rising, Chris Kirkpatrick.

Adopt Meeting Agenda

A motion was made by Rich Henderson and seconded by Mark Leach to approve the meeting agenda as proposed. The motion carried.

Approve Consent Agenda

This was included within the Agenda motion and included the past board meeting minutes and the committee minutes.

Treasurer's Report: Statement of Financial Activity as of October 31, 2013

Chris Kirkpatrick gave an overview of the changes to the Financial Statements following the recommendations of Dana Chabot, CPA, the finance committee and staff. Nick Faessler stated that the Statement of Financial position indicates the property, investments, funds and liabilities and gives us the net assets. Chris K. stated that the changing format requires a new understanding of the details of these documents. It appears we are behind on membership income and what we budgeted for on the Compass Club. We have discovered some things on membership related to how the membership program is recorded. The donated funds are doing well. The question is how we handle the membership and unrestricted gifts and how they are recorded. This will not become clear until the middle of January when we can look at it, because 40% of our income comes in at year end. There is a lot of complexity to the system and we are incorporating this into the plan for next year. We are creating the budget forecast now and will reconcile it in mid-February. We need a stronger fundraising plan or will have to take measures with the operating budget. This is based on past giving and membership. Some issues are due to switching the formatting and some content may have been lost in translation. In order to prepare the 2014 budget we need to follow this new format and yet have to use the prior format figures. All these categories were carefully chosen and each item went to a specific category. September was the prior format and now we are in the new one. This discussion was great, we took a hard look at these issues and this is what the Board needs to focus on.

Chris K. stated that the Finance Committee will be meeting on Dec 5th to review the 2014 budget, and then the Board will meet on Dec 11, 2013 to consider reviewing it.

There was a motion by Scott Fulton to approve the Treasurer's Report and Evanne Hunt seconded it. The motion carried.

Endowment Funds and TPE Trust Report

Rich Henderson introduced the committee members as Nick Faessler, Richard Oberle and himself. John Traver is the advisor and makes it all work. The investment policy is a formula that is followed and at the first of the year it is adjusted. We are doing very well and as well as anyone. Jack K suggests that John's work is doing better than JP Morgan and at a lower cost. The next balancing meeting will be in late December, 2013.

President's Report - Term limits (see materials).

Jack Kussmaul stated that term limits are a common practice with non-profits and he invited comments. There is a page of options in the materials. Most agree that term limits is a good idea but there are issues of institutional memory, recruitment of new board members and interrupted representation - we should always be looking for more knowledge and expertise. The bylaws do have limits already. We are unique in that there is no election of officers by the general membership at the annual meeting. All agree that along with the annual bylaw review, that there should be a term limit review as well.

Executive Director Report

Chris Kirkpatrick shared his report and ask for comments. He and Jack K. have been having quarterly calls with the Land Trust Alliance and Gathering Waters Conservancy. Their recommendations are moving forward and we are making a lot of progress. We are on target for accreditation. Chris K. says he is sorry to have missed the last Board meeting due to his Rally attendance but he picked up a lot of good tips there on land acquisition, management, and donors, etc. The major donor donations are coming in, all the Compass Club pledges have been honored and the board member pledges too. The cultivation we are working on is paying off. The Membership Program is developing, the goal is for more active members. He is working with and supporting the chapters. He would like a better chapter meeting schedule for next year so there is more opportunity for him to get to meetings. Staff evaluations will be underway soon. Evanne Hunt makes a motion to recognize the excellent work done by Chris Kirkpatrick for The Prairie Enthusiasts and Mark Leach seconded it. The motion carried.

COMMITTEE REPORTS

Land Protection Committee: Strategic Conservation Plan

Rich Henderson gave the back ground saying there are 2 parts, one is Land Management and one is Education and Outreach. This is a conservation plan that it is part of the policy and procedures that we need to follow. The main use will be in the land protection process. The next steps will be mapping at the chapter level. This helps with our mission and knowing what is most important for us to be working on. This is an important requirement for accreditation.

There was a motion to accept the Strategic Conservation Plan by Evanne Hunt and seconded by Scott Fulton. The motion carried.

Finance Committee: Budget process

Chris Kirkpatrick stated the new process is for the chapters and central to get their budgets in and then review them all together. He hopes to get them in by Thanksgiving so there is lead time to compile them and will send out an email requesting updates from the chapters on their process.

Chris K. will send a reminder and hopes all will attend. Evanne asked that a job description for Finance Committee members be sent out to all chapters.

Letter from Dana Chabot on TPE's financial reports-

Chris Kirkpatrick gives an update from their past meeting about the revised format for the budget process. He took a look at what was provide by Dana C. with Claudia at the end of October. The goal of restructuring the budget is to track income and expenses by project. Some land trusts have to follow this same format to receive funding from the State.

Fundraising & Endowment Committee, Giving Club Program

Chris Kirkpatrick stated there is good news as over \$10, 000 came in this week and was from Board and Compass Club members honoring their pledges. The 2014 Development Plan is coming along.

Education & Outreach Committee, new database & website proposal

Scott Fulton gave an update. He put together a needs assessment then translated it into questions for 5 vendors. 2 are strong contenders. The next step is to a live interview with the application. The cost is about \$2,000 to get set up, with an annual cost of \$6,000. Both have over 500 organizations using their platforms. The startup is about 3 months with input from staff. The goal to start the process after first of the year and show it to our members at the annual conference. Great progress is being made here.

NEW BUSINESS

None at this time

OLD BUSINESS

None

Review of Bylaws by ad hoc committee

A brief discussion of the process and thanks to the committee for their thorough work.

Jim Rogala moved to approve the restated bylaws and Scott Fulton seconded it. The motion carried.

OTHER BUSINESS

Schedule 2014 Board Meetings

The third Tuesday of the month works for all involved and so will be scheduled this way through 2014.

Adjournment

A motion was made by Evanne Hunt and seconded by Alice Mirk to adjourn. The motion carried and the meeting was adjourned at 8:52 p.m.

Minutes Submitted by,

Chris Kirkpatrick

Executive Director