

TPE Board Meeting
Tuesday, January 21, 2014
7:05 p.m. – 9:00 p.m.

Minutes

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

1. Call to Order/Roll Call- Introductions:

ATTENDEES:

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

Excused: Richard Oberle

Staff: Joe Rising, Chris Kirkpatrick.

2. Adopt Meeting Agenda

Approve Consent Agenda - ACTION

a. Accept Minutes of December 11, 2013 Board Meeting

Approve Minutes of Dec 11, 2013 Board Meeting

Added, other business - Sylvan Road update

b. Approved Committee Minutes since last Board Meeting

A motion was made by Jim Rogala and seconded by Paul Rode to approve the Meeting and Consent Agendas. The motion carried.

4. Treasurer's Report – Nick Faessler

a. Statement of Financial Activity as of December 31, 2013

Nick F. stated that TPE ended the year in the black due to the ongoing generosity of the members. Chris K. stated that we ended the year with cash on hand for operating income. Claudia Vlisides' accounting reports were reviewed, there is \$110,000 available to central as operating equity. There is an additional \$60,000 as restricted income. There were comparisons to prior budgets and how to view the Compass Club in relations to years past, based on our present recording system. This is a very helpful report with actuals and then the projection for 2014.

A motion was made by Rich Henderson and seconded by Scott Fulton to approve the Treasures Financial Report. The motion carried.

5. Endowment Funds and TPE Trust Report – Rich Henderson

a. Rich H. gave a report on the TPE Trust meeting and the proposal to amend the Trust Agreement. The prior trust agreement looks at the value of the endowment on an average per quarter and allowed for growth to remain in the endowment to keep up with inflation. The

amount of the draw varies. This is drafted at a 4% draw unless they are put back in by the trustees. We are doing very well compared to other indices.

A motion was made by Lynda Lynch and seconded by Nick Faessler to approve the trust amendment. The motion carried.

6. President's Report

a. 2014 Board Giving

Jack Kussmaul will be calling board members for their pledges. We are seeking 100% giving and hoping for an increase if possible. According to the Development Plan the President will announce his pledge gift at this meeting and that will be \$6,000 and he will fund the Donor Recognition Event, so this is about \$9,000 in total. Chris K. and Jack K. look forward to working with everyone again this year.

b. 2013-2015 Strategic Plan – REVIEW

Chris Kirkpatrick and Jack Kussmaul put this together and Chris's work load is planned around this. The plan is viewed as a three year plan, with 2015 being the last year. This is on the agenda so the six main goals are considered and because the staff work plans are also built around the six core areas with action items underneath them. The new website and database will have a large impact on these goals and is a little different than what is stated in the plan. Membership activities are all related to the migration to the new membership program and renewal process.

7. Executive Director Report – Chris Kirkpatrick

a. Staff Work Plans

Chris K. stated that these work plans are looked at in terms of the main areas that we need to focus on and a large portion of this is laid out in the elements of the Strategic and Development Plans. Chris K. and Joe R. are collaborating on these and are also working on them separately. A question was asked about if there is an Education and Outreach section. There is not a specific section but the elements are all there. There may be a section like this in the future. Retaining and acquiring new membership is connected to outreach. The Chapters want to have more support in the area of education and outreach, focusing on volunteers and communications with the public. The Strategic Conservation Plan is under development and will have a portion on Education and Outreach. We are looking for input and help with this too.

COMMITTEE REPORTS

8. Finance Committee:

2014 Central & Chapter Budget – ACTION

Nick F. stated the budget report shows prior years and the 2014 budget proposal. There are 4 columns comparing the years and they are very readable and understandable in the 2013 year-end report. We started the year with one type of budget and chart of accounts and ended with another, so that is where discrepancies in accounting and payroll appear. Due to time constraints it was suggested that questions come to Chris K. in an email so he can find the answers and send them to the Board. He will need to know exactly what report is being referenced and what numbers need to be reconciled. These budgets were not acted on last time due to year-end accounting issues and so are re-presented here. The only change is that one of

the easement projects has requested that the Savanna Oak Foundation employees be on TPE payroll, yet paid the same way and covered under the E-S budget just like interns and other staff and costs. The Finance committee will look into this at the next committee meeting.

A motion was made by Paul Rode and seconded by Mark Leach to approve the Central and Chapter 2014 Budgets. The motion carried.

2014 Development Plan

Chris K. commented that last year's plan was a good one and this is founded on that. There has been input from David Allen about accounting, the membership program, the new database, and board giving. The next step of analysis is the Compass Club program. This will involve a special mailing, board cultivation approaches, and monthly check-ins with Chris K. The goal to have better tracking of this cultivation, with each of these people, so they are engaged with the organization and with more giving as a result. There was a question about the 80% renewal of members, does this include lapsed members? This is something to shoot for based on a vibrant and healthy organization. There were questions about how to define who is in what category, what the baselines are, renewal rates, and about renewal notices. We need to keep all members engaged and not just ask for money. Each Board member will have input regarding this process and how to make it work best. There were questions about Board gifts and Compass Club giving and how they will be shared. This is an organizational issue and we will differ it to the March Board meeting. We need to discuss this further and do it correctly. We will need to go ahead with fundraising in the meantime.

A motion was made to approve the portion of the 2014 Development Plan that does not involve the division of funds between Central and the Chapters. There was no second and the motion failed.

9 Land Protection Committee:

Recommendation on Phase I Environmental Inspection Reports – DISCUSSION

This was discussed in the meeting background. One issue is regarding accreditation. There needs to be due diligence on sections of land before taking them on to avoid unknown liabilities. This may add \$1000 – \$5000 to each project to start with and may require more. Item 9 was tabled until the March Meeting.

10. Fundraising & Endowment Committee

Compass Club Program – Items 10 was tabled until the March Meeting do to the time.

11. Education & Outreach Committee

New database & website proposal –

Scott Fulton shared that he and the TimberLake technical people will get together tomorrow and the project will be kicked off then. It is coming together as planned.

UPDATE NEW BUSINESS

12. 2014 Volunteer of the Year

Suggestions can be submitted to Chris K. and we will try to establish this by email. There was a clarification, the chapters have a Volunteer of the Year award and this is for Prairie Enthusiasts of the Year. It is for someone whose activities or service to TPE mission is exemplary. Send suggestions with background as to why an individual should be considered.

13. Organizational Issues

A message was sent out last week to the Board, there have been ongoing discussions, funding may come in for a facilitator at the March Board meeting. The meeting will be open to all. Thank Chris K., Jack K. and those who sent in comments for discussing this and bringing it forward. This is common to all organizations.

OLD BUSINESS

Sylvan Road now needs to go to the Land Protection Committee for final approval. Then it will go to the Board for approval. There needs to be a repayment plan from the Southwest Chapter for the funds needed to complete the purchase. There should be a plan in place by the time the Land Protection Committee meets in early February. The SWC has been approved for a loan just over prime and this is the direction now. This is a timely issue and any questions need to be answered shortly. There is a need for about \$49,000. The core issue is whether the organization is being asked to take out a loan? The option only goes to the end of February so this is the only Board meeting planned before then. How does the Board want to manage authorization for the loan? If the Land Protection Committee approves the funding proposal of the SWC, they can then send it on to the Board for approval and a vote by email. There are a number of projects that are in the works and in need of funding. The SWC could cover the costs if needed. A significant portion of the costs have already been covered. Good work by the Chapter to stick with this, it is such a beautiful property!

14. Adjournment

A motion was made by Rich Henderson to adjourn. This was seconded by Nick Faessler. The motion carried and the meeting was adjourned at 9:00 p.m.

Reminder of 2014 Board Meetings

Sunday March 2, 2014, Tuesday May 20, 2014, Sunday July 20, 2014, Tuesday September 16, 2014, Tuesday November 18, 2014 & Tuesday December 16, 2014.

Respectfully submitted,

Joe Rising
Communications Coordinator

THE PRAIRIE ENTHUSIASTS, INC.
Summary of Board Action
Vote By Email
Wednesday, February 6, 2013

The Prairie Enthusiasts Board of Directors voted by email for final approval of the Sylvan Road project with the Southwest Chapter. Below it the email summary information and the votes tallied via email.

1.) **Sylvan Road:** This past Monday February 3rd the Land Protection Committee recommended final approval of the Sylvan Road Conservation Area. This project would purchase the 99 acre property currently owned by Iowa County that includes wet prairies, wetlands, and remnant woodland and savannas, along with trout streams. The Southwest Chapter (SWC) has been working on this project for years, and currently has an option to purchase the property that goes through the end of February 2014. Currently the project has been awarded a WI Stewardship grant, and received many donations over the past year. Currently there is a maximum of \$49,000 still needed to close the project. The proposal is to obtain a loan from The Conservation Fund to close on the acquisition and the SWC has presented the attached repayment plan. There has also been an assurance from Jack Kussmaul to cover any un-funded portion of the loan, and Jeff Ralston has challenged to match any gifts made towards the project in February up to \$10,000.

We are asking for the Board to either vote for final approval via email, or request a special meeting be held to discuss the project further together.

The Board vote was by email response for final approval:

Jeff Ralston – yes
Jean Clark – yes
Scott Fulton – yes
Paul Rode – yes
Alice Mirk – yes
Eric Preston – yes
Jim Rogala – yes
Richard Henderson – yes
Evanne Hunt – yes
Richard Oberle – yes

Respectfully submitted,

Chris Kirkpatrick
Executive Director

TPE Board Meeting
Sunday, March 2, 2014
8:00 a.m. – 9:30 a.m.
Executive Learning Center 1
Country Springs Hotel
2810 Golf Road, Pewaukee, WI 53072

Minutes

1. Call to Order/Roll Call- Introductions:

The meeting of the Board was called to order at 8:00 a.m. by President Jack Kussmaul.

ATTENDEES:

Directors: Jack Kussmaul, Nick Faessler, Jeff Ralston, Mark Leach, Jim Rogala, Rich Henderson, Paul Rode, Jean Clark, Eric Preston, Scott Fulton. Evanne Hunt, & Henry Panowitsch. Alice Mirk, Dawn Littleton, Gary Eldred. Lynda Lynch joined the meeting in progress.

Excused: Richard Oberle

Guests: Ed and Karin Strenski, Laura Dufford.

Staff: Chris Kirkpatrick, Joe Rising.

2. Adopt Meeting Agenda

Jack Kussmaul added an agenda item regarding the Southwest WI. Chapter's interest in a grant that requires Board approval.

A motion was made by Scott Fulton and seconded by Paul Rode to approve the Meeting Agenda. The motion carried.

3. Approve Consent Agenda - ACTION

a. Accept Minutes of January 21, 2014 Board Meeting

b. Approved Committee Minutes since last Board Meeting

Mark Leach suggested a correction to the Education and Outreach Minutes; in item 3, it was actually the Land Protection Committee, not the Land Management Committee.

TPE Board Meeting Minutes correction; item 6b, on page 2, the Strategic Plan was put together by the TPE Board and not by Jack Kussmaul and Chris Kirkpatrick, they had provided it and talked about it.

A motion was made by Evanne Hunt and seconded by Paul Rode to approve the Consent Agenda. The motion carried.

4. Treasurer's Report – Nick Faessler – ACTION

a. Statement of Financial Activity as of January 31, 2014

Nick F. reported that we are still early into this year, membership looked soft compared to last year. Chris K. explained that funds coming in during 2014 stay in 2014, even if they come in on the 2013 remittance forms.

There was a motion to approve the Treasurers Report by Paul Rode. Alice Mirk seconded it. The motion carried.

5. President's Report

a. 2014 Board Giving Pledge

Jack Kusssmaul reported that we are at 92% for Board giving so far, it looks like we will meet our goal or beat it from last year!

6. Executive Director Report – Chris Kirkpatrick reported that he has been busy getting ready for the conference and this meeting with the consulting group. We are poised for a good retreat. He has done some Chapter visits, worked on Sylvan Road, and the Annual Conference and Banquet went well. There may be new members coming out of it for the local chapter.

a. Review of Status Report

The LEAP (Land Trust Excellence & Advancement Program) meeting went well, we are moving forward and are on our way to being an accredited land trust. Jack K. mentioned that that we aim to pursue this accreditation in 2015. We are working on the time management and resources formula regarding taking care of the properties with endowment funds. The Land Management Committee will continue working on this.

COMMITTEE REPORTS

7. Land Protection Committee:

Thomas Acquisition – UPDATE

Mark Leach and Chris Kirkpatrick discussed the background information in the meeting materials, the Empire Sauk Chapter is very interested in this property. Rich H. and Chris K. attended a meeting with the DNR and related parties. All their questions were answered and they are competent that TPE can manage it in a way that works for this organization, and the easement does not hinder the project. The Nature Conservancy wants us to take this project on. There was a resolution to apply for stewardship funding. The Land Protection Committee meeting is tomorrow and on the agenda is to recommend final approval of this project, then it comes back to Board. June is the closing date. Jean C. asked about email voting. Chris K. referred to the information in the Exec Director's report, 11 out of 16 voted yes in the prior vote, he keeps it tabulated so that people can know how many voted and for what.

Recommendation on Phase I Env. Inspection Reports – DISCUSSION

Chris K. share that Land Protection Committee recommended to the Board to proceed to try to get cost share for projects and encourage the Gathering Waters Conservancy to work to get funding for this Inspection through DNR grants. The Stewardship Advisory Council would be a good place to discuss this further. This is in response to a prior motion directing staff to pursue this money as part of the stewardship grant program cost share, and as a help to accreditation. This is not a core issue but could be important for covering potential liability. This is a risk assessment decision, on some properties it is not an issue and so the \$1,000 is significant. Other States may do it differently. One issue is the dangers of chemical contaminants and where we know what the property history is this risk is minimized. There may be ways to bring the cost down. This is an issue of insurance and costs in case of liability for cleanup further down the line. The Board agrees that this is something we should look at as a policy matter and directed the Executive Director to work with Gathering Waters to continue to pursue it.

8. Land Management Committee:

Burn Policy – ACTION

Rich Henderson recommends that we approve the policy as is, but not for this spring. We will still use the go, no-go check lists this spring. The policy will be in place yet this year, by the fall, but it is too tight for chapters to follow this spring.

Discussion took place regarding the need for a curriculum and experience on a case by case basis, so we will have a training process to become a certified burn boss. We want to present this to the Chapters carefully. The policy is clear as to what is required, we all need to understand it. Alice Mirk states we need a good policy like this so that we are all protected. We also need good communication from this Board and the committees to the Chapters so that they feel they are in the loop and respected for their sensibilities. All Chapters can have representatives on the Land Management Committee. The curriculum is being worked on now and then the training mechanisms will come.

Rich Henderson made a motion to approve the proposed Burn Policy with 2 exceptions; that the Chapter burn plan submittal process will be delayed, and we will not be requiring designated burn bosses and their approval until the until the fall of 2014. Scott Fulton seconded it. The motion carried.

9. Fundraising & Endowment Committee:

2014 Development Plan – ACTION

Jack Kussmaul restated that the plan looked good except for the split of funds. This will be addressed this afternoon, this was tabled at the January Board meeting. Chris stated that we need to keep moving forward with fundraising and the Compass Club.

A motion was made by Jean Clark to approve the 2014 Development Plan, subject to amendment regarding the monetary splits in paragraphs 2 and 3. It was seconded by Paul Rode. The motion carried. All were in favor, except Dawn Littleton who opposed it.

Compass Club – UPDATE.

Chris Kirkpatrick reported that we now have a Development Plan to move forward with. We have one member who has already given and we are on our way to the goal of \$60,000. He will follow up with each Board Member to set monthly meetings and goals regarding member engagement. The recognition event will be May 8th and we hope to have the whole Board there.

10. Education & Outreach Committee

New database & website proposal – UPDATE

Scott Fulton stated that we are in the middle of transferring our member data into the new system, this is coming along. We are adding a lot of info about Empire Sauk Chapter volunteers that we have been cultivating. Next we will clean up the info in the database, Joe will work with Board and others to do this. Next will be the website updates. This is a content based website so it is easier to use and there will be a calendar system that is very interactive. There are great new features with discussion forums that may help share TPE expertise. Members will be able to manage their accounts and post information about what they are interested in. There will be broadcast email capacity, filtered by chapter. Gary E. asks if this will be useful to glean information for use in the Prairie Promoter.

NEW BUSINESS

Jack Kussmaul discussed the Southwest WI. Chapter's interest in a grant that requires Board approval through the Wild Turkey Federation.

Paul Rode made a motion to approve the Southwest WI. Chapter's interest in pursuing this grant. Jim Rogala seconded it. The motion carried.

11. 2015 Conference Host

Chris Kirkpatrick put together a TPE history regarding Conference Chapter Hosts. We need to look toward this so we can put together dates and venues. Jean Clark and Dawn Littleton will bring it to their chapters to consider. The Annual Conference and Banquet process calls for the most recent chapter host to help out the next one with the conference process.

OTHER BUSINESS

Lynda Lynch asks about the strategy to use the Mysteries of the Driftless film. We have 11 copies. Chris K. will send them out to each Chapter Board Representative. This item can be on the Education and Outreach Committees agenda.

12. Adjournment

A motion was made by Jack Kussmaul to adjourn. This was seconded by Henry Panowitsch. The motion carried and the meeting adjourned at 9:33 a.m.

Reminder of 2014 Board Meetings

Tuesday, May 20, 2014, Sunday, July 20, 2014, Tuesday, September 16, 2014, Tuesday, November 18, 2014, Tuesday, December 16, 2014

Minutes Submitted by,

Joe Rising, Communications Coordinator

THE PRAIRIE ENTHUSIASTS, INC.
Summary of Board Action
Vote By Email
Tuesday, March 4, 2013

The Prairie Enthusiasts Board of Directors voted by email for final approval of the Thomas acquisition with the Empire Sauk Chapter. Below is the email summary information and the votes tallied via email.

On Tuesday March 4th, TPE Executive Director sent the following email to the TPE Board:

Last night the Land Protection Committee met and reviewed the Thomas acquisition. As anticipated the committee recommended final Board approval of the Thomas project. As we discussed on Sunday, this project has been reviewed and all questions that TPE had, have now been answered satisfactorily and the project is 100% financed. I have copied the summary of the project that was emailed to the Land Protection Committee below, which is the information we briefed the Board with on Sunday as well. In order for the DNR to move forward with the project we are asking for the Board to vote via email by the end of the week (Friday March 7th) to give final approval for the Thomas project. As we discussed briefly at the Board meeting, if you could reply to all so everyone sees your vote, I think that will help. Also in the summary of the email vote I will indicate the results received by name for a yes, no, or if no vote was received.

Please let me know if you have any further questions. Below is the summary from the Land Protection Committee meeting notice email:

With the Thomas property, since we met in early February, there was a summary regarding TPE's questions on the conservation easement that both TNC and Driftless Area Land Conservancy (DALC) responded to. Then there was a partner meeting that included members of TPE (both myself and Rich Henderson were in attendance), TNC, DALC, WI DNR, and NRCS. All the questions regarding the conservation easement and future uses were answered to our satisfaction. I think the answers from DALC's attorney summarize it quite well and was the basis of the discussion with all the partners.

What became apparent is that TNC would like to assign the DNR Stewardship grant directly to TPE, and have us work with the DNR to get Stewardship funding and the FWS Section 6 funding, and then TNC will provide us a grant at closing for the remainder of the acquisition costs. In order for the DNR to move forward with the project they need the Board approved resolution for TPE to apply for Stewardship funding. We typically do this with initial approval, however it was not done at that time. Being that all our questions have been answered and that the project is 100% financed, we would like to obtain final approval and then work with the DNR and TNC to execute the closing in the coming months. The timing of things is that the DNR needs Board resolution in early March to meet the Joint Finance Committee schedule and State fiscal year end deadlines. Thus we are briefing the TPE Board on the status of the Thomas acquisition this Sunday March 2nd, and if recommended by the committee for final Board approval, we will plan on conducting a Board email vote next week.

The Board vote was by email response for final approval:

Henry Panowitsch – yes
Mark Leach – yes
Nick Faessler – yes
Dawn Littleton – yes
Jean Clark – yes
Scott Fulton – yes
Paul Rode – yes
Alice Mirk – yes
Eric Preston – yes
Jim Rogala – yes
Richard Henderson – yes
Evanne Hunt – yes
Richard Oberle – yes

Jeff Ralston – no
Linda Lynch – no

The vote passed with a majority voting 13-2 in favor of final approval.

Respectfully submitted,

Chris Kirkpatrick
Executive Director

TPE Board Meeting
Tuesday, May 20, 2014
7:05 p.m. – 9:00 p.m.
via Teleconference
Conference Dial-In number 712-432-0180
Participant Access Code: 231266#

Minutes

1. Call to Order /Roll Call- Introductions:

Directors: Jack Kussmaul, Nick Faessler, Jeff Ralston, Mark Leach, Richard Oberle, Jim Rogala, Rich Henderson, Jim Rachuy (for Paul Rode), Jean Clark, Eric Preston, Scott Fulton, Evanne Hunt, Henry Panowitsch, Alice Mirk, Lynda Lynch and Gary Eldred.

Excused: Dawn Littleton, Scott Fulton.

Guest: Claudia Vlisides

Staff: Chris Kirkpatrick, Joe Rising.

2. Adopt Meeting Agenda

3. Approve Consent Agenda – ACTION

a. Accept Minutes of March 2, 2014 Board Meeting & March 4, 2014 Email Vote

b. Approved Committee Minutes since last Board Meeting

A motion was made by Rich Henderson and seconded by Alice Mirk to approve the Meeting and Consent Agendas. The motion carried.

4. Treasurer's Report – Nick Faessler – ACTION

Nick gave a report, the annual conference was a success but we brought in less than the \$1,300 budgeted so we lost on it, it was put on by a very small chapter. Nick spoke to several other items; contract services, foundation grants, board giving, all did well in the first quarter.

Memberships are slowly rolling in, renewals are just going out and will soon be coming in.

a. Statement of Financial Activity as of April 30, 2014

Nick reported about the amortization of the prepaid expenses, like TPE insurance, this will be 1/12 every month. This is from the Statement of Financial position under 'other assets' prepaid expenses. Jack Kussmaul said this looks like the whole amount. Claudia Vlisides, TPE Accountant, said the whole amount is \$17,000, so it is expensed, and on \$550 is 4 months of the insurance. Lynda asked why we are so far into our budget all ready, is it timing or onetime items? Claudia stated that the Audit is paid for and is a onetime expense and the contract services are \$3,200, and the conference – all incurred at the beginning of the year. We did underestimate the cost of the Board Retreat. This ended a wash as there was a foundation grant. The Annual Appeal was underestimated. The renewals money has not been accounted for at this point as it is just coming in. Linda asked if we are anticipating being on budget for the rest of the year. Yes, Chris responds, we are a month behind on the membership software and this has slowed the accounting system down. Lynda clarifies, we are aiming to stay within the approved budget, correct? Chris says yes, there are timing issues that are effecting the budget and the goal is to stay within budget. Jim Rogala stated if something is not adding up, the expectation is to bring it up to the Board as it comes up.

b. Finance Committee Recommendation:

Approval of 2013 Audit

Claudia Vlisides addressed the 2013 audit and review from the Finance Committee. The Audit was prepared as a consolidated audit of both TPE and the TPE Trust. It was reviewed by Chris, Claudia and the Finance Committee. Jean Clark asked who the 'TPE management' is, Claudia answered that this refers to the TPE Board of Directors. The Audit did make a comment on the size of the small staff but did not find a lack of control. Richard Oberle commented that this is a standard message for an organization this size and is not something to worry about. In his experience, the same issue comes up with small towns. (There was difficulty with a terrible phone connections. Jack suggests that the Board hang up and callback in. This was done and the connection was better.) Chris Kirkpatrick spoke to the audit and there was further discussion regarding oversight and the Chapter check books. Claudia said there was input from Danna Chabot of Gathering Waters, he had sent out a review procedure that is being followed before checks are issued. Claudia and Chris both review the checks but two people do not sign them. Richard Oberle commented that this is less secure than two signers. Chris said there is a check and balance as he reconciles them each month. Rich H. said at the Chapter level there are two signers. Jim Rachuy said his chapter does this as well. Richard said the most important part of the Audit is the opinion statement and they give the highest opinion to TPE. Claudia said we got the highest report on the audit, it is on p. 2. Lynda L. said she has heard there are some errors in the individual accounts that are not being caught; wrong accounts, wrong numbers. Jean Clark thinks the Board should feel free to discuss all the financial issues. Gary would like Lynda to be specific regarding issues. Jim R. thinks we should stick to the audit. Lynda thinks we did not come through with flying colors. Chris says that every week and month he pays close attention to the financial statement. Sometimes there is a need for clarification. He keeps track and oversees what he can, he does not see any intentional mismanagement. This conversation can continue after the meeting.

Alice Mirk made a motion to accept the 2013 Audit and Rich Henderson seconded it. The motion carried.

Approval of IRS Form 990

Nick F. reported the Financial Committee went over both the 990 forms, one for the Trust and one for TPE Inc. and all the questions were answered and an in-depth report was made. Jack K. adds that there is an active Finance Committee and all their questions were dealt with. Jack encouraged everyone here to join the committee.

There was a motion to accept both the IRS 990 Forms by Nick Faessler, Rich Henderson seconded it. The motion carried.

5. Endowment Funds and TPE Trust Report – Rich Henderson

a. First ¼ 2014 Trust Reports – ACTION

Rich H. reported on the statement of account and that they are all doing well. Jim Rachuy asked about the 16% increase in the Land Management Trust fund and how this looked so good. Rich responded there were deposits coming in. Fixed income went from \$39,000 to \$46,000. There

was a reallocation here that skewed the fund and it actually lost about \$1,000. The report did not reflect this well.

Richard Oberle made a motion to accept the Trust Report. It was seconded by Nick Faessler. The motion carried.

6. President's Report – Jack Kussmaul

a. Change to Grant Approval Process – ACTION

Jack K. talked about a revised grant approval process, providing application copies to the Executive Director, the threshold amount of \$20,000 and limiting the Executive Director's ability to deny the request. The Board can appeal a decision. Jack asked for thoughts on the reasonable way to handle this? Lynda said we need a repository for the official documents and that copies should be sent to central for filing. Chapters should be able to apply for grants without strings and a lot of hardship. Evanne Hunt said we need to reduce bottle necks on small grants. Rich H. said we need some mechanism for review and a caveat for a Board resolution when that is required. Chris said we also need to keep track of all the grants so that we know about them and can coordinate them, for example in the case of 3 chapters going to the same funding source. The Finance Committee will come up with a proposal for this and put it to the Board in July.

7. Executive Director Report – Chris Kirkpatrick

a. Review of Status Report

Chris highlighted progress on the new TimberLake membership software. Scott Fulton has been amazing in the level of support he has put into this project. We are working out some kinks. The data is merged and we are doing our weekly work from it. We have sent out a membership renewal notice and our next phase will be email and lapsed member renewal requests. We will have a member profile option too. The third phase will be with the Education and Outreach on the webpage content. Jim Rachuy suggested if the membership approaches are changing we should send a request out for comments. There may be a communication issue here as to how this is being done and how this was handled in the past. Jean C. commented that this is a fair request. Chris will follow up with the NIPE Chapter on this specific issue. The Compass Club event went very well. There was a lot of great input into the event program and good contacts were made with the Compass Club members. We will be carrying this on in the cultivation plan. Jack K. commented on the recognition event, we are getting better at this and we should have more recognition events for all who make our organization possible. Henry P. suggested a review of the event so to make it better next time. Jack stated that Carol Winge smiled the whole way home. Thanks to Jack for making this happen and for setting the bar so high!

COMMITTEE REPORTS

8. Land Protection Committee:

Zauner Acquisition Final Approval– ACTION

Mark Leach commented on Chris's succinct report and that the funding plan is up in the air. Rich H. commented that we can go ahead and purchase it as there is a pledge from Scott Sauer for an interest free loan to TPE of \$36,000, if all the money is not raised to pay back the Community Conservation grant. We need to close as the owners are not willing to extend the contract. We

are confident that there is money in the E-S Chapter account. We are asking for a loan of \$70,000 from the Conservation Fund, (there was a lot of static on the lines). E-S is committed to raise the money and will do it within a year. Claudia V. may not want to handle a no interest loan as there are accounting issues with that. The background information is all there and this is coming together.

Gary Eldred made a motion to approve the Zauner Acquisition, including The Conservation Foundation loan and funding plan. Henry Panowitsch seconded it. The motion carried.

9. Ad Hoc Committee:

Board Report– ACTION

Jack Kussmaul was awed by the time and commitment of this Committee and how they made their best effort as seen in this work product. Three members were present; Jim R, Jean Clark and Henry P. Henry spoke to the introduction, the committee formation and issues as defined in the first two paragraphs. The ‘why’ of the organization is strong and exciting and inspiring. Issues were addressed regarding the ongoing confusion within the organization as a whole, chapter concerns, finance, and the fairly new Central Office of the Executive Director. Henry reviewed the AD HOC COMMITTEE REPORT from May, 2014. The Committee gave recommendations to address these issues. This is all to be expected with the growth and diversity of the organization, issues that have gone unaddressed, and with some lack of communication. Jim Rogala commented that there are other issues too but nine covers the major ones. Rich H. commented that there is a lack of feedback to the Board on how well the Chapters are meeting the mission of the organization. Henry said the Chapters are like the wild prairie. Lynda thinks we need to define the issues better and that this helps. Mark Leach referred to #4, getting the chapters to know each other better, he is glad it is there and should be addressed. Gary E. commented that ‘in the olden days’ there were chapter picnics that brought (adjoining) chapters together and the members established strong bonds this way. Jim Rachuy said whatever opens up the communication between chapters is good, there could be work parties, picnics or whatever helps to strengthen the chapters. Alice commented on how this was done in the past, Mark Leach suggested that at the annual conference the leaders of each chapters could get together and talk about issues and questions of chapter business. Henry suggested that we have a time at the Annual Conference on how we work together, like the body of TPE working in unison. Gary suggested trust will be developed when the chapters and central learn how each other work and what benefits are shared. Jean Clark discussed the Governance Model of the Ad Hoc Committee. Jack said we need to promote this. At the June Board meeting we can all try to coordinate a work party with an adjoining chapter. Chris said the Ad Hoc committee will continue to work on the communication piece. Jim Rogala discussed the second page products. This is a list that can be added too and seen in Appendix A. Gary asked about the chapter questionnaire, Jim Rogala referred to the charts in Appendix C. The three main documents include the proposal for the financial split, that went out earlier, the chapter profiles in appendix C, and the questionnaire and the Governance Model. These are just the beginning and the tables lay out who is doing what, the second column has to do with time and is basically regarding action. Lynda asked if this is how it is done now or as a suggestion for the future. Jim said this is how it is now within the budget and staff limits. Lynda asked if we can comment on the materials after this meeting. Henry suggested the July meeting can address this as well. Lynda wondered what the action item is for tonight. Jim Rachuy commented on the model, particularly in explaining how TPE works

and about Chapter staff and the Chapter Boards of Directors. Jean asked that he comment further on this in an email. Henry said this is a document in process and can be incorporated further at the July Board meeting. Joan discussed the recommendations to the Board for consideration. The Board should consider adopting the proposal for the donation & membership funds split for 2013 and 2014. Rich asked if this is the status quo, for membership, Board giving, compass club, etc. as per the document table. The Committee said yes, this is a new model that can be developed by the organization. Evanne asked if this was approved in March? Jean suggested there were caveats that are now addressed further. Jim Rachuy said this is present policy but it needs to be clarified. Lynda asked if the Compass Club donations will be split? No, not according to this document. Jack commented that any confusion will be cleared up with this. Henry said we need to be more conscious about Chapters and not to treat them as second class citizens. Lynda liked the idea of the questionnaire as long as it is on point. Gary commented that chapters used to give seed money to new chapters to help with startup. Evanne and Alice said we still do this. Jean talked about item 7 and that we may want to have an elder council and the Ad Hoc Committee recommends that a committee be formed for this. Gary E. volunteered for this. Jean closed on item 8, regarding communications, this committee will carry on with this for the July meeting. Chris asked if the Board can recommend this to the Finance Committee, to take up item #3 at their next meeting.

There was a motion to approve Appendix B by Richard Oberle, Rich Henderson seconded it. Jim Rachuy and Lynda Lynch were no votes. The motion carried.

NEW BUSINESS

10. 2015 Conference Host- Prairie Sands Chapter- Stevens Point March 21, 2015
Jean Clark and the Prairie Sands Chapter are moving ahead, it will be very exciting, please respond to their questionnaire regarding this! Gary E. asks to receive this by email.

OLD BUSINESS

OTHER BUSINESS

Evanne asked about the Annual Picnic, it will be in Monroe. Chris will be meeting with Nick on Friday and will get information out to the Board.

Lynda asked about Sylvan Road and the loan payment. Chris will follow up with her tomorrow.

11. Adjournment

A motion was made by Henry Panowitsch to adjourn. This was seconded by Jim Rogala. The motion carried and the meeting adjourned at 8:57 p.m.

Reminder of 2014 Board Meetings

Sunday, July 20, 2014, Tuesday, September 16, 2014, Tuesday, November 18, 2014, Tuesday, December 16, 2014

Minutes Submitted by Joe Rising, Communications Coordinator

THE PRAIRIE ENTHUSIASTS, INC.

Board Meeting Minutes

Sunday, July 20, 2013

North Shelter of Twining Park

Monroe, WI

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

Roll Call

ATTENDEES:

Directors: Jack Kussmaul, Nick Faessler, Jeff Ralston, Mark Leach, Jim Rogala, Rich Henderson, Jim Rachuy, Jean Clark, Scott Fulton, Evanne Hunt, Linda Lynch, Gary Eldred and Eric Preston.

Excused: Dawn Littleton, Richard Oberle, Henry Panowitsch, Alice Mirk

Guest: Karen Agee, Jim Freymiller

Staff: Chris Kirkpatrick, Joe Rising.

Adopt Meeting Agenda

Approve Consent Agenda – ACTION

A motion was made by Rich Henderson and seconded by Scott Fulton to approve the Meeting and Consent Agendas. The motion carried.

Finance Committee:

Nick Faessler reviewed the TPE Treasurer's Report, fund accounts, and Statement of Financial Position. Chris Kirkpatrick stated that these funds consist of funds for land protection that are chapter projects. Linda Lynch asked about the savings account total for the SW Chapter? This will be followed up with to determine the correct amount. Also, the net equity numbers, what is the reason for the discrepancy? Chris has asked the Accountant for this and is awaiting the answer. Gary Eldred asked if there is a problem with the Accountant if this is not forthcoming. Nick stated that we are expecting to meet the proposed budget. Timing is an issue regarding chapter income and expenses. Some chapters earn in May and spend throughout the rest of the year. Linda asked if there is a plan in case the funds do not come in. Jim Rogala mentioned the nest egg is a possibility, and then a new budget in 2015. Nick raised the possibility of a fundraiser for the trusts. The fundraising committee should consider this. Jack Kussmaul suggested Chris set a meeting of the Fundraising and Endowment Committee. Chris and Richard will follow up with this.

A motion was made by Evanne Hunt and seconded by Mark Leach to accept the Treasurer's Report. The motion carried.

Endowment Funds Report –

Rich Henderson discussed the Trust Reports for the second quarter of 2014. There have been no deposits to the investment funds and the funds continue to gain interest. Jon Traver had pointed

out that the State Bank of Cross Plains had an error in the performance numbers, so he calculated the figures that are presented. Jon indicated he will be contacting the bank to notify them of the error. He believed it was related to how the performance figures were being calculated and that the actual figures are correct. We are doing fine and are lucky with almost 6% in the first half of the year.

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

Presidents Report

Jack Kussmaul stated that he and Chris Kirkpatrick have been visiting major donors and that TPE is in the black, so all is well.

Executive Director Report

Chris Kirkpatrick prepared a status report for the months of May & June. He referred to his reports and the closings on Thomas and Zauner Prairies. This is taking his time to coordinate closings and prepare the reports and visiting sites. Gary asked about the Thomas Barn and property. The Development Plan and Membership Renewal process is up and running, the membership database is up and running too. Membership is doing well, many letters have been going out. Stronger reports will be coming in. Recognition with the Compass Club membership is proceeding. A communication letter is in the works for potential Compass Club members and chapters will be helping out. He is coordinating visits with chapters and they will deliver the apparel items and wine glasses along with a thank you for their support. The visits are mainly to build a relationship. The Annual Report is just about done and will be printed in a week. He will use that as a communication piece too.

Board Development -Election of Officers

Jack Kussmaul stated that we have two executive officer positions that are up for consideration. These include the Vice-President and Secretary. At this time we have the following recommendations for these positions, Jeff Ralston has recruited Jim Rogala, and Scott Fulton has agreed to be Vice President. There was a change from the Background Materials, Scott agrees to become VP but is not ready to agree to be President in one year. Jack will stay on for two years and we plan to have Scott become president then. The Board positions should be staggered. The bylaw committee and can look into this.

President: Jack Kussmaul has agreed to continue to serve as President. The intent would be that the Vice-President would be elected to the Presidency.

Vice-President: Scott Fulton has agreed to serve as.

Secretary: Jim Rogala has agreed to serve as Secretary.

Treasurer: Nick Faessler is willing to continue as Treasurer for the coming year. We have had initial discussions that he would like to find someone else to serve as treasurer though.

There was a motion to approve the slate of nominations by Linda Lynch. It was seconded by Rich Henderson. The motion carried.

Finance Committee

Request for authorization for Charitable Organization Registration for Illinois & Minnesota

Jack Kussmaul raised the issue for the need of a Board Resolution to Register in MN and IL as per state law to solicit funds. We are already registered in Wisconsin. The Minnesota application requests a board resolution be passed for the application to be signed. Between these three states it comprises almost all of our donor support. We do get small amounts from many other states. To address these small amounts, staff has to do some analysis of these amounts and prepare some analysis of how we determined if we should register in other states. There are generally accepted principles with the Land Trust Alliance that we can use to determine that if we have less than \$5,000 or \$10,000 in giving coming from a state then we can consider not filing for registration in that state.

A motion was made by Jim Rogala and seconded by Nick Faessler to approve the applications to solicit funds in the States of MN and IL. The motion carried.

Proposal for Board Training with Dana Chabot

One of the highest priority items from the Ad Hoc Committee was training for the Board on how to better understand our financial management system, and specifically how to better interpret our financial statements. As follow-up to the June meeting, staff contacted Dana Chabot, who is Gathering Waters Conservancy's CPA and provides technical advice to land trusts in this capacity. Staff has discussed our financial reporting system, and we have been implementing his general recommendations to land trusts over the past year. Board training was discussed with Dana, and he provided staff with an engagement letter to conduct this training. This proposal was reviewed by the Finance Committee and recommended it to the Board for approval.

Chris stated that the Fundraising Committee met on Monday night and Nick discussed the board training option by Dana Chabot and how this will be done. The Committee agreed that the training will be helpful. Chris talked with Dana and about how the training will proceed and he wants to understand how TPE works and will look at a training of 1 -1.5 hours in person, a webinar is possible too. The goal is how to better read and understand the TPE financial system. Jim Rogala asked for some written documentation too on how to get the most out of our financial reports. Jim Rachuy said this is important and it needs to be face to face meeting as questions and answers are better in person. Evanne Hunt wanted more than one session; there could be an overview, then a second meeting for the Q and A, and then a third webinar. Jean Clark spoke to the costs. Linda Lynch said the financial statements and what goes into them are basic, we need what to look for and what questions to ask to evaluate financial health. Linda thought we should look more to the details and an hour in numbers is about right. Jim Rachuy said the Finance Committee may have specific questions. We should know where we are raising money, what is successful, and then what to focus on to move forwards. Non-profit information is important to keep current with, Karen Agee asked if this is what Dana can address? We can focus Dana's approach to meet the Board's needs. Chris stated that the committee did make a recommendation to the Board to follow up on this. Scott Fulton wondered if we need to resolve the accounting, approach and our financial philosophy before this occurs. Jack Kussmaul wanted to move forwards with this as it is so important to the organization. Chapters can also send a representative to the meeting. There was a consensus that there be a face to face meeting and other trainings as well. Chris will follow up and look at September weekend dates.

Update on Ad Hoc Committee Recommendations

In June the Finance Committee met and began reviewing the summary of issues and concerns that the Ad Hoc Committee had drafted. At the May Board meeting there was agreement that the Finance Committee should begin working on these issues and concerns. The committee reviewed these items and came up with a list of prioritized items to begin working on. In addition to these items, the committee agreed to begin reviewing the financial statements prior to them being presented to the Board. This has begun for the July Board meeting. The additional items the committee has identified that they will be working on include:

- Consider transitioning to a bookkeeper model that would either be a part time staff position or with a bookkeeping service, and keep a contracted accountant to conduct monthly reconciliation and assist the bookkeeper with trouble shooting questions.
- Look into options to change banks from Summit Credit Union. It has been pointed out by our current accountant that we are not insured above the FDIC limit, we are not protected from fraudulent on-line withdraws, and we do not have the ability to do remote depositing.
- The land management income and expenses financial reports will need to be further developed in the future. This relates to financial tracking some chapters are trying to keep, but also to work the Land Management Committee has begun on determining our costs to manage the sites we own.
- The Treasurer's handbook will need to be reviewed and updated at some point in the future.

Land Protection Committee

Mark Leach requested that we find more people join the Land Protection Committee and that people with a background in real estate or law will be especially helpful. He stated that the Land Protection criteria was approved for both Rattlesnake Ridge and Skinner Prairie and that they are ready for approval.

Rattlesnake Ridge

Rich Henderson spoke to the property history and background. The prairie has reinvaded and has come in from neighboring properties, there is good diversity, it is a valuable location for protection and eventually there will be a Black Oak savanna. There is a lot of potential for good recovery.

There was a motion by Jim Rogala to approve the Rattlesnake Ridge purchase and to approve the pursuit of the State Stewardship Grant funds. Gary Eldred seconded it. The Motion carried.

Skinner Prairie Approval

Jim Freymiller spoke to his property's history and its relation to TPE. He feels a responsibility to protect Skinner Prairie. He has met with TPE members and discussed the prairie and management issues like fire. The burn crew showed up and surveyed the property this spring. He worked with and watched the crew. Their work was fun to see and safe. It was an 8 acre burn

and a one acre burn. His wife also watched and they felt good about it. He has a pet cemetery there now and he will be there eventually too. It will be enclosed by a fence and will just be there amidst the prairie. The plant inventory is good. Remnants are on adjacent properties. There is a CPR 1000 acre tract nearby and potential for grassland bird support. Chris added a thanks to Jim for his personal testimony regarding the history. This property will be part of a process to pursue grants with the donation and the match will support Avon Ridge later on this year.

There was a motion by Nick Faessler to approve the recommendation for purchase of Skinner Prairie and to including pursuing the State Stewardship Grant application. It was seconded by Scott Fulton. The motion passed.

The Ad hoc Committee

The Ad Hoc Committee members were recognized for their commitment to TPE and their hard work on these documents. The Committee members were Jim Rogala, Jean Clark, Scott Fulton, Dawn Littleton and Henry Panowitsch – Thank you!

Governance Model

There was a review of the TPE Governance Model document. Rich Henderson proposed that under the **Land Protection** section on page 2, a sentence should be added that *remnants* should also be recognized as an activity for land protection.

Linda Lynch proposed that on page two of the report, in the Land Protection section, that a change be made to include chapters as *all chapters are active in land protection or support it with partners*.

These changes were approved by the Board.

Linda also requested that abbreviations be spelled out. Jim Rachuy thought that there may need to be more developed on chapter staff and that the word *restoration* be used in a stronger context. Management is different for his Chapter. It is a term and has many uses, restoration and management are two activities that need to be specified. Rich and Scott both responded that here it is used broadly and both are included. Terminology is unclear, first we make it, and then we manage it. Scott said a glossary would be difficult as there are so many perspectives. Rich said these words have so many contexts that they are too difficult to define here.

Gary reflected on TPE history and how TPE has come so far over time with its ability to make site purchases, funding them, and how amazing it is that grants now work into these projects!

Linda suggested that under TPE Staff/Central, on page 2, that the outside accountant is not staff. This is our governance, we want specificity, in management and oversight. Also, under Membership and Fundraising, why are chapter primarily responsible? Jean said the more wordsmithing can be done with this document. The committee does not plan to meet again. Scott will work on the next draft. This will be owned by the Board and TPE and this has tremendous ongoing value and it should be an ongoing discussion.

There was a motion to approve this with the changes suggested by Rich and Linda. There was a discussion regarding Linda's suggestion for more member recruitment support. There was an agreement that Board and staff will provide support and guidance on this. It is a joint effort with chapter leadership and with staff, it is an interactive process. Chris stated these documents are an important tool. Karen Agee has experience through E-S and has seen staff support membership, sometimes it is initiated by staff and other times by the chapters. These are not hard and fast boundaries but adaptable.

There was a motion to approve the Governance Model with the changes, by Jim Rachuy and seconded by Evanne Hunt. All were in favor except Linda Lynch who voted no. The motion passed.

Communication Proposal

As follow up to the proposal, the Ad Hoc Committee presented to the Board on May 20th, the committee agreed to continue working on a communication proposal to present to the Board. The committee met in early June and finalized the proposal for the Board to consider.

There was a proposal by Rich Henderson to take the Communications document of the Ad Hoc Committee and move forwards with it and see how it goes, Evanne agreed, we will use it and see how it proceeds. Chris saw this as a good start.

NEW BUSINESS

Jack Kussmaul addressed the Board regarding a three person committee to review the TPE Bylaws. This worked out good in the past with Jean Clark, Jess and Dawn Littleton. Their work has been useful and valuable. There was a proposal for a new committee to review the bylaws and to get revisions up on the website. Jim Rogala will do this and Chris will help with any follow up on this. Linda Lynch volunteered, Mark Leach will assist and Nick Faessler will serve as well. They will figure out the committee chair, they will review the TPE Bylaws and make recommendations on the possibility of Term Limits, and also regarding a Nomination Committee to consider staggered term limits. This is a one year commitment. They will come back when they are ready, in not more than one year.

OLD BUSINESS

12. 2015 Conference Update. Jean Clark with the Prairie Sands Chapter provided an update on the chapter's planning efforts for next year's conference. Jean raised the issues of how the lines of communication will occur, she is looking towards the conference so please communicate and help support them. The theme will be 'Connections'. The list of presenter was proposed. All are encouraged to take a look at the speakers and give comments and recommendations. The Board will not set the agenda but contact the Prairie Sands conference committee if there are issues to be addressed. Will the proposed speakers bring people in or keep them away? TPE does not necessarily endorse these folks or their views. This can be addressed in the conference materials with a disclaimer and possibly counter speakers.

OTHER BUSINESS

Thanks to Jeff Ralston for his years of service! He is looking forwards to supporting his family more. His thoughts have always been useful and supporting of TPE.

Reminder of the next 2014 Board Meetings:

Tuesday September 16, 2014, Tuesday November 18, 2014, Tuesday December 16, 2014

Jim Rachuy moved to adjourn the meeting and Rich Henderson seconded the motion. The motion passed and meeting adjourned at 11:50 a.m.

Respectfully submitted,

Joe Rising
Communications Coordinator

THE PRAIRIE ENTHUSIASTS, INC.
Board Meeting Minutes
September 16, 2014
7:05 p.m. – 9:00 p.m.
via Teleconference
Conference Dial-In number 712-432-0180
Participant Access Code: 231266#

The meeting of the Board was called to order at 7:06 p.m. by President Jack Kussmaul

Roll Call

ATTENDEES:

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

Excused: Mark Leach, Jean Clark, Richard Oberle

Staff: Chris Kirkpatrick, Joe Rising.

Adopt Meeting Agenda

Approve Consent Agenda – ACTION

A motion was made by Evanne Hunt and seconded by Scott Fulton to approve the Meeting and Consent Agendas. The motion carried.

Treasurer's Report

Nick Faessler gave a budget report including income and expenses from all chapters, cash on hand, and net worth. The third quarter dues will be allocated after September. There were questions regarding the Compass Club numbers. Chris Kirkpatrick was pleased with how things are coming in, the bulk of donations will be arriving towards yearend. There have been a couple of new members. There were questions regarding the budgeting for next year. There was a discussion regarding shifting the Fiscal Year which is common for non-profits. Linda Lynch suggested we need a plan for budget cutting options if things change. Budgeting will come up soon. Rich Henderson was concerned that information is missing on Hauser Road as there is no appraisal costs. Chris will follow up on this, they weren't on this year's budget but are expenses incurred.

There was a motion by Evanne Hunt to accept the Treasurers Report. Scott Fulton seconded it. The motion passed.

Endowment Funds Report

Rich Henderson referred to the report and had nothing more to add.

Presidents Report

Jack Kussmaul will be going to the Land Trust Alliance Rally and is looking forward to it. The fundraising applications for the State of Minnesota and Illinois were submitted. Minnesota has accepted it and Illinois has not responded yet.

Executive Director Report

Chris Kirkpatrick has prepared a status report for the months of July & August for review. The Development Plan is moving along. He is pleased with the membership program and the new membership database is being used and resulting in a higher giving level to date. We are at \$30,000 this year and last year was about \$10,000 at this time. The Board Giving and Compass Club are above where we were last year. Chris encouraged the Board to have ongoing contact and support of Compass Club members. There has been many face to face meetings so far and these build stronger relationships. We are working on the yearend appeal which will begin in the coming month, it will follow the same course as last year. We are on track and doing better than last year at this point. The budget process is beginning and chapters will be contacted. This will come to the Board in December, we will adjust then accordingly.

Finance Committee

Finance Retreat – UPDATE

Chris Kirkpatrick stated that the date has been chosen and a meeting space is provided for free. Dana Chabot will review the previous 9 months of economic data for the training. We will review the current Strategic Plan and look to the next three year plan. Materials and general meeting information will be provided prior to the event.

First Business Banking Proposal – ACTION

Chris Kirkpatrick discussed the reasons why we are proposing to change banks including financial concerns, ACH payments, treasury insurance and a need for remote deposits. The Finance Committee reviewed the proposals and recommended the First Business Bank. This will be a process and proceed to the end of the year.

A motion was made by Nick Faessler to move TPE banking to First Business Bank. Henry Panowitsch seconded it. The motion carried.

Bookkeeping Proposal – ACTION

Jack Kussmaul discussed the new office space proposal. The idea has several parts; an office, P.O. Box, and banking. TPE Accountant, Claudia Vlisides, has given notice that she will no longer provide bookkeeping services to us after the end of 2014. The Finance Committee has recommended there be a new bookkeeper either as staff or contracted out. Chris Kirkpatrick added that this comes out of the Ad Hoc Committee proposals and efficiencies that will arise in operations with this arraignment. There will also be better controls. The TPE Bylaws state that there may be an office. The costs will not dramatically increase. Evanne Hunt suggested we do what is appropriate based on Chris's research. All the activities are tied together. Chris

commented that he will look at both options and the quality and cost of the services. There was further discussion regarding costs and advantages.

A motion was made by Nick Faessler to move that TPE hire a bookkeeper, get an office in Viroqua, and move the P.O. Box to Viroqua. This was seconded by Scott Fulton. With one member opposed, the motion carried.

Land Protection Committee, Shooting Star Initial Approval – ACTION

Chris Kirkpatrick reported on this project. He is excited about this property. The Northwest Illinois Prairie Enthusiasts (NIPE) would like to protect an approximately 9 acre parcel of land located near Galena, IL. This property includes a dry hill prairie remnant on a ridgeline which includes some rare species. There is very high population of Shooting Star which NIPE uses for a seed picking site. NIPE has begun to take over management of the property for the right to harvest the Shooting Star seeds and currently the owners of the property are getting ready to list it for sale. The owners have agreed to let NIPE make an offer for the purchase of the prairie remnant portion of the site. Currently an appraisal has been ordered. NIPE would like to pursue funding a portion of the acquisition with a grant from the Grand Victoria Foundation or other private foundations in Illinois. Rich Henderson added that from the species list and description, he highly supported this project. The Land Protection Committee met on September 10th and recommended to the Board Initial approval of the Shooting Star Prairie.

A motion was made by Rich Henderson and seconded by Jim Rogala to support the Shooting Star Initial Approval. The motion carried.

NEW BUSINESS

None

OLD BUSINESS

Evanne Hunt suggested putting the Annual Conference date in the meeting minutes. It will be March 21, 2015, at UW Stevens Point. The Prairie Sands Chapter is doing a great job with this.

ADJOURNMENT

A motion was made by Rich Henderson to adjourn. This was seconded by Alice Mirk. The motion carried and the meeting adjourned at 8:10 p.m.

Reminder of 2014 Board Meetings

Tuesday, November 18, 2014 and Tuesday, December 16, 2014

Respectfully Submitted,

Joe Rising, Communications Coordinator

TPE Board Meeting
Tuesday, November 18, 2014
7:05 p.m. – 9:00 p.m.
via Teleconference
Conference Dial-In number 712-432-0180
Participant Access Code: 231266#
Minutes

President Jack Kussmaul called the meeting to order at 7:05 p.m.

1. Call to Order/Roll ATTENDEES:

Directors: Jack Kussmaul, Scott Fulton, Nick Faessler, Evanne Hunt, Rich Henderson, Paul Rode, Linda Lynch, , Alice Mirk, Jean Clark, Richard Oberle

Excused: Jim Rogala, Henry Panowitsch, Dawn Littleton, and Mark Leach.

Guests: Henry Halvorson, Missy Sparrow

Staff: Chris Kirkpatrick, Joe Rising.

2. Adopt Meeting Agenda

3. Approve Consent Agenda – ACTION

A motion was made by Rich Henderson and seconded by Paul Rode to accept the Consent Agenda. The motion carried.

4. Treasurer's Report – Nick Faessler – ACTION

Nick Faessler gave the Treasurer's Report. Linda Lynch asked about the NAWCA Grant of about \$12,000, is it remaining in a restricted account? Chris Kirkpatrick will contact the Accountant and take a look at that. The Central Budget looks on par. Board giving has a ways to go. The annual appeal is going out and will be coming towards yearend. Linda asked about the split of these funds. Chris says that the annual appeal has always been 100% to Central. This is an item for further discussion. The Ad Hoc Committee suggested that this this year it would go to Central but the allocation needs to be reconsidered. This can be reviewed by the Board at the December Budget meeting. We are at 40% of income at the end of October. Expenses are on par. Licensing and contract services are up. Operating expenses are up with the office and postage. The budgeted amounts for Compass Club and the Annual Appeal look ambitious, we will see shortly. Board Giving is at three quarters with about \$4,600 to go. Nick suggested Board Members join the Finance Committee.

a. Statement of Financial Activity as of October 31, 2014

There was a motion by Paul Rode to accept the Statement of Financial Activity. Nick Faessler seconded it. With one abstention, the motion passed.

5. Endowment Funds and TPE Trust Report – Rich Henderson

Rich Henderson reported that things are in the positive. He had a request for directing an end of the year withdrawal from the Thomson Internship Fund. It is at \$124,000, so the withdrawal amount would be about \$5,000. They would like to see it used. We take up to 4% of the average balance on hand as per the policy.

Paul Rode moved to use a portion of the Thomson Internship Funds, at 4%, as established by the TPE policy. Nick seconded it. The motion passed.

There was discussion to take funds out of the easement monitoring fund to cover some of Central's expenses related to monitoring. This was deferred to the Finance Committee.

6. President's Report – Jack Kussmaul

a. Strategic Plan Review

Jack Kussmaul reported the present 3 year Strategic Plan is coming to an end. We need to look at priorities again. Chris Kirkpatrick suggested we can have a consultant work with us or we can do it in house. There are costs either way. We need something to start 2016 with. Chris discussed the Finance Retreat and notes regarding the Strategic Plan, this could be a committee or board project. This will be left to a decision as we get into the New Year.

b. Accreditation Update

Jack Kussmaul attended the Rally this year along with Paul Rode. Jack learned a lot about the accreditation process. Paul and Chris have been through this process. There may be grant funds for an intern who can organized the needed information. Once selected for the process, there is one year to get the application filed along with a fee of \$7,000. Jack went through the requirements and we have come a long way. Chris said the TPE policies and procedure are in place. There are some projects that need to be tracked and managed, most of the info is in place. The big consideration is the application cost and process. We are ready but is it the right time? Let's look to see how we do at the end of this year and decide. Volunteer help is always welcome. We have the Strategic Plan to work on first.

7. Executive Director Report – Chris Kirkpatrick

a. Review of Status Report

Chris Kirkpatrick spoke about the progress since the last Board Meeting; moving banks, the bookkeeper and accountant hires, a new computer and software. This is moving along well. There is an open house tomorrow at the new office. The members who were present said it is a nice office on Main Street, with a display window. We have fully implemented the Development Plan. This year anyone who donated will be considered an active member. He has been in contact with nearly all Compass Club members. This is an ongoing process.

COMMITTEE REPORTS

8. Finance Committee:

Nick Faessler reported on the Finance Committee. It is budget season, all are working on the budget, they will be ready for the Board to review in December.

Finance Retreat Follow Up DISCUSSION

Chris Kirkpatrick posted the retreat materials, everyone should take a look at them. He is following up with those who were not there. It was a good session and that Dana Chabot was a good presenter. The point was to properly look at our numbers more critically. It could also have been longer and was fast paced. It did give us some insights into our data. We all need to have a better handle on these numbers.

9. Land Protection Committee:

Ogburn Property Initial Approval+ ACTION

Evanne Hunt spoke to the Ogburn proposal. Missy Sparrow, a wildlife biologist for the DNR in Baldwin, gave an overview. The DNR has been after this for quite a while and the property was used at the 2013 Prairie Days. The land owner wants to sell and protect the property. The DNR will do a conservation easement, the owners will hopefully donate it to a non-profit and TPE will be considered. This will be in the works and may take a while. Paul Rode asked about contaminated groundwater discovered 3 or 4 years ago. It is being monitored and mitigated. It is only on the 17 acre parcel that is being sold off to another buyer. Ogburn would be the first property acquired by the St Croix Valley Chapter. Scott Fulton thought this is an amazing opportunity as income from farming could support maintenance and restoration on the property. Evanne said that the management could be done through Applied Ecological Services in exchange for seed. Funding for some management could be had through grants and there could be an income stream into an endowment.

A motion was made by Rich Henderson to give preliminary approval to move forward on the Ogburn project. Scott Fulton seconded it. The motion carried.

NEW BUSINESS

10. Schedule 2015 Board meetings

Jack Kussmaul suggested a review of the proposed meeting schedule. The Board thought the present schedule works fine and we will go with it.

OLD BUSINESS

OTHER BUSINESS

11. Adjournment

Reminder of the next Board Meeting on Tuesday, December 16, 2014

A motion was made by Nick Faessler to adjourn. This was seconded by Paul Rode. The motion carried and the meeting adjourned at 8:24 p.m.

Respectfully Submitted,

Joe Rising, Communications Coordinator

TPE Board Meeting
Tuesday, December 16, 2014 7:05 p.m. 7:00– 9:00 p.m.
via Teleconference
Conference Dial-In number 712-432-0180
Participant Access Code: 231266#

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

1. Call to Order/Roll ATTENDEES:

Directors: Jack Kussmaul, Scott Fulton, Nick Faessler, Jim Rogala, Evanne Hunt, Mark Leach, Rich Henderson, Paul Rode, Linda Lynch, , Alice Mirk, Jean Clark, Richard Oberle, Henry Panowitsch.

Excused: Dawn Littleton

Staff: Chris Kirkpatrick, Joe Rising.

Adopt Meeting Agenda

Approve Consent Agenda – ACTION

Accept Minutes of November 18, 2014

Approved Committee Minutes since last Board Meeting

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

Treasurer's Report – Nick Faessler – ACTION

a. Statement of Financial Activity as of November 30, 2014

Nick Faessler gave an introduction to the report and funds held by and available to the chapters and central. Questions about the report were asked and answered.

There was a motion by Evanne Hunt to accept the Statement of Financial Activity. Paul Rode seconded it. The motion passed.

b. Change of Stock Transfer Agent, item added to the agenda.

Jack Kussmaul addressed this change and the need for a Board resolution authorizing the Board to appoint First Business Bank to open a new stock account.

There was a motion by Evanne Hunt to approve using First Business Bank as our new stock transfer agent. Scott Fulton seconded it. The motion passed,

President's Report – Jack Kussmaul

Mary Kay O'Donnell of the Gathering Waters Conservancy contacted Jack about an organizational mentoring program. Chris Kirkpatrick has been accepted into the program that will include a board member as well. This is a great opportunity and we want to encourage this type of training. Chris added that Gathering Waters will come to the board meeting on March 22, 2015 for an organizational assessment. They have requested that each board member fill out an assessment that will be online and this will be shared after the first of the year. The total cost is \$6,000 a year but it is underwritten in return by a grant. This will end up costing about \$1,000 a year. The training will be well worth the investment.

Executive Director Report – Chris Kirkpatrick

Chris Kirkpatrick brought everyone up to date regarding the new TPE Accounting and Bookkeeping process. The mail will be forwarded to Viroqua, we will email the membership the new address. The last 6 weeks have been a good transition. We are set and ready to go with processing. Chris will send out a communication to the treasurers about the new process. Compass Club. The end of the year is coming up and members are participating, we have had a new member and others are upping their gifts. Chris will let chapters know who has given in their chapter so there can be additional recognition from the chapter representative. Chris will send this out weekly through the holidays.

Comment [T1]:

Comment [T2]:

COMMITTEE REPORTS

Finance Committee:

2015 Budget – ACTION

Nick Faessler address the chapter budgets. Two chapters are in the negative, but have funds in the bank.

There was a motion by Paul Rode to approve the chapter budgets. Mark Leach seconded it. The motion passed with one abstention.

Nick Faessler discussed the 2015 budget, spending through November, and details about over budget items. The plan is to meet in January and see how things come out. We hope to bring in \$90,000 yet this year. We have carry over money to cover any shortfall. A revised budget can be done in January if needed. Linda asked about the Volunteer Coordinator position. The position is paid through Central but funding is from the Empire-Sauk Chapter in 2015. There will need to be planning for the position to move forward. We want to use fundraising this year to sustain the position for the following year. A position description will have to be developed. This is part of the strategic planning process that TPE will do this year. The ESC leadership is behind this. Nick mentioned wanting to hear of the value of the position, how has it helped the chapter? Paul Rode suggested this go on the March agenda. Jean Clark asked about Events and the 2015 annual conference. The goal is to make money. We need to budget enough money in case something goes wrong. Much depends on the population center, partners, and costs of the venue. The chapter has a budget and this budget reflects the chapter's numbers. Linda asked about funding for the video project. Scott spoke to the new project, it is being done by and for TPE, includes three short videos on management, protection, and learning. It will be used for the TPE website and outreach. It will be of broadcast quality. Comments regarding the video were heard. This money came from restricted educational funds and was approved. Linda asked about the \$7,000 for accreditation, Jack addressed this, the process, prior discussions, and time commitments. There is a resolution by the board aiming for accreditation. Other line items were discussed.

Evanne Hunt made a motion to accept the TPE 2015 budget. Scott Fulton seconded it. The motion passed with one no vote.

Land Protection Committee:

Moely Conservation Easement Final Approval – ACTION

Mark Leach summarized the background of the project. Rich Henderson said the landowner wants to have this done yet this year. There were questions about costs, donations and landowner contributions. Most of this work is done by volunteers and so there will be enough left over for an easement monitoring fund.

Nick Faessler moved to approve the Moely Conservation Easement for Final Approval, and to apply for the easement to be considered as match to the Wisconsin State Stewardship Program. This was seconded by Rich Henderson. The motion carried.

NEW BUSINESS

OLD BUSINESS

OTHER BUSINESS

10. Adjournment

2015 Board Meetings:

Tuesday January 20th 7:05 p.m. via conference call

Sunday March 22nd in Stevens Point, WI

Tuesday May 19th 7:05 p.m. via conference call

Sunday July 19th TBD which chapter will host

Saturday September 19th in Viroqua, WI at TPE Office time TBD

Tuesday November 17th 7:05 p.m. via conference call

Tuesday December 15th 7:05 p.m. via conference call

A motion was made by Paul Rode to adjourn. This was seconded by Rich Henderson. The motion carried and the meeting adjourned at 8:44 p.m.

Respectfully Submitted,

Joe Rising, Communications Coordinator